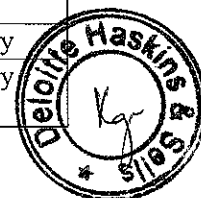


**INDEPENDENT AUDITORS' REVIEW REPORT
TO THE BOARD OF DIRECTORS OF
FUTURE CONSUMER ENTERPRISE LIMITED**

1. We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of **FUTURE CONSUMER ENTERPRISE LIMITED** (formerly known as Future Ventures India Limited) ("the Company") and its subsidiaries (the Company and its subsidiaries constitute "the Group") and its share of the loss of its associates for the Quarter and Six Months ended 30/09/2015 ("the Statement"), being submitted by the Company pursuant to Clause 41 of the Listing Agreements with the Stock Exchanges, except for the disclosures in Part II - Select Information referred to in paragraph 6 below. This Statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on the Statement based on our review.
2. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and, accordingly, we do not express an audit opinion.
3. The Statement includes the results of the following entities:

Name of the Company	Relationship
Future Consumer Enterprise Limited	Holding Company
Aadhaar Wholesale Trading and Distribution Limited	Wholly Owned Subsidiary
Future Consumer Products Limited	Subsidiary
Future Food and Products Limited	Wholly Owned Subsidiary
Star and Sitara Wellness Limited	Wholly Owned Subsidiary
Express Retail Services Private Limited	Wholly Owned Subsidiary
Amar Chitra Katha Private Limited (further referred to as ACK)	Subsidiary
- IBH Books and Magazines Distributors Limited (ACK's Subsidiary)	Subsidiary's Subsidiary
- ACK Edutainment Limited (ACK's Subsidiary)	Subsidiary's Subsidiary
- ACK Media Direct Limited (ACK's Subsidiary)	Subsidiary's Subsidiary
- Karadi Tales Company Private Limited (ACK's Subsidiary) (till July 16, 2015)	Subsidiary's Subsidiary
- Ideas Box Entertainment Limited (ACK's Subsidiary)	Subsidiary's Subsidiary
- Karadi Path Education Company Private Limited (ACK's Associate) (w.e.f. July 17, 2015)	Subsidiary's Associate
Future Personal Care and Hygiene Products Private Limited (Formerly known as ACK Eagle Moss Collectibles Publishing Private Limited)	Wholly Owned Subsidiary
Aussee Oats Milling (Private) Limited	Subsidiary
The Nilgiri Dairy Farm Private Limited (further referred to as NDF)	Wholly Owned Subsidiary
- Appu Nutritions Private Limited (NDF's Subsidiary)	Subsidiary's Subsidiary
- Nilgiri's Mechanised Bakery Private Limited (NDF's Subsidiary)	Subsidiary's Subsidiary



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Deloitte Haskins & Sells

Name of the Company	Relationship
- Nilgiris Franchise Private Limited (NDF's Subsidiary)	Subsidiary's Subsidiary
Sublime Foods Private Limited	Subsidiary
MNS Foods Private Limited (w.e.f. August 04, 2015)	Subsidiary
Integrated Food Park Private Limited	Subsidiary
FCEL Overseas FZE*	Subsidiary
Sarjena Foods Private Limited	Associate

* Subsidiary by virtue of control through composition of board

4. We did not review the interim financial information of 21 subsidiaries (including 8 subsidiaries of subsidiaries and an associate of subsidiary) included in the consolidated financial results, whose interim financial information reflect total assets of Rs. 45,122.10 lakhs as at 30/09/2015, total revenues of Rs. 11,201.40 lakhs and Rs. 21,221.35 lakhs for the Quarter and Six Months ended 30/09/2015, and total loss after tax of Rs. 1,601.89 lakhs and Rs. 2,944.03 lakhs for the Quarter and Six Months ended 30/09/2015, as considered in the consolidated financial results.

The consolidated financial results also includes the Group's share of loss after tax of Rs. 39.77 lakhs and Rs. 53.35 lakhs for the Quarter and Six Months ended 30/09/2015, as considered in the consolidated financial results, in respect of two associates, whose interim financial results have not been reviewed by us.

These interim financial information have been reviewed by other auditors whose reports have been furnished to us by the Management and our report on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and associates, is based solely on the reports of the other auditors.

5. Based on our review conducted as stated above and based on the consideration of the reports of the other auditors referred to in paragraph 4 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreements with the Stock Exchanges, including the manner in which it is to be disclosed, or that it contains any material misstatement.
6. Further, we also report that we have traced the number of shares as well as the percentage of shareholding in respect of the aggregate amount of public shareholding and the number of shares as well as the percentage of shares pledged/encumbered and non-encumbered in respect of the aggregate amount of promoters and promoter group shareholding in terms of Clause 35 of the Listing Agreements with the Stock Exchanges and the particulars relating to investor complaints disclosed in Part II - Select Information for the Quarter and Six Months ended 30/09/2015 of the Statement, from the details furnished by the Management.

For DELOITTE HASKINS & SELLS
Chartered Accountants
(Firm's Registration No. 117364W)



Ketan Vora

Ketan Vora
Partner

(Membership No. 100459)

MUMBAI, November 07, 2015

Future Consumer Enterprise Limited (formerly known as Future Ventures India Limited)

Regd. Office : Knowledge House, Shyam Nagar, Off. Jogeshwari Vikhrol Link Rd., Jogeshwari (E), Mumbai-60.

visit us at: www.futureconsumer.in

PART - I

STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND SIX MONTHS ENDED SEPTEMBER 30, 2015

(Rs. in lakhs except per share data and ratios)

PARTICULARS (Refer Notes below)	For the	For the	For the	For the	For the	For the
	Quarter ended	Quarter ended	Quarter ended	Six Months ended	Six Months ended	Year ended
	September 30, 2015 (Unaudited)	June 30, 2015 (Unaudited)	September 30, 2014 (Unaudited)	September 30, 2015 (Unaudited)	September 30, 2014 (Unaudited)	March 31, 2015 (Audited)
1 Income from operations						
(a) Net Sales/Income from operations (net of excise duty)	44,088.51	35,195.51	29,054.73	79,284.02	57,873.65	129,446.50
(b) Other operating income	668.03	587.71	437.13	1,255.74	916.65	2,217.53
Total Income from Operations	44,756.54	35,783.22	29,491.86	80,539.76	58,790.30	131,664.03
2 Expenses						
(a) Cost of materials consumed	3,573.54	3,329.94	670.56	6,903.48	1,283.88	6,276.49
(b) Purchases of Stock in Trade	35,069.17	30,009.99	24,626.01	65,079.16	51,170.18	107,532.58
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	(1,054.50)	(3,420.85)	222.03	(4,475.35)	(1,253.09)	258.69
(d) Employee benefits expense	2,765.47	2,707.15	2,118.03	5,472.62	4,083.79	8,864.51
(e) Depreciation and Amortisation expense	1,461.47	1,372.15	1,070.08	2,833.62	2,134.28	4,904.43
(f) Other expenses	5,118.46	4,374.92	2,964.61	9,493.38	5,919.58	14,096.94
Total Expenses	46,933.61	38,373.30	31,671.32	85,306.91	63,338.62	141,933.64
3 (Loss) from Operations before Other Income, Finance Costs and Exceptional Items	(2,177.07)	(2,590.08)	(2,179.46)	(4,767.15)	(4,548.32)	(10,269.61)
4 Other Income	655.45	744.58	1,004.07	1,400.03	1,777.71	3,516.11
5 (Loss) before Finance Costs and Exceptional Items	(1,521.62)	(1,845.50)	(1,175.39)	(3,367.12)	(2,770.61)	(6,753.50)
6 Finance Costs	1,412.22	1,604.73	415.92	3,016.95	723.93	3,193.23
7 (Loss) from Ordinary Activities before Exceptional Items and tax	(2,933.84)	(3,450.23)	(1,591.31)	(6,384.07)	(3,494.54)	(9,946.73)
8 Exceptional Items	470.14	-	-	470.14	-	930.88
9 (Loss) from Ordinary Activities before tax	(3,403.98)	(3,450.23)	(1,591.31)	(6,854.21)	(3,494.54)	(10,877.61)
10 Tax expense	2.86	0.31	3.52	3.17	6.62	59.42
11 Net (Loss) for the period	(3,406.84)	(3,450.54)	(1,594.83)	(6,857.38)	(3,501.16)	(10,937.03)
12 Share of profit / (loss) in Associate Companies	(39.77)	(13.58)	(28.55)	(53.35)	(28.55)	(93.67)
13 Minority Interest	272.68	228.99	182.34	501.67	367.49	397.20
14 Adjustment on Acquisition of Subsidiaries	-	-	-	-	-	357.08
15 Consolidated Net (Loss) for the period	(3,173.93)	(3,235.13)	(1,441.04)	(6,409.06)	(3,162.22)	(10,276.42)
16 Paid-up equity share capital (Face Value of Rs.6/- per share)	99,428.64	99,428.64	96,642.31	99,428.64	96,642.31	99,428.64
17 Reserves excluding Revaluation Reserves (as per balance sheet of previous accounting year)	-	-	-	-	-	(22,470.58)
18 Basic and diluted earnings per share (EPS) not annualised other than year ended (in Rs.)	(0.19)	(0.20)	(0.09)	(0.59)	(0.20)	(0.64)
19 Paid up Debt Capital - refer note 6 (a)	-	-	-	39,456.29	-	37,102.37
20 Debenture Redemption Reserve	-	-	-	-	-	-
21 Debt Equity Ratio (no. of times) - refer note 6 (b)	-	-	-	0.56	-	0.48
22 Debt Service Coverage Ratio (no. of times) - refer note 6 (c)	-	-	-	(2.29)	-	(0.50)
23 Interest Service Coverage Ratio (no. of times) - refer note 6 (d)	-	-	-	(2.63)	-	(2.20)

PART - II

A. PARTICULARS OF SHAREHOLDING

1 Public shareholding						
- Number of shares	934,931,707	936,446,707	938,430,947	934,931,707	938,430,947	938,131,707
- Percentage of shareholding	56.42%	56.51%	58.26%	56.42%	58.26%	56.61%
2 Promoters and Promoter Group shareholding						
a) Pledged / Encumbered *						
- Number of shares	514,118,677	426,656,585	466,524,799	514,118,677	466,524,799	554,475,314
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	71.19%	59.20%	69.40%	71.19%	69.40%	77.12%
- Percentage of shares (as a % of the total share capital of the Company)	31.02%	25.75%	28.96%	31.02%	28.96%	33.46%
b) Non - encumbered						
- Number of shares	208,093,654	294,040,746	205,749,425	208,093,654	205,749,425	164,537,017
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	28.81%	40.80%	30.60%	28.81%	30.60%	22.88%
- Percentage of shares (as a % of the total share capital of the Company)	12.56%	17.74%	12.78%	12.56%	12.78%	9.93%

(* The term 'Encumbrance' has the same meaning as assigned to it under regulation 28(3) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

PARTICULARS	For the
	Quarter ended September 30, 2015
B. INVESTOR COMPLAINTS	
Pending at the beginning of the quarter	Nil
Received during the quarter	Nil
Disposed off during the quarter	Nil
Remaining unresolved at the end of the quarter	Nil

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CONSOLIDATED STATEMENT OF ASSETS AND LIABILITIES

(Rs. in lakhs)

PARTICULARS	As at	As at
	September 30, 2015 (Unaudited)	March 31, 2015 (Audited)
A EQUITY AND LIABILITIES		
I Shareholders' Funds		
(a) Share Capital	99,428.64	99,428.64
(b) Reserves and Surplus	(28,830.13)	(22,470.58)
Sub-total - Shareholders' funds	70,598.51	76,958.06
II Minority Interest	2,787.85	3,382.76
III Non -Current Liabilities		
(a) Long Term Borrowings	38,019.33	36,079.08
(b) Deferred Tax Liability (Net)	-	0.02
(c) Other Long term Liabilities	777.62	851.12
(d) Long Term Provisions	781.83	685.83
Sub-total - Non-current liabilities	39,578.78	37,616.05
IV Current Liabilities		
(a) Short Term Borrowings	17,105.56	30,238.03
(b) Trade Payables	19,135.36	12,950.82
(c) Other Current Liabilities	4,465.10	3,160.67
(d) Short Term Provisions	289.50	378.80
Sub-total - Current liabilities	40,995.52	46,728.32
TOTAL EQUITY AND LIABILITIES	153,960.66	164,685.19
B ASSETS		
I Non-Current Assets		
(a) Fixed Assets	61,297.94	57,019.38
(b) Goodwill on Consolidation	36,419.23	36,849.19
(c) Non-Current Investments	1,263.24	1,163.11
(d) Long term loans and advances	7,217.28	6,022.75
(e) Other Non-Current Assets	11.28	-
Sub-total - Non-current assets	106,208.97	101,054.43
II Current Assets		
(a) Current Investments	10,000.30	10,000.16
(b) Inventories	15,805.56	11,147.49
(c) Trade receivables	14,781.04	15,458.56
(d) Cash and cash equivalents	2,004.23	4,330.68
(e) Short-term loans and advances	4,614.33	21,766.58
(f) Other current assets	546.23	927.29
Sub-total - Current assets	47,751.69	63,630.76
TOTAL ASSETS	153,960.66	164,685.19

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Notes:

- The name of the Company has changed from Future Ventures India Limited to Future Consumer Enterprise Limited w.e.f. September 30, 2015.
- The Company is engaged in the business of Branding, Selling and Distribution of "Consumer Products" which constitutes a single reporting segment. Hence there is no separate reportable segment under Accounting Standard on "Segment Reporting" (AS 17).
- During the current quarter, Amar Chitra Katha Private Limited (ACK), a subsidiary of the Company, has pursuant to re-structuring of its education business, sold its stake in its subsidiary company viz; Karadi Tales Company Private Limited (KT) to another company - Karadi Path Education Company Private Limited (KP). In consideration of the above, ACK has received equity shares of KP in an agreed swap ratio based on the fair value of equity shares of KT and KP. The loss on disposal of KT is shown as exceptional item in the consolidated results of the Company, for quarter and six months ended 30th September, 2015. As a result, KP has become an associate of ACK after considering the equity shares received as above along with the existing investment held by ACK in KP.
- During the Quarter, the Company has acquired a majority stake in MNS Foods Private Limited. The Company has acquired a business undertaking Kara brand engaged in the manufacture of personal care items. The Company has also made an additional investment in The Nilgiri Dairy Farm Private Limited thus making it a wholly owned Subsidiary.
- Key Standalone financial information of the Company is given here below: (Rs. In lakhs)

PARTICULARS	For the	For the	For the	For the	For the	For the
	Quarter ended	Quarter ended	Quarter ended	Six Months ended	Six Months ended	Year ended
	September 30, 2015	June 30, 2015	September 30, 2014	September 30, 2015	September 30, 2014	March 31, 2015
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
Total Income from operations	34,757.12	26,378.53	9,754.29	61,135.65	18,698.10	108,255.39
(Loss) before Tax	(1,783.24)	(2,108.70)	(810.83)	(3,891.94)	(1,836.74)	(9,374.91)
(Loss) after Tax	(1,783.24)	(2,108.70)	(810.83)	(3,891.94)	(1,836.74)	(9,374.91)

- Paid up Debt Capital = (Long term loans + Current maturities of Long term loan).
 - Debt Equity Ratio = (Long term loans + Current maturities of Long term loan) / (Equity + Reserves).
 - Debt Service Coverage Ratio = (Profit from ordinary activities before tax + Interest on long-term loans) / (Interest on long-term loans + Repayment of long-term loans during the period).
 - Interest Service Coverage Ratio = (Profit from ordinary activities before tax + Interest on long-term loans) / Interest on long-term loans.

For the purpose of calculation, loans having original maturity of more than 365 days are considered as long-term loans.
- Pursuant to an application made by the Company seeking voluntary de-registration, Reserve Bank of India ("RBI") has vide its order passed on 21st July 2015, cancelled the Certificate of Registration issued to the Company for undertaking the business as a Non Banking Financial Company, which has been intimated to the Company vide its letter dated 10th August, 2015.
- Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure. The figures for the current quarter and six months are not comparable with those of the corresponding previous quarter and six months on account of acquisition of The Nilgiri Dairy Farm Private Limited and various other subsidiaries and associates.
- The above results were reviewed by the Audit Committee and approved by the Board of Directors at their meetings held on November 7, 2015. The above results have been subjected to Limited Review by the statutory auditors. The financial results of the subsidiaries and associate has been subjected to limited review by their respective statutory auditors.
- The financial results will be available on the Company's website - www.futureconsumer.in, and on the website of BSE (www.bseindia.com) and NSE (www.nseindia.com).

By Order of the Board
For Future Consumer Enterprise Limited


N. Bajpai
Chairman

Place: Mumbai

Date: November 7, 2015

Corporate Identity Number of Future Consumer Enterprise Limited is L52602MH1996PLC192090

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