

FUTURE RETAIL



04th September, 2020

To
Dept. of Corporate Services (CRD)
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Listing Department
National Stock Exchange of India Limited
Bandra Kurla Complex,
Bandra (East),
Mumbai - 400 051

Scrip Code: 540064
Scrip Code of Debt : 958809, 958810 & 959518

Symbol: FRETAIL

Dear Sir / Madam,

Ref. : Outcome of Board Meeting

Sub: Declaration of Audited Financial Results / Submission of Auditors' Report thereon

Pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), we enclose herewith the following:

- Audited Financial Results (Standalone) of the Company for the Quarter and Financial Year ended 31st March, 2020;
- Audited Financial Results (Consolidated) of the Company and its subsidiaries for the Financial Year ended on 31st March, 2020.

The above audited Financial Results (Standalone and Consolidated) have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held today.

- Auditors' Report on the aforesaid Financial Results (Standalone and Consolidated) issued by M/s. NGS & Co. LLP, the Statutory Auditors of the Company.

Pursuant to SEBI Circular No. CIR/CFD/CMD/56/2016 dated 27th May, 2016, the Company hereby declare and confirm that M/s. NGS & Co. LLP, the Statutory Auditors of the Company have issued the Audit Reports on the aforesaid Audited Financial Results with unmodified opinion.

The Meeting of the Board of Directors commenced at 12:30 PM and concluded at 01:40 PM.

Kindly take the above information on your record.

Thanking you,

Yours faithfully,
For **Future Retail Limited**

Virendra Samani
Company Secretary

Encl. : as above.

CC:
Singapore Exchange Securities Trading Limited
2, Shenton Way, #02-02, SGX Centre 1.
Singapore - 068 804

FUTURE RETAIL

Statement of Audited Standalone Financial Results for the Quarter and Year ended March 31, 2020

(₹ in Crore)

Sr. No.	Particulars	Quarter ended			Year Ended	
		31-03-2020	31-12-2019	31-03-2019	31-03-2020	31-03-2019
		Audited	Unaudited	Audited	Audited	Audited
1	Income					
	a) Revenue from operations	4,445.35	5,129.73	5,396.60	20,118.32	20,164.90
	b) Other Income	39.48	14.78	6.15	83.60	20.47
	Total Income	4,484.83	5,144.51	5,402.75	20,201.92	20,185.37
2	Expenses					
	a) Purchases of stock-in-trade	3,312.58	3,581.14	4,193.84	15,083.28	15,431.85
	b) Changes in inventories of stock-in-trade - (Increase) / Decrease	290.21	74.67	(241.75)	(167.89)	(650.77)
	c) Employee benefits expense	202.68	234.11	275.50	950.22	1,074.41
	d) Finance costs	221.53	268.94	61.24	993.21	223.98
	e) Depreciation and amortisation expense	268.94	271.45	32.41	1,040.89	100.59
	f) Rent Expenses	25.79	28.61	380.29	109.85	1,487.38
	g) Other expenses	633.71	514.86	498.05	2,158.52	1,785.12
	Total Expenses	4,955.44	4,973.78	5,199.58	20,168.08	19,452.56
3	Profit/(Loss) Before Tax (1-2)	(470.61)	170.73	203.17	33.84	732.81
4	Tax Expense	-	-	-	-	-
5	Profit/(Loss) for the period (3-4)	(470.61)	170.73	203.17	33.84	732.81
6	Other Comprehensive Income	(224.44)	(0.00)	5.81	(224.45)	5.81
7	Total Comprehensive Income (5+6)	(695.05)	170.73	208.98	(190.61)	738.62
8	Paid up equity share capital	105.48	100.52	100.52	105.48	100.52
9	Other Equity	-	-	-	4,173.38	3,751.43
10	Basic EPS (in ₹)	(8.94)	3.40	4.04	0.67	14.58
11	Diluted EPS (in ₹)	(8.69)	-	-	0.65	-

Notes:

- The above results were reviewed and recommended by the Audit Committee and were thereafter approved by the Board of Directors of the Company at its meeting held on September 04, 2020.
- Figures for the previous financial period(s) have been re-arranged and re-grouped wherever necessary.
- The figures of the last quarter are the balancing figures between the audited figures in respect of the full financial year and the published year to date figures upto the third quarter of the respective financial year.
- The outbreak of Coronavirus (COVID- 19) pandemic is one of the biggest social, health and economic impacts, faced by India and the World at large. The nationwide lockdown to curb the spread of the pandemic situation had significantly impacted the Company's operational capabilities, as most of the stores of the Company, in most of the States, were closed except selling only essential commodities and grocery items as per the advisory issued by the respective local authorities /State/Central Governments, during the lockdown period. The impact of COVID-19 pandemic on the overall economic environment being uncertain may affect the underlying assumptions and estimates used to prepare the Company's financial statements. During the lockdown, the Company has intensively worked towards the reopening of business and carrying out operation post lockdown as "New Normal" criteria with newer initiatives to minimise the impacts and to mitigate related risks. It has laid down the roadmap for New Normal with a strong focus on safeguarding the health and safety of its employees, customers and communities it serves. Various initiatives and SOPs have been rolled out by the Company to safeguard its assets. The Company has since gradually started restoration of store operations in permitted locations post May, 2020. The Company is closely monitoring the developments and possible effects that may result from the current pandemic on its financial condition, liquidity and operations and is actively working to minimize the impact of this unprecedented situation. As the situation is continuously evolving, the eventual impact may be different from the estimates made as of the date of approval of these Results.
- Effective April 01, 2019, the Company adopted Ind AS 116 "Leases" and applied the standard to all lease contracts existing on April 01, 2019 using the modified retrospective method on the date of initial application. Consequently, the Company recorded the lease liability and right of use assets at the present value of the lease payments discounted at the incremental borrowing as on date of initial application. Comparatives as at and for the year ended March 31, 2019 have not been retrospectively adjusted and therefore will continue to be reported under the accounting policies included as part of our Annual Report for year ended March 31, 2019. Ind AS 116 will result in an increase in cash inflows from operating activities and increase in cash outflows from financing activities on account of lease payments.

Reconciliation for the effects of the transition on Statement of Profit and Loss for the quarter and year ended March 31, 2020 as follows :

(₹ in Crore)

Adjustment to Increase/(decrease) in net profit	Quarter ended 31-03-2020 Comparable basis	Changes due to IND AS 116 Increase / (decrease)	Quarter ended 31-03-2020 as reported	Year ended 31-03-2020 Comparable basis	Changes due to IND AS 116 Increase / (decrease)	Year ended 31-03-2020 as reported basis
Other Income	8.02	31.46	39.48	48.00	35.60	83.60
Rent Expenses	318.50	(292.71)	25.79	1,541.69	(1,431.84)	109.85
Finance Cost	199.68	21.85	221.53	440.30	552.91	993.21
Depreciation and amortisation expense	47.93	221.01	268.94	163.67	877.22	1,040.89
Profit Before Tax	(551.92)	81.31	(470.61)	(3.47)	37.31	33.84

- During the quarter ended March 31, 2020, the Company has made allotment of total 2,48,00,000 equity shares of ₹2/- each at a premium of ₹ 503/- per equity share to Future Coupons Private Limited against the conversion of part of equity warrants.
- The Board of Directors of the Company at its meeting held on August 29, 2020 has inter-alia, considered and approved the amalgamation of Future Retail Limited ("FRL" or "the Company") along with other Transferor Companies with Future Enterprises Limited. The proposed amalgamation would carried out vide Composite Scheme of Arrangement between FRL along with other Transferor Companies with Future Enterprises Limited and their respective Shareholders and Creditors ("The Composite Scheme of Arrangement"/ "the Scheme"), pursuant to Sections 230 to 232 and other relevant provisions of the Companies Act, 2013. The said Scheme shall be subject to requisite approvals of statutory / regulatory authorities, including those from the shareholders and creditors of the Transferor Companies and Transferee Company and other applicable contractual approvals.
- Audited Standalone Statement of Assets & Liabilities and Standalone Cash Flow Statement are annexed to the financial results.
- The Company has only one business segment i.e. "Retail".

By Order of Board of Directors



Rakesh Biyani
Managing Director

Place : Mumbai
Date : September 04, 2020

FUTURE RETAIL

Audited Standalone Statement of Assets and Liabilities as at March 31, 2020

(₹ in Crores)

	As at March 31, 2020	As at March 31, 2019
ASSETS		
1. Non-Current Assets		
Property, Plant and Equipment	1,191.59	862.64
Capital Work-in-Progress	4,072.23	147.82
Intangible Assets	525.34	578.18
Intangible Assets Under Development	23.86	42.36
Right to Use of Assets	1,655.52	-
Financial Assets		
Investments	114.42	104.00
Deposits	447.21	395.32
Other Financial Assets	0.39	0.13
Other Non-Current Assets	1,586.79	275.14
Total Non-Current Assets	9,617.35	2,405.59
2. Current Assets		
Inventories	5,232.90	5,065.59
Financial Assets		
Trade Receivables	687.98	316.46
Cash and Cash Equivalents	87.28	204.91
Bank Balances Other Than The Above	60.85	47.90
Deposits	3,943.17	1,540.13
Other Financial Assets	46.56	99.84
Other Current Assets	1,603.39	847.26
Total Current Assets	11,662.13	8,122.09
Total Assets	21,279.48	10,527.68
EQUITY AND LIABILITIES		
Equity		
Equity Share Capital	105.48	100.52
Other Equity	4,173.38	3,751.43
Total Equity	4,278.86	3,851.95
Liabilities		
1. Non-Current Liabilities		
Financial Liabilities		
Borrowings	4,362.75	375.31
Lease Liability	1,711.29	-
Provisions	72.66	57.76
Other Non-Current Liabilities	-	136.99
Total Non-Current Liabilities	6,146.70	570.06
2. Current Liabilities		
Financial Liabilities		
Borrowings	4,399.92	2,178.67
Trade Payables		
Due to Micro and Small Enterprises	51.63	19.31
Due to Others	5,439.01	3,570.38
Other Financial Liabilities	705.83	121.40
Provisions	11.14	7.71
Other Current Liabilities	246.39	208.20
Total Current Liabilities	10,853.92	6,105.67
Total Equity and Liabilities	21,279.48	10,527.68

FUTURE RETAIL

AUDITED STANDALONE STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2020

(₹ in Crore)

	Year ended March 31, 2020	Year ended March 31, 2019
A CASH FLOWS FROM OPERATING ACTIVITIES		
Profit Before Tax	33.84	732.81
Adjustments For:		
Depreciation and Amortization Expense	1,040.89	100.59
Finance Costs	993.21	223.98
Employee Stock Option Expense	14.72	16.44
Allowance for Credit Losses	8.84	5.55
Loss on Disposal/Discard of Fixed Assets (Net)	92.99	8.51
Provision for Diminution in Investment	4.57	-
Interest Income	(34.11)	(17.70)
Operating Profit Before Working Capital Changes	2,154.95	1,070.18
Adjustments For:		
Trade Receivables	(380.36)	(83.66)
Deposits	(2,454.93)	(355.46)
Other Financial Assets and Other Assets	(1,848.10)	(523.43)
Inventories	(167.31)	(648.18)
Trade Payables	1,900.57	(486.91)
Financial Liabilities, Other Liabilities and Provisions	(862.16)	741.02
Cash Generated From Operations	(1,657.36)	(286.43)
Taxes Paid	(179.62)	(15.59)
Net Cash Flows From Operating Activities	(1,836.97)	(302.02)
B CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of Property, Plant and Equipment and Intangible Assets	(4,438.67)	(687.99)
Purchase of Investment	(14.99)	(103.99)
Interest Received	34.11	17.70
Net Cash Used In Investing Activities	(4,419.55)	(774.28)
C CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from Issue of Shares	1,265.87	0.62
Proceeds from Warrant Application Money	746.10	-
Proceeds from Borrowings	5,999.06	1,329.23
Payment of Lease	(1,431.84)	-
Interest Paid	(440.30)	(223.98)
Net Cash Flow from / (Used In) Financing Activities	6,138.89	1,105.87
Net (Decrease)/Increase In Cash and Cash Equivalents	(117.63)	29.57
Net (Decrease)/Increase In Cash and Cash Equivalents	(117.63)	29.57
Cash and Cash Equivalents (Opening Balance)	204.91	175.34
Cash and Cash Equivalents (Closing Balance)	87.28	204.91

Independent Auditor's Report on the Quarterly and Year to Date Audited Standalone Financial Results of the Company pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

INDEPENDENT AUDITOR'S REPORT

**TO THE BOARD OF DIRECTORS
FUTURE RETAIL LIMITED**

Report on the audit of the Standalone Financial Results

Opinion

We have audited the accompanying Statement of quarterly and year to date Stand Alone Financial results of Future Retail Limited ("the Company") for the quarter ended and year ended March 31, 2020 ("The Statement"), attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 as amended (the 'Listing Regulations').

In our opinion and to the best of our information and according to the explanations given to us the Statement;

- i. is presented in accordance with the requirements of the Listing Regulations in this regard; and
- ii. gives a true and fair view in conformity with the recognition and measure principles laid down in the applicable Indian Accounting Standards and other accounting principles generally accepted in India of the standalone net loss, other comprehensive income and other financial information of the Company for the quarter and year ended March 31, 2020.

Basis of Opinion:

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Companies Act, 2013, as amended ('the Act'). Our responsibilities under those Standards are further described in the "Auditors' Responsibilities for the Audit of the Standalone Financial Results" section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Emphasis of Matter:

We draw attention to Note no. 5 of the statement, which states the impact of Coronavirus disease (COVID 19) on the operation and financial position of the Company.

Our opinion is not modified in respect of this matter.



Management's Responsibility for the Standalone Financial Results

The Statement has been prepared on the basis of the Standalone annual financial statement. The Board of Directors of the Company are responsible for the preparation and presentation of the Statement that gives a true and fair view of the net loss and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down under applicable accounting standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.



- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure, and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matter

The Statement includes the results for the Quarter ended March 31, 2020, being the balancing figure between audited figures in respect of the full financial year ended March 31, 2020 and the published year to date figures upto the third quarter of the current financial year, which were subject to limited review by us, as required under the Listing Regulations.

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

Ashok A. Trivedi
Partner
Membership No. 042472
Mumbai
September 04, 2020
UDIN: 20042472AAAADH1249



FUTURE RETAIL

Statement of Audited Consolidated Financial Result for the Quarter and Year Ended March 31, 2020

(₹ in Crore)

Sr. No.	Particulars	Quarter Ended			Year Ended	
		31-03-2020	31-12-2019	31-03-2019	31-03-2020	31-03-2019
		Audited	Unaudited	Audited	Audited	Audited
1	Income From Operations					
	a) Revenue from operations	4,492.36	5,193.19	5,462.17	20,331.72	20,332.58
	b) Other Income	40.25	15.70	7.44	86.68	23.14
	Total Income	4,532.61	5,208.89	5,469.61	20,418.40	20,355.72
2	Expenses					
	a) Purchases of stock-in-trade	3,329.52	3,606.46	4,222.71	15,173.26	15,515.90
	b) Changes in inventories of stock-in-trade - (Increase) / Decrease	293.29	79.67	(233.58)	(161.97)	(655.39)
	c) Employee benefits expense	211.64	240.82	279.96	977.51	1,090.17
	d) Finance Costs	231.35	276.35	62.16	1,025.82	228.12
	e) Depreciation and amortisation expense	282.33	286.30	32.75	1,098.72	104.02
	f) Rent Expenses	38.16	26.82	380.29	122.21	1,493.83
	g) Other Expenses	620.25	526.04	525.76	2,165.01	1,851.63
	Total Expenses	5,006.54	5,042.45	5,270.05	20,400.56	19,628.28
3	Profit Before Share of Profit of Associate And Joint Ventures And Tax (1-2)	(473.93)	166.43	199.56	17.84	727.44
4	Share of (Loss) of Joint Ventures	(0.96)	(1.81)	(0.24)	(3.76)	(0.24)
5	Profit Before Tax (3-4)	(474.89)	164.62	199.32	14.08	727.20
6	Tax Expense	2.73	0.06	0.01	2.79	0.01
7	Net Profit For The Year (5-6)	(472.16)	164.68	199.33	11.29	727.19
8	Other Comprehensive Income For The Year	(224.73)	0.02	5.81	(224.67)	5.85
9	Total Comprehensive Income For The Year (7+8)	(702.35)	164.58	205.12	(213.38)	733.04
10	Net Profit Attributable To :					
	a) Owners Of The Company	(479.18)	165.18	199.55	11.57	727.03
	b) Non-Controlling Interest	1.57	(0.62)	0.24	(0.28)	0.16
11	Other Comprehensive Income Attributable To :					
	a) Owners Of The Company	(224.73)	0.02	5.81	(224.67)	5.85
12	Paid Up Equity Share Capital (Face Value of ₹ 2/- Per Share)	105.48	100.52	100.52	105.48	100.52
13	Other Equity				4,077.75	3,746.13
14	Basic EPS (in ₹)	(9.10)	3.27	3.97	0.23	14.47
15	Diluted EPS (in ₹)	(8.85)	-	-	0.22	-

Notes:

- The above results were reviewed by the Audit Committee and were thereafter approved by the Board of Directors of the Company at its meeting held on September 04, 2020.
- Figures for the previous financial period(s) have been re-arranged and re-grouped wherever necessary.
- The figures of the last quarter are the balancing figures between the audited figures in respect of the full financial year and the published year to date figures upto the third quarter of the respective financial year.
- The outbreak of Coronavirus (COVID-19) pandemic is one of the biggest social, health and economic impacts, faced by India and the World at large. The nationwide lockdown to curb the spread of the pandemic situation had significantly impacted the Company's operational capabilities, as most of the stores of the Company, in most of the States, were closed except selling only essential commodities and grocery items as per the advisory issued by the respective local authorities /State/Central Governments, during the lockdown period. The impact of COVID-19 pandemic on the overall economic environment being uncertain may affect the underlying assumptions and estimates used to prepare the Company's financial statements. During the lockdown, the Company has intensively worked towards the reopening of business and carrying out operation post lockdown as "New Normal" criteria with newer initiatives to minimise the impacts and to mitigate related risks. It has laid down the roadmap for New Normal with a strong focus on safeguarding the health and safety of its employees, customers and communities it serves. Various initiatives and SOPs have been rolled out by the Company to safeguard its assets. The Company has since gradually started restoration of store operations in permitted locations post May, 2020. The Company is closely monitoring the developments and possible effects that may result from the current pandemic on its financial condition, liquidity and operations and is actively working to minimize the impact of this unprecedented situation. As the situation is continuously evolving, the eventual impact may be different from the estimates made as of the date of approval of these Results.
- Effective April 01 2019, the Company adopted Ind AS 116 "Leases" and applied the standard to all lease contracts existing on April 01, 2019 using the modified retrospective method on the date of initial application. Consequently, the Company recorded the lease liability and right of use assets at the present value of the lease payments discounted at the incremental borrowing as on date of initial application. Comparatives as at and for the year ended March 31, 2019 have not been retrospectively adjusted and therefore will continue to be reported under the accounting policies included as part of our Annual Report for year ended March 31, 2019. Ind AS 116 will result in an increase in cash inflows from operating activities and increase in cash outflows from financing activities on account of lease payments.

Reconciliation for the effects of the transition on Statement of Profit and loss for the quarter and Year ended March 31, 2020 as follows :

(₹ in Crore)

Adjustment to Increase / (Decrease) in Net Profit	Quarter Ended 31-03-2020 Comparable Basis	Changes due to IND AS 116 Increase / (Decrease)	Quarter Ended 31-03-2020 as reported	Year Ended 31-03-2020 Comparable Basis	Changes due to IND AS 116 Increase / (Decrease)	Year Ended 31-03-2020 as reported
Other Income	8.79	31.46	40.25	51.08	35.60	86.68
Rent Expenses	350.07	(311.90)	38.16	1,626.76	(1,504.54)	122.21
Finance Cost	200.26	31.09	231.35	442.64	583.18	1,025.82
Depreciation and amortisation	48.68	233.65	282.33	167.30	931.42	1,098.72
Profit Before Non Controlling Interest / Share in Net Loss of Associates and Joint Venture	(552.55)	78.62	(473.93)	(7.70)	25.54	17.84

- During the quarter ended March 31, 2020, the Company has made allotment of total 2,48,00,000 equity shares of ₹ 2/- each at a premium of ₹ 503/- per equity share to Future Coupons Private Limited against the conversion of part of equity warrants.
- The Board of Directors of the Company at its meeting held on August 29, 2020 has inter-alia, considered and approved the amalgamation of Future Retail Limited ("FRL" or "the Company") along with other Transferor Companies with Future Enterprises Limited. The proposed amalgamation would carried out vide Composite Scheme of Arrangement between FRL along with other Transferor Companies with Future Enterprises Limited and their respective Shareholders and Creditors ("The Composite Scheme of Arrangement"/ "the Scheme"), pursuant to Sections 230 to 232 and other relevant provisions of the Companies Act, 2013. The said Scheme shall be subject to requisite approvals of statutory / regulatory authorities, including those from the shareholders and creditors of the Transferor Companies and Transferee Company and other applicable contractual approvals.
- Audited Consolidated Statement of Assets & Liabilities Consolidated Cash Flow Statement are annexed to the financial results.
- The Company has only one business segment i.e. "Retail".

By Order of Board of Directors


Rakesh Biyani
 Managing Director

Audited Consolidated Statement of Assets and Liabilities as at March 31, 2020

(₹ in Crore)

	As at March 31, 2020	As at March 31, 2019
ASSETS		
1. Non-Current Assets		
Property, Plant and Equipment	1,198.22	870.94
Capital Work-in-Progress	4,072.79	147.90
Goodwill	75.37	75.37
Other Intangible Assets	525.36	578.30
Intangible Assets Under Development	23.86	42.36
Right to Use of Assets	1,847.23	-
Financial Assets		
Investments	0.00	4.34
Deposits	460.76	416.19
Other Financial Assets	4.42	0.13
Other Non-Current Assets	1,611.98	283.14
Total Non-Current Assets	9,819.99	2,418.67
2. Current Assets		
Inventories	5,246.44	5,084.97
Financial Assets		
Trade Receivables	695.25	322.47
Cash and Cash Equivalents	90.56	207.89
Bank Balances Other Than The Above	65.64	47.93
Deposits	3,945.41	1,540.70
Other Financial Assets	51.37	108.39
Other Current Assets	1,623.16	855.78
Total Current Assets	11,717.83	8,168.13
Total Assets	21,537.82	10,586.80
EQUITY AND LIABILITIES		
Equity		
Equity Share Capital	105.48	100.52
Other Equity	4,077.75	3,746.13
Total Equity	4,183.23	3,846.65
Liabilities		
1. Non-Current Liabilities		
Financial Liabilities		
Borrowings	4,362.75	375.31
Lease Liability	1,923.62	-
Other Financial Liabilities	12.62	9.34
Provisions	74.51	58.66
Deffered Tax Liability	2.79	-
Other Non-Current Liabilities	0.89	138.10
Total Non-Current Liabilities	6,377.18	581.41
2. Current Liabilities		
Financial Liabilities		
Borrowings	4,399.91	2,178.67
Trade Payables		
Micro and Small Enterprises	52.53	68.73
Others	5,475.60	3,562.47
Other Financial Liabilities	786.11	127.36
Provisions	13.50	7.93
Other Current Liabilities	249.76	213.58
Total Current Liabilities	10,977.41	6,158.74
Total Equity and Liabilities	21,537.82	10,586.80

FUTURE RETAIL

AUDITED STATEMENT OF THE CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31st March, 2020

(₹ in Crore)

	Year Ended March 31, 2020	Year Ended March 31, 2019
A CASH FLOW FROM OPERATING ACTIVITIES		
Profit Before Tax	17.82	727.44
Adjusted for :		
Depreciation and Amortization Expense	1,098.72	104.02
Expense on Employee Stock Option Scheme	14.72	16.44
Finance Costs	1,025.82	228.12
Loss on Disposal/Discard of Fixed Assets (Net)	92.99	8.53
Interest Income	(36.29)	(19.33)
Dimunition in Value of Invsetment	0.58	-
Allowance for Credit Losses	8.84	4.98
Operating Profit Before Working Capital Changes	2,223.19	1,070.20
Adjusted for :		
Trade Receivables	(381.62)	(57.35)
Inventories	(161.47)	(667.56)
Deposits	(3,728.90)	(376.90)
Other Financial Assets and Other Assets	(2,061.19)	(542.11)
Trade Payables	1,896.93	(445.40)
Financial Liabilities, Other Liabilities and Provisions	636.48	697.10
Cash Generated Used In Operations	(1,576.57)	(322.00)
Share in Loss of Joint Ventures and Associate Company	3.76	0.24
Share in Minority Interest	-	0.28
Taxes Paid	(182.53)	(18.13)
Net Cash Used In Operating Activities	(1,755.33)	(340.10)
B CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Property, Plant and Equipment and Intangible Assets	(4,441.01)	(775.22)
Purchase of Investment	-	(4.25)
Interest Received	36.29	19.33
Net Cash Used In Investing Activities	(4,404.72)	(760.13)
C CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds From Issue of Equity Instrument	1,244.76	2.43
Proceeds From Application of Warrant Money	746.10	-
Proceeds From Borrowings	5,999.06	1,390.23
Interest Paid	(442.64)	(228.12)
Payment of Lease Liability	(1,504.54)	-
Net Cash From Financing Activities	6,042.73	1,164.54
On Composite Schemes of Arrangement		
Net (Decrease)/Increase In Cash And Cash Equivalents (A+B+C)	(117.33)	64.31
Net (Decrease)/Increase In Cash And Cash Equivalents	(117.33)	64.31
Cash and Cash Equivalents (Opening Balance)	207.89	143.59
Cash and Cash Equivalents (Closing Balance)	90.56	207.89

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

Independent Auditor's Report

**To The Board of Directors of
Future Retail Limited**

We have audited the accompanying Statement of Consolidated Financial Results of Future Retail Limited ("the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), and its share of profit of its jointly controlled entities for the year ended March 31, 2020 ("the Statement"), being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("Listing Regulation").

In our opinion and to the best of our information and according to the explanations given to us and on the consideration of reports of other auditors on separate audited financial Statements of the subsidiaries and jointly controlled entities, the aforesaid consolidated financial results:

i. Include the annual financial results of the following entities:

Subsidiaries:

- a) Travel News Services (India) Private Limited
- b) Future 7-India Convenience Limited (*Formerly known as SHME Food Brands Limited*)
- c) TNSI Retail Private Limited
- d) Welcome Retail Private Limited

Jointly Controlled Entities:

- a) Future Retail LLC

ii. Are presented in accordance with the requirements of Regulations 33 of the Listing Regulations in this regard; and

iii. gives a true and fair view in conformity with the applicable Indian Accounting Standards and other accounting principles generally accepted in India, of the net loss, and other comprehensive income and other financial information of the Group for the quarter and year ended March 31, 2020.

Basis of Opinion :

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Companies Act, 2013, as amended ('the Act'). Our responsibilities under those Standards are further described in the "Auditors' Responsibilities for the Audit of the Consolidated Financial Results" section of our report. We are independent of the Group, its jointly controlled entities, in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements



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under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained by us along with the consideration of audit report of the other auditor referred to in sub paragraph (a) of the "other Matters" paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated annual financial results.

Emphasis of Matter:

We draw attention to Note no. 5 of the statement, which states the impact of Coronavirus disease (COVID 19) on the operation and financial position of the Group.

Our opinion is not modified in respect of this matter.

Management's and Board of Directors' Responsibility for the Consolidated Annual Financial Results

The consolidated annual financial results have been prepared on the basis of the Consolidated annual financial statement. The Holding Company's Management and the Board of Directors are responsible for the preparation and presentation of these consolidated annual financial results that give a true and fair view of the consolidated net loss and other comprehensive income and other financial information of the Group including its jointly controlled entities in accordance with the Indian Accounting Standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The respective Management and Board of Directors of the Companies included in the Group and of its jointly controlled entities are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and its jointly controlled entities for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Annual Financial Results that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated annual financial results by the Management and Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial results, the management and the respective Board of Directors of the respective Companies included in the Group and of its jointly controlled entities are responsible for assessing the ability of the Group and its jointly controlled entities, to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. The respective Board of Directors of the Companies included in the Group and of its jointly controlled entities are responsible for overseeing the financial reporting process of the Group and of its jointly controlled entities.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated annual financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but not a guarantee that an audit conducted in accordance with SAs will always detect a material



misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated annual financial results. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated annual financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the consolidated financial results made by the management and the Board of Directors.
- Conclude on the appropriateness of management and Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and of its jointly controlled entities to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated annual financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and of its jointly controlled entities to cease to continue as a going concern.
- Evaluate the overall presentation, structure, and content of the consolidated annual financial results, including the disclosures, and whether the consolidated annual financial results represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial results of the entities within the Group and its jointly controlled entities to express an opinion on the consolidated annual financial results. We are responsible for the direction, supervision, and performance of the audit of financial information of such entities included in the consolidated financial results of which we are the independent auditors. For the other entities included in the consolidated annual financial results, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated annual financial results of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant



audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the Listing Regulations, as amended, to the extent applicable.

Other Matters

The consolidated annual financial results include the audited Financial Results of three subsidiaries, whose Financial Statements reflect total assets of Rs. 302.20 Crores as at March 31, 2020, total revenue of Rs. 60.53 Crores and Rs. 273.40 Crores, total net loss after tax of Rs. 6.01 Crores and Rs. 12.40 Crores, and the total comprehensive loss of Rs. 12.68 Crores and Rs. 12.63 Crores, for the quarter ended March 31, 2020 and for the year ended March 31, 2020, respectively, and net cash outflow of Rs. 0.34 Crores for the year ended on that date, as considered in the consolidated annual financial results, which have been audited by their respective independent auditors. A Jointly Controlled Entity, whose financial statement include Groups share of loss of Rs. 0.96 crores and Rs. 3.76 crores and Groups share of total comprehensive loss of Rs. 0.96 crores and Rs. 3.76 Crores, for the quarter ended and for the year ended March 31, 2020 respectively, as considered in the statement, whose financial statements, other financial information have been audited by their respective independent auditor. The independent auditors' reports on financial statements of these entities have been furnished to us and our opinion on the consolidated annual financial results, in so far as it relates to the amounts and disclosures included in respect of these entities, is based solely on the report of such auditors and the procedures performed by us are as stated in paragraph above.

Our opinion on the consolidated Financial Results is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the Financial Results certified by the Board of Directors.

The Financial Results include the results for the quarter ended March 31, 2020, being the balancing figure between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year which were subject to limited review by us.

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


Ashok A. Trivedi

Partner
Membership No. 042472
Mumbai

September 04, 2020
UDIN: 20042472AAAADI6489

