

Ref: FLFL/BM/ RESULT/ 2022-23

30 December 2022

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

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

Scrip Code : 536507
Debt – Scrip Code: 957150

Scrip Code : FLFL

Dear Sir/Madam,

Sub: Un-audited Financial Results for the quarter and half year ended on 30 September 2022 and Limited Review Report thereon

Pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the following:

1. Standalone Un-audited Financial Results of the Company for the quarter and half year ended on 30 September 2022;
2. Consolidated Un-audited Financial Results of the Company for the quarter and half year ended on 30 September 2022;

The above Un-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.

3. Limited Review Report on the above Financial Results duly issued by M/s. NGS & Co. LLP, the Statutory Auditors of the Company.

The aforesaid Un-audited Financial Results is also available on the Company's website www.futurelifestyle.in

The meeting of the Board of Directors commenced at 10:00 am and concluded at 12:45 pm.

Kindly take the above information on your records

Thanking you,

Yours faithfully,

For Future Lifestyle Fashions Limited


Dharmesh Jain
Chief Financial Officer

Encl: As above

Statement of Unaudited Standalone Financial Results for the Quarter ended September 30, 2022
(₹ in crore, unless otherwise stated)

Sr. No.	Particulars	Quarter ended			Half Year ended		Year ended
		30-09-2022	30-06-2022	30-09-2021	30-09-2022	30-09-2021	31-03-2022
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	Income						
	a) Revenue from operations	164.51	266.24	793.12	430.75	1,057.68	2,838.31
	b) Other income	152.91	20.81	9.84	173.71	21.15	(255.47)
	Total income	317.42	287.05	802.96	604.46	1,078.83	2,582.84
2	Expenses						
	a) Purchases of stock-in-trade	(119.04)	27.19	386.63	-91.85	486.83	1,813.54
	b) Changes in inventories of stock-in-trade -Decrease	219.85	144.28	147.21	364.13	225.71	478.98
	c) Employee benefits expense	31.40	30.94	55.26	62.34	111.19	234.86
	d) Finance Costs	53.16	61.31	74.50	114.47	170.02	314.28
	e) Depreciation and amortisation expense	89.73	100.07	165.07	189.80	330.15	609.09
	f) Other expenses	56.30	65.66	137.99	121.95	243.56	650.89
	Total expenses	331.39	429.45	966.66	760.84	1,567.46	4,101.64
3	(Loss) before Exceptional Item and Tax	(13.98)	(142.40)	(163.70)	(156.38)	(488.63)	(1,518.80)
4	Exceptional Items	-	-	-	-	-	(774.02)
5	(Loss) before tax	(13.98)	(142.40)	(163.70)	(156.38)	(488.63)	(2,292.82)
6	Tax expenses	-	-	-	-	-	156.09
7	Net Loss after tax	(13.98)	(142.40)	(163.70)	(156.38)	(488.63)	(2,448.91)
8	Other comprehensive income (net of tax)	0.15	0.15	0.28	0.30	0.57	(25.81)
9	Total comprehensive income for the period / year	(13.82)	(142.25)	(163.42)	(156.08)	(488.06)	(2,474.72)
10	Paid Up Equity Share Capital (Face Value ₹ 2 per Share)	40.35	40.35	40.35	40.35	40.35	40.35
11	Other Equity						(1,784.70)
12	Earning per share (Face Value ₹ 2 per Share)						
	a) Basic in ₹	(0.68)	(7.06)	(8.10)	(7.74)	(24.19)	(122.65)
	b) Diluted in ₹	(0.68)	(7.06)	(8.10)	(7.74)	(24.19)	(122.65)
13	Additional disclosure as per Clause 52 (4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015						
	Net Worth (Excluding Capital Reserve and DRR) (₹ in Crore)	(2,377.39)	(2,363.58)	(229.07)	(2,377.39)	(229.07)	(2,221.34)
	Debt Redemption Reserve (DRR) (₹ in Crore)	50.00	50.00	50.00	50.00	50.00	50.00
	Debt Equity Ratio	(0.85)	(0.91)	6.98	(0.85)	6.98	(0.99)
	Debt Service Coverage Ratio	0.95	0.28	1.02	0.75	0.07	(3.81)
	Interest Service Coverage Ratio	2.42	0.31	1.02	1.29	0.07	(4.36)
	Current Ratio	0.56	0.58	0.75	0.56	0.75	0.60
	Long term debt to working capital	(0.60)	(0.61)	(1.93)	(0.60)	(1.93)	(0.64)
	Bad debts to accounts receivable ratio (%)	18.23	24.54	1.47	18.23	1.47	23.96
	Current Liability Ratio (%)	117.30	113.88	65.57	117.30	65.57	105.87
	Total debts to total assets ratio (%)	44.09	43.26	30.70	44.09	30.70	40.03
	Debtors turnover	2.69	5.94	14.63	3.55	9.81	15.41
	Inventory turnover	0.39	0.55	1.28	0.53	0.22	1.64
	Operating Margin (%)	(14.58)	(0.69)	8.33	(5.99)	(0.91)	(11.98)
	Net Profit Margin (%)	(8.40)	(53.43)	(20.60)	(36.24)	(46.14)	(87.19)

Notes :-

- The above Financial Results were reviewed and recommended by the Audit Committee and approved by the Board of Directors of the Company at its meeting held on November 14, 2022. A Limited Review of the above results has been carried out by the Statutory Auditors.
- Under the One Time Restructuring (OTR) Plan with the lenders, the Company has debt servicing obligations aggregating to ₹ 284.70 Crores within the next twelve months, comprising of repayment of the principal amount of Long-Term debts amounting to ₹ 139.63 Crores and short-term borrowings of ₹ 145.07 Crores. The Company has incurred loss before tax during the quarter ended September 30, 2022 amounting to ₹ 13.98 Crores primarily owing to lower sales volumes, finance costs and depreciation. The Company's current liabilities exceeded its current assets (including asset held for sale) by ₹ 1318.06 Crores as at September 30, 2022. Also, the Company has defaulted on repayment of principal amount on loans from banks as on September 30, 2022 amounting to ₹ 436.01 Crores. The Lead bank and State Bank of India have classified the accounts of the Company in the system as Non- Performing Assets (NPAs) on May 31, 2022, followed by other banks during the month of June 2022. Since classification as NPA, the Company has already repaid the principal amount of debt amounting to ₹ 74.56 Crores and has also been regular in servicing of interest on all credit facilities availed by the Banks, till date. Subsequent to the period under review, the Company was unable to pay the Annual interest due on Non-Convertible Debentures - Series IV (NCDs) aggregating to ₹ 30.45 crore on 9th November 2022. To address the liquidity crunch and to maintain the sufficient working capital, the Company has adopted several measures including cost optimisation. The Company would be taking necessary steps to further restructure its debts under the proposed resolution plan. Further, the Company has initiated the process for the monetisation of some of the assets, to repay the debts and to manage the working capital requirements as part of the same plan.





The Shareholders of the Company has inter-alia approved to sale, lease, transfer or otherwise alienate / dispose of specified assets of the Company lying at the Non-operational stores, by way of Special Resolution passed on 13 September 2022. The said Resolution would be acted upon only on receipt of all requisite approvals (i.e. approvals from its lenders and approvals as may be required pursuant to contractual obligations). The Company is in the process of obtaining requisite approvals.

The Company has requested all Lenders to allow the Company's operations including critical operational payments under the Holding on operations. The success of the above measures adopted by the Company is dependent on the effective implementation of its operating plans and timely completion of monetisation of its assets which is dependent of many internal / external factors. The management is confident that they will be able to arrange sufficient liquidity by way of monetisation of its assets, increase in operations and other strategic initiatives. Accordingly, the financial results are prepared on a going concern basis.

- 3 The Company had recognised its obligation towards 4,500 Non-Convertible Debentures of INR 10 Lakh each ("NCDs"), issued by FLFL Lifestyle Brands Limited ("FLBL") as unsecured creditors as on March 31, 2022, which would be diluted by various monetisation happening at FLBL level and for other investments invoked by the trustee of the NCD holders, as explained here below.
Investments invoked by the Debenture Trustee are held in trust. Monetisation of such investments and also investments held by FLBL would be initiated and proceed from monetisation, as and when takes place, would be appropriated against the obligation towards FLBL NCDs. Subsequent to the reporting period, Debenture Trustee has further recovered ₹ 30 crore from monetisation of one of the investments held by FLBL. Till date, Debenture Trustee has recovered aggregating to ₹ 180.14 crores from monetisation investments held by FLBL.
- 4 The Company has 10 Central, 28 Brand Factory and 139 Exclusive Brand outlets, operational stores as on September 30, 2022. Subsequent to the period under review, the Company has received notices for termination of leases for 09 Central, 14 Brand Factory and 31 Exclusive Brand outlets, stores on account of non-payment of rent for those stores due to banking restrictions. The management is in discussion with banks for payment and with respective landlords for continuation of leases for those stores.
- 5 The Board of Directors of the Company at its meeting held on September 20, 2021 has, inter-alia, approved the Composite Scheme of Arrangement between Future Trendz Limited ("Transferor Company 1"/ "FTL"), Future Specialty Retail Limited ("Transferor Company 2"/ "FSRL") and Future Lifestyle Fashions Limited ("Transferee Company"/ "FLFL") and their respective shareholders ("The Composite Scheme of Arrangement"/ Scheme"), pursuant to Sections 230 to 232 and other relevant provisions of the Companies Act, 2013. The Company has submitted draft Scheme with BSE Limited and National Stock Exchange of India Limited for obtaining Observation letter on the draft Scheme. The Company is awaiting Observation letter from Stock Exchanges, to further proceed with the filing of the Scheme with National Company Law Tribunal.
- 6 The Code for Social Security 2020 (the 'Code') as promulgated by the Government of India, which was received assent from the President in September 2020, would replace various existing key labour laws. However, there is no notification for effective date of the Code becoming operative. The Company will assess the various applicable provisions of the Code and ensure compliance of the same as and when the Code becomes effective and the rules thereon are notified.
- 7 The Secured Listed Non-Convertible Debentures (NCDs) issued by the Company are secured by the way of First Pari-Passu charge on entire Fixed Assets of the Company. The security cover in respect of the NCDs as on September 30, 2022 is 2.15 times of the principal and interest thereon of the said NCDs. Fixed Assets include Asset held for sale while computing ratio.
- 8 Figures for the corresponding previous period / year have been regrouped / reclassified wherever necessary.
- 9 Formulae for computation of ratios are as follows :-

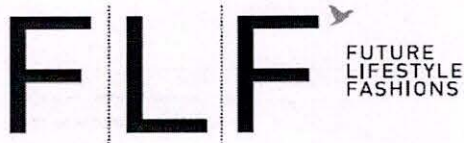
Ratios	Formulae
Debt Equity Ratio (no. of times)	(Long term borrowings + Current maturities of Long term borrowings + Short term borrowings) / Equity (Equity includes total shareholder's funds)
Debt Service Coverage Ratio (no. of times)	(Earnings before interest, tax and depreciation & amortisation expenses) / (Interest expenses + Repayment of long term borrowings during the period)
Interest Service Coverage Ratio (no. of times)	(Earnings before interest, tax and depreciation & amortisation expenses) / Interest expenses
Current Ratio (no. of times)	Current assets (excluding Assets held for sale) / Current liabilities
Long term debt to working capital (no. of times)	(Long term borrowings + Current maturities of Long term borrowings) / Current Assets Less Current Liabilities (Excluding Current Maturities of Non-Current Borrowings)
Bad debts to accounts receivable ratio (%)	Provision for doubtful debts / Trade receivables
Current Liability Ratio (%)	Total Current liabilities / Total liabilities
Total debts to total assets ratio (%)	(Long term borrowings + Current maturities of Long term borrowings + Short term borrowings) / Total assets
Debtors turnover (no. of times)	Revenue from operations / Average trade receivables (Ratios for the quarter / nine months have been annualised)
Inventory turnover (no. of times)	Cost of Goods sold / Average Inventory of Finished Goods (Ratios for the quarter / nine months have been annualised)
Operating Margin (%)	Profit before depreciation, interest, tax, exceptional items less other income / Revenue from operations
Net Profit Margin (%)	Profit after tax / Revenue from operations



10 Unaudited Standalone Statement of Assets and Liabilities as at September 30, 2022

Particulars	As at	As at
	30-09-2022	31-03-2022
	Unaudited	Audited
ASSETS		
Non-current assets		
Property, Plant and Equipment	408.42	647.01
Capital work-in-progress	58.86	58.64
Other Intangible assets	9.55	10.74
Financial Assets		
Investments	0.58	0.08
Security Deposits	179.28	178.21
Others financial assets	0.07	0.43
Deferred tax assets (net)	-	-
Non-current tax assets (net)	14.96	14.44
Other non-current assets	14.76	17.84
Total Non - Current Assets	686.48	927.39
Current assets		
Inventories	1,034.39	1,398.52
Financial Assets		
Investments	34.56	34.06
Trade receivables	242.21	184.23
Cash and cash equivalents	50.93	52.68
Bank balances other than the above	3.11	4.97
Security Deposits	64.85	64.85
Loans	1.54	1.54
Others financial assets	1.17	1.15
Other current assets	974.84	1,005.54
	2,407.60	2,747.54
Assets held for sale (Refer Note no 3)	556.98	642.42
Total Current Assets	2,964.58	3,389.96
Total Assets	3,651.06	4,317.35
EQUITY AND LIABILITIES		
Equity		
Equity Share capital	40.35	40.35
Other Equity	(1,940.76)	(1,784.70)
Total equity	(1,900.41)	(1,744.35)
Liabilities		
Non-current liabilities		
Financial Liabilities		
Borrowings	1,119.56	1,167.64
Other financial liabilities	146.40	312.17
Provisions	2.87	11.28
Total Non - Current Liabilities	1,268.83	1,491.09
Current liabilities		
Financial Liabilities		
Borrowings	490.11	560.57
Trade payables		
Dues of micro enterprises and small enterprises	92.58	102.58
Dues of creditors other than micro enterprises and small enterprises	2,226.00	2,462.43
Other financial liabilities	1,416.42	1,374.52
Provisions	19.36	26.49
Other current liabilities	38.17	44.02
Total Current Liabilities	4,282.64	4,570.61
Total Equity and Liabilities	3,651.06	4,317.35

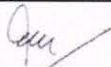




11 Cash Flow statement for Half year ended September 30, 2022

Particulars	Year Ended	
	30-09-2022	30-09-2021
Cash flows from operating activities		
(Loss) for the year	(156.38)	(488.63)
Adjustments to Reconcile Net Profit to Net Cash Generated by Operating Activities		
Income tax expense	-	-
Finance costs	114.47	170.02
Interest income	(3.62)	(17.33)
Loss on disposal/discard of property, plant and equipment	8.17	3.30
(Gain) on derecognition and remeasurements of lease	(20.23)	(11.03)
Expected credit loss allowance	-	0.85
Depreciation and amortisation of property, plant and equipment and intangible assets	189.80	330.15
Net loss on financial liability measured at FVTPL	(150.14)	-
Expense recognised in respect of equity-settled share-based payments	-	(2.16)
Bad Debts	-	0.22
Cash Generated from operations before working capital changes	(17.93)	(14.61)
Movements in working capital:		
(Increase) in trade and other receivables	(27.29)	(23.67)
Decrease in inventories	364.13	225.71
Decrease in other assets	2.01	72.44
Increase / (Decrease) in trade payables	(246.43)	73.93
(Decrease) in provisions	(15.23)	(24.07)
Increase in other liabilities	238.76	(21.27)
Cash generated from operations	298.02	288.46
Direct taxes paid	(0.52)	(3.07)
Net cash generated by Operating Activities	297.50	285.39
Cash flows from investing activities		
Interest received	3.62	17.11
Payments for property, plant and equipment and intangible assets	(1.00)	(5.01)
Proceeds from disposal of property, plant and equipment and intangible assets	0.79	1.83
Payment to acquire financial assets - Investment	(1.00)	(1.15)
Rent income received	-	3.08
Realisation of deposits/restricted deposits with banks	2.22	(0.19)
Net cash generated by investing activities	4.63	15.67
Cash flows from financing activities		
Proceed/(repayment) from Borrowings	(118.55)	58.14
Interest paid	(101.35)	(109.14)
Payment of Lease liability	(83.98)	(264.85)
Net cash (used in) financing activities	(303.88)	(315.85)
Net increase / (Decrease) in cash and cash equivalents	(1.75)	(14.79)
Cash and cash equivalents at the beginning of the year	52.68	40.63
Cash and cash equivalents at the end of the year	50.93	25.84

Date :- December 30, 2022


Vishnuprasad M
Managing Director



Independent Auditor's Review Report on Standalone Unaudited Quarterly Financial Results of the Company pursuant to the Regulation 33 and Regulation 52 read with Regulation 63 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (as amended).

**Review Report to
The Board of Directors
Future Lifestyle Fashions Limited**

1. We have reviewed the accompanying statement of unaudited standalone financial results of Future Lifestyle Fashions Limited (the "Company") for the quarter ended September 30, 2022 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 and Regulation 52 read with Regulation 63 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ('SEBI Regulations'), including relevant circulars issued by the SEBI from time to time. ((the regulation') as amended (the "Listing Regulations").
2. The statement, which is the responsibility of the Company's management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, "Interim Financial Reporting" ("Ind AS 34") prescribed under Section 133 of the Companies Act, 2013 ('the Act'), as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India and is in compliance with the presentation and disclosure requirements of Regulation 33 and Regulation 52, read with Regulation 63 of the SEBI Regulations, including relevant circulars issued by the SEBI from time to time. 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, notified under section 133 of the Companies Act, 2013. 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 the Standards on Auditing specified under Section 143(10) of the Act, 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.



Independent Auditor's Review Report on Standalone Unaudited Quarterly Financial Results of the Company pursuant to the Regulation 33 and Regulation 52 read with Regulation 63 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (as amended).

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4. The Company has given Advances to the suppliers amounting to Rs. 664.80 crores as on September 30, 2022 for procurement of certain in-store retail assets (Assets). It is observed that supply of Assets by and/or recoverability of Advances from Supplier is unascertainable. In view of the same, the same would be record appropriately in the books of accounts with regard to uncertain recoverability/adjustment of advances to supplier amounting to Rs. 664.80 crore and the consequent impact thereof in due course of time.
5. **Emphasis of Matter**
- We draw attention to Note 2 of the Statement which indicates the existence of material uncertainty on going concern as regards the Company's ability to meet its debt obligations. The appropriateness of going concern assumption is dependent upon Company's ability to arrange sufficient liquidity by monetization of its assets, increase in operations and other strategic initiatives to meet its obligations. Our conclusion is not modified in respect of this matter.
6. Based on our review, conducted as above, except for the possible effects of our observation in paragraph 4 above, nothing has come to our attention that causes us to believe that the accompanying statement, prepared in accordance with the recognition and measurement principles laid down in Ind AS 34, the applicable Indian Accounting Standards ("Ind AS") specified under Section 133 of the Companies Act, 2013 and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 33 and Regulation 52, read with Regulation 63 of the SEBI Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

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



Ashok A. Trivedi

Partner

Membership No.042472

Mumbai

December 30, 2022

UDIN: 22042472BGKPWS3665



Statement of Unaudited Consolidated Financial Results for the Quarter ended September 30, 2022

₹ in crore, unless otherwise stated)

Sr. No.	Particulars	Quarter ended			Half Year ended		Year Ended
		30-09-2022	30-06-2022	30-09-2021	30-09-2022	30-09-2021	31-03-2022
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	Income						
	a) Revenue from operations	177.61	272.88	833.14	450.49	1,131.13	2,993.93
	b) Other income	154.16	27.87	9.72	182.03	20.90	(255.79)
	Total income	331.77	300.75	842.86	632.52	1,152.03	2,738.14
2	Expenses						
	a) Purchases of stock-in-trade	(121.82)	31.21	397.99	-90.60	527.06	1,948.39
	b) Changes in inventories of stock-in-trade -(Increase)/Decrease	227.71	147.15	170.25	374.86	245.89	461.23
	c) Employee benefits expense	31.41	30.93	57.78	62.34	119.74	246.00
	d) Finance Costs	53.34	61.45	75.07	114.79	174.19	321.55
	e) Depreciation and amortisation expense	90.04	100.33	165.79	190.37	333.12	613.43
	f) Other expenses	58.62	65.49	162.55	124.10	285.50	913.03
	Total expenses	339.31	436.56	1,029.43	775.86	1,685.50	4,503.63
3	Loss Before Exceptional Items	(7.53)	(135.81)	(186.57)	(143.34)	(533.47)	(1,765.49)
	Exceptional Item	-	-	(7.15)	-	(7.15)	(674.90)
4	Loss before Non-controlling interest/Share in Net Loss of Associates and Joint Ventures	(7.53)	(135.81)	(193.72)	(143.34)	(540.62)	(2,440.39)
	Share in Net Loss of Associates and Joint Ventures	-	(0.15)	(25.56)	(0.15)	(32.55)	(35.54)
5	Loss before tax	(7.53)	(135.96)	(219.28)	(143.49)	(573.17)	(2,475.93)
6	Tax expenses	-	-	(10.06)	-	(15.87)	72.97
7	Net Loss after tax	(7.53)	(135.96)	(209.22)	(143.49)	(557.30)	(2,548.90)
8	Other comprehensive income (net of tax)	0.15	0.15	0.28	0.30	0.57	(25.81)
9	Total comprehensive income for the period / year	(7.38)	(135.81)	(208.94)	(143.19)	(556.73)	(2,574.71)
10	Loss for the period Attributable to:						
	Owners of the Group	(7.53)	(135.96)	(209.22)	(143.49)	(557.30)	(2,548.90)
	Non-controlling interests	-	-	-	-	-	-
11	Total Comprehensive Income for the period Attributable to:						
	Owners of the Group	(7.38)	(135.81)	(208.94)	(143.19)	(556.73)	(2,574.71)
	Non-controlling interests	-	-	-	-	-	-
12	Paid Up Equity Share Capital (Face Value ₹ 2 per Share)	40.35	40.35	40.35	40.35	40.35	40.35
13	Other Equity	-	-	-	-	-	(1,921.55)
14	Earning per share (Face Value ₹ 2 per Share)						
	a) Basic in ₹	(0.37)	(6.72)	(10.35)	(7.10)	(27.59)	(127.60)
	b) Diluted in ₹	(0.37)	(6.72)	(10.35)	(7.10)	(27.59)	(127.60)
15	Additional disclosure as per Clause 52 (4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 :						
	Net Worth (Excluding Capital Reserve and DRR) (₹ in Crore)	(2,503.34)	(2,495.49)	(334.60)	(2,503.34)	(334.60)	224.25
	Debenture Redemption Reserve (DRR) (₹ in Crore)	50.00	50.00	50.00	50.00	50.00	50.00
	Debt Equity Ratio	(0.79)	(0.85)	12.45	(0.79)	12.45	2.44
	Debt Service Coverage Ratio	1.00	0.38	0.72	0.82	(0.15)	0.08
	Interest Service Coverage Ratio	2.55	0.42	0.72	1.41	(0.15)	0.09
	Current Ratio	0.55	0.57	0.78	0.55	0.78	0.92
	Long term debt to working capital	(0.55)	(0.56)	(2.07)	(0.55)	(2.07)	(4.84)
	Bad debts to accounts receivable ratio (%)	116.40	154.59	14.84	116.40	14.84	6.43
	Current Liability Ratio (%)	120.10	116.62	67.69	120.10	67.69	57.14
	Total debts to total assets ratio (%)	42.70	41.78	31.10	42.70	31.10	27.50
	Debtors turnover	2.72	5.61	8.98	3.47	6.13	5.56
	Inventory turnover	0.38	0.54	1.33	0.51	0.91	0.83
	Operating Margin (%)	(10.30)	(0.69)	5.35	(4.49)	(4.16)	(0.90)
	Net Profit Margin (%)	(4.24)	(49.77)	(22.39)	(31.82)	(47.16)	(40.34)

Notes :-

- The above Financial Results were reviewed and recommended by the Audit Committee and approved by the Board of Directors of the Company at its meeting held on November 14, 2022. A Limited Review of the above results has been carried out by the Statutory Auditors.
 - Under the One Time Restructuring (OTR) Plan with the lenders, the Company has debt servicing obligations aggregating to ₹ 284.70 Crores within the next twelve months, comprising of repayment of the principal amount of Long-Term debts amounting to ₹ 139.63 Crores and short-term borrowings of ₹ 145.07 Crores. The Company has incurred loss before tax during the quarter ended September 30, 2022 amounting to ₹ 13.98 Crores primarily owing to lower sales volumes, finance costs and depreciation. The Company's current liabilities exceeded its current assets (including asset held for sale) by ₹ 1318.06 Crores as at September 30, 2022. Also, the Company has defaulted on repayment of principal amount on loans from banks as on September 30, 2022 amounting to ₹ 436.01 Crores.
- The Lead bank and State Bank of India have classified the accounts of the Company in the system as Non-Performing Assets (NPAs) on May 31, 2022, followed by other banks during the month of June 2022. Since classification as NPA, the Company has already repaid the principal amount of debt amounting to ₹ 74.56 Crores and has also been regular in servicing of interest on all credit facilities availed by the Banks, till date. Subsequent to the period under review, the Company was unable to pay the Annual interest due on Non-Convertible Debentures - Series IV (NCDs) aggregating to ₹ 30.45 crore on 9th November 2022.





To address the liquidity crunch and to maintain the sufficient working capital, the Company has adopted several measures including cost optimisation. The Company would be taking necessary steps to further restructure its debts under the proposed resolution plan. Further, the Company has initiated the process for the monetisation of some of the assets, to repay the debts and to manage the working capital requirements as part of the same plan.

The Shareholders of the Company has inter-alia approved to sale, lease, transfer or otherwise alienate / dispose of specified assets of the Company lying at the Non-operational stores, by way of Special Resolution passed on 13 September 2022. The said Resolution would be acted upon only on receipt of all requisite approvals (i.e. approvals from its lenders and approvals as may be required pursuant to contractual obligations). The Company is in the process of obtaining requisite approvals.

The Company has requested all Lenders to allow the Company's operations including critical operational payments under the Holding on operations.

The success of the above measures adopted by the Company is dependent on the effective implementation of its operating plans and timely completion of monetisation of its assets which is dependent of many internal / external factors. The management is confident that they will be able to arrange sufficient liquidity by way of monetisation of its assets, increase in operations and other strategic initiatives. Accordingly, the financial results are prepared on a going concern basis.

- The Company had recognised its obligation towards 4,500 Non-Convertible Debentures of INR 10 Lakh each ("NCDs"), issued by FLFL Lifestyle Brands Limited ("FLBL") as unsecured creditors as on March 31, 2022, which would be diluted by various monetisation happening at FLBL level and for other investments invoked by the trustee of the NCD holders, as explained here below.

Investments invoked by the Debenture Trustee are held in trust. Monetisation of such investments and also investments held by FLBL would be initiated and proceed from monetisation, as and when takes place, would be appropriated against the obligation towards FLBL NCDs. Subsequent to the reporting period, Debenture Trustee has further recovered ₹ 30 crore from monetisation of one of the investments held by FLBL. Till date, Debenture Trustee has recovered aggregating to ₹ 180.14 crores from monetisation investments held by FLBL.

- The Company has 10 Central, 28 Brand Factory and 139 Exclusive Brand outlets, operational stores as on September 30, 2022. Subsequent to the period under review, the Company has received notices for termination of leases for 09 Central, 14 Brand Factory and 31 Exclusive Brand outlets, stores on account of non-payment of rent for those stores due to banking restrictions. The management is in discussion with banks for payment and with respective landlords for continuation of leases for those stores.
- The Board of Directors of the Company at its meeting held on September 20, 2021 has, inter-alia, approved the Composite Scheme of Arrangement between Future Trendz Limited ("Transferor Company 1"/ "FTL"), Future Specialty Retail Limited ("Transferor Company 2"/ "FSRL") and Future Lifestyle Fashions Limited ("Transferee Company"/ "FLFL") and their respective shareholders ("The Composite Scheme of Arrangement"/ Scheme"), pursuant to Sections 230 to 232 and other relevant provisions of the Companies Act, 2013. The Company has submitted draft Scheme with BSE Limited and National Stock Exchange of India Limited for obtaining Observation letter on the draft Scheme. The Company is awaiting Observation letter from Stock Exchanges, to further proceed with the filing of the Scheme with National Company Law Tribunal.
- The Code for Social Security 2020 (the 'Code') as promulgated by the Government of India, which was received assent from the President in September 2020, would replace various existing key labour laws. However, there is no notification for effective date of the Code becoming operative. The Company will assess the various applicable provisions of the Code and ensure compliance of the same as and when the Code becomes effective and the rules thereon are notified.
- The Secured Listed Non-Convertible Debentures (NCDs) issued by the Company are secured by the way of First Pari-Passu charge on entire Fixed Assets of the Company. The security cover in respect of the NCDs as on September 30, 2022 is 2.15x of the principal and interest thereon of the said NCDs. Fixed Assets include Asset held for sale while computing ratio.
- Figures for the corresponding previous period / year have been regrouped / reclassified wherever necessary.
- Formulae for computation of ratios are as follows :-

Ratios	Formulae
Debt Equity Ratio (no. of times)	(Long term borrowings + Current maturities of Long term borrowings + Short term borrowings) / Equity (Equity includes total shareholder's funds)
Debt Service Coverage Ratio (no. of times)	(Earnings before interest, tax and depreciation & amortisation expenses) / (Interest expenses + Repayment of long term borrowings during the period)
Interest Service Coverage Ratio (no. of times)	(Earnings before interest, tax and depreciation & amortisation expenses) / interest expenses
Current Ratio (no. of times)	Current assets (excluding Assets held for sale) / Current liabilities
Long term debt to working capital (no. of times)	(Long term borrowings + Current maturities of Long term borrowings) / Current Assets Less Current Liabilities (Excluding Current Maturities of Non-Current Borrowings)
Bad debts to accounts receivable ratio (%)	Provision for doubtful debts / Trade receivables
Current Liability Ratio (%)	Current liabilities / Total liabilities
Total debts to total assets ratio (%)	(Long term borrowings + Current maturities of Long term borrowings + Short term borrowings) / Total assets
Debtors turnover (no. of times)	Revenue from operations / Average trade receivables (Ratios for the quarter / nine months have been annualised)
Inventory turnover (no. of times)	Cost of Goods sold / Average Inventory of Finished Goods (Ratios for the quarter / nine months have been annualised)
Operating Margin (%)	Profit before depreciation, interest, tax, exceptional items less other income / Revenue from operations
Net Profit Margin (%)	Profit after tax and before exceptional items and share in Net loss of Associate and Joint Ventures / Revenue from operations



10 Unaudited Consolidated Statement of Assets and Liabilities as at September 30, 2022

Particulars	As at	As at
	30-09-2022	31-03-2022
	Audited	Audited
ASSETS		
Non-current assets		
Property, Plant and Equipment	412.70	657.07
Capital work-in-progress	58.86	58.64
Other Intangible assets	9.66	10.86
Goodwill on Consolidation	-	-
Financial Assets		
Investments	0.03	0.03
Security Deposits	180.36	179.28
Others financial assets	0.09	0.45
Deferred tax assets (net)	20.48	20.49
Non-current tax assets (net)	15.05	14.52
Other non-current assets	14.82	17.90
Total Non - Current Assets	712.05	959.24
Current assets		
Inventories	1,106.52	1,481.37
Financial Assets		
Investments	32.09	31.75
Trade receivables	259.16	210.80
Cash and cash equivalents	57.25	56.71
Bank balances other than the above	3.11	4.97
Security Deposits	64.85	64.85
Loans	1.54	1.54
Others financial assets	1.17	1.15
Other current assets	974.72	1,008.46
	2,500.41	2,861.60
Assets held for sale (Refer Note no 3)	556.98	642.42
Total Current Assets	3,057.39	3,504.02
Total Assets	3,769.44	4,463.26
EQUITY AND LIABILITIES		
Equity		
Equity Share capital	40.35	40.35
Convertible non-participating preference share capital	0.01	0.01
Other Equity	(2,066.71)	(1,921.55)
Total equity	(2,026.35)	(1,881.19)
Liabilities		
Non-current liabilities		
Financial Liabilities		
Borrowings	1,119.56	1,167.64
Other financial liabilities	146.40	312.17
Provisions	2.87	11.28
Total Non - Current Liabilities	1,268.83	1,491.09
Current liabilities		
Financial Liabilities		
Borrowings	490.11	560.57
Trade payables		
Dues of micro enterprises and small enterprises	116.71	336.49
Dues of creditors other than micro enterprises and small enterprises	2,326.21	2,373.94
Other financial liabilities	1,421.31	1,388.17
Provisions	134.33	141.46
Other current liabilities	38.29	52.73
Current Tax liabilities(Net)	-	-
Total Current Liabilities	4,526.96	4,853.36
Total Equity and Liabilities	3,769.44	4,463.26

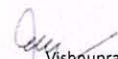




11 Cash Flow statement for half year ended September 30, 2022

Particulars	Year Ended	
	30-09-2022	30-09-2021
Cash flows from operating activities		
(Loss) for the year	(143.49)	(557.30)
Adjustments to Reconcile Net Profit to Net Cash Generated by Operating Activities		
Income tax expense	-	(15.87)
Finance costs	114.79	174.19
Interest income	(3.62)	(17.33)
Loss on disposal/discard of property, plant and equipment	8.17	3.32
(Gain) on derecognition and remeasurements of lease	(22.40)	(11.03)
Expected credit loss allowance	-	28.31
Depreciation and amortisation of property, plant and equipment and intangible assets	190.37	333.12
Intangible written off	-	7.15
Net loss on financial liability measured at FVTPL	(150.14)	
Share of (Profit)/Loss of Associates and Joint Ventures	0.15	32.55
Expense recognised in respect of equity-settled share-based payments	-	(2.16)
Bad Debts	-	0.22
Cash Generated from operations before working capital changes	(6.17)	(24.83)
Movements in working capital:		
(Increase) in trade and other receivables	(14.62)	(7.29)
Decrease in inventories	374.85	245.88
Decrease in other assets	2.00	72.48
Increase / (Decrease) in trade payables	(268.74)	68.13
(Decrease) in provisions	(15.23)	(40.12)
Increase in other liabilities	228.00	(25.40)
Cash generated from operations	300.09	288.85
Direct taxes paid	(0.53)	(3.08)
Net cash generated by Operating Activities	299.56	285.77
Cash flows from investing activities		
Inter corporate deposit received back	0.00	-
Interest received	3.62	17.11
Payments for property, plant and equipment and intangible assets	(1.10)	(5.27)
Proceeds from disposal of property, plant and equipment and intangible assets	0.79	1.85
Payment to acquire financial assets - Investment	(0.35)	(0.67)
Rent income received	-	3.08
Realisation of deposits/restricted deposits with banks	2.21	(0.19)
Net cash generated by investing activities	5.17	15.91
Cash flows from financing activities		
Proceeds from issue of equity instruments of the Company	-	
(Repayment)/Proceed from Borrowings	(118.55)	60.15
Interest paid	(101.67)	(112.92)
Payment of Lease liability	(83.98)	(265.91)
Net cash (used in) financing activities	(304.20)	(318.68)
Net increase in cash and cash equivalents	0.53	(17.00)
Cash and cash equivalents at the beginning of the year	56.72	44.52
Cash and cash equivalents at the end of the period	57.25	27.52

Date :- December 30, 2022


Vishnu Prasad M
Managing Director



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

**Review Report to
The Board of Directors
Future Lifestyle Fashions Limited**

1. We have reviewed the accompanying Statement of unaudited Consolidated Financial Results of Future Lifestyle Fashions Limited ("the Parent") and its subsidiary (the parent, its subsidiary together referred to as 'the Group'), for the quarter ended September 30, 2022 (the "Statement") attached herewith, being submitted by the Parent pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ('the Regulation').
2. This statement, which is the responsibility of the Parent's Management and approved by the Parent'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 ('the Act') as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India and is in compliance with the presentation and disclosure requirements of Regulation 33 of the SEBI Regulations, including relevant circulars issued by the SEBI from time to time. 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, notified under section 133 of the Companies Act, 2013. 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 specified under Section 143(10) of the Act, 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 as amended, to the extent applicable.



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

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4. The Company has given Advances to the suppliers amounting to Rs. 664.80 crores as on September 30, 2022 for procurement of certain in-store retail assets (Assets). It is observed that supply of Assets by and/or recoverability of Advances from Supplier is unascertainable. In view of the same, the same would be record appropriately in the books of accounts with regard to uncertain recoverability/adjustment of advances to supplier amounting to Rs. 664.80 crore and the consequent impact thereof in due course of time.

5. The Statement includes the results of the following entities:

Parent Company:

i. Future Lifestyle Fashions Limited

Subsidiary:

i. Future Speciality Retail limited (through Future Trendz Limited)

6. **Emphasis of Matter**

We draw attention to Note 2 of the Statement which indicates the existence of material uncertainty on going concern as regards the Company's ability to meet its debt obligations. The appropriateness of going concern assumption is dependent upon Company's ability to arrange sufficient liquidity by monetization of its assets, increase in operations and other strategic initiatives to meet its obligations. Our conclusion is not modified in respect of this matter.

7. **Other Matter**

The accompanying Statement includes the unaudited financial results/statements and other financial information in respect of one subsidiary, whose Financial Statements reflect total assets of Rs. 240.76 Crores as at September 30, 2022, total revenue of Rs. 14.36 Crores and Rs. 19.43 Crores, total net profit after tax of Rs. 5.65 and Rs. 5.55 Crores for the quarter ended September 30, 2022 and half year ended September 30, 2022, respectively, and net cash outflow of Rs. 0.83 Crores for the quarter ended September 30, 2022, as considered in the statement, in respect of one subsidiary, whose financial statements have not been audited by any auditor.

These unaudited financial statements have been approved and furnished to us by the Management and our opinion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these joint ventures is based solely on such unaudited financial statements.



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

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our opinion and conclusion on the statement in so far as it relates to the amounts and disclosures included in respect of these subsidiary, are based solely on such unaudited financial results. In our opinion and according to the information and explanations given to us by the management, these financial results are not material to the group. Our conclusion on the Statement is not modified in respect of the above matter.

8. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration referred to in paragraph 7 above, except for the possible effects as described in Paragraph 4 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 Ind AS 34, 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 accordance with the requirements of Regulation 33 of the SEBI Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

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


Ashok A. Trivedi

Partner
Membership No.042472
Mumbai
December 30, 2022
UDIN: 22042472BGKPZV3857

