

June 24, 2021

To,
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001

To,
Listing Department
National Stock Exchange of India Limited
Bandra Kurla Complex, Bandra East,
Mumbai – 400 051

Scrip Codes: 540798, 958280, 958281

Scrip Symbol: FSC

Ref.: Reg. 33, 52 read with Reg. 30 - SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

Dear Sir / Madam,

Sub: audited financial results for the quarter and financial year ended March 31, 2021

Pursuant to above referred Regulations, please find enclosed herewith the audited financial results for the quarter and financial year ended March 31, 2021 (“**Financial Results**”). The Financial Results have also been reviewed by Audit committee and approved by the Board of Directors at their respective meetings held on June 24, 2021.

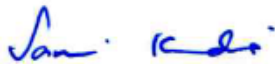
The Board has taken note of the audit report on the above Financial Results. In terms of provisions of Regulation 33(3)(d) of the Listing Regulations and pursuant to Circular No. CIR/CFD/CMD/56/2016 dated May 27, 2016 issued by the SEBI, we hereby declare and confirm that M/s. DMKH & Co., Statutory Auditors of the Company, have given their reports on above Financial Results with modified opinion. Accordingly, a disclosure in prescribed statements showing impact of audit qualification are also annexed herewith.

The meeting of the Board of Directors commenced at 3:50 pm and declared as closed at 5:55 pm.

Kindly take the above information on your records.

Yours faithfully,

For **Future Supply Chain Solutions Limited**



Samir Kedia
Chief Financial Officer



Encl.: As above

Future Supply Chain Solutions Limited

Registered Office : Knowledge House Shyam Nagar, Off. Jogeshwari- Vikhroli Link Rd. Jogeshwari (E), Mumbai 400 060 - www.futuresupplychains.com

CIN NO. : L63030MH2006PLC160376

Statement of Standalone Financial Results for the Quarter and Year ended March 31, 2021

(Rs. in Lakh)

Particulars	Quarter ended March 31, 2021	Quarter ended December 31, 2020	Quarter ended March 31, 2020	For the Year ended March 31, 2021	For the Year ended March 31, 2020
	Audited	Unaudited	Audited	Audited	Audited
1 Income					
a) Revenue from operations	15,020.67	11,602.63	24,612.62	46,641.46	114,055.20
b) Other income	536.97	1,636.77	768.82	3,386.43	2,002.97
Total Income	15,557.64	13,239.40	25,381.44	50,027.89	116,058.17
2 Expenses					
a) Cost of logistics services	7,780.47	7,424.70	14,356.61	27,815.70	69,963.47
b) Employee benefits expense	1,826.10	1,982.34	1,221.36	7,512.86	8,786.99
c) Finance costs	2,383.94	2,468.74	2,535.80	9,837.75	8,081.04
d) Depreciation and amortisation expense	3,973.92	4,048.25	4,480.05	16,531.81	16,593.59
e) Other expenses	1,485.34	1,443.04	2,408.25	6,765.96	9,940.89
Total Expenses	17,449.77	17,367.07	25,002.07	68,464.08	113,365.98
3 Profit/(Loss) from ordinary activities before exceptional items and tax (1-2)	(1,892.13)	(4,127.67)	379.37	(18,436.19)	2,692.19
4 Exceptional item	-	-	3,769.17	-	9,080.43
5 Profit/(Loss) from ordinary activities before tax (3-4)	(1,892.13)	(4,127.67)	(3,389.80)	(18,436.19)	(6,388.24)
6 Tax Expense					
a) Current Tax	-	-	-	-	-
b) Deferred Tax	-	-	-	-	-
7 Net Profit/(Loss) for the period (5-6)	(1,892.13)	(4,127.67)	(3,389.80)	(18,436.19)	(6,388.24)
8 Other Comprehensive Income	(47.23)	-	(127.13)	(47.23)	(127.13)
9 Total Comprehensive Income (7+8)	(1,939.36)	(4,127.67)	(3,516.93)	(18,483.42)	(6,515.37)
10 Paid up equity share capital (Face value of Rs.10/- per share)	4,388.36	4,388.36	4,388.36	4,388.36	4,388.36
11 Other Equity	-	-	-	51,406.09	69,928.09
12 Earnings per share (EPS)(of Rs.10/- per share) (not annualised for interim periods):- a) Basic (Rs.)	(4.31)	(9.41)	(7.72)	(42.01)	(15.51)
b) Diluted (Rs.)	(4.31)	(9.41)	(7.72)	(42.01)	(15.51)
13 Paid up Debt Capital	-	-	-	51,738.92	55,140.63
14 Net Worth	-	-	-	55,794.45	74,316.45
15 Debenture Redemption Reserve	-	-	-	2,500.00	2,500.00
16 Debt Equity Ratio (no. of times)	-	-	-	0.93	0.74
17 Debt Service Coverage Ratio (no. of times)	-	-	-	(1.55)	1.68
18 Interest Service Coverage Ratio (no. of times)	-	-	-	(2.41)	1.71



Notes:

1 Standalone Statement of Assets and Liabilities

(Rs. in Lakh)

Particulars		As at March 31, 2021	As at March 31, 2020
		Audited	Audited
A	ASSETS		
	Non-current assets		
(a)	Property, plant and equipment	44,260.73	50,965.49
(b)	Right of use assets	25,202.52	32,222.77
(c)	Capital work in progress	-	573.55
(d)	Other Intangible assets	333.22	216.42
	Financial assets		
(a)	Investments	-	-
(b)	Other financial assets	2,415.78	5,535.39
(c)	Other Non current assets	4,405.03	9,719.27
	Total Non-current assets	76,617.28	99,232.89
	Current assets		
	Inventories	236.68	352.08
	Financial assets		
(a)	Trade receivables	73,588.23	81,527.38
(b)	Cash and cash equivalents	12.36	31.10
(c)	Bank balances other than cash and cash equivalents	267.93	270.90
(d)	Loans	21,000.00	21,000.00
(e)	Other financial assets	6,253.81	1,933.07
(f)	Other current assets	601.49	591.82
	Total current assets	101,960.50	105,706.35
	Total assets	178,577.78	204,939.24
B	EQUITY & LIABILITIES		
	Equity		
(a)	Equity share capital	4,388.36	4,388.36
(b)	Other equity	51,406.09	69,928.09
	Total equity	55,794.45	74,316.45
	Liabilities		
	Non-current liabilities		
	Financial liabilities		
(a)	Borrowings	41,745.46	34,160.90
(b)	Lease Liabilities	20,408.80	25,979.59
(c)	Other non current financial liabilities	549.25	55.63
(d)	Provisions	646.93	654.03
	Total Non-current liabilities	63,350.44	60,850.15
	Current liabilities		
	Financial liabilities		
(a)	Borrowings	9,993.46	20,979.73
(b)	Lease Liabilities	9,038.64	10,472.98
(c)	Trade payables	31,483.42	30,047.57
(d)	Other current financial liabilities	8,583.81	7,706.92
(e)	Other current liabilities	324.12	556.41
(f)	Provisions	9.44	9.03
	Total Current liabilities	59,432.89	69,772.64
	Total equity and liabilities	178,577.78	204,939.24



2 Standalone Cash flow Statement		(Rs. in Lakh)	
Particulars		Year ended March 31, 2021	Year ended March 31, 2020
A	Cash flow from operating activities		
	Net profit/ (loss) before tax	(18,436.19)	(6,388.24)
	Adjusted for:		
	Depreciation and amortisation expense	16,531.81	16,593.59
	Finance costs	9,837.75	8,081.04
	Provision for doubtful debts	250.00	322.42
	Loss on sale of fixed assets and Scrap of assets	840.96	229.89
	Gain on termination of lease asset	(155.90)	(10.04)
	Provision for doubtful advances	-	45.00
	Investment Written off	-	0.70
	Expenses on employee stock option (ESOP)	(38.58)	113.44
	Exceptional item	-	9,080.43
	Interest income	(3,027.93)	(1,685.66)
	Cash generated from operations before working capital changes	5,801.92	26,382.57
	Adjusted for:		
	(Increase)/decrease in trade receivables	7,689.16	(48,121.44)
	(Increase)/decrease in inventories	115.41	200.87
	(Increase)/decrease in other financial and other assets	1,429.53	(470.07)
	Increase/(decrease) in trade payables, other liabilities and provisions	360.92	5,886.45
	Cash flow from operations	15,396.94	(16,121.62)
	(Taxes paid)/Refund (net)	5,314.72	(3,104.16)
	Net cash from operating activities	20,711.66	(19,225.78)
B	Cash flow from investing activities		
	Purchase of property, plant & equipment and intangible assets	(739.86)	(12,937.70)
	Sale of property, plant & equipment and intangible assets	115.15	522.45
	Loans and advances given	-	(21,521.72)
	Sale of investment in Subsidiary	-	1.00
	Interest received	666.60	822.81
	Net cash used in investing activities	41.89	(33,113.16)
C	Cash flow from financing activities		
	Payment of lease liability	(12,583.95)	(13,022.31)
	Proceeds from issue of Equity Shares under ESOP	-	45.97
	Proceeds from issue of Equity Shares on Preferential basis	-	25,161.29
	Dividend paid (including Dividend Distribution Tax)	-	(604.11)
	Proceeds/ (Repayment) from/ (of) current borrowings (net)	(1,524.42)	8,429.89
	Proceeds from non current borrowings	-	26,008.90
	Repayment of non current borrowings	(2,988.81)	(50.36)
	Interest paid	(3,678.08)	(5,197.53)
	Net cash from financing activities	(20,775.26)	40,771.74
	Net increase/(decrease) in cash and cash equivalents (A+B+C)	(21.71)	(11,567.20)
	Cash and cash equivalents at the beginning of the year	302.00	11,869.20
	Cash and cash equivalents at the end of the year	280.29	302.00



- 3 The above financial results have been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards prescribed under section 133 of the Companies Act, 2013 read with the relevant rules issued thereunder, Schedule III to the Companies Act, 2013 as amended and other accounting principles generally accepted in India.
- 4 Formula for computation of ratios are as follows :
 (a) Paid up Debt Capital = (Long term borrowings + Current maturities of Long term borrowings+ Short term borrowings).
 (b) Debt Equity Ratio = (Long term borrowings + Current maturities of Long term borrowings + Short term borrowings) / (Equity).
 (c) Debt Service Coverage Ratio = (Profit from ordinary activities before tax + Interest on long-term borrowings) / (Interest on long-term borrowings + Repayment of long-term borrowings during the period).
 (d) Interest Service Coverage Ratio = (Profit from ordinary activities before tax + Interest on long-term borrowings) / Interest on long-term borrowings.
 For the purpose of calculation, loans having original maturity of more than 365 days are considered as long-term borrowings.
- 5 Disclosures under regulation 52(4) and 54(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of Non-Convertible Debentures are as follows :

Particulars	Series	ISIN	Security ID	Previous Due Date*	Next Due Date	Credit Rating
Non Convertible Debentures	I	INE935Q07012	100226121	26-09-2020	26-09-2021	CARE BB- (CWN)
Non Convertible Debentures	II	INE935Q07020	100226121	26-09-2020	26-09-2021	CARE BB- (CWN)

* As mutually agreed by the Company and Debenture holder, the previous due date of September 26, 2020 has been extended till December 31, 2021.

The Listed Secured Non-convertible Debentures of the Company aggregating to Rs.199 crores as on March 31, 2021 are secured by way of maintaining an overall minimum asset cover / security cover of 1.25 times on net block of fixed assets on first pari passu basis on the outstanding amount. The asset cover in respect of Non-convertible Debentures of the Company as on March 31, 2021 exceeds 100% of the principal amount of the said listed Non-convertible Debentures.

The Company has received consents from Debenture holder and IDBI Trusteeship Services Ltd., the Debenture Trustee to restructure the terms of the Non Convertible Debentures under Series – I and Series – II, including rescheduling the redemption timeframe. The in principle approval of the Stock Exchange (BSE Limited) where the NCDs are listed has also been obtained on June 2, 2021. According to such mutual consent, the redemption of NCDs are proposed to be restructured as follows:

Particulars of NCDs	No. of debentures	Original Redemption date	Proposed redemption date
Series – I	1,485	26/09/2021	26-09-22
(Face value: Rs.1,00,000)	1,485	26/09/2021	26-09-23
	6,930	26/09/2021	26-09-24
Total	9,900		
Series – II	1,500	26/09/2022	26/09/2022
(Face value: Rs.1,00,000)	1,500	26/09/2022	26/09/2023
	7,000	26/09/2022	26/09/2024
Total	10,000		

Unpaid interest on NCDs:

Unpaid interest on NCDs under both series for the year 2019-20 (which was due on September 26, 2020 and deferred till April 30, 2021) has been converted into Funded Interest Term Loan ("FITL") and is payable by December 31, 2021 together with an interest @ 9.00% p.a. on such coupon amount of the year 2019-20 from May 1, 2021 till actual date of payment for the deferred period.

- 6 The Company has only one business segment i.e. "Supply Chain and Logistics".
- 7 The above results were reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on June 24, 2021.
- 8 COVID 19 pandemic and consequent lockdown imposed throughout the country, had a significant adverse impact on the business operations and the financial results of the Company for the quarter and year ended March 31 2021. The Company has assessed the impact of the lockdown, on its business operations and financial status and has considered all relevant information available up to the date of approval of these financial results, in determination of the recoverability and carrying value of its financial assets and non-financial assets. The impact of COVID19 pandemic and slowdown of business and uncertain overall economic environment may affect the underlying assumptions and estimates used to prepare the Company's financial results, where as actual outcome may differ from those assumptions and estimates considered as at the date of approval of these financial results.



- 9 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 Future Supply Chain Solutions Limited ("the Company" or Transferor Company 5"), and other 18 Transferor Companies with Future Enterprises Limited ("FEL" or "Transferee 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 letters without any adverse observation on January 20, 2021. Subsequent to this, the Scheme application has been filed with National Company Law Tribunal Mumbai (NCLT) on January 26, 2021 for obtaining directions by NCLT for convening the meetings of the Shareholders and Creditors of the Transferor Companies and Transferee Company. NCLT has heard this application and the intervention application filed by Amazon.com Investment Holdings LLC. (Amazon) and has reserved the order on the said intervention application filed by Amazon.

Amazon has initiated arbitration against Future Retail Limited (FRL) and its promoters on October 5, 2020 before Singapore International Arbitration Centre (SIAC). After completion of Emergency Arbitration hearing held pursuant to application of Amazon, Emergency Arbitrator has passed an interim order on October 25, 2020 (EA Order) inter alia restraining FRL and promoters to take any steps in furtherance of the resolution passed on August 29, 2020. However, based on the legal advice received by FRL, it has contended that the EA Order would not be enforceable in view of FRL being not a signatory to the arbitration agreement under which arbitration has been initiated.

In terms of the information provided by FRL, also a party to the Scheme, it has filed a suit before Hon'ble Delhi High Court making a prayer 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, wherein it has prima facie held that there is no arbitration agreement between Amazon and FRL; 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. The said Judgment further prima facie held 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. No injunction was granted and all the Statutory Authorities were directed to take the decision on the objections of Amazon in accordance with the law. The Hon'ble Court also prima facie held that conflation of the two shareholders agreements will be in violation of FEMA FDI Rules. An Appeal was preferred by Amazon against certain observations contained in this Judgment.

In another application of Amazon under section 17(2) of Arbitration & Conciliation Act, 1996 to enforce EA Order, Hon'ble Delhi High Court vide its interim order dated February 2, 2021 directed the parties to maintain status quo (Status Quo Order). FRL challenged this Order before the Hon'ble Division Bench of Delhi High Court in an appeal. The Learned Division Bench has stayed the aforesaid Status Quo Order on February 8, 2021. Amazon has preferred a Special Leave Petition before Hon'ble Supreme Court against the order of the Hon'ble Division Bench on February 13, 2021. The Hon'ble Supreme Court ruled that the proceedings before NCLT will be allowed to go on but will not culminate in any final order of sanction of the Scheme.

On March 18, 2021 a detailed order was passed by the Single Judge of the High Court ("Detailed Order") inter alia confirming the directions in the Status Quo Order passed by Hon'ble Delhi High Court in the application under section 17(2) of Arbitration & Conciliation Act, 1996, granting further reliefs in favour of Amazon, and inter alia restricting all respondents from taking any further action in violation of the EA Order. An appeal was filed by FRL, as well as other respondents, before the Hon'ble Division Bench against the Detailed Order. On March 22, 2021 the Hon'ble Division Bench was pleased to pass a common order in both the appeals, staying the Detailed Order.

Amazon filed special leave petitions before the Hon'ble Supreme Court against the order of the Hon'ble Division Bench passed on March 22, 2021. On April 19, 2021 the Hon'ble Supreme Court was pleased to stay the proceedings before the Single Judge and the Division Bench of the Delhi High Court and directed parties to complete the pleadings and listed all the three SLPs for final disposal on May 4, 2021. Due to Covid-19 related restrictions and preponement of court's summer vacation, the SLPs are now expected to be listed after June 28, 2021.

Further in relation to the Arbitration Proceedings, a Tribunal has been constituted by SIAC on January 5, 2021 and FRL has filed two applications before the Tribunal, first being an application under section 16 of Arbitration & Conciliation Act, 1996 ("Arbitration Act") challenging the jurisdiction of the Tribunal; and second being an Application under Rule 10 of Schedule I of SIA Rules for vacation of the EA Order. As per the schedule finalised by the Tribunal, hearing for both the application would commence on the July 12, 2021.

- 10 The Board of Directors have approved a Resolution Plan under the 'Resolution Framework for COVID 19 Related Stress' guidelines announced by the Reserve Bank of India vide circular No. RBI/2020-21/16 DOR. No. BP.BC/3/21.04.048/2020-21, dated August 6, 2020 and subsequent circulars relating thereto, in respect of its Term Loans from Banks. The proposal for implementation of a Resolution Framework was invoked with effect from October 29, 2020 and consequently approved by requisite number of the lenders of the Company in terms of the Inter-Creditor Agreement dated November 27, 2020.

The terms of the OTR Scheme as were approved as part of the Framework Agreement between the Company and lenders dated April 26, 2021 are as below, with effect from October 29, 2020 ("the invocation date"):

- (a) Unpaid interest from March 2020 till the implementation date and interest accrued thereafter till June 30, 2021 to be converted into Funded Interest Term Loan ("FITL"). FITL to be repaid in two tranches by December 31, 2021.
- (b) Existing limits and security structure for each lender for respective facilities to continue. FITL of respective lender will be backed by the similar security as applicable to the original facility.
- (c) Repayment of Term Loans outstanding as on March 31, 2021 in structured quarterly instalments from March 31, 2022 onwards.

Since the key regulatory steps to implement the Resolution Plan for the Term Loans (and Working Capital facilities, if applicable) were initiated before March 31st, 2021, which is the end of the reporting period, even though the Resolution Plan was approved after the end of the reporting period but before the date of approval of the financial statements by the Board of Directors, the same is considered as an adjusting event in terms of Ind AS-10 on Events after the Reporting Period. Accordingly, the effect for the same has been given in the financial statements.

- 11 Figures for the corresponding previous period / year have been regrouped / reclassified wherever necessary. Figures for the quarter ended March 31, 2021 and March 31, 2020 are the balancing figures between audited figures in respect of the full financial years ended on those dates and the published reviewed year-to-date figures upto the third quarter of the respective financial year.
- 12 The financial results will be available on the website of the Company- "www.futuresupplychains.com" and on the website of BSE (www.bseindia.com) and NSE (www.nseindia.com).

By Order of the Board
For Future Supply Chain Solutions Limited



A handwritten signature in blue ink, appearing to read "Mayur Toshniwal".

Mayur Toshniwal
Managing Director

Place : Mumbai
Date : June 24, 2021



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

TO
THE BOARD OF DIRECTORS OF
FUTURE SUPPLY CHAIN SOLUTIONS LIMITED

Report on the audit of the Standalone Financial Results

Qualified Opinion

We have audited the accompanying statement of Standalone Financial Results of **FUTURE SUPPLY CHAIN SOLUTIONS LIMITED** (the "Company"), for the quarter and year ended March 31, 2021 (the "Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) 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 aforesaid standalone financial statement:

- i. is presented in accordance with the requirements of the Listing Regulations in this regard; and
- ii. except for the effects/possible effects of the matter described "Basis of Qualified Opinion" section of our report, gives a true and fair view in conformity with the aforesaid Indian Accounting Standards and other accounting principles generally accepted in India of the net loss, total comprehensive income and other financial information of the company for the quarter and year ended March 31, 2021.

Basis for Qualified Opinion

Total trade receivables amounting to INR 74,232.83 lakhs includes related party receivables amounting to INR 64,067.96 lakhs as at 31st March, 2021. There have been substantial delays in receipt from customers and subsequent receipts 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 INR 73,588.23 lakhs (net of provision INR 644.60 lakhs as at March, 2021).

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013, as amended (the "Act"). Our responsibilities under those Standards are further described in the "Auditor's 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 obtained by us is sufficient and appropriate to provide a basis for our qualified opinion.

Emphasis of Matter paragraph

We draw attention to Note No. 8 of the Statement, which describes uncertainties and management’s assessment of the impact of the COVID-19 pandemic on the operations and financial results of the Company. Further, due to Covid-19 related lock down restrictions, management was able to perform year end physical verification of Inventory and Fixed Assets at certain locations after the year end. We were unable to physically observe the verification of inventory and Fixed Assets that was carried out by the management and have relied on the management’s representation provided for the same. Our opinion is not modified in respect of this matter.

We draw attention to Note No. 10 of the Statement, which narrates management’s Resolution Plan under a ‘Resolution Framework for COVID 19 related stress’ announced by the Reserve Bank of India. The Resolution Plan has been approved by Board of Directors and the lenders of the Company as a part of “the OTR Scheme”. Our opinion is not modified in respect of this matter.

We draw attention to Note No. 5 of the Statement, which states management’s decision for deferment of payment of annual interest on NCDs. The said annual interest was due to be paid on 26-09-2020 but the same has now been converted into Funded Interest Term Loan (FITL) which shall be payable 50% each in September 2021 & December 2021, respectively. Consent of debenture holder i.e. Azim Premji Trust has been obtained for implementing one-time restructuring of the same hence Our opinion is not modified in respect of this matter.

Management’s Responsibilities for the Standalone Financial Results

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 of the Company and other financial information in accordance with the 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 judgments 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 Statement, 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.

The Board of Directors are also responsible for overseeing the Company's financial reporting process of the company.

Auditor's Responsibilities for the Audit of the Standalone Financial Results

Our objectives are to obtain reasonable assurance about whether the Statement as a whole is 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 this Standalone Financial Results.

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

- Identify and assess the risks of material misstatement of the Statement, 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 control 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 such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the 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 Company's ability 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 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 Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represents the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding Standalone Financial Results of the Company to express an opinion on the Standalone Financial Results.



Materiality is the magnitude of misstatements in the Standalone Financial Results that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Standalone Financial Results may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Standalone Financial Results.

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 Matters

These quarterly financial results as well as the year-to-date Standalone Financial Results have been prepared on the basis of the audited standalone financial statements. The quarterly financial results for the quarter ended March 31, 2021 are derived figures between the audited figures in respect of the year ended March 31, 2021 and the published year-to-date figures up to December 31, 2020, being the date of the end of third quarter of the current financial year, which were subject to limited review by us.

For DMKH & Co.

Chartered Accountants

Firm Registration Number: 116886W




Anant Nyatee

Partner

Membership Number: 447848

UDIN: 21447848AAAAAF4243



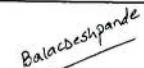
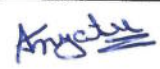
Place: Mumbai

Date: June 24, 2021

Annexure I

Statement on Impact of Audit Qualifications (for audit report with modified opinion) on Standalone Audited Financial Results for the year ended March 31, 2021

(Rs. in Lakh)

Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2021 [See Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016]				
I	Sl. No.	Particulars	Audited Figures (as reported before adjusting for qualifications)	Adjusted Figures (audited figures after adjusting for qualifications)
I	1	Turnover / Total income	50,027.89	50,027.89
	2	Total Expenditure	68,464.08	68,464.08
	3	Net Profit/(Loss)	(18,436.19)	(18,436.19)
	4	Earnings Per Share (Rs.)	(42.01)	(42.01)
	5	Total Assets	1,78,577.78	1,78,577.78
	6	Total Liabilities	1,22,783.33	1,22,783.33
	7	Net Worth	55,794.45	55,794.45
	8	Any other financial item(s) (as felt appropriate by the management)	None	None
II	Audit Qualification (each audit qualification separately):			
a.	Details of Audit Qualification: Refer to Exhibit A			
b.	Type of Audit Qualification: Qualified Opinion			
c.	Frequency of qualification: repetitive			
d.	For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views: Not Applicable			
e.	For Audit Qualification(s) where the impact is not quantified by the auditor: Refer exhibit A			
	(i) Management's estimation on the impact of audit qualification:			
	(ii) If management is unable to estimate the impact, reasons for the same:			
	(iii) Auditors' Comments on (i) or (ii) above:			
III	Signatories:			
	CEO/ Managing Director			
	CFO			
	Audit Committee Chairperson			
	Statutory Auditors			
	Place: Mumbai			
	Date: June 24, 2021			

**Exhibit A to the Statement on Impact of Audit Qualifications (for audit report with modified opinion)
on Standalone Audited Financial Results for the year ended March 31, 2021**

Sr No.	Audit Qualification	Management response	Auditors remarks/ comment
1	<p>Total trade receivables amounting to INR 74,232.83 lakhs includes related party receivables amounting to INR 64,067.96 lakhs as at 31st March, 2021. There have been substantial delays in receipt from customers and subsequent receipts 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 INR 73,588.23 lakhs (net of provision INR 644.60 lakhs as at March, 2021).</p>	<p>The outbreak of COVID-19 pandemic has severely impacted consumption and businesses in India. The outbreak of COVID-19 and the consequent multiple lock-downs, disruptions in transportation and supply chains, travel bans, quarantines, social distancing and other such emergency measures have caused widespread disruptions in the economy and businesses. Many of our customers took precautionary measures in terms of payments, which has led to a sharper increase in our trade receivable days.</p> <p>The Company expects the receivables to be realised in full as normal business operations starts post the pandemic. The Company has also additional security of inventories of debtors lying in its warehouse to recover the outstanding.</p>	<p>Impact cannot be ascertained for non-recoverable balances as on the date of signing of this report.</p>

Future Supply Chain Solutions Limited

Registered Office : Knowledge House Shyam Nagar, Off. Jogeshwari- Vikhroli Link Rd. Jogeshwari (E), Mumbai 400 060 - www.futuresupplychains.com

CIN NO. : L63030MH2006PLC160376

Statement of Consolidated Financial Results for the Quarter and Year ended March 31, 2021

(Rs. in Lakh)

Particulars	Quarter ended March 31, 2021	Quarter ended December 31, 2020	Quarter ended March 31, 2020	For the Year ended March 31, 2021	For the Year ended March 31, 2020
	Audited	Unaudited	Audited	Audited	Audited
1 Income					
a) Revenue from operations	15,020.67	11,602.63	24,612.62	46,641.46	114,097.71
b) Other income	536.97	1,636.77	768.82	3,386.43	2,004.96
Total Income	15,557.64	13,239.40	25,381.44	50,027.89	116,102.67
2 Expenses					
a) Cost of logistics services	7,780.47	7,424.70	14,356.61	27,815.70	70,012.30
b) Employee benefits expense	1,826.10	1,982.34	1,232.87	7,512.86	8,810.01
c) Finance costs	2,383.94	2,468.74	2,535.80	9,837.75	8,081.04
d) Depreciation and amortisation expense	3,973.92	4,048.25	4,480.05	16,531.81	16,608.52
e) Other expenses	1,485.34	1,443.04	2,408.26	6,765.96	10,014.25
Total Expenses	17,449.77	17,367.07	25,013.59	68,464.08	113,526.12
3 Profit/(Loss) from ordinary activities before exceptional items and tax (1-2)	(1,892.13)	(4,127.67)	367.85	(18,436.19)	2,576.55
4 Exceptional item	-	-	1,826.73	-	1,474.19
5 Profit/(Loss) from ordinary activities before tax (3-4)	(1,892.13)	(4,127.67)	(1,458.88)	(18,436.19)	1,102.36
6 Tax Expense					
a) Current Tax	-	-	-	-	-
b) Deferred Tax	-	-	-	-	-
7 Net Profit/(Loss) for the period before Share of (loss) in Associate (5-6)	(1,892.13)	(4,127.67)	(1,458.88)	(18,436.19)	1,102.36
8 Share of loss in Associate Company	-	-	-	-	(1,675.48)
9 Net Profit/(Loss) for the period (7+8)	(1,892.13)	(4,127.67)	(1,458.88)	(18,436.19)	(573.12)
10 Other Comprehensive Income	(47.23)	-	(127.13)	(47.23)	(127.13)
11 Total Comprehensive Income (9+10)	(1,939.36)	(4,127.67)	(1,586.01)	(18,483.42)	(700.25)
12 Paid up equity share capital (Face value of Rs.10/- per share)	4,388.36	4,388.36	4,388.36	4,388.36	4,388.36
13 Other Equity	-	-	-	51,406.09	69,928.09
14 Earnings per share (EPS)(of Rs. 10/- per share) (not annualised for interim periods):- a) Basic (Rs.)	(4.31)	(9.41)	(3.32)	(42.01)	(1.39)
b) Diluted	(4.31)	(9.41)	(3.32)	(42.01)	(1.39)
15 Paid up Debt Capital	-	-	-	51,738.92	55,140.63
16 Net Worth	-	-	-	55,794.45	74,316.45
17 Debenture Redemption Reserve	-	-	-	2,500.00	2,500.00
18 Debt Equity Ratio (no. of times)	-	-	-	0.93	0.74
19 Debt Service Coverage Ratio (no. of times)	-	-	-	(1.55)	1.65
20 Interest Service Coverage Ratio (no. of times)	-	-	-	(2.41)	1.68



Notes:

1 Consolidated Statement of Assets and Liabilities

(Rs. in Lakh)

Particulars		As at	As at
		March 31, 2021	March 31, 2020
		Audited	Audited
A	ASSETS		
	Non-current assets		
(a)	Property, plant and equipment	44,260.73	50,965.49
(b)	Right of use assets	25,202.52	32,222.77
(c)	Capital work in progress	-	573.55
(d)	Other Intangible assets	333.22	216.42
	Financial assets		
(a)	Investment in Associate	-	-
(b)	Other financial assets	2,415.78	5,535.39
(c)	Other Non current assets	4,405.03	9,719.27
	Total Non-current assets	76,617.28	99,232.89
	Current assets		
	Inventories	236.68	352.08
	Financial assets		
(a)	Trade receivables	73,588.23	81,527.38
(b)	Cash and cash equivalents	12.36	31.10
(c)	Bank balances other than cash and cash equivalents	267.93	270.90
(d)	Loans	21,000.00	21,000.00
(e)	Other financial assets	6,253.81	1,933.07
(f)	Other current assets	601.49	591.82
	Total current assets	101,960.50	105,706.35
	Total assets	178,577.78	204,939.24
B	EQUITY & LIABILITIES		
	Equity		
(a)	Equity share capital	4,388.36	4,388.36
(b)	Other equity	51,406.09	69,928.09
	Total equity	55,794.45	74,316.45
	Liabilities		
	Non-current liabilities		
	Financial liabilities		
(a)	Borrowings	41,745.46	34,160.90
(b)	Lease Liabilities	20,408.80	25,979.59
(c)	Other non current financial liabilities	549.25	55.63
(d)	Provisions	646.93	654.03
	Total Non-current liabilities	63,350.44	60,850.15
	Current liabilities		
	Financial liabilities		
(a)	Borrowings	9,993.46	20,979.73
(b)	Lease Liabilities	9,038.64	10,472.98
(c)	Trade payables	31,483.42	30,047.57
(d)	Other current financial liabilities	8,583.81	7,706.92
(e)	Other current liabilities	324.12	556.41
(f)	Provisions	9.44	9.03
	Total Current liabilities	59,432.89	69,772.64
	Total equity and liabilities	178,577.78	204,939.24



2	Consolidated Cash flow Statement		
		(Rs. in Lakh)	
	Particulars	Year ended March 31, 2021	Year ended March 31, 2020
A	Cash flow from operating activities		
	Net profit/(loss) before tax	(18,436.19)	(573.12)
	Adjusted for:		
	Depreciation and amortisation expense	16,531.81	16,608.52
	Share of loss in Associate	-	1,675.48
	Finance costs	9,837.75	8,081.04
	Provision for doubtful debts	250.00	322.42
	Provision for doubtful advances	-	45.68
	Loss on sale of fixed assets and Scrap of assets	840.96	295.31
	Gain on termination of lease asset	(155.90)	(10.04)
	Investment Written off	-	0.70
	Exceptional item	-	1,826.72
	Expenses on employee stock option (ESOP)	(38.58)	113.44
	Interest income	(3,027.93)	(1,685.66)
	Cash generated from operations before working capital changes	5,801.92	26,700.49
	Adjusted for:		
	(Increase)/decrease in trade receivables	7,689.16	(48,131.95)
(Increase)/decrease in inventories	115.41	200.87	
(Increase)/decrease in other financial and other assets	1,429.53	(726.02)	
Increase/(decrease) in trade payables, other liabilities and provisions	360.92	5,829.67	
Cash flow from operations	15,396.94	(16,126.94)	
(Taxes paid)/Refund (net)	5,314.72	(3,104.05)	
Net cash from operating activities	20,711.66	(19,230.99)	
B	Cash flow from investing activities		
	Purchase of property, plant & equipment and intangible assets	(739.86)	(12,937.70)
	Sale of property, plant & equipment and intangible assets	115.15	525.15
	Loans and advances given	-	(21,521.72)
	Interest received	666.60	822.80
Net cash used in investing activities	41.89	(33,111.47)	
C	Cash flow from financing activities		
	Payment of lease liability	(12,583.95)	(13,022.30)
	Proceeds from issue of Equity Shares under ESOP	-	45.97
	Proceeds from issue of Equity Shares on Preferential basis	-	25,161.28
	Dividend paid (including Dividend Distribution Tax)	-	(604.11)
	Proceeds/ (Repayment) from/ (of) current borrowings (net)	(1,524.42)	8,429.90
	Proceeds from non current borrowings	-	26,008.91
	Repayment of non current borrowings	(2,988.81)	(50.36)
	Interest paid	(3,678.08)	(5,197.53)
	Net cash from financing activities	(20,775.26)	40,771.76
	Net increase/(decrease) in cash and cash equivalents (A+B+C)	(21.71)	(11,570.70)
	Cash and cash equivalents at the beginning of the year	302.00	11,872.70
	Cash and cash equivalents at the end of the year	280.29	302.00



3 The above financial results have been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards prescribed under section 133 of the Companies Act, 2013 read with the relevant rules issued thereunder, Schedule III to the Companies Act, 2013 amended vide MCA notification dated October 11, 2018 and other accounting principles generally accepted in India.

4 Formula for computation of ratios are as follows :

(a) Paid up Debt Capital = (Long term borrowings + Current maturities of Long term borrowings + Short term borrowings).

(b) Debt Equity Ratio = (Long term borrowings + Current maturities of Long term borrowings + Short term borrowings) / (Equity).

(c) Debt Service Coverage Ratio = (Profit from ordinary activities before tax + Interest on long-term borrowings) / (Interest on long-term borrowings + Repayment of long-term borrowings during the period).

(d) Interest Service Coverage Ratio = (Profit from ordinary activities before tax + Interest on long-term borrowings) / Interest on long-term borrowings.

For the purpose of calculation, loans having original maturity of more than 365 days are considered as long-term borrowings.

5 Disclosures under regulation 52(4) and 54(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of Non-Convertible Debentures are as follows :

Particulars	Series	ISIN	Security ID	Previous Due Date*	Next Due Date	Credit Rating
Non Convertible Debentures	I	INE935Q07012	100226121	26-09-2020	26-09-2021	CARE BB- (CWN)
Non Convertible Debentures	II	INE935Q07020	100226121	26-09-2020	26-09-2021	CARE BB- (CWN)

* As mutually agreed by the Group and Debenture holder, the previous due date of September 26, 2020 has been extended till December 31, 2021.

The Listed Secured Non-convertible Debentures of the Group aggregating to Rs.199 crores as on March 31, 2021 are secured by way of maintaining an overall minimum asset cover / security cover of 1.25 times on net block of fixed assets on first pari passu basis on the outstanding amount. The asset cover in respect of Non-convertible Debentures of the Company as on March 31, 2021 exceeds 100% of the principal amount of the said listed Non-convertible Debentures.

The Group has received consents from Debenture holder and IDBI Trusteeship Services Ltd., the Debenture Trustee to restructure the terms of the Non Convertible Debentures under Series – I and Series – II, including rescheduling the redemption timeframe. The in principle approval of the Stock Exchange (BSE Limited) where the NCDs are listed has also been obtained on June 2, 2021. According to such mutual consent, the redemption of NCDs are proposed to be restructured as follows:

Particulars of NCDs	No. of debentures	Original Redemption date	Proposed redemption date
Series – I	1,485	26/09/2021	26/09/2022
(Face value: Rs.1,00,000)	1,485	26/09/2021	26/09/2023
	6,930	26/09/2021	26/09/2024
Total	9,900		
Series – II	1,500	26/09/2022	26/09/2022
(Face value: Rs.1,00,000)	1,500	26/09/2022	26/09/2023
	7,000	26/09/2022	26/09/2024
Total	10,000		

Unpaid interest on NCDs:

Unpaid interest on NCDs under both series for the year 2019-20 (which was due on September 26, 2020 and deferred till April 30, 2021) has been converted into Funded Interest Term Loan ("FITL") and is payable by December 31, 2021 together with an interest @ 9.00% p.a. on such coupon amount of the year 2019-20 from May 1, 2021 till actual date of payment for the deferred period.

6 The Group has only one business segment i.e. "Supply Chain and Logistics".

7 The above results were reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on June 24, 2021.

8 COVID19 pandemic and consequent lockdown imposed throughout the country, had a significant adverse impact on the business operations and the financial results of the Group for the quarter and year ended March 31 2021. The Group has assessed the impact of the lockdown, on its business operations and financial status and has considered all relevant information available up to the date of approval of these financial results, in determination of the recoverability and carrying value of its financial assets and non-financial assets. The impact of COVID19 pandemic and slowdown of business and uncertain overall economic environment may affect the underlying assumptions and estimates used to prepare the Group's financial results, where as actual outcome may differ from those assumptions and estimates considered as at the date of approval of these financial results.



- 9 The Board of Directors of the Group at its meeting held on August 29, 2020 has inter-alia, considered and approved the Composite Scheme of Arrangement which involves: (i) merger of Future Supply Chain Solutions Limited ("the Company" or Transferor Company 'S'), and other 18 Transferor Companies with Future Enterprises Limited ("FEL" or "Transferee 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 letters without any adverse observation on January 20, 2021. Subsequent to this, the Scheme application has been filed with National Company Law Tribunal Mumbai (NCLT) on January 26, 2021 for obtaining directions by NCLT for convening the meetings of the Shareholders and Creditors of the Transferor Companies and Transferee Company. NCLT has heard this application and the intervention application filed by Amazon.com Investment Holdings LLC. (Amazon) and has reserved the order on the said intervention application filed by Amazon.

Amazon has initiated arbitration against Future Retail Limited (FRL) and its promoters on October 5, 2020 before Singapore International Arbitration Centre (SIAC). After completion of Emergency Arbitration hearing held pursuant to application of Amazon, Emergency Arbitrator has passed and interim order on October 25, 2020 (EA Order) inter alia restraining FRL and promoters to take any steps in furtherance of the resolution passed on August 29, 2020. However, based on the legal advice received by FRL, it has contended that the EA Order would not be enforceable in view of FRL being not a signatory to the arbitration agreement under which arbitration has been initiated.

In terms of the information provided by FRL, also a party to the Scheme, it has filed a suit before Hon'ble Delhi High Court making a prayer 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, wherein it has prima facie held that there is no arbitration agreement between Amazon and FRL; 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. The said Judgement further prima facie held 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. No injunction was granted and all the Statutory Authorities were directed to take the decision on the objections of Amazon in accordance with the law. The Hon'ble Court also prima facie held that conflation of the two shareholders agreements will be in violation of FEMA FDI Rules. An Appeal was preferred by Amazon against certain observations contained in this Judgment.

In another application of Amazon under section 17(2) of Arbitration & Conciliation Act, 1996 to enforce EA Order, Hon'ble Delhi High Court vide its interim order dated February 2, 2021 directed the parties to maintain status quo (Status Quo Order). FRL challenged this Order before the Hon'ble Division Bench of Delhi High Court in an appeal. The Learned Division Bench has stayed the aforesaid Status Quo Order on February 8, 2021. Amazon has preferred a Special Leave Petition before Hon'ble Supreme Court against the order of the Hon'ble Division Bench on February 13, 2021. The Hon'ble Supreme Court ruled that the proceedings before NCLT will be allowed to go on but will not culminate in any final order of sanction of the Scheme.

On March 18, 2021 a detailed order was passed by the Single Judge of the High Court ("Detailed Order") inter alia confirming the directions in the Status Quo Order passed by Hon'ble Delhi High Court in the application under section 17(2) of Arbitration & Conciliation Act, 1996, granting further reliefs in favour of Amazon, and inter alia restricting all respondents from taking any further action in violation of the EA Order. An appeal was filed by FRL, as well as other respondents, before the Hon'ble Division Bench against the Detailed Order. On March 22, 2021 the Hon'ble Division Bench was pleased to pass a common order in both the appeals, staying the Detailed Order.

Amazon filed special leave petitions before the Hon'ble Supreme Court against the order of the Hon'ble Division Bench passed on March 22, 2021. On April 19, 2021 the Hon'ble Supreme Court was pleased to stay the proceedings before the Single Judge and the Division Bench of the Delhi High Court and directed parties to complete the pleadings and listed all the three SLPs for final disposal on May 4, 2021. Due to Covid-19 related restrictions and preponement of court's summer vacation, the SLPs are now expected to be listed after June 28, 2021.

Further in relation to the Arbitration Proceedings, a Tribunal has been constituted by SIAC on January 5, 2021 and FRL has filed two applications before the Tribunal, first being an application under section 16 of Arbitration & Conciliation Act, 1996 ("Arbitration Act") challenging the jurisdiction of the Tribunal; and second being an Application under Rule 10 of Schedule I of SIA Rules for vacation of the EA Order. As per the schedule finalised by the Tribunal, hearing for both the application would commence on the July 12, 2021.

- 10 The Board of Directors have approved a Resolution Plan under the 'Resolution Framework for COVID 19 Related Stress' guidelines announced by the Reserve Bank of India vide circular No. RBI/2020-21/16 DOR. No. BP.BC/3/21.04.048/2020-21, dated August 6, 2020 and subsequent circulars relating thereto, in respect of its Term Loans from Banks. The proposal for implementation of a Resolution Framework was invoked with effect from October 29, 2020 and consequently approved by requisite number of the lenders of the Group in terms of the Inter- Creditor Agreement dated November 27, 2020.

The terms of the OTR Scheme as were approved as part of the Framework Agreement between the Company and lenders dated April 26, 2021 are as below, with effect from October 29, 2020 ("the invocation date"):

- (a) Unpaid interest from March 2020 till the implementation date and interest accrued thereafter till June 30, 2021 to be converted into Funded Interest Term Loan ("FITL"). FITL to be repaid in two tranches by December 31, 2021.
(b) Existing limits and security structure for each lender for respective facilities to continue. FITL of respective lender will be backed by the similar security as applicable to the original facility.
(c) Repayment of Term Loans outstanding as on March 31, 2021 in structured quarterly instalments from March 31, 2022 onwards.

Since the key regulatory steps to implement the Resolution Plan for the Term Loans (and Working Capital facilities, if applicable) were initiated before March 31, 2021, which is the end of the reporting period, even though the Resolution Plan was approved after the end of the reporting period but before the date of approval of the financial statements by the Board of Directors, the same is considered as an adjusting event in terms of Ind AS-10 on Events after the Reporting Period. Accordingly, the effect for the same has been given in the financial statements.

- 11 Figures for the corresponding previous period / year have been regrouped / reclassified wherever necessary. Figures for the quarter ended March 31, 2021 and March 31, 2020 are the balancing figures between audited figures in respect of the full financial years ended on those dates and the published reviewed year-to-date figures upto the third quarter of the respective financial year.

- 12 The financial results will be available on the website of the Company- "www.futuresupplychains.com" and on the website of BSE (www.bseindia.com) and NSE (www.nseindia.com).

By Order of the Board
For Future Supply Chain Solutions Limited



Mayur Toshniwal
Managing Director

Place : Mumbai
Date : June 24, 2021





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

**TO
THE BOARD OF DIRECTORS OF
FUTURE SUPPLY CHAIN SOLUTIONS LIMITED**

Report on the audit of the Consolidated Financial Results

Qualified Opinion

We have audited the accompanying statement of Consolidated Financial Results of **FUTURE SUPPLY CHAIN SOLUTIONS LIMITED** ("Holding Company") and its Associate for the quarter and year ended March 31, 2021 (the "Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) 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, and based on the consideration of the reports of the other auditors on separate financial statement and on other financial information of associate company, the aforesaid statement:

- i. includes the results of the following entities:

Holding Company -

1. Future Supply Chain Solutions Limited

Associate -

1. Leanbox Logistics Solutions Private Limited

- ii. is presented in accordance with the requirements of Regulation 33 of the Listing Regulations; and
- iii. give the information required by the Companies Act, 2013 in the manner so required and except for the effects of the matter referred to in the Basis for Qualified Opinion paragraph, give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group, its associate company as at March 31, 2021 and their consolidated loss including other comprehensive income, their consolidated cash flows and consolidated statement of changes in equity for the year ended on that date.



Basis for Qualified Opinion

Total trade receivables amounting to INR 74,232.83 lakhs includes related party receivables amounting to INR 64,067.96 lakhs as at 31st March, 2021. There have been substantial delays in receipt from customers and subsequent receipts 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 INR 73,588.23 lakhs (net of provision INR 644.60 lakhs as at March, 2021).

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013, as amended (the "Act"). Our responsibilities under those Standards are further described in the "Auditor's 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 obtained by us is sufficient and appropriate to provide a basis for our qualified opinion.

Emphasis of Matter paragraph

We draw attention to Note No. 8 of the Statement, which describes uncertainties and management's assessment of the impact of the COVID-19 pandemic on the operations and financial results of the Company. Further, due to Covid-19 related lock down restrictions, management was able to perform year end physical verification of Inventory and Fixed Assets at certain locations after the year end. We were unable to physically observe the verification of inventory and Fixed Assets that was carried out by the management and have relied on the management's representation provided for the same. Our opinion is not modified in respect of this matter.

We draw attention to Note No. 10 of the Statement, which narrates management's Resolution Plan under a 'Resolution Framework for COVID 19 related stress' announced by the Reserve Bank of India. The Resolution Plan has been approved by Board of Directors and the lenders of the Company as a part of "the OTR Scheme". Our opinion is not modified in respect of this matter.

We draw attention to Note No. 5 of the Statement, which states management's decision for deferment of payment of annual interest on NCDs. The said annual interest was due to be paid on 26-09-2020 but the same has now been converted into Funded Interest Term Loan (FITL) which shall be payable 50% each in September 2021 & December 2021, respectively. Consent of debenture holder i.e. Azim Premji Trust has been obtained for implementing one-time restructuring of the same hence Our opinion is not modified in respect of this matter.

Management's Responsibilities for the Consolidated Financial Results

The Statement has been prepared on the basis of the consolidated annual financial statements. The Company's Board of Directors are responsible for the preparation and presentation of the Statement that give a true and fair view of the net loss and other comprehensive income and other financial information of the Company in accordance with the 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 judgments 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, which have been used for the purpose of preparation of the Statement by the Directors of the Holding Company, as aforesaid.

In preparing the Statement, the respective Board of Directors of the company 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 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 company are also responsible for overseeing the Company's financial reporting process of the company.

Auditor's Responsibilities for the Audit of the Consolidated Financial Results

Our objectives are to obtain reasonable assurance about whether the Statement 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 the Statement.

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 Statement, 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 control 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 such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the 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 Company's ability 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 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 Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represent the underlying transactions and events in a manner that achieves fair presentation.



- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within the Group to express an opinion on the Statement. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the statement of which we are the independent auditors.

Materiality is the magnitude of misstatements in the Consolidated Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Statement may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Statement.

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 Matters

The Statement includes the results for the quarter ended March 31, 2021 being the balancing figures between the audited figures in respect of the full financial year ended March 31, 2021 and the published unaudited year-to-date figures up to the end of the third quarter of the current financial year, which were subjected to limited review by us, as required under the Listing Regulations.

For DMKH & Co.
Chartered Accountants
Firm Registration Number: 116886W




Anant Nyatee
Partner

Membership Number: 447848

UDIN: 21447848AAAAAG9217

Place: Mumbai

Date: June 24, 2021

Annexure I

Statement on Impact of Audit Qualifications (for audit report with modified opinion) on Consolidated Audited Financial Results for the year ended March 31, 2021

(Rs. in Lakh)

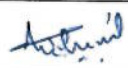

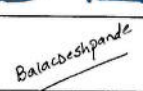
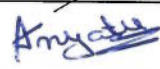
Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2020 [See Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016]				
I	Sl. No.	Particulars	Audited Figures (as reported before adjusting for qualifications)	Adjusted Figures (audited figures after adjusting for qualifications)
I	1	Turnover / Total income	50,027.89	50,027.89
	2	Total Expenditure	68,464.08	68,464.08
	3	Net Profit/(Loss)	(18,436.19)	(18,436.19)
	4	Earnings Per Share (Rs.)	(42.01)	(42.01)
	5	Total Assets	1,78,577.78	1,78,577.78
	6	Total Liabilities	1,22,783.33	1,22,783.33
	7	Net Worth	55,794.45	55,794.45
	8	Any other financial item(s) (as felt appropriate by the management)	None	None
II Audit Qualification (each audit qualification separately):				
a.	Details of Audit Qualification: Refer to Exhibit A			
b.	Type of Audit Qualification: Qualified Opinion / Disclaimer of Opinion / Adverse Opinion			
c.	Frequency of qualification: Whether appeared first time / repetitive / since how long continuing			
d.	For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views: Not applicable			
e.	For Audit Qualification(s) where the impact is not quantified by the auditor: Refer Exhibit A			
	(i) Management's estimation on the impact of audit qualification:			
	(ii) If management is unable to estimate the impact, reasons for the same:			
	(iii) Auditors' Comments on (i) or (ii) above:			
III Signatories:				
	CEO/ Managing Director			
	CFO			
	Audit Committee Chairperson			
	Statutory Auditors			
	Place: Mumbai			
	Date: Jun 24, 2021			

Exhibit A to the Statement on Impact of Audit Qualifications (for audit report with modified opinion) on Consolidated Audited Financial Results for the year ended March 31, 2021

Sr No.	Audit Qualification	Management response	Auditors remarks/comment
1	<p>Total trade receivables amounting to INR 74,232.83 lakhs includes related party receivables amounting to INR 64,067.96 lakhs as at 31st March, 2021. There have been substantial delays in receipt from customers and subsequent receipts 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 INR 73,588.23 lakhs (net of provision INR 644.60 lakhs as at March, 2021).</p>	<p>The outbreak of COVID-19 pandemic has severely impacted consumption and businesses in India. The outbreak of COVID-19 and the consequent multiple lock-downs, disruptions in transportation and supply chains, travel bans, quarantines, social distancing and other such emergency measures have caused widespread disruptions in the economy and businesses. Many of our customers took precautionary measures in terms of payments, which has led to a sharper increase in our trade receivable days. The Company expects the receivables to be realised in full as normal business operations starts post the pandemic. The Company has also additional security of inventories of debtors lying in its warehouse to recover the outstanding.</p>	<p>Impact cannot be ascertained for non-recoverable balances as on the date of signing of this report.</p>