

## **Financial statements 2020/2021**

Samvardhana Motherson Innovative Autosystems Holding Company B.V.  
Am Germanenring 3  
63486 Bruchköbel

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## **General information**

## **General**

Samvardhana Motherson Innovative Autosystems Holding Company B.V. (the Company) is a private company with limited liability (a wholly-owned subsidiary of Samvardhana Motherson Reflectec Group Holdings Limited), incorporated under the laws of The Netherlands on 28 January 2015, with offices at Am Germanenring 3, 63486 Bruchköbel, Germany.

## **Results**

As presented in the profit and loss account, the net result for 2020/2021 amounts to a profit of EUR 5,000 (2019/2020: a profit of EUR 5,000).

## **Summary of activities**

The principal activities of the Company are to act as a holding and finance company.

Furthermore, the Company also acts as the general partner of the German Group company Samvardhana Motherson Innovative Autosystems Holding Company B.V. & Co. KG.

## **Financial statements 2020/2021**

## Balance sheet as at 31 March 2021

(Before appropriation of result)

	<u>31 Mar 2021</u>		<u>31 Mar 2020</u>	
	EUR	EUR	EUR	EUR
<b>ASSETS</b>				
<b>Fixed assets</b>				
Financial fixed assets	0		0	
		<b>0</b>		<b>0</b>
<b>Current assets</b>				
Receivables and prepayments	23,460		27,675	
Cash and cash equivalents	91,673		83,344	
		<b>115,133</b>		<b>111,019</b>
<b>LIABILITIES</b>				
<b>Equity</b>				
Equity Capital	0		0	
Share premium	100,000		100,000	
Other Reserves	(3,835)		(8,835)	
Result for the year	5,000		5,000	
		<b>101,165</b>		<b>96,165</b>
<b>Current liabilities</b>				
	13,968		14,854	
		<b>13,968</b>		<b>14,854</b>
		<b>115,133</b>		<b>111,019</b>

## Profit and loss account for the year 2020/2021

	<b>31 Mar 2021</b>		<b>31 Mar 2020</b>	
	EUR	EUR	EUR	EUR
Management fee income		19,714		23,257
Other income		-		464
<b>Total operating income / (expenses)</b>		<b>19,714</b>		<b>23,721</b>
Other general expenses	14,714		18,721	
<b>Total general expenses</b>		<b>14,714</b>		<b>18,721</b>
		<b>5,000</b>		<b>5,000</b>
<b>Result before taxation</b>		<b>5,000</b>		<b>5,000</b>
Taxation result		-		-
<b>Result after taxation</b>		<b>5,000</b>		<b>5,000</b>

## General notes

### 1. General

#### General

Samvardhana Motherson Innovative Autosystems Holding Company B.V. (the Company) is a private company with limited liability (a wholly-owned subsidiary of Samvardhana Motherson Reflectec Group Holdings Limited), incorporated under the laws of The Netherlands on 28 January 2015, with offices at Am Germanenring 3, 63486 Bruchköbel, Germany.

The Company is registered at the Chamber of Commerce under number 62518321.

#### Activities

The principal activities of the Company are to act as a holding and finance company.

Furthermore, the Company also acts as the general partner of the German Group company Samvardhana Motherson Innovative Autosystems Holding Company B.V. & Co. KG.

#### Group structure

The Company is part of the Samvardhana Motherson group. The head of this group is Samvardhana Motherson International Ltd. in Mumbai, India. The financial statements of the Company are included in the consolidated financial statements of Samvardhana Motherson Automotive Systems Group B.V.

#### Consolidation exemption

Consolidated accounts are not presented as the Company has availed itself of the exemption provisions of Article 408 section 1, Title 9 Book 2 of the Dutch Civil Code. Accordingly, the consolidated annual report of Samvardhana Motherson Automotive Systems Group B.V. for the year ending 31 March 2021 which include the financial statements of the Company and its subsidiaries, have been filed with the Chamber of Commerce.

#### Going concern

The accounting policies used are based on the going concern assumption. However, at the time of preparation of the annual accounts, the Coronavirus (COVID-19) prevails in the Netherlands and its neighbouring countries, as well as in several parts of the world. Government measures are now being taken and it is likely that additional government measures will be taken to minimize the effects of this virus as much as possible. We cannot exclude that the economic impact of the Coronavirus, partly influenced by the aforementioned government measures, will lead to serious impediments of the company's business operations for some time, which could (seriously) endanger the company's financial position. At the same time, the government offers various facilities to help healthy companies survive the crisis as much as possible, offering a reasonable expectation that healthy companies in principle will be helped. For this reason, the principles of valuation and determination of result used in the financial statements are based on the assumption of continuity.

#### Directors' report

The Company has taken advantage of Article 395a section 6, Title 9, Book 2 of the Dutch Civil Code and has not presented a directors' report.

#### Estimates

The preparation of the financial statements requires the management to form opinions and to make estimates and assumptions that influence the application of principles and the reported values of assets and liabilities and of income and expenditure.

The actual results may differ from these estimates. The estimates and the underlying assumptions are constantly assessed. Revisions of estimates are recognized in the period in which the estimate is revised and in future periods for which the revision has consequences.



### **Comparison with previous year**

The principles of valuation and determination of the result remained unchanged in comparison to previous year.

### **Related parties**

All legal entities that can be controlled, jointly controlled or significantly influenced are considered to be a related party. Also entities which can control the Company are considered to be a related party. In addition, statutory directors, other key management of the Company or the ultimate parent company and close relatives are regarded as related parties.

Transactions with related parties are disclosed in the notes insofar as they are not transacted under normal market conditions. The nature, extent and other information is disclosed if this is necessary in order to provide the required insight.

## **2. General accounting principles**

### **Accounting policies**

The financial statements have been prepared in accordance with the provisions of Title 9, Book 2 of the Dutch Civil Code and the Dutch Accounting Standards applicable for micro legal entities, as published by the Dutch Accounting Standards Board ('Raad voor de Jaarverslaggeving').

Based on Title 9, Book 2 of the Dutch Civil Code, the Company can be qualified as a so-called 'micro-sized company', but voluntarily discloses more information to meet the legal requirement to provide a true and fair view.

Valuation of assets and liabilities and determination of the result take place under the historical cost convention, unless presented otherwise.

Income and expenses are accounted for on accrual basis. Profit is only included when realized on balance sheet date. Liabilities and any losses originating before the end of the financial year are taken into account, if they have become known before preparation of the financial statements.

### **Financial instruments**

Financial instruments include both primary financial instruments, such as receivables and liabilities, and financial derivatives. Reference is made to the recognition per balance sheet item for the principles of primary financial instruments.

### **Foreign currency**

Items included in the financial statements of the Company are valued with due regard for the currency in the economic environment in which the Company carries out most of its activities (the functional currency). The financial statements are denominated in EUR, this is both the functional currency and presentation currency of the Company.

### **Group companies**

Foreign group companies and associated companies outside the Netherlands qualify as carrying on business operations in a foreign country, with a functional currency different from that of the Company. For the translation of the financial statements of these business operations in a foreign country the balance sheet items are translated at the exchange rate as at balance sheet date and the profit and loss account items at the average rate. The translation differences that arise are directly deducted from or added to shareholders' equity.

### 3. Principles of valuation of assets and liabilities

#### FIXED ASSETS

##### Financial fixed assets

##### Participations

Participations (associates), over which significant influence can be exercised, are valued according to the net asset value method. In the event that 20% or more of the voting rights can be exercised, it may be assumed that there is significant influence.

The net asset value is calculated in accordance with the accounting principles that apply for these financial statements; with regard to participations in which insufficient data is available for adopting these principles, the valuation principles of the respective participation are applied.

If the valuation of a participation based on the net asset value is negative, it will be stated at EUR 1. If and insofar the Company can be held fully or partially liable for the debts of the participation, or has the firm intention of enabling the participation to settle its debts, a provision is recognized for this.

The amount by which the carrying amount of the participation has changed since the previous financial statements as a result of the net result achieved by the participation is recognized in the profit and loss account.

In the light of the aforementioned application of Article 408 section 1, Title 9 Book 2 of the Dutch Civil code and in management's opinion disclosure of net asset value would not enhance the insight into the Company's financial position and results, the participations are valued at historical cost.

In the event of an impairment loss, valuation takes place at the realizable value (see also section "Impairment of non-current assets"); an impairment is recognized and charged to the profit and loss account.

##### Impairment of non-current assets

On each balance sheet date, the Company assesses whether there are any indications that a fixed asset may be subject to impairment. If there are such indications, the realizable value of the asset is determined. If it is not possible to determine the realizable value of the individual asset, the realizable value of the cash-generating unit to which the asset belongs is determined.

An impairment occurs when the carrying amount of an asset is higher than the realizable value; the realizable value is the higher of the fair value less cost to sell and the value in use. An impairment loss is directly recognized in the profit and loss account while the carrying amount of the asset concerned is concurrently reduced.

An impairment occurs when the carrying amount of an asset is higher than the realizable value; the realizable value is the higher of the fair value less cost to sell and the value in use. An impairment loss is directly recognized in the profit and loss account while the carrying amount of the asset concerned is concurrently reduced.

If it is established that an impairment that was recognized in the past no longer exists or has reduced, the increased carrying amount of the asset concerned is set no higher than the carrying amount that would have been determined if no impairment value adjustment for the asset concerned had been reported.

## **CURRENT ASSETS**

### **Receivables**

Upon initial recognition the receivables are valued at fair value and then valued at amortized cost. The fair value and amortized cost equal the face value. Provisions deemed necessary for possible bad debt losses are deducted. These provisions are determined by individual assessment of the receivables.

### **Cash at banks and in hand**

Cash at banks and in hand represent cash in hand, bank balances and deposits with terms of less than twelve months. Overdrafts at banks are recognized as part of debts to lending institutions under current liabilities. Cash at banks and in hand is carried at nominal value.

## **LIABILITIES**

### **Current liabilities**

On initial recognition current liabilities are recognized at fair value. After initial recognition current liabilities are recognized at the amortized cost price, being the amount received, taking into account premiums or discounts, less transaction costs. This usually is the nominal value.

## **4. Principles for the determination of the result**

### **General**

The result is the difference between the realisable value of the goods/services provided and the costs and other charges during the year. The results on transactions are recognised in the year in which they are realised.

### **Other income**

Other income represents miscellaneous income including provisions and liabilities no longer required and hence written off.

### **Costs**

Costs are determined on a historical basis and allocated to the financial year to which they relate.

### **Income tax**

Tax on the result is calculated based on the result before tax in the profit and loss account, taking account of the losses available for set-off from previous financial years (to the extent that they have not already been included in the deferred tax assets) and exempt profit components and after the addition of non-deductible costs. Also changes are taken into account which occur in the deferred tax assets and deferred tax liabilities in respect of changes in the applicable tax rate.

## Notes to the balance sheet as at 31 March 2021

### ASSETS

#### Non-current financial assets

As from January 2015 the Company acts as the general partner of the German Group company Samvardhana Moterson Innovative Autosystems Holding Company B.V. & Co. KG, where it has 100% of voting rights and 0% of interest.

<b>Receivables and prepayments</b>	<u><b>31 Mar 2021</b></u>	<u><b>31 Mar 2020</b></u>
	<b>EUR</b>	<b>EUR</b>
Associate receivables	23,460	27,675
	<u><b>23,460</b></u>	<u><b>27,675</b></u>

The fair value of the receivables approximates the carrying amount due to their short term character and the fact that provisions for bad debt are recognised, where necessary.

## Notes to the balance sheet as at 31 March 2020

### EQUITY AND LIABILITIES

#### Equity

##### Share capital

The issued and fully paid up share capital of the Company amounts to EUR 0.01, divided into 1 ordinary shares of EUR 0.01.

The Company's shares are pledged to secure liabilities arising out of senior secured notes and revolving credit facilities issued by Samvardhana Motherson Automotive Systems Group B.V.

##### Proposed appropriation of result for the financial year 2020/2021

The board of directors proposes that the result for the financial year 2021 amounting to a profit of EUR 5,000 should be transferred to the other reserves.

Current liabilities	31 Mar 2021	31 Mar 2020
	EUR	EUR
Trade payables and creditors	4,826	398
Taxes payable	3,080	3,234
Other payables	6,062	11,222
	<u>13,968</u>	<u>14,854</u>

#### Contingent assets and liabilities

As of balance sheet date 31 March 2021, the Company, along with other Group companies, has given joint and several guarantees in respect of senior secured notes amounting to EUR 400,000,000 and USD 7,362,938, term loan of USD 60,000,000, as well as revolving credit facilities for a sanctioned limit of EUR 450,000,000 entered into by Samvardhana Motherson Automotive Systems Group B.V.

The Company has no other contingent assets and liabilities that are not already included in the annual report.

## Notes to the profit and loss account for the year 2020/2021

	<u>31 Mar 2021</u>	<u>31 Mar 2020</u>
	EUR	EUR
<b>Management fee income</b>		
Management fees income	19,714	23,257
	<u>19,714</u>	<u>23,257</u>
	-	-
<b>General expenses</b>		
Management fee		-
Domiciliation fees	-	973
Tax advisory fees	4,500	5,266
Bank charges	485	181
Legal and professional fees	8,860	12,161
Miscellaneous expense	870	140
Chamber of Commerce fees		-
	<u>14,714</u>	<u>18,721</u>

### Average number of employees

The Company had no employees during the year under review (2019/2020: none).

## Notes to the profit and loss account for the year 2020/2021

### Events after balance sheet date

The Company have not observed any subsequent event.

Bruchköbel, .....09.07.2021



A. Heuser  
Director A



C.M. Jäger  
Director B