

Unaudited Statement of Consolidated Financial Results for the Quarter and Nine Month Ended December 31, 2021							
Sr.No.	Particulars	Quarter Ended			Nine Month Ended		Year Ended
		31-12-2021	30-09-2021	31-12-2020	31-12-2021	31-12-2020	31-03-2021
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	Income From Operations						
	a) Revenue from operations	590.41	693.15	459.23	1,719.53	876.50	1,422.14
	b) Other Income	15.62	12.02	22.13	39.79	162.15	168.54
	Total Income	606.03	705.17	481.36	1,759.32	1,038.65	1,590.68
2	Expenses						
	a) Cost of materials and services consumed	120.05	121.02	85.72	331.28	219.49	315.32
	b) Purchases of stock-in-trade	294.91	392.99	133.95	906.43	369.60	562.12
	Decrease	34.06	64.19	128.16	111.78	21.24	116.88
	d) Employee benefits expense	43.57	39.46	39.78	122.69	106.56	137.99
	e) Finance Costs	192.38	174.62	210.07	569.15	610.03	816.73
	f) Depreciation and amortisation expense	169.88	171.92	174.38	518.48	610.02	780.88
	g) Other Expenses	36.55	29.27	30.79	93.42	86.00	122.33
	Total Expenses	891.40	993.47	802.86	2,653.23	2,022.93	2,852.25
3	Profit/(Loss) Before Share Of Profit/(Loss) of Associate And Joint Ventures And Tax (1-2)	(285.37)	(288.30)	(321.50)	(893.91)	(984.28)	(1,261.57)
4	Share of Profit/(Loss) of Associate and Joint Ventures	12.14	2.56	26.55	17.07	45.86	23.51
5	Profit/(Loss) Before Tax (3+4)	(273.23)	(285.74)	(294.95)	(876.84)	(938.42)	(1,238.06)
6	Tax Expense	-	-	-	-	-	(17.89)
7	Net Profit/(Loss) For The Year(5-6)	(273.23)	(285.74)	(294.95)	(876.84)	(938.42)	(1,220.17)
8	Other Comprehensive Income For The Year (Net of Taxes)	(3.85)	8.41	(10.97)	0.05	(3.14)	(13.73)
	Total Comprehensive Income For The Year (Net of Taxes)	(277.08)	(277.33)	(305.91)	(876.79)	(941.56)	(1,233.90)
9	Net Profit/(Loss) Attributable To :						
	a) Owners Of The Company	(270.90)	(271.43)	(272.59)	(837.47)	(849.99)	(1,121.79)
	b) Non-Controlling Interest	(2.33)	(14.31)	(22.36)	(39.37)	(88.43)	(98.38)
10	Other Comprehensive Income Attributable To :						
	a) Owners Of The Company	(3.85)	8.41	(10.97)	0.05	(3.14)	(13.48)
	b) Non-Controlling Interest	-	-	-	-	-	(0.25)
11	Paid Up Equity Share Capital (Face Value of ₹ 2 Per Share)	98.86	98.86	98.86	98.86	98.86	98.86
12	Other Equity						2,811.65
13	Basic EPS (In ₹) :						
	a) Equity Shares	(5.48)	(5.49)	(5.51)	(16.94)	(17.20)	(22.69)
	b) Equity Shares - Class B (Series 1)	(5.48)	(5.49)	(5.51)	(16.94)	(17.20)	(22.69)
	Diluted EPS (In ₹) :						
	a) Equity Shares	(5.48)	(5.49)	(5.51)	(16.94)	(17.20)	(22.69)
	b) Equity Shares - Class B (Series 1)	(5.48)	(5.49)	(5.51)	(16.94)	(17.20)	(22.69)

Notes:

- The above financial results were reviewed by the Audit Committee and were thereafter approved by the Board of Directors of the Company at its meeting held on February 14, 2022. A Limited review of the above results has been carried out by the Statutory Auditors.
- The Company have been actively monitoring the impact of the global health pandemic on its financial condition, liquidity, operations, suppliers, industry and workforce. The Company has assessed the impact of this pandemic on its business operations and has considered all relevant and external information available up to the date of approval of these financial statements, in assessing the recoverability of assets such as inventories, trade receivables, financial assets and other assets, based on current indicators of future economic conditions, the Company expects to recover the carrying amounts of its asset. The Company has used the principles of prudence in applying judgements, estimates and assumptions based on the current conditions. The Company will continue to closely monitor any material changes, to future economic conditions. The extent to which COVID-19, impacts the operations will depend on future developments which remain uncertain. The Company continues to take various precautionary measures to ensure health and safety of its customers, employees and their families from COVID-19.
- Scheme of Arrangement:**
The Board of Directors of the Company at its meeting held on August 29, 2020 has inter-alia, considered and approved the Composite Scheme of Arrangement which involves: (i) merger of 19 Transferor Companies including Future Retail Limited ("FRL") with Future Enterprises Limited ("FEL" or "Transferee Company" the Company) and their respective Shareholders and Creditors; (ii) Transfer and vesting of the Logistics & Warehousing Undertaking from FEL as a going concern on a slump sale basis to Reliance Retail Ventures Limited ("RRVL"); (iii) Transfer and vesting of the Retail & Wholesale Undertaking from FEL as a going concern on a slump sale basis to Reliance Retail and Fashion Lifestyle Limited, a wholly owned subsidiary of RRVL ("RRVL WOS"); and (iv) Preferential allotment of equity shares and warrants of FEL to RRVL WOS ("The Composite Scheme of Arrangement" / Scheme), pursuant to Sections 230 to 232 and other relevant provisions of the Companies Act, 2013.

The combination contemplated under the scheme has been approved by Competition Commission of India on November 20, 2020. Further stock exchanges have issued observation letter without any adverse observation on January 20, 2021. Pursuant to this the scheme application has been filed with National Company Law Tribunal Mumbai (NCLT) on January 28, 2021 for convening the meeting of the Shareholders and Creditors of the Transferor Companies and Transferee Company ("Company Application"). Amazon.com Investment Holdings LLC. ("Amazon") had filed an intervention application in the Company Application. After hearing the parties, the NCLT reserved its orders.

Thereafter, on September 28, 2021 the NCLT passed an order ("NCLT Order") inter alia directing all Transferor Companies and Transferee Company involved in the Scheme to convene and hold the meetings of their respective shareholders, secured creditors and unsecured creditors as per the schedule provided in the NCLT Order.

Pursuant to the directions contained in the NCLT Order, the Company scheduled the meeting of its shareholders on November 10, 2021 and its secured and unsecured creditors on November 11, 2021 to seek their approvals on the Scheme. In view of the aforesaid, a request was received from the secured lenders seeking additional time to obtain their internal approvals in respect of the consent to be granted at the meetings scheduled on November 10, 2021 and November 11, 2021.
Accordingly, an application was filed on November 02, 2021 by the companies involved in the Scheme before the NCLT seeking extension of time to hold these meetings ("Application for Extension"). Thereafter, the Application for Extension was listed on November 08, 2021 before NCLT. During the hearing on November 08, 2021, Amazon intervened and sought dismissal of the Company Application and the Application for Extension. Additionally, certain creditors also filed an application to seek an inclusion of themselves in the list of creditors. After hearing the parties, the NCLT directed the parties to file their written submissions. In the meantime, until the NCLT passed its order, directed the parties that no meeting shall be conducted.

The Hon'ble Supreme Court's order is reserved on the matter of allowing FRL to seek directions from NCLT with regard to dates for convening and holding shareholders' and creditors' meeting for approving the Scheme of Arrangement with Reliance Group. This order is awaited.

Arbitration Dispute between Amazon.com Investment Holdings LLC. ("Amazon"), Future Retail Limited ("FRL") and Future Coupons Private Limited ("FCPL") and other FRL promoters: Amazon had initiated arbitration proceedings against Future Coupons Private Limited ("FCPL"), FRL and its promoters ("Promoters") on October 5, 2020 before Singapore International Arbitration Centre ("SIAC"). On the same day, Amazon had also filed an application seeking emergency reliefs ("CAER"). After completion of the CAER the Emergency Arbitrator ("EA") passed an interim order on October 25, 2020 ("EA Order") inter alia restraining the Respondents therein i.e. FCPL, FRL and Promoters from taking any steps in furtherance of the resolution passed by FRL on August 29, 2020. However, based on the legal advice received by FRL, it had contended that the EA Order would not be enforceable under Indian Laws.

Thereafter, on November 06, 2020, FRL filed a suit before Hon'ble Delhi High Court seeking a relief to injunct Amazon from tortuously interfering with the Scheme. The Hon'ble Single Judge of the Delhi High Court has passed a judgment in the interim application filed in the suit, on December 21, 2020 ("Judgment"), wherein the Single Judge of the Delhi High Court has prima facie held the following:

- That there is no arbitration agreement between Amazon and FRL;
- That FRL's Resolution dated August 29, 2020 approving the scheme is neither void nor contrary to any statutory provision nor the Articles of Association of FRL;
- That conflation of the two shareholders agreements (i.e. FCPL SHA and FRL SHA) will be in violation of FEMA FDI Rules;
- That Amazon's representations to various regulatory authorities amounted to unlawful interference with the Scheme and a civil wrong actionable by both FRL and Reliance in case they suffer any loss and
- Even though an injunction was not granted and all the Statutory Authorities were directed to take the decision on the objections in accordance with the law.

Thereafter, an appeal was preferred by Amazon ("Amazon's Appeal") against certain observations contained in the Judgment, which is currently pending before the Division Bench of the Delhi High Court. On January 13, 2021 even though notice has been issued in Amazon's Appeal, no stay has been granted by the Division Bench of the Delhi High Court on the said Judgment.

There had been further multiple application and suits filed by all related parties to the matter viz. Amazon, FCPL and FRL claiming certain reliefs or for enforcement of their rights or orders of the Tribunal.

FRL had informed in its intimation to stock exchanges that FRL intended to pursue all available avenues to conclude the deal to protect the interests of its stakeholders and workforce. Accordingly, FRL filed a special leave petition against the Status Quo Order dated February 02, 2021 and the Detailed Order dated March 18, 2021 passed in the Enforcement Petition filed by Amazon, before the Supreme Court of India. On September 09, 2021 the Supreme Court of India, passed an order by consent of the parties, inter alia directing that the NCLT, CCI and SEBI to not pass any final order, for a period of four weeks, which was extended from time to time.

In the meanwhile, the Arbitral Tribunal was constituted on January 05, 2021 and in March 2021, FRL had filed 2 (two) applications before the Arbitral Tribunal i.e. (i) An application under Section 16 of the Arbitration and Conciliation Act, 1996 ("Act") for challenging the jurisdiction of the Arbitral Tribunal qua FRL ("Jurisdiction Application"); and (ii) An application for vacating the EA Order ("Vacation Application").

Thereafter, the Arbitral Tribunal directed the parties to file their respective pleadings.

The Jurisdiction Application and the Vacation Application were heard by the Arbitral Tribunal between July 12, 2021 a 16 July 2021, and dismissed by a Partial Award dated October 20, 2021 and Decision dated October 21, 2021 respectively.

Being aggrieved by the said Decision, FRL filed an Arbitration Appeal (Arb. A (Comm) No. 64 of 2021) inter alia seeking a stay of the said Decision, before the Delhi High Court. This application for stay in the Arbitration Appeal was dismissed by the Single Judge of the Delhi High Court by order dated October 29, 2021 ("S.37 Order"). Being aggrieved by the S. 37 Order, FRL filed a Special Leave Petition i.e. SLP No. (C) 18080 of 2021 before the Supreme Court of India.

Thereafter, between November 01, 2021 to November 05, 2021 the Arbitral Tribunal concluded the hearing on evidence and scheduled the hearing on the determination of the quantum of damages on January 05, 2022 to January 08, 2022.

In a parallel proceeding filed by FCPL before the Competition Commission of India ("CCI") alleging misrepresentation on the part of Amazon, the CCI on December 17, 2021 passed an order inter alia keeping the approval granted by it to Amazon for its investment in FCPL in abeyance ("CCI Order").

Considering the legal effect and implication of the CCI Order on the arbitration proceedings, FRL filed an application for termination of the arbitration proceedings under Sections 32(2)(c) of the Act ("Termination Application"), before the Arbitral Tribunal on December 23, 2021.

Since, the Arbitral Tribunal was not inclined to hear and decide the Termination Application before proceeding with the second tranche hearing on determination of the quantum of damages, FRL filed a Writ Petition before the Single Judge of the Delhi High Court, which was dismissed by order dated January 04, 2022. Being aggrieved by the said order dated January 04, 2022, FRL filed an Appeal (LPA 06 of 2022) before the Division Bench of the Delhi High Court, who by order dated January 05, 2022 stayed further proceedings before the arbitral tribunal till the next date of hearing, i.e. February 01, 2022 (which now stands extended till March 22, 2022). Amazon has also filed a Special Leave Petition against the said Order dated January 05, 2022 which will be now listed on February 23, 2022.

In the Special Leave Petitions filed by FRL (impugning the Status Quo Order; Detailed Order and S.37 Order) the Supreme Court of India on February 01, 2022 has passed its judgement inter alia:

- Setting aside the Status Quo Order dated February 02, 2021 and Detailed Order dated March 18, 2021, passed by the learned Single Judge of Hon'ble Delhi High Court in the Enforcement Petition filed by Amazon for enforcement of EA order; and
- Setting aside the S.37 Order dated October 29, 2021 passed by the Hon'ble Delhi High Court and directed the Single Judge of the Delhi High Court to reconsider all issues and pass appropriate orders on its own merits.

The Appeal filed by FRL against the Tribunal's Decision will be listed on March 22, 2022.

Further, Delhi High Court has already commenced fresh hearing of all related matters in relation to the litigation with Amazon from February 11, 2022 onwards and gave initial directions to the Parties for making their written submissions and rejoinders as the case may be.

- Figures for the previous financial period(s) have been re-arranged and re-grouped wherever necessary.
- The Non Convertible Debentures (NCDs) issued by the Company are secured by the way of First Pari Passu charge on entire tangible assets of the company. Asset cover available to discharge the principal amount of NCDs as on December 31, 2021 is 1.13x
- Historically, in consolidated financial statement, the Company has been operating its business under two main segments, viz. Manufacturing & Trading and Leasing & Others. However during the current year the operations under the segment, Leasing and Other business has reduced significantly and hence now entire business is being reviewed by the management as single operations. Accordingly, no separate segment reporting has been prepared as contemplated under the IND-AS 108.
- Additional disclosure as per clause 52 (4) of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations 2015:

Particulars	Quarter Ended	Quarter Ended	Nine Month
	31-12-2021	30-09-2021	31-12-2021
	Unaudited	Unaudited	Unaudited
Net Worth (Excluding Capital Reserve and DRR) (₹ in Crore)	1,730.21	2,007.23	1,730.21
Debenture Redemption Reserve (DRR) (₹ in Crore)	317.15	317.15	317.15
Debt Service Coverage Ratio	0.32	0.33	0.31
Interest Service Coverage Ratio	0.46	0.35	0.37
Debt Equity Ratio	3.51	3.14	3.51
Current Ratio	0.83	0.74	0.83
Long Term Debt to Working Capital	4.71	3.74	4.71
Current Liability Ratio	0.53	0.60	0.53
Total Debts to Total Assets	0.65	0.64	0.65
Debtors Turnover	0.97	1.04	0.91
Inventory Turnover	1.81	2.21	1.74
Operating Margin (%)	12.43	7.04	9.94
Net Profit Margin (%)	(46.28)	(41.22)	(50.99)



By Order of Board of Directors

Vijay Biyani
Vijay Biyani
Chairman & Managing Director

Place : Mumbai

Date : February 14, 2022



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

**Review Report to
The Board of Directors
Future Enterprises Limited**

1. We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results of **Future Enterprises Limited** ("the Holding Company") which includes joint operations and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), its associates and joint ventures for the quarter ended December 31, 2021 and year to date from April 01, 2021 to December 31, 2021 ("the Statement") attached herewith, being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
2. This statement, which is the responsibility of the Holding Company's Management and approved by the Holding Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, ("Ind AS 34") "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement 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 of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the Circular issued by the Securities and Exchange Board of India under Regulation 33(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the extent applicable.

4. The Statement includes the results of the entities listed in Annexure I.
5. Basis for Qualified Conclusion
 - a. Attention is invited to the basis for preparation of these unaudited financial results, which indicate that the accompanying unaudited consolidated financial results does not include the financial results of Acute Retail Infra Private Limited, Basuti Sales and Trading Private Limited, Brattle Foods Private Limited, Chirag Operating Lease Co. Private Limited, Hare Krishna Operating Lease Private Limited, Nice Texcot Trading & Agency Private Limited, Nishta Mall Management Company Private Limited, Ojas Tradelease and Mall Management Private Limited, Precision Realty Developers Private Limited, Rivaaz Trade Ventures Private Limited, Syntex

Trading & Agency Private Limited, Taquito Lease Operators Private Limited, Unique Malls Private Limited, step-down subsidiaries of the holding company, which is in contravention to Indian Accounting Standard (Ind AS) 110 issued by the Institute of Chartered Accountants of India; accordingly not forming part of consolidated financial results and its impact on consolidated financial results is not quantified.

- b. We draw your attention to the following qualification in respect of the Statement of Future Supply Chain Solutions Limited, a subsidiary of the Holding company issued by an independent firm of Chartered Accountants vide its Limited Review Report dated February 7, 2022 reproduced by us as under:

Total trade receivables amounting to Rs. 708.47 crores includes related party receivables amounting to Rs. 532.79 crores as at December 31, 2021. There have been substantial delays in receipt from customers and subsequent receipts from have not been significant. In view of the above, we are unable to obtain sufficient and appropriate audit evidence and are unable to comment on adequacy of loss provision, valuation and recoverability of balance outstanding amounting to Rs. 701.39 crores (net of provision Rs. 7.08 crores as at December 31, 2021).

6. Qualified Conclusion

Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of other auditors, except for the effects/possible effects of our observation stated in paragraph 5 above nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with recognition and measurement principles laid down in the aforesaid Indian Accounting Standard specified under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

7. The accompanying Statement includes the interim financial results/statements and other information, in respect of:

- i. One subsidiary, whose interim financial information reflects total revenues of Rs. 193.75 crores and Rs. 500.11 crores, total Net Profit/(Loss) after tax of Rs. (4.29) crores and Rs. (73.69) crores for the quarter ended December 31, 2021 and for the period from April 01, 2021 to December 31, 2021 respectively, as considered in the Statement which has been reviewed by its auditors.
- ii. One joint venture, whose interim financial information reflects Group's share of profit/(Loss) after tax of Rs. 0.01 crores and Rs. 0.01 crores for the quarter ended December 31, 2021 and for the period from April 01, 2021 to December 31, 2021 respectively, as considered in the Statement which have been reviewed by their auditors.

The review reports on interim financial results/statements and other information of these entities referred in para 7 have been furnished to us by the management, and our conclusion in so far as it relates to the amount and disclosures included in respect of these subsidiary and joint venture is based solely on the review report of such other auditor and the procedures performed by us as stated in paragraph 3 above. Our conclusion is not modified in respect of this matter with respect to our reliance on the work done by and the report of the other auditor.

8. The accompanying Statement includes the interim financial results/statements and other information, in respect of:

- i. Six subsidiaries whose interim financial information reflects total revenues of Rs. 18.88 crores and Rs. 53.61 crores, total Net Profit/(Loss) after tax of Rs. (1.49) crore and Rs. (3.55) crores for the quarter ended December 31, 2021 and for the period from April 01, 2021 to December 31, 2021 respectively, as considered in the Statement which have not been reviewed by their auditors.
- ii. One associate and five joint ventures, whose interim financial information reflects Group's share of profit/(Loss) after tax of Rs. 12.19 crores and Rs. 17.06 crores for the quarter ended December 31, 2021 and for the period from April 01, 2021 to December 31, 2021 respectively, as considered in the Statement which have not been reviewed by their auditors.

The unaudited interim financial results/statements and other information of these entities have not been reviewed by their auditors and have been approved and furnished to us by the management, and our conclusion in so far as it relates to the affairs of these subsidiaries and jointly controlled entities is based solely on such unaudited interim financial results/statements and other financial information. According, to the information and explanations given to us by the management, these interim financial results/statements and other financial information are not material to the group. Our conclusion is not modified in respect of this matter with respect to our reliance on the interim financial information certified by the Management.

9. Emphasis of Matter

- a. We draw attention to note no. 2 of the statement which describes management's assessment of the impact of the COVID-19 pandemic on the operations and financial results of the Company.
- b. We draw attention to note no. 6 of the statement in respect of no separate segment reporting in the financial results of the Company.

Our conclusion is not modified in respect of matters stated above.

For **DMKH & Co.**
Chartered Accountants
Firm Registration No.: 116886W

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Date: 2022.02.14
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Shikha Kabra
Partner
Membership No.: 179437
UDIN: 22179437ABXZSR7721
Place: Mumbai
Date: February 14, 2022

Annexure I

Holding Company:

Future Enterprises Limited

List of Subsidiaries:

Future Bazaar India Limited; Future E-Commerce Infrastructure Limited; Ritvika Trading Private Limited; Future Supply Chain Solutions Limited (FSCSL); Leanbox Logistics Solutions Pvt Ltd.; Future Media (India) Limited; Bluerock eServices Private Limited; Future Merchandising & Sourcing Pte. Ltd. (ceased to be a subsidiary wef July, 2021).

List of Joint Ventures:

Apollo Design Apparel Parks Limited; Goldmohur Design and Apparel Park Limited; Future Generali India Insurance Company Limited; Future Generali India Life Insurance Company Limited; Shendra Advisory Services Private Limited; Sprint Advisory Services Private Limited.

List of Associate:

Work Store Limited (WSL)