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AL NEDAA PUBLIC
ACCOUNTANTS & AUDITORS
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Public Accountants & Auditors

**Motherson Wiring System (FZE)
Financial statements**

For the year ended 31 March 2019

**Financial statements
For the year ended 31 March 2019**

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مؤسسة النداء لتدقيق الحسابات
AL NEDAA AUDITING ACCOUNTANTS
محاسبون قانونيون ومدققو حسابات

Independent auditor's report

**To the Shareholders of the Motherson Wiring System (FZE)
Report on the Financial Statements**

We have audited the accompanying financial statements of Motherson Wiring System (FZE) which comprise the balance sheet as of **31 March 2019** and the income statement, statement of changes in equity and cash flow statement for the year then ended and a summary of significant accounting policies and other explanatory notes.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards (IFRSs). This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements 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 the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

Opinion

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as of March 31, 2019, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRS).

Samir Zaki Amin Ahmed Zaki Amin

Registration No: 440

Place: Sharjah

Date: 29th June, 2019



(1)

Statement of Financial Position


	Notes	As at 31 March 2019 Euro	As at 31 March 2018 Euro
ASSETS			
Property, plant and equipment	4	-	-
Non-current assets			
Receivables and prepayments	6	1,064,324	1,085,513
Cash and cash equivalents	7	76,030	-
Current assets			
		1,140,354	1,085,513
Total assets		1,140,354	1,085,513
EQUITY AND LIABILITIES			
Shareholders' equity			
Share capital	9	32,100	32,100
Retained earnings/ (Losses)		(1,499,938)	(1,554,734)
Shareholders' equity		(1,467,838)	(1,522,634)
Liabilities			
Non-current liabilities			
Borrowings	10	2,563,629	2,563,629
Payables	11	44,563	44,518
Current liabilities		2,608,192	2,608,147
Total liabilities			
Total shareholders' equity and liabilities		1,140,354	1,085,513

These financial statements were approved and authorised for issue on June 29, 2019 and were signed by:

for and on behalf of the Board

Place: Sharjah




 Atul Kumar Agarwal
 (Director & Manager)



The accounting policies on pages 6 to 9 and the notes on pages 10 to 13 form an integral part of these financial statements.

Income Statement

	Notes	31 March 2019	31 March 2018
Other income	12	96,000	96,000
Operating Profit		<u>96,000</u>	<u>96,000</u>
Expenses			
General and administration	13	40,875	25,392
Profit/ (Loss) from operations		<u>55,125</u>	<u>70,608</u>
Finance costs	14	329	-
Profit/ (Loss) for the period / year		<u><u>54,796</u></u>	<u><u>70,608</u></u>

These financial statements were approved and authorised for issue on June 29, 2019 and were signed by:

For and on behalf of the Board



Atul Kumar Agarwal
(Director & Manager)

Place: Sharjah



The accounting policies on pages 6 to 9 and the notes on pages 10 to 13 form an integral part of these financial statements.

Statement of changes in Shareholders' Equity

	Notes	Share Capital Euro	Retained Earnings Euro	Total Euro
At March 31, 2018		32,100	(1,554,734)	(1,522,562)
Profit/ (Loss) for the period ended March 31, 2019		-	54,796	54,796
At March 31, 2019		<u>32,100</u>	<u>(1,499,938)</u>	<u>(1,467,838)</u>

The accounting policies on pages 6 to 9 and the notes on pages 10 to 13 form an integral part of these financial statements.



Cash flow Statement

	Notes	31 March 2019	31 March 2018
		Euro	Euro
Operating activities			
Profit/ (Loss) for the period		54,796	70,608
Adjustments for:			
Depreciation	4	0	15
Interest expense	14	329	-
		55,125	70,623
Operating cash flows before changes in working capital			
Decrease / (Increase) in working capital:		-	-
Trade Receivable and prepayments	5	21,188	(73,756)
Trade and other payables	11	45	3,133
		76,030	-
Net (decrease)/increase in cash and cash equivalents			
Cash and cash equivalents, as at April 1, 2018		-	-
		76,030	-
Cash and cash equivalents, end of the year	7	76,030	-

The accounting policies on pages 6 to 9 and the notes on pages 10 to 13 form an integral part of these financial statements.



Notes to the financial statements for the year ended 31 March 2019

1. Incorporation and activities

Incorporation

Motherhood Wiring System Limited (FZC) ("the Company") was registered as a Free Zone Company (FZC) with limited liability in the Sharjah Airport International Free Zone (SAIF Zone) on 15th July 2006. The registered address of the company is H-3, 4-6, P O Box 120563, Sharjah, UAE. The Company's shareholders was MSSL Mideast (FZE) (51%) (Parent Company) and Sumitomo Wiring Systems Limited (49%). Trade License Number is 04144.

During financial year 2010-11, the Company has discontinued business due to its customer shifting its business base back to Europe. Subsequently MSSL Mideast FZE, has purchased the remaining 49% equity shares in the Company from Sumitomo Wiring Systems Ltd., the Company is now 100% Subsidiary of MSSL Mideast (FZE) and consequently the entity is changed from Motherhood Sumi Wiring System Limited (FZC) to Motherhood Wiring System (FZE).

Motherhood Sumi Systems Ltd, a company incorporated in India is the ultimate parent Company of Motherhood Wiring System (FZE).

Activities

The Company is engaged in the manufacture, processing assembly, trade and sale of wiring harness, components and tools. The principal terms governing the operations of the Company have been incorporated in the Memorandum & Articles of Association of the Company.

2. Summary of significant accounting policies

The significant accounting policies adopted by the company in the preparation of these financial statements are as set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

Basis of preparation

2.1 Basis of preparation

The financial statements of Motherhood Wiring System (FZE) have been prepared in accordance with and comply with International Financial Reporting Standards ('IFRS') and IFRIC interpretations. The financial statements have been prepared under the historical cost convention. The accompanying financial statements have been presented on the basis that the Company will continue as a going concern.

The preparation of financial statements in conformity with IFRS requires the use of accounting estimates. It also requires the management to exercise its judgement in the process of applying the group's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed under the relevant accounting policies.



Notes to the financial statements for the year ended 31 March 2019 (continued)

2.1 Foreign currency translation

(i) Functional and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates (the “functional currency”). The significant transactions of the Company are in Euros. Hence the Board of directors considers the Euro (“EUR”) as their functional currency. The financial statements are presented in EUR, which is the Company’s functional currency.

(ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the statement of comprehensive income.

2.2 Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation. Depreciation is computed using the straight line method at rates calculated to reduce the cost of assets to their estimated residual values over their expected useful lives as follows:

Building	10 years
Plant and machinery	4 -10 years
Furniture, fixtures and equipment	3 - 6 years
Motor vehicles	4 years

Repairs and renewals are charged to the income statement when the expenditure is incurred.

Assets in the course of construction are carried at cost as capital work-in-progress, and are transferred to building, property, plant and equipment completed or when commissioned as the case may be. No depreciation is charged on such assets until completed or commissioned.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in the income statement.

2.3 Trade and Other Receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment. A provision for impairment of trade receivables is established when there is objective evidence that the Company will not be able to collect all amounts due according to the original terms of receivables. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganisation, and default or delinquency in payments are considered indicators that the trade receivable is impaired. The amount of the provision is the difference between the asset’s carrying amount and the present value of estimated future cash flows, discounted at the effective interest rate. The amount of the provision is recognised in the income statement within ‘selling and distribution costs’.



Notes to the financial statements for the year ended 31 March 2019 (continued)

2.4 Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and current accounts with banks. The Company considers all highly liquid financial instruments, which are readily convertible into cash and have original maturities of three months or less on the date of purchase, to be cash equivalents.

2.5 Financial Assets

Loans and receivables are non- derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are included in current assets, except for maturities greater than 12 months after the balance sheet date. These are classified as non-current assets. Loans and receivables are classified as 'trade and other receivables' in the balance sheet.

2.6 Share Capital

Ordinary shares are classified as equity. Share capital is translated at the historical rate.

2.7 Trade Payables

Trade Payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

2.8 Borrowings

Borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings are subsequently stated at amortised cost; any difference between the proceeds (net of transaction and the redemption value) is recognised in the income statement over the period of the borrowings using the effective interest method. Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the balance sheet date.

2.9 Revenue Recognition

Rental Income (Miscellaneous Income)

Rental income arising from building given under operating leases is accounted for on a straight-line basis over the lease terms unless the receipts are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases and is included in operating income in the statement of profit and loss.

3. Financial Risk Management

3.1 FINANCIAL RISK MANAGEMENT

The Company's activities expose it to a variety of financial risks; market risk (including currency risk and price risk), and credit risk. The Company's overall risk management program focuses on unpredictability of financial markets and seeks to minimize potential adverse effects on the financial performance of the company.



Notes to the financial statements for the year ended 31 March 2019 (continued)

Risk management is carried out by Central treasury department under policies approved by the Board of directors. The company operates internationally and is exposed to foreign exchange risk primarily with respect to Euro, United State Dollar, Indian Rupee, Sterling Pound and UAE Dirham. Currency risk arises from future commercial transactions, recognized assets and liabilities and net investments in foreign operations. As a result, it is subject to foreign currency exchange risk

arising from exchange rate movements which will affect the Company's translation of the results and underlying net assets of its foreign subsidiaries.

The company has loan and advances denominated in Euro and USD to which it is exposed to foreign currency exchange risk. There were no hedging transactions in place as at 31 March, 2019.

During the year, the company has not hedged the foreign currency exposure.

3.2 CAPITAL RISK MANAGEMENT

The Company's objective when managing capital is to safeguard the Company's ability to continue as a going concern in order to provide returns for shareholders and benefits for stakeholders. The Company also proposes to maintain an optimal capital structure to reduce the cost of capital. Hence, the Company may adjust any return capital to shareholders or issue new shares.



Notes to the financial statements for the year ended 31 March 2019 (continued)

4. Property, Plant and Equipment

	Building	Plant & Machinery	Furniture, Fixture & Equipment	Motor Vehicles	Capital work in Process	Total
At 31 st March 2017 Closing Gross Block	3,515,825	953,911	-	-	-	4,469,736
Addition during the period	-	-	-	-	-	-
Sale/Adjustment during the year	-	-	-	-	-	-
Depreciation						
At 1 st April 2017 Opening Gross	3,515,825	990,510	-	-	-	4,506,335
Charge for the Period	-	15	-	-	-	15
Sale/Adjustment during the year	-	-	-	-	-	-
At 31 st March 2018	3,515,825	990,525	-	-	-	4,506,350
Net Book Amount						
At 31 st March 2018	-	-	-	-	-	-
At 1 st April 2017	-	15	-	-	-	15
At 31 st March 2018 Closing Gross Block	3,515,825	990,525	-	-	-	4,469,736
Addition during the period	-	-	-	-	-	-
Sale/Adjustment during the year	-	-	-	-	-	-
Depreciation						
At 1 st April 2017 Opening Gross	3,515,825	990,510	-	-	-	4,506,335
Charge for the Period	-	15	-	-	-	15
Sale/Adjustment during the year	-	-	-	-	-	-
At 31 st March 2018	3,515,825	990,525	-	-	-	4,506,350
Net Book Amount						
At 31 st March 2018	-	-	-	-	-	-
At 1 st April 2017	-	15	-	-	-	15
Depreciation						
At 1 st April 2018 Opening Gross	3,515,825	990,525	-	-	-	4,506,350
Charge for the Period	-	-	-	-	-	-
Sale/Adjustment during the year	-	-	-	-	-	-
At 31 st March 2019	3,515,825	990,525	-	-	-	4,506,350
Net Book Amount						
At 31 st March 2019	-	-	-	-	-	-
At 1 st April 2018	-	-	-	-	-	-



Notes to the financial statements for the year ended 31 March 2019 (continued)

5. Capital Commitment

There is no Capital Commitment outstanding at the year end (Previous Year Euro Nil).

6. Receivables and Prepayments

	As at March 31 2019	As at March 31 2018
	Euro	Euro
Trade Receivable – Related Parties	24,000	49,200
Receivables - Parent Company	1,025,403	1,025,928
Receivables - Other Related parties	-	-
Other Receivables	14,921	10,385
	<u>1,064,324</u>	<u>1,085,513</u>

7. Cash and Cash equivalents

Bank balances are held with a branch of International bank.

	As at March 31 2019	As at March 31 2018
	Euro	Euro
Cash on hand	-	-
Cash at bank	76,030	-
	<u>76,030</u>	<u>-</u>

8. Related party transactions and balances

Related parties comprise the shareholders and their subsidiaries and associates. During the period, the company entered into the following significant transactions with related parties at agreed rates:

	31 March 2019	31 March 2018
	Euro	Euro
Loan outstanding		
- Parent Company – MSSL Mideast	2,563,629	2,563,629
- Parent Company – MSSL Mideast		
- Other related party	-	-
Trade Receivable		
Parent Company – MSSL Mideast	1,025,403	1,025,928
-Other Related Party	24,000	49,200



Notes to the financial statements for the year ended 31 March 2019 (continued)

9. Share Capital

The company has been registered on 15 July 2006. The current shareholders of the Company is MSSL Mideast (FZE). Share capital comprises 1 Share of AED 150,000 (Equivalent to Euro 32,100). All shares are fully paid up.

10. Borrowings

	As at March 31, 2019 Euro	As at March 31, 2018 Euro
Loan from Parent Company MSSL Mideast (FZE)	2,563,629	2,563,629
	<u>2,563,629</u>	<u>2,563,629</u>

11. Payables

	As at March 31, 2019 Euro	As at March 31, 2018 Euro
Trade payables	19,538	18,293
Accrued Expenses	25,025	25,025
VAT payable	-	1,200
	<u>44,563</u>	<u>44,518</u>

12. Operating Income

	For the period 31 March 2019 Euro	For the period 31 March 2018 Euro
Miscellaneous Income	96,000	96,000
	<u>96,000</u>	<u>96,000</u>



Notes to the financial statements for the year ended 31 March 2019 (continued)

13. General and Administration	For the period 31 March 2019 Euro	For the period 31 March 2019 Euro
Depreciation and Amortization	0	15
Rent	20,453	19,233
Insurance	4,797	2,936
Other expenses	15,625	3,208
	40,875	25,392

14. Finance Cost

	For the period 31 March 2019 Euro	For the period 31 March 2018 Euro
Bank Charges	-	-
	329	

15. Going Concern

Due to change economic scenario and customer shifting its business base back to Europe, it has been decided to discontinue the business of supplying wiring harness to SWS / SEWS Hungary. The facilities of MSWS are henceforth utilized for making wiring harness for the mirror business of the Group.

On discontinuation of business, MSWS has received Euro 4,740,000 from SWS / SEWS towards past losses and the same has been included under "Other Operative Income" for the year ended March 31, 2012.

16. Fair Value

The fair value of the company's financial assets and liabilities at 31 March 2019 approximated their net book amounts as reflected in these financial statements.

17. Adoption of Accounts

These accounts were adopted by the Board of Directors in the meeting held on June 29, 2019.

