

CARE/HO/RL/2020-21/1381

Mr. C. P. Toshniwal

Chief Financial Officer

Future Retail Limited

4th Floor, Tower C, 247 Park,

L.B.S. Marg, Vikhroli (W), Mumbai – 400 083

May 13, 2020

Confidential

Dear Sir,

Credit rating for Non-convertible Debenture Issue

On the basis of recent developments including operational and financial performance of your company for FY19 (audited) and 9MFY20 (provisional), and on account of disruption in operations due to Covid-19 pandemic which could impact the business risk profile resulting in lower operating cash flow, our Rating Committee has reviewed the following ratings:

Instrument	Amount (Rs. crore)	Rating ¹	Rating Action
Long-term Non-convertible Debentures	199.00	CARE A- (Single A Minus) (Credit watch with negative implications)	Revised from CARE A+ (Single A Plus) Continues to be on credit watch with negative implications
Proposed Non-convertible Debenture Issue	100.00		

- The NCD of Rs. 100.00 crore has tenure of three years with bullet repayment on June 3, 2022. The NCD of Rs. 99.00 crore has tenure of four years with bullet repayment on June 3, 2023. The proposed NCD issue aggregating Rs. 100 crore, divided in two equal tranches, to have bullet repayments at the end of 5 years and 6 years respectively from the date of allotment.
- The rationale for the rating will be communicated to you separately. A write-up (press release) on the above rating is proposed to be issued to the press shortly, a draft of which is enclosed for your perusal as to letter no. CARE/HO/RL/2020-21/1380 dated May 13, 2020. We request you to peruse the annexed document and offer your comments if any. We are doing this as a matter of courtesy to our clients and with a view to ensure that no factual inaccuracies have inadvertently crept in. Kindly revert as early as possible. In any case, if we do not hear from you by end of day, we will proceed on the basis that you have no any comments to offer.
- CARE will take a view on the ratings once the exact implications of the above event on the credit risk profile of the company are clear.
- CARE reserves the right to undertake a surveillance/review of the rating from time to time, based on circumstances warranting such review, subject to at least one such review/surveillance every year.
- CARE reserves the right to revise/reaffirm/withdraw the rating assigned as also revise the outlook, as a result of periodic review/surveillance, based on any event or information which in the opinion of CARE warrants such

¹Complete definitions of the ratings assigned are available at www.careratings.com and in other CARE publications.

CARE Ratings Ltd.

an action. In the event of failure on the part of the entity to furnish such information, material or clarifications as may be required by CARE so as to enable it to carry out continuous monitoring of the rating of the bank facilities, CARE shall carry out the review on the basis of best available information throughout the life time of such bank facilities. In such cases the credit rating symbol shall be accompanied by "ISSUER NOT COOPERATING". CARE shall also be entitled to publicize/disseminate all the afore-mentioned rating actions in any manner considered appropriate by it, without reference to you.

7. CARE ratings do not take into account the sovereign risk, if any, attached to the foreign currency loans, and the ratings are applicable only to the rupee equivalent of these loans.
 8. Our ratings do not factor in any rating related trigger clauses as per the terms of the facility/instrument, which may involve acceleration of payments in case of rating downgrades. However, if any such clauses are introduced and if triggered, the ratings may see volatility and sharp downgrades.
 9. Users of this rating may kindly refer our website www.careratings.com for latest update on the outstanding rating.
 10. CARE ratings are **not** recommendations to sanction, renew, disburse or recall the concerned bank facilities.
- If you need any clarification, you are welcome to approach us in this regard.

Thanking you,

Yours faithfully,



Ankit Shah
Manager

ankit.s@careratings.com



Pulkit Agarwal
Associate Director

pulkit.agarwal@careratings.com

Encl.: As above

Disclaimer

CARE's ratings are opinions on the likelihood of timely payment of the obligations under the rated instrument and are not recommendations to sanction, renew, disburse or recall the concerned bank facilities or to buy, sell or hold any security. CARE's ratings do not convey suitability or price for the investor. CARE's ratings do not constitute an audit on the rated entity. CARE has based its ratings/outlooks on information obtained from sources believed by it to be accurate and reliable. CARE does not, however, guarantee the accuracy, adequacy or completeness of any information and is not responsible for any errors or omissions or for the results obtained from the use of such information. Most entities whose bank facilities/instruments are rated by CARE have paid a credit rating fee, based on the amount and type of bank facilities/instruments. CARE or its subsidiaries/associates may also have other commercial transactions with the entity. In case of partnership/proprietary concerns, the rating /outlook assigned by CARE is, inter-alia, based on the capital deployed by the partners/proprietor and the financial strength of the firm at present. The rating/outlook may undergo change in case of withdrawal of capital or the unsecured loans brought in by the partners/proprietor in addition to the financial performance and other relevant factors. CARE is not responsible for any errors and states that it has no financial liability whatsoever to the users of CARE's rating. Our ratings do not factor in any rating related trigger clauses as per the terms of the facility/instrument, which may involve acceleration of payments in case of rating downgrades. However, if any such clauses are introduced and if triggered, the ratings may see volatility and sharp downgrades.

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Annexure I

ISIN	Issue Date	Coupon	Maturity Date	Amount (Rs. Crore)
INE752P07013	03-Jun-19	10.65%	03-Jun-22	100.00
INE752P07021	03-Jun-19	10.65%	03-Jun-23	99.00



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