

PRAXIS HOME RETAIL LIMITED

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(C) Other Group Companies

1. AVANEE AND ASHNI SECURITIES PRIVATE LIMITED
Corporate Information
Avanee and Ashni Securities Private Limited ("AASPL") was incorporated on April 15, 2005 under the Companies Act, 1956 at New Delhi as a private limited company. AASPL is involved in the business of investment as a Core Investment Company.

Interest of our Promoter
Kishore Biyani through his relative holds 50% of the total paid up equity share capital of AASPL.

2. EXPANDUS CAPITAL LIMITED
Corporate Information
Expandus Capital Limited ("ECL") was incorporated on May 02, 2017 under the Companies Act, 2013 at Mumbai as a public limited company. ECL is involved in the business of Investment / finance Company. ECL is in the process of getting itself registered as a non-banking finance company with the Reserve Bank of India.

Interest of our Promoter
Kishore Biyani along with other Biyani family partners of BLB Trading and Investment Consultants which holds Kenal Business Ventures Private Limited ("Kenal"), which in turn holds 100% of the paid up equity share capital of ECL.

3. FUTURE BRANDS LIMITED
Corporate Information
Future Brands Limited ("FBL") was incorporated on November 22, 2006. FBL is a wholly owned subsidiary of FICL and D & H Blurb Communication Private Limited and DMA Yellow Works Limited are the Subsidiaries of FBL. FBL is the brand intellectual property rights Company and specializes in branding services. FBL has created and will continue to create, develop, grow and protect the brand asset value of its trademarks across apparels, fast moving consumer goods, household durables and general merchandise categories across Future group formats.

Interest of our Promoter
Kishore Biyani through his relative holds 98.06% of the total paid up equity share capital of Future Brands Limited.

*Suhani Trading and Investment Consultants Private Limited holds 1.14% of the total paid up equity share capital of Future Brands Limited.

4. FUTURE DIGITAL PAYMENT SYSTEMS LIMITED
Corporate Information
Future Digital Payment Systems Limited ("FDPSL") was incorporated as a public limited company on November 03, 2015 under the Companies Act, 2013 at Mumbai. FDPSL registered with an objective to operate in payment system, issue and operation of multi purpose / semi-closed prepaid instrument, e-payment, m-wallet, payment processing, payment collection and related services facilitating payment processing, payment collection and related services facilitating payment Gateway to customers for various business application in e-commerce.

Interest of our Promoter
Kishore Biyani through his relative holds 99.99% of the total paid up equity share capital of FDPSL.

5. FUTURE ENTERTAINMENT PRIVATE LIMITED
Corporate Information
Future Entertainment Private Limited ("FEPL") was incorporated on December 19, 2006 under the Companies Act, 1956 at Mumbai as a private limited company. FEPL is involved in the business of entertainment, media, hubs, multiplexes, organising shows and events of all types, providing sponsoring show events, managing food courts or shops or restaurants or hotels.

Interest of our Promoter
Suhani Trading and Investment Consultants Private Limited through its wholly owned subsidiary Future Outdoor Media Solutions Limited, holds 100% of the total paid up equity share capital of FEPL.

6. FUTURE IDEAS COMPANY LIMITED
Corporate Information
Future Ideas Company Limited ("FICL") was incorporated as a public limited company on February 6, 2006 under the Companies Act, 1956 at Mumbai. FICL is involved in the business of knowledge trainers and disseminators, advisors, consultants, idea generators for new projects, consumer research, marketing research, economic research, market behaviour and other types of market etc.

Interest of our Promoter
Kishore Biyani through his relatives holds 99.99% of the total paid up equity share capital of FICL.

*Suhani Trading and Investment Consultants Private holds 100% of Preference Share Capital of FICL.

7. FUTURE LIGHTING INDIA LIMITED
Corporate Information
Future Lighting India Limited ("FLIL") was originally incorporated on February 18, 2008 under the Companies Act, 1956 as SW Lighting Private Limited at Mumbai. The name was changed to Future Lighting India Private Limited and obtained fresh certificate on July 17, 2010. Further, it was converted into public limited company and obtained certificate in the current name Future Lighting India Limited on October 18, 2010. FLIL is involved in the business of trading of light fitting & fixtures.

Interest of our Promoter
*Suhani Trading & Investment Consultants Private Limited holds 100% of the total paid up equity share capital of FLIL.

8. RETAIL LIGHT TECHNIQUES (INDIA) LIMITED
Corporate Information
Retail Light Techniques (India) Limited ("RLTIL") was incorporated as a public limited company on January 10, 2007 under the Companies Act, 1956 at Mumbai. RLTIL is involved in the business of trading of light fitting & fixtures.

Interest of our Promoter
*Suhani Trading and Investment Consultants Private Limited holds 100% of the total paid up equity share capital of RLTIL.

9. SURPLUS FINVEST PRIVATE LIMITED
Corporate Information
Surplus Finvest Private Limited ("SFPL") was incorporated on August 23, 1995 under the Companies Act, 1956 at Mumbai as a private limited company. Surplus Finvest Private Limited is involved in the business of capitalists, leasing, hire – purchasing, execution of financial and monetary business operation.

Interest of our Promoter
Kishore Biyani alongwith his relative holds 100% of the total paid up equity share capital of SFPL. For further details on "Group Companies", please refer to the Information Memorandum, which will be available on www.bseindia.com, www.nseindia.com and www.praxisretail.in

12. Outstanding Litigation, Defaults of the Company, Promoters, Directors or any of the Group Companies
A summary of outstanding legal and other proceedings are given in the following table:

Litigation against our Directors

| S. No. | Nature of Case | Number of outstanding cases | Amount involved (in ₹ million) |
|--------|---|-----------------------------|--------------------------------|
| 1. | Criminal | - | - |
| 2. | Action by regulatory/ statutory authorities | - | - |
| 3. | Other matters | - | - |
| 4. | Direct tax | 2 | 2.09 |
| 5. | Indirect tax | - | - |
| Total | | 2 | 2.09 |

Litigation against our Promoters

| S. No. | Nature of Case | Number of outstanding cases | Amount involved (in ₹ million) |
|--------|---|-----------------------------|--------------------------------|
| 1. | Criminal | 19 | Nil |
| 2. | Action by regulatory/ statutory authorities | - | - |
| 3. | Other matters | 14 | 2.76 |
| 4. | Direct tax | 22 | 501.9 |
| 5. | Indirect tax | - | - |
| Total | | 55 | 504.7 |

Litigation against our Group Companies

| S. No. | Nature of Case | Number of outstanding cases | Amount involved (in ₹ million) |
|--------|---|-----------------------------|--------------------------------|
| 1. | Criminal | 213 | Nil |
| 2. | Action by regulatory/ statutory authorities | 16 | 126 |

| | | | |
|-------|---------------|-----|-----|
| 3. | Other matters | 1 | 100 |
| 4. | Direct tax | 27 | 165 |
| 5. | Indirect tax | 70 | 86 |
| Total | | 327 | 478 |

For further details on "Outstanding Litigations And Material Developments", please refer to the Information Memorandum, which will be available on www.bseindia.com, www.nseindia.com and www.praxisretail.in

13. Particulars of high, low and average prices of the shares of the listed transferor entities i.e. Future Retail Limited (FRL) during the preceding three years

Future Retail Limited (FRL)

| BSE – FRL | | | | | |
|-----------------------------|------------|----------------|-----------|---------------|---------------|
| Fiscal Year | High (Rs.) | Date of High | Low (Rs.) | Date of Low | Average Price |
| Aug-2016 March-2017 | 278.25 | 08-March -2017 | 116.10 | 05-Dec-2016 | 172.71 |
| April-2017 December 2017 | 660.00 | 27-Nov-2017 | 255.90 | 03-April-2017 | 445.45 |

| NSE – FRL | | | | | |
|-----------------------------|------------|----------------|-----------|---------------|---------------|
| Fiscal Year | High (Rs.) | Date of High | Low (Rs.) | Date of Low | Average Price |
| Aug-2016 March-2017 | 278.00 | 08-March -2017 | 115.45 | 05-Dec-2016 | 173.24 |
| April-2017 December 2017 | 656.00 | 24-Nov-2017 | 262.00 | 03-April-2017 | 445.66 |

Prices are based daily high and low prices. Source: www.bseindia.com &www.nseindia.com
Note: FRL was listed on BSE/NSE on 29th Aug, 2016

14. Material Developments subsequent to last financial year

1.The Mumbai bench of National Company Law Tribunal , vide order dated 10th November 2017 has approved the Scheme of Arrangement for demerger of the Home Retail Business Undertaking of FRL and e-Commerce Home Retail Business Undertaking of BSPL into PHRL with effect from First Appointed Date means date on which Home Retail Business Undertaking of FRL shall be transferred to PHRL being August 1, 2017 and Second Appointed Date means the date on which the e-Commerce Home Retail Business Undertaking of BSPL shall be transferred to PHRL being April 15, 2016 is presented under Sections 230 to 232 read with Section 66 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013;

The aforesaid order of the Mumbai bench of National Company Law Tribunal was filed by our Company with the Registrar of Companies ("ROC"), Maharashtra, Mumbai on 20th November 2017 which is the Effective Date of the Scheme;

2.Our Company has allotted on December 8, 2017 total 2,46,33,208 Equity Shares of Rs. 5 each to eligible shareholders of Future Retail Limited and 6,30,000 Preference Shares of Rs. 100 each to the shareholders of BSPL pursuant to the Scheme approved by Mumbai bench of National Company Law Tribunal on 10th November 2017.

3.In-principle approval for listing of Equity Shares of ₹ 5/- of the Company received from BSE Limited on 11th January 2018 and from NSE on 19th January 2018.

4.Securities and Exchange board of India (SEBI) granted relaxation under Rule 19(2)(b) of the Securities Contract (Regulation) Rules, 1956 vide its letter dated 23rd January 2018.

For further details, please refer to the Information Memorandum, which will be available on www.bseindia.com, www.nseindia.com and www.praxisretail.in.

(*) Note : In pursuance of the Composite Scheme of Arrangement among Future Corporate Resources Limited, PIL Industries Limited, Manz Retail Private Limited, Weavette Business Ventures Limited, ESES Commercial Private Limited, Gargi Business Ventures Private Limited and Suhani Trading and Investment Consultants Private Limited, all the above companies has been amalgamated / merged with Suhani Trading and Investment Consultants Private Limited. The said Scheme was approved by Hon'ble National Company Law Tribunal, Mumbai Bench and made effective on 14th November, 2017.

Please note that Suhani Trading and Investment Consultants Private Limited is shown as one of Promoters of the Company.

For and on behalf of the Board of Directors of

PRAXIS HOME RETAIL LIMITED

Sd/-

Viraj Didwania
Chairman & Managing Director

Place: Mumbai
Date: 23rd January, 2018

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