

Future Supply Chain Solutions Limited

Annual Accounts
2015-16

future group 
india tomorrow

Independent Auditors' Report

To the Members of
FUTURE SUPPLY CHAIN SOLUTIONS LIMITED

Report on the Financial Statements

We have audited the accompanying standalone financial statements of **FUTURE SUPPLY CHAIN SOLUTIONS LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

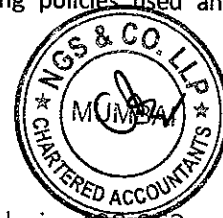
Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provision of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the



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reasonableness of the accounting estimates made by the Company Directors, as well as evaluating the overall presentation of the financial statements.

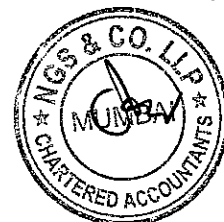
We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on financial statements.

Opinion

In our opinion and to the best of information and according to the explanation given to us, the financial statements give the information required by the Act in the manner so required and give true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of company as at March 31, 2016, its profit and its cash flow for the year ended on that date.

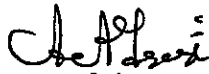
Report on Other Legal and Regulatory Requirements.

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - c. The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - d. In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - e. On the basis of written representations received from the Directors as on March 31, 2016, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016, from being appointed as a director in terms of Section 164 (2) of the Act.
 - f. With respect to the adequacy of Internal financial controls over financial reporting of the company and the operating effectiveness of such control, refer to our separate report in "Annexure B" and
 - g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanation given to us:

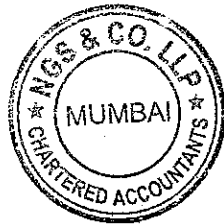


- i. The Company does not have any pending litigations which would impact its financial position.
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There were no amounts, which were required to be transferred, to the Investor Education and Protection Fund by the Company.

For NGS& CO. LLP.
Chartered Accountants
Firm Registration No. : 119850W



Ashok A. Trivedi
Partner
Membership No. 042472
Mumbai
May 20, 2016



Annexure - A to the Auditors' Report

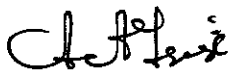
The Annexure referred to in Independent Auditors' Report to the members of the FUTURE SUPPLY CHAIN SOLUTIONS LIMITED on the standalone financial statements for the year ended March 31, 2016, we report that:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets
- (b) The Company has a regular programme of physical verification of its fixed assets by which fixed assets are verified in a phased manner over a period of three years. In accordance with this programme, certain fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- (ii) The Company is a service company, primarily rendering logistic services. Accordingly, it does not hold any physical inventories. Therefore, paragraph 3 (ii) of the Order is not applicable.
- (iii) The Company has granted loans to one body corporate covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act').
- (a) In our opinion, the rate of interest and other terms and conditions on which the loan had been granted to the body corporate listed in the register maintained under Section 189 of the Act was not, prima facie, prejudicial to the interest of the Company
- (b) In the case of the loans granted to the body corporate listed in the register maintained under section 189 of the Act, the borrower has been regular in the payment of the principal and interest as stipulated.
- (c) There are no overdue amounts in respect of the loan granted to a body corporate listed in the register maintained under section 189 of the Act.
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.
- (v) The Company has not accepted any deposits from the public.
- (vi) To the best of our knowledge and as explained, the Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the services rendered by the Company.
- (vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including, Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Service-tax, Value Added Tax, cess and other material statutory dues, as applicable, have been regularly deposited during the year by the company with the appropriate authorities. As explained to us, the Company did not have any dues on account of custom duty.
- According to the information and explanations given to us, no undisputed amounts payable in respect of income tax, service tax, cess and other material statutory dues were in arrears as at 31 March 2016 for a period of more than six months from the date they became payable.

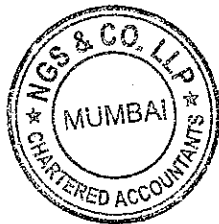


- (b) According to the information and explanations given to us, there are no material dues of income tax, sales tax, VAT, service tax which have not been deposited with the appropriate authorities on account of any dispute.
- (viii) Based on our audit procedures and on the basis of information and explanation given by the management, we are of the opinion that the company does not defaulted in repayment of loans or borrowings from any financial institution, banks and government. There were no dues payable to debenture holders during the year.
- (ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Therefore, paragraph 3 (ix) of the Order is not applicable.
- (x) According to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- (xi) According to the information and explanations given to us and based on our examination of the records of the company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Therefore, paragraph 3(xii) of the Order is not applicable.
- (xiii) According to the information and explanations give to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has made private placement fully convertible debentures during the year in compliance with requirements of section 42 of the Act and the amount raised have been used for the purpose for which the funds were raised.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Therefore, paragraph 3(xv) of the Order is not applicable.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

For **NGS & CO. LLP.**
Chartered Accountants
Firm Registration No. : 119850W



Ashok A. Trivedi
Partner
Membership No. 042472
Mumbai
May 20, 2016



Annexure - B to the Auditors' Report
Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of **FUTURE SUPPLY CHAIN SOLUTIONS LIMITED** ("the Company") as of March 31, 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial



statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For NGS & CO. LLP.
Chartered Accountants
Firm Registration No. : 119850W



Ashok A. Trivedi
Partner
Membership No. 042472
Mumbai
May 20, 2016



Future Supply Chain Solutions Limited
Balance Sheet as at March 31, 2016

	Note	As at March 31, 2016	(Rs. in lacs) As at March 31, 2015
EQUITY AND LIABILITIES			
Shareholder's Funds			
Share Capital	2	3,913.83	3,913.83
Reserves and Surplus	3	20,819.66	17,863.72
Zero Coupon Fully Convertible Debentures @ Rs. 10000 Each		5,500.00	
Non-Current Liabilities			
Long-Term Borrowings	4	-	1,377.83
Deferred Tax Liabilities(net)	5	1,118.18	886.24
Other Long Term Liabilities	6	196.09	156.79
Long-Term Provisions	7	191.03	161.47
Current Liabilities			
Short-Term Borrowings	8	3,601.56	3,829.08
Trade Payables	9	10,827.48	8,147.71
Other Current Liabilities	10	2,076.62	2,331.15
Short-Term Provisions	11	33.54	28.89
TOTAL		48,277.99	38,696.71
ASSETS			
Non-Current Assets			
Fixed Assets			
Tangible Assets	12	13,708.17	14,617.14
Intangible Assets	12	133.89	278.87
Capital work-in-progress		182.58	129.39
Non-Current Investments	13	0.70	0.70
Long-Term Loans and Advances	14	3,311.50	2,268.77
Other Non Current Assets	15	1.00	1.00
Current Assets			
Trade Receivables	16	22,112.13	18,191.38
Cash and Bank Balances	17	194.80	249.86
Short-Term Loans and Advances	18	8,596.04	2,943.09
Other Current Assets	19	37.18	16.51
TOTAL		48,277.99	38,696.71

The accompanying notes are an integral part of the Financial Statements

As per our report of even date


For NGS & Co. LLP
Chartered Accountants

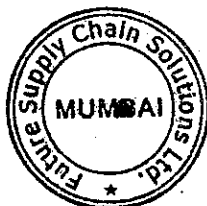

Ashok A Trivedi
Partner
Membership No.: 042472
Mumbai
Date : May 20, 2016



For and on behalf of the Board of Directors
Future Supply Chain Solutions Ltd.


Anshuman Singh
(Managing Director & CEO)
DIN: 00012225


C P Toshniwal
(Director)
DIN: 00036303




Kailash Sharma
(Chief Financial Officer)


Vimal Dhruve
(Company Secretary)

Future Supply Chain Solutions Limited
Statement of Profit and Loss for the year ended March 31, 2016

	Note	2015-16	(Rs. in lacs) 2014-15
Income:			
Revenue from Operations	20	51,987.04	40,796.33
Other Income	21	400.37	230.04
Total Revenue		52,387.41	41,026.37
Expenses:			
Cost of Logistics Services		33,874.71	26,167.51
Employee Benefit Expenses	22	5,427.59	4,378.34
Finance Costs	23	856.82	987.32
Depreciation and Amortisation Expenses	12	2,068.66	1,951.50
Other Expenses	24	5,680.61	3,848.99
Total Expenses		47,908.39	37,333.66
Profit before exceptional items and tax		4,479.02	3,692.71
Less : Exceptional items	25	-	28.42
Profit before Tax		4,479.02	3,664.29
Tax Expense:			
Current tax		1,291.14	692.43
Less: MAT Credit Utilisation		295.86	220.24
Deferred Tax		995.28	472.19
		231.94	718.64
Profit/(Loss) for the year		2,955.94	2,473.46
Earnings Per Equity Share (Face Value Rs. 10/- each)			
Basic		7.55	6.32
Diluted		7.38	-

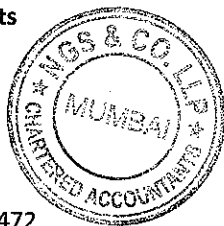
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As per our report of even date

For NGS & Co. LLP
Chartered Accountants



Ashok A Trivedi
Partner

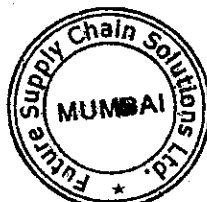
Membership No.: 042472
Mumbai
Date : May 20, 2016



For and on behalf of the Board of Directors
Future Supply Chain Solutions Ltd.


Anshuman Singh
(Managing Director & CEO)
DIN: 00012225


C P Toshniwal
(Director)
DIN: 00036303




Kailash Sharma
(Chief Financial Officer)


Vimal Dhruve
(Company Secretary)

Future Supply Chain Solutions Limited
Cash Flow Statement for the year ended March 31, 2016

(Rs. in lacs)

Particulars	2015-16	2014-15
A Cash Flow from Operating Activities		
Net Profit Before Tax and exceptional items	4,479.02	3,692.71
Adjustments for :		
Depreciation and Amortisation	2,068.66	1,951.50
Reversal of Provision for doubtful advance of subsidiary	-	4.30
Loss on discard of assets	-	0.99
Provision for Doubtful Debts	136.70	53.57
Provision for Doubtful Deposit	7.08	-
Interest income	(354.97)	(196.36)
Interest expense	856.82	987.32
Operating profit before working capital changes	7,193.31	6,494.03
Changes in Working Capital		
Increase/(Decrease) in Trade Payables	2,679.76	1,173.39
Increase/(Decrease) in Other Current Liabilities	(408.53)	469.24
(Increase)/Decrease in Trade Receivables	(4,057.45)	(3,887.65)
(Increase)/Decrease in Other Assets	(6,728.42)	630.42
Cash generated from operations	(1,321.33)	4,879.42
Direct Taxes Paid	(1,291.14)	(472.19)
Net Cash generated from operations	(2,612.47)	4,407.24
B Cash Flow From Investing Activities		
Purchase of Fixed Assets / Advances for Capital Goods	(3,777.24)	(1,971.11)
Sale of Fixed Assets	2,709.33	(24.90)
Interest income	354.97	196.36
Net Cash used in Investing Activities	(712.94)	(1,799.65)
C Cash Flow from Financing Activities		
Zero Coupon Fully Convertible Debentures	5,500.00	-
Adjustment pursuant to Scheme of Amalgamation and Arrangement	-	(532.28)
Proceeds from Long Term Borrowing	(1,377.83)	(1,108.36)
Interest expense	(856.82)	(987.32)
Net Cash from financing activities	3,265.35	(2,627.96)
Net increase/(Decrease) in Cash and Cash Equivalent (A+B+C)	(60.06)	(20.37)
Cash and Cash Equivalents (At the beginning of the year)	207.77	228.14
Cash and Cash Equivalents (At the end of the year)	147.71	207.77
As per our report of even date		

For N G S & Co. LLP
Chartered Accountants




Ashok A Trivedi
Partner
Membership No.: 042472
Mumbai
Date : May 20, 2016



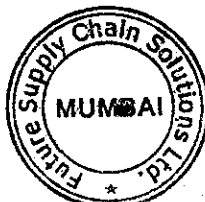
For and on behalf of the Board of Directors of
Future Supply Chain Solutions Ltd.


Anshuman Singh
(Managing Director & CEO)
DIN: 00012225


C P Toshniwal
(Director)
DIN: 00036303


Kailash Sharma
(Chief Financial Officer)


Vimal Dhruve
(Company Secretary)



FUTURE SUPPLY CHAIN SOLUTIONS LIMITED

Significant Accounting Policies and Notes on Accounts.

1. SIGNIFICANT ACCOUNTING POLICIES:

1.1 Basis of preparation:-

Financial statements have been prepared in accordance with Generally Accepted Accounting Principles in India (Indian GAAP) under the historical cost convention on an accrual basis in compliance with all material aspects of the Accounting Standards (AS) notified under Section 133 of the Companies Act, 2013.

1.2 Use of Estimates:-

Preparation of Financial Statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

1.3 Tangible Fixed Assets and Depreciation:-

Tangible fixed assets are stated at cost, less accumulated depreciation and impairment loss, if any. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

Borrowing costs attributable to acquisition and construction of qualifying assets are capitalized as a part of the cost of such assets upto the date when such assets are ready for its intended use.

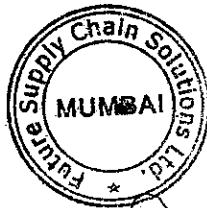
Depreciation is provided on Straight line method based on useful life of the assets as recommended in schedule II of the Companies Act. 2013.

1.4 Intangible Assets and Amortization:-

Intangible Assets are stated at acquisition cost, net of accumulated amortization and accumulated losses, if any.

Intangible assets are amortized on a straight line basis over their useful lives as under:

Assets	Estimated useful life
Software	6 years
Exclusive Business Rights	10 years



1.5 Investments:-

Investments, which are readily realisable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

Investments are recorded at cost on the date of purchase, which includes acquisition charges such as brokerage, stamp duty, taxes etc. Current investments are stated at lower of cost and fair value which is determined on individual basis. Long-term investments are stated at cost, after deducting provisions made, if any, for other than temporary diminution in the value.

1.6 Transactions in foreign currency:-

Transactions in foreign currencies are recorded at the prevailing rates of exchange on the date of transaction. Monetary items denominated in foreign currencies, are restated at the prevailing rates of exchange at the balance sheet date. All gains and losses arising out of fluctuations in exchange rates are accounted for in the statement of Profit and Loss.

1.7 Revenue Recognition:-

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the company and can be reliably measured.

Revenue from services rendered is recognised as the service is performed based on agreements / arrangements with concerned parties.

Interest income is recognised in the Statement of Profit and Loss taking into account the amount outstanding and rates applicable.

1.8 Retirement and other employee benefits:-

Short term employee benefits are recognized as an expense at the undiscounted amount in the Statement of Profit and Loss for the year in which the related service is rendered.

Post employment and other long term employee benefits are recognized as an expense in the statement of Profit and Loss for the year in which the employee has rendered services. The expense is recognized at the present value of the amounts payable determined using actuarial valuation techniques. Actuarial gains and losses in respect of post employment and other long term benefits are charged to Statement of Profit and Loss.

1.9 Taxation:-

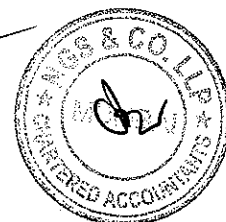
Provision for current tax is made on the basis of estimated taxable income for the current accounting year in accordance with the provisions of Income Tax Act, 1961.

Deferred tax resulting from "timing difference" between taxable and accounting income is accounted for using the tax rates and laws that are enacted or substantially enacted as at the Balance Sheet date.

Deferred tax asset are recognized only to the extent where there is a reasonable certainty that the assets can be realized in future. However, where there is unabsorbed depreciation or carried forward loss under taxation laws, deferred tax assets are recognised only if there is virtual certainty of realisation of such assets.



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Deferred tax assets / liabilities are reviewed as at each balance sheet date and written down or written up to reflect the amount that is reasonably / virtually certain (as the case may be) to be realised.

The Company offsets the current tax assets and liabilities (on a year on year basis) and deferred tax assets and liabilities, where it has a legally enforceable right and where it intends to settle such assets and liabilities on net basis.

Minimum Alternative Tax (MAT) credit is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income-tax during the specified period. In the year in which the MAT credit becomes eligible to be recognised as an asset in accordance with the recommendations contained in the guidance note issued by Institute of Chartered Accountants of India ('ICAI'), the said asset is created by way of a credit to the Statement of Profit and Loss. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT credit entitlement to the extent there is no longer convincing evidence to the effect that Company will pay normal income tax during the specified period.

1.10 Provisions, Contingent Liabilities and Contingent Assets:-

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognized, but are disclosed in the notes. Contingent Assets are neither recognized nor disclosed in the financial statements.

1.11 Impairment of assets:-

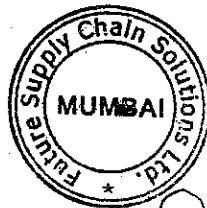
The carrying amounts of assets are reviewed at each Balance Sheet date if there is any indication of impairment based on internal/external factors. An asset is treated as impaired when the carrying cost of the assets exceeds its recoverable value. An impairment loss, if any, is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired. Reversal of impairment losses recognized in prior years is recorded when there is an indication that the impairment losses recognized for the assets no longer exist or have decreased.

1.12 Operating Leases:-

Leases where significant portion of risk and reward of ownership are retained by the lessor are classified as operating leases and lease rental thereof are charged to the Statement of Profit and Loss as per the terms of agreement which is representative of the time pattern of the user's benefit.

1.13 Earnings Per Share:-

Basic earning per share are calculated by dividing the net profit for the year attributable to equity shareholders.



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	As at March 31, 2016	As at March 31, 2015
2 Share Capital Authorised		
40,000,000 Equity Shares of Rs. 10 each.	4,000.00	4,000.00
	<u>4,000.00</u>	<u>4,000.00</u>
Issued and Paid up		
39,138,283 Equity Shares of Rs. 10 each fully paid up	3,913.83	3,913.83
	<u>3,913.83</u>	<u>3,913.83</u>

a) - Reconciliation of number of shares:

	As at March 31, 2016 No. of Shares	As at March 31, 2015 No. of Shares
Opening Balance	3,91,38,283	3,91,38,283
Changes during the year	-	-
Closing Balance	<u>3,91,38,283</u>	<u>3,91,38,283</u>

b) - Rights and restrictions attached to the shares

The company has only one class of equity shares having a par value of Rs. 10/- per share. Each holder of equity share is entitled for one vote per share.

In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts in proportion to their shareholdings.

c) - Shares in the company held by holding company

Name	As at March 31, 2016 No. of Shares	As at March 31, 2015 No. of Shares
Equity shares		
Future Enterprises Limited (Formerly known as Future Retail Limited)	2,74,62,962	2,74,62,962
Total	<u>2,74,62,962</u>	<u>2,74,62,962</u>

d) - Shareholders holding more than 5% of the equity shares in the Company.

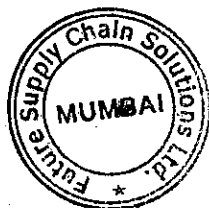
Name	As at March 31, 2016		As at March 31, 2015	
	No. of Shares	%	No. of Shares	%
Future Enterprises Limited (Formerly known as Future Retail Limited)	2,74,62,962	70.2%	2,74,62,962	70.2%
SKC 1 Limited	1,01,75,321	26.0%	1,01,75,321	26.0%
Total	<u>3,76,38,283</u>	<u>96.2%</u>	<u>3,76,38,283</u>	<u>96.2%</u>

3 Reserves and Surplus

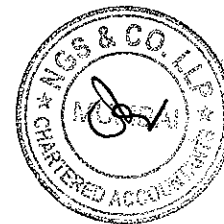
Securities Premium Account		
As per last Balance Sheet	15,995.12	16,499.17
Less : Adjustment pursuant to Scheme of Amalgamation and Arrangement	-	504.05
	<u>15,995.12</u>	<u>15,995.12</u>
Surplus in Statement of Profit and Loss		
As per last Balance Sheet	1,868.60	(312.21)
Less : Adjustment pursuant to Scheme of Amalgamation and Arrangement	-	(28.23)
Less : Adjustment for Depreciation as per schedule II of the Companies Act ,2013	-	(264.42)
Add: Profit for the year	2,955.94	2,473.46
	<u>4,824.54</u>	<u>1,868.60</u>
	<u>20,819.66</u>	<u>17,863.72</u>



	As at March 31, 2016	As at March 31, 2015
4 Long-Term Borrowings		
Secured		
Rupee Term Loan from Banks		1,377.83
		1,377.83
5 Deferred tax Liabilities (net)		
Major components of the deferred tax balances consist of the following:		
Deferred Tax Liability		
Related to Fixed Assets	1,299.50	1,002.48
Deferred Tax Assets	1,299.50	1,002.48
Disallowances under the Income Tax Act, 1961		
Carry forward losses/ unabsorbed depreciation	181.32	116.24
Deferred Tax liability (net)	181.32	116.24
	1,118.18	886.24
6 Other Long Term Liabilities		
Security Deposits	196.09	156.79
	196.09	156.79
7 Long-Term Provisions		
Provision for Employee Benefits		
Provision for Employee Benefit	191.03	161.47
	191.03	161.47
8 Short-Term Borrowings		
Secured		
Working Capital borrowing from Banks	3,601.56	3,829.08
(1. Secured by first charge on current assets of the company along with the other banks under multiple banking arrangements. 2. Second pari passu charge on fixed assets of the company) (Rate of interest ranging from 10.80% to 12.50%)		
	3,601.56	3,829.08
9 Trade Payables		
Trade Payables(Refer Note 39)	10,827.48	8,147.71
	10,827.48	8,147.71
10 Other Current Liabilities		
Current Maturities of Long Term Borrowings		
Security Deposits	7.82	1,108.36
Interest Accrued but not due	54.60	4.56
Customer advances*		
(*Include Customer advance, Statutory Liabilities,Capital Creditors,Liabilities for Expenses	2,014.20	1,218.23
	2,076.62	2,331.15
11 Short-Term Provisions		
Provision for Employee Benefits	33.54	28.89
	33.54	28.89



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FUTURE SUPPLY CHAIN SOLUTIONS LIMITED
Notes to the Financial Statements

12. FIXED ASSETS

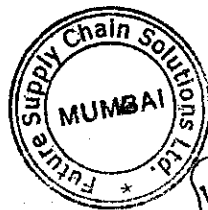
Description	Gross Block			Depreciation/Amortizations			Net Block				
	As at April 1, 2015	Additions during the year	Deletions	As at March 31, 2016	Upto April 1, 2015	Deletions	Adjustment for Depreciation as per Schedule II	For the year	Upto March 31, 2016	As at March 31, 2016	As at March 31, 2015
A: TANGIBLE ASSETS											
Land	-	559.82	-	559.82	-	-	-	-	-	559.82	-
Leasehold Improvements	1,908.41	3.28	86.30	1,825.39	802.32	86.30	-	238.06	954.08	871.31	1,106.09
Plant and Machinery	13,657.43	1,696.89	1,878.85	13,475.47	3,470.25	149.81	-	930.54	4,250.98	9,224.49	10,187.18
Electrical Installations	2,199.01	646.37	617.96	2,227.42	599.72	81.24	-	266.36	786.84	1,440.58	1,599.29
Computers	1,848.18	469.98	348.75	1,971.41	1,544.37	153.41	-	191.00	1,581.96	389.45	303.81
Furniture and Fixture	1,845.62	224.09	222.01	1,847.70	654.80	36.59	-	203.67	821.88	1,025.82	1,190.82
Vehicles	72.80	-	-	72.80	14.45	-	-	8.71	23.16	49.64	58.35
Office Equipments	379.25	122.57	89.69	412.13	207.65	24.88	-	82.30	265.07	147.06	171.60
Total A	21,910.70	3,723.00	3,241.56	22,392.14	7,293.56	532.23	-	1,922.64	8,683.97	13,708.17	14,617.14
B: INTANGIBLE ASSETS											
Software	1,097.92	1.04	-	1,098.96	848.52	-	-	136.02	984.54	114.42	249.40
Exclusive Business Rights	100.00	-	-	100.00	70.53	-	-	10.00	80.53	19.47	29.47
Total B	1,197.92	1.04	-	1,198.96	919.05	-	-	146.02	1,065.07	133.89	278.87
GRAND TOTAL (A+B)	23,108.62	3,724.04	3,241.56	23,591.10	8,212.61	532.23	-	2,068.66	9,749.04	13,842.06	14,896.01
Previous Year	20,699.94	2,734.42	325.74	23,108.62	6,317.88	321.19	264.42	1,951.50	8,212.61	14,896.01	14,382.05



	As at March 31, 2016	As at March 31, 2015
13 Non-Current Investments		
Non - Trade Investment (at cost)		
Unquoted		
Equity Shares in Subsidiary		
National Saving Certificate*	0.70	0.70
Aggregate cost of unquoted investments	<u>0.70</u>	<u>0.70</u>
*Under lien with Sales Tax Department		
14 Long Term Loan and Advances		
(Unsecured, considered good)		
Security Deposits	2,416.85	1,478.80
Deduction of Income Tax (Net of provisions)	894.65	494.11
Mat Credit Entitlement		295.86
	<u>3,311.50</u>	<u>2,268.77</u>
15 Other Non Current Assets		
Long term bank deposits*	1.00	1.00
*Under lien with Sales Tax Department	<u>1.00</u>	<u>1.00</u>
16 Trade Receivables		
(Unsecured)		
- Outstanding for a period exceeding six months		
considered doubtful	254.72	118.02
considered good	1,318.18	757.29
Less: Provision for doubtful debts	<u>254.72</u>	<u>118.02</u>
Other debts considered good	1,318.18	757.29
	20,793.95	17,434.09
	<u>22,112.13</u>	<u>18,191.38</u>
17 Cash and Bank Balances:		
Cash and cash equivalents		
Balances with Banks:		
In Current Accounts	137.99	197.79
Cash on Hand	9.72	9.98
Other bank balances		
Short term bank deposits*	47.09	42.09
	<u>194.80</u>	<u>249.86</u>
* Under lien		



	As at March 31, 2016	As at March 31, 2015
18 Short-Term Loans and Advances		
(Unsecured, considered good)		
Security Deposits	391.38	723.63
Others Loans and Advances*	704.66	719.46
Inter Corporate Deposit	7,500.00	1,500.00
(Unsecured, considered doubtful)		
Security Deposits	7.08	1.48
Less: Provision	7.08	1.48
	<u>8,596.04</u>	<u>2,943.09</u>
* Primarily includes advances to suppliers and Indirect taxes receivable.		
19 Other Current Assets		
Interest receivable	-	1.51
Insurance Claim Receivable	37.18	15.00
	<u>37.18</u>	<u>16.51</u>

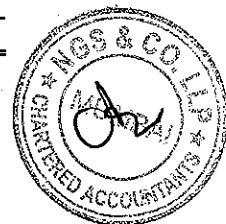


Future Supply Chain Solutions Limited
Notes to the Financial Statements

Particulars	2015-16	(Rs. in lacs) 2014-15
20 Revenue from Operations		
Logistic Services	51,893.45	40,770.42
Other Operating Income	93.59	25.91
	<u>51,987.04</u>	<u>40,796.33</u>
21 Other income		
Interest Income	354.97	196.36
Sundry Balances written back (Net)	1.06	17.86
Profit on Sale of Fixed Assets	14.13	
Other income	30.21	15.82
	<u>400.37</u>	<u>230.04</u>
22 Employee Benefit Expenses		
Salaries, Wages and Bonus	4,906.42	4,015.76
Contribution to Provident and Other Funds	192.09	134.73
Staff Welfare Expenses	329.08	227.85
	<u>5,427.59</u>	<u>4,378.34</u>
23 Finance Costs		
Interest Expense	838.73	981.32
Other Borrowing Costs	18.09	6.00
	<u>856.82</u>	<u>987.32</u>
24 Other Expenses		
Electricity Expenses	850.40	515.61
Rent	201.44	168.55
Rates and Taxes	20.99	26.45
Insurance	166.94	79.35
Repairs and Maintenance		
Plant and Machinery	402.55	277.51
Others	519.75	186.12
Travelling and Conveyance Expenses	910.39	686.79
Auditors' Remuneration		
Statutory Audit Fees	8.00	7.50
Tax Audit Fees	0.25	0.25
Security Expenses	1,047.16	737.93
Exchange Loss (net)	0.38	-
Provision for Doubtful Debts	136.70	53.57
Provision for Doubtful Deposit	7.08	-
Loss on discard of Fixed Assets	-	0.99
Donations	1.32	0.52
Miscellaneous Expenses	1,407.26	1,107.85
	<u>5,680.61</u>	<u>3,848.99</u>
25 Exceptional items		
Loss on Fire	-	28.42
	<u>-</u>	<u>28.42</u>



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FUTURE SUPPLY CHAIN SOLUTIONS LIMITED

Notes on Accounts

26. Contingent Liabilities not provided for:

Bank Guarantees outstanding Rs. 47.09 Lakhs (2015: Rs.42.09 Lakhs)

27. Estimated amounts of contracts remaining to be executed on capital account and not provided for, (net of advances) Rs. 207.57 Lakhs. (2015: Rs.148.81 Lakhs)

28. Cost of Services includes Rent paid Rs. 4904.75 Lakhs (2015 : Rs. 4,027.79 Lakhs)

29. There are no Micro, Small and Medium Enterprises, to whom the Company owes dues which are outstanding for more than 45 days during the period. This information as required to be disclosed under the Micro, Small and Medium Enterprise Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Company and relied by the auditors.

30. Related Party disclosures

The management has identified the following related parties for disclosures under AS 18:

Holding Company

- Future Enterprises Limited -upto 31st Oct-2015
(Formerly known as Future Retail Limited)

Key Management Personnel
Enterprise having significant influence
over the reporting entity

- Anshuman Singh (Managing Director and CEO)
- SKC 1 Limited

Relatives of key Management Personal

-Mrs. Nidhi Singh (Spouse)
-Mr. Krishnapal Singh (Father)
-Mrs. Sheela Singh (Mother)
-Mst. Ayushman Singh (Son)
-Mr. Amitabh Singh (Brother)



During the year, following transactions were carried out with the related parties in the ordinary course of business.

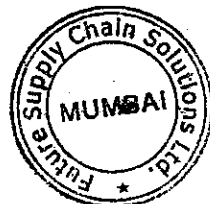
Nature of Transactions	(Rs. in Lakhs)	
	Holding Company	Key Management Personnel
Purchase of Fixed Assets	7.17 (619.64)	- (-)
Income from operation	11,104.78 (16,758.23)	- (-)
Reimbursement of Expenses	40.94 (187.85)	- (-)
Rent paid	21.52 (21.39)	- (-)
Expenses	0.77 (2.55)	- (-)
Remuneration	- (-)	242.48 (193.29)
Advances given	- (-)	- (-)
As on March 31, 2016		
Receivable	43.45 (6,352.53)	- (-)

Notes :

The shareholders of the Company had passed the special resolution at the extra ordinary general meeting held on 16 April 2013 to waive the recovery of excess remuneration paid to the Managing Director and accordingly, applied to the Central Government. The Central Government has, however, rejected the application and directed the Company to recover the remuneration so paid to the Managing Director. However, the Company has represented before the Joint Secretary, Ministry of Corporate Affairs, for reconsideration of the rejection and grant of approval.

The shareholders of the Company had also passed the special resolution at the extra ordinary general meeting held on 16 April 2013 for the re-appointment of the Managing Director and accordingly, filed requisite application with the Central Government. The said application is also rejected by the Central Government.

The Company management has informed us that the Company has once again approached the Ministry of Corporate Affairs and sought for the personal appearance to explain and justify the above applications and accordingly, would seek the necessary direction from the Ministry in the above matters, before seeking recovery of any amount from the Managing Director.



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31. Earnings Per Share

Particulars	2015-16	2014-15
Profit for the year (Rs. In Lakhs)	2955.94	2473.46
Weighted average number of equity shares outstanding during the period - Basic	3,91,38,283	3,91,38,283
Weighted average number of equity shares outstanding during the period - Diluted	4,00,76,639	-
Earnings per share of Rs.10/- each		
- Basic	7.55	6.32
- Diluted	7.38	-

32. Lease

The Company's significant leasing arrangements are in respect of operating leases for premises (office warehouses etc) These leasing arrangements which are non-cancellable range between 3 months and 11 years generally or longer and are usually renewable by mutual consent on mutually agreeable terms. The aggregate lease rents payable are charged as "Rent" under Note No. 24 and Note no.28. Lease Rent payable not later than one year is Rs.2,074.22 Lakhs (2015: Rs. 2,393.60 Lakhs), payable later than one year but not later than five year is Rs.4,785.22 Lakhs (2015: Rs. 6,171.88 Lakhs) and payable later than five years is Rs. 2,054.81 Lakhs (2015: Rs. 3,607.97 Lakhs)

33. Value of Imports (during the year on CIF basis)

Particulars	(Rs. in Lakhs)	
	2015-16	2014-15
Capital Goods	NIL	NIL

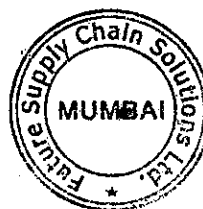
34. Expenditure in Foreign Currency (on accrual basis)

Particulars	(Rs. In Lakhs)	
	2015-16	2014-15
Travelling Expenses	2.88	3.82
Freight forwarding	73.70	99.16
Software Licences	14.17	14.80
Spare Parts	11.91	5.96
Professional Fees	54.16	Nil

35. Disclosure pursuant to Accounting Standard 15 – Employee Benefits

Defined Contribution Plan

Amount recognised as an expenses and included in Schedule 12 under the "Contribution to Provident and Other Funds" of Statement of Profit and Loss account Rs. 192.09 Lakhs (2015: Rs. 134.73 Lakhs).



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Defined Benefit Plan

Reconciliation of Opening and Closing balances of Defined Benefit Plan

(Rs. in Lakhs)

Particulars	Gratuity (Funded)		Gratuity (Unfunded)		Leave Encashment (Unfunded)	
	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15
Present value of obligation at the beginning of the year	2.27	2.23	128.61	108.07	64.11	53.21
Current service cost	-	-	44.00	30.19	29.80	20.57
Interest cost	-	-	10.28	8.82	5.13	4.26
Acturial (gain)/Loss	0.22	(0.16)	(10.09)	(7.46)	(8.95)	2.47
Benefits paid by company	-	-	(17.53)	(13.23)	(18.02)	(16.40)
Benefit paid by the Insurance Co.	-	-	-	-	-	-
Bank Balance	0.29	0.30	-	-	-	-
Present value of obligation at the year end	2.78	2.37	155.28	126.25	72.06	64.11

Reconciliation of Opening and Closing balances of Fair value of plan assets

(Rs. in Lakhs)

	Gratuity (Funded)	
	2015-16	2014-15
Fair value of plan assets at the beginning of the year	2.27	2.23
Expected return on plan assets	-	-
Acturial gain/(loss)	0.22	(0.16)
Benefits paid	-	-
Bank Balance	0.29	0.30
Fair value of plan assets at the end the year	2.78	2.37

Reconciliation of fair value of assets and obligation

(Rs. in Lakhs)

	Gratuity		Leave Encashment	
	2015-16	2014-15	2015-16	2014-15
Present value of obligation	155.28	128.62	72.06	64.11
Less: Fair Value of the plan assets	(2.78)	(2.37)	-	-
Liability Recognised in the Balance sheet	152.51	126.25	72.06	64.11



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Expenses recognised in Statement of Profit and Loss

(Rs. in Lakhs)

	Gratuity (Funded)		Gratuity (Unfunded)		Leave Encashment	
	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15
Current service cost	-	-	44.00	30.19	29.80	20.57
Interest cost	-	-	10.29	8.82	5.13	4.26
Expected return on plan assets	-	-	(0.22)	(0.14)	-	-
Acturial (gain)/Loss	-	-	(10.09)	(7.46)	(8.95)	2.47
Net Cost	-	-	43.98	31.41	25.97	27.30

Experience Adjustments(Rs. in Lakhs)

Experiences	March 2012	March 2013	March 2014	March 2015	March 2016
Defined Benefit Obligation	79.31	91.83	110.30	128.62	155.29
Plan Assets (includes bank balance)	15.42	1.88	2.23	2.37	2.78
Surplus / (Deficit)	(63.89)	(89.95)	(108.07)	(126.25)	(152.51)
Experience adjustments on Plan Liabilities	(11.48)	3.17	5.32	(7.46)	(10.09)
Experience on Plan Assets	0.10	0.73	NA	0.05	0.04

Assumptions used in the actuarial valuation are as below

	Gratuity		Leave Encashment	
	2015-16	2014-15	2015-16	2014-15
Discounted rate (per annum)	8%	8%	8%	8%
Expected rate of future salary increase	5%	5%	5%	5%

36. The Company is engaged only in Logistic business in India and there are no separate reportable business and geographical segments as per Accounting Standard 17, Segment Reporting.
37. The Assets of the Company were damaged/destroyed in fire on Jun 29 2015 at its Lucknow warehouse . The Company had filed a claim with the insurance company and the survey has been completed. During the year the Company has received the salvage value of assets destroyed/damaged.
38. The Company had entered into a lease agreement with Maharashtra Airport Development Comapany Limited wherein the annual lease rent was to be computed at specified percentage of Construction cost which was to be certified by an independent valuer. Without certification by the independent valuer, lease rent was paid on adhoc basis. During the financial year company has



obtained the certificate from the independent valuer and based on this certificate received the excess lease rent paid in earlier year amount to Rs. 439.90 Lacs has been reversed.

39. There are no Micro, Small and Medium Enterprise, to whom the Company owes dues, which are outstanding for more than 45 days as at March 31, 2016 and no interest payment has been made during the year to any Micro, Small and Medium Enterprises. This information as required to be disclosed under the Micro, Small and Medium Enterprises development Act 2006, has been determined to the extent such parties have been identified on the basis of information available with the company.
40. During the year company has issued zero coupon fully convertible debenture. All CCD compulsory convertible into equity shares at a fair value of shares as on date of allotment Rs. 350 per shares. This would amount to dilution in the following manner :

Case I – 11,42,857 equity shares (2.84% of the fully diluted shareholding)
Case II – 12,85,714 equity shares (3.18% of the fully diluted shareholding)
Case III & IV – 15,71,428 equity shares (3.86% of the fully diluted shareholding)

41. Previous year figures have been regrouped/rearranged wherever necessary.

As per our report of even date


For NGS & Co. LLP
Chartered Accountants


Ashok A Trivedi
Partner
Membership No. 042472
Mumbai
May 20, 2016

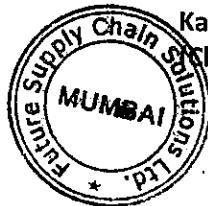


For and on behalf of the Board of Directors of
Future Supply Chain Solutions Ltd.


Anshuman Singh
[Managing Director & CEO]
DIN: 00012225


C P Toshniwal
[Director]
DIN: 00036303


Kailash Sharma
(Chief Financial Officer)




Vimal Dhruve
[Company Secretary]