

**SMRC Automotive Holdings B.V.**  
**Financial Statements**  
**2018-19**

**SMRC Automotive Holdings B.V.**  
**Balance sheet**

*(All amounts in USD'000, unless otherwise stated)*

	Notes	As At March 31, 2019	As At July 31, 2018
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	3	-	-
Capital work-in-progress		-	-
Investment property	5	-	-
Goodwill	4	-	-
Other intangible assets	4	-	-
Intangible assets under development		-	-
Financial assets			
i. Investments	6	504	326
ii. Loans	7	9 259	-
iii. Trade receivables	10	-	-
iv. Other financial assets	12	-	-
Deferred tax assets (net)	8	-	-
Non-current tax assets (net)		1	-
<b>Total non-current assets</b>		<b>9 764</b>	<b>326</b>
<b>Current assets</b>			
Inventories	9	-	-
Financial assets			
i. Investments	6	-	-
ii. Trade receivables	10	-	-
iii. Cash and cash equivalents	11	753	9 735
iv. Bank balances other than (iii) above		-	-
v. Loans	7	18 257	1
vi. Other financial assets	12	-	-
Other current assets	13	2 743	2 859
<b>Total current assets</b>		<b>21 753</b>	<b>12 595</b>
<b>Total assets</b>		<b>31 517</b>	<b>12 921</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity share capital	14	-	-
Share application money pending for allotments		4 054	4 054
<b>Other equity</b>			
Reserves and surplus	15	9 214	7 654
Other reserves	16	-	-
<b>Total equity</b>		<b>13 268</b>	<b>11 708</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
Financial Liabilities			
i. Borrowings	17	-	-
ii. Other financial liabilities	19	-	-
Provisions	20	-	-
Employee benefit obligations	21	-	-
Deferred tax liabilities (net)	8	-	-
Other non-current liabilities	22	3	-
<b>Total non-current liabilities</b>		<b>3</b>	<b>-</b>
<b>Current liabilities</b>			
Financial Liabilities			
i. Borrowings	17	16 839	14
ii. Trade payables	18	-	-
iii. Other financial liabilities	19	213	-
Provisions	20	-	-
Employee benefit obligations	21	-	-
Other current liabilities	22	1 130	1 190
Non-Current tax liabilities (net)		64	9
<b>Total current liabilities</b>		<b>18 246</b>	<b>1 213</b>
<b>Total liabilities</b>		<b>18 249</b>	<b>1 213</b>
<b>Total equity and liabilities</b>		<b>31 517</b>	<b>12 921</b>

Summary of significant accounting policies

2

This is the Balance Sheet referred to in our report of even date

The above balance sheet should be read in conjunction with the accompanying notes

**For and on behalf of the Board**

**SMRC Automotive Holdings B.V.**  
**Statement of profit and loss**

		<i>(All amounts in USD'000, unless otherwise stated)</i>	
	Notes	For the year ended March 31, 2019	For the year ended July 31, 2018
<b>Revenue</b>			
Revenue from contract with customers	23	-	-
Other operating revenue	24	63 823	-
<b>Total revenue from operations</b>		<b>63 823</b>	<b>-</b>
Other income	25	-	-
<b>Total income</b>		<b>63 823</b>	<b>-</b>
<b>Expenses</b>			
Cost of materials consumed	26	-	-
Change in inventories of finished goods, work-in-progress and stock in trade	27	-	-
Employee benefit expense	28	-	-
Depreciation and amortisation expense		-	-
Finance costs	29	(265)	-
Other expenses	30	4	-
<b>Total expenses</b>		<b>(261)</b>	<b>-</b>
<b>Profit before tax</b>		<b>64 084</b>	<b>-</b>
<b>Tax expenses</b>			
Current tax	31	55	-
Deferred tax expense/ (credit)	31	-	-
<b>Total tax expense</b>		<b>55</b>	<b>-</b>
<b>Profit for the year</b>		<b>64 029</b>	<b>-</b>
<b>Other comprehensive income</b>			
<b>Items to be reclassified to profit or loss</b>			
Deferred gain / (losses) on cash flow hedges (net of tax)		-	-
<b>Other comprehensive income for the year, net of tax</b>		<b>-</b>	<b>-</b>
<b>Total comprehensive income for the year, net of tax</b>		<b>64 029</b>	<b>-</b>
Summary of significant accounting policies	2		

This is the statement of Profit and Loss referred to in our report of even date

The above statement of profit and loss should be read in conjunction with the accompanying notes

For and on behalf of the Board

**SMRC Automotive Holdings B.V.**  
**Statement of changes in equity**

(All amounts in USD'000, unless otherwise stated)

<b>A. Share application money pending allotment</b>	<b>Notes</b>	<b>Amount</b>
As at April 01, 2017		-
<b>As at March 31, 2018</b>		-
Less: Amount refunded to share holder of the company		-
<b>As at March 31, 2019</b>		-

<b>B. Other equity</b>	<b>Notes</b>	<b>Reserves and Surplus</b>	<b>Items of OCI</b>	<b>Total attributable to Owners</b>
		<b>Retained Earnings</b>	<b>Cash flow hedging reserve</b>	
Balance as at April 01, 2017		-	-	-
Profit for the year		-	-	-
Other comprehensive income		-	-	-
Total comprehensive income for the year		-	-	-
<b>Balance at March 31, 2018</b>		-	-	-
Profit for the year		64 029	-	<b>64 029</b>
Other comprehensive income		-	-	-
Total comprehensive income for the year		64 029	-	<b>64 029</b>
<b>Balance at March 31, 2019</b>		<b>64 029</b>	-	<b>64 029</b>

Summary of significant accounting policies

2

This is the statement of changes in equity referred to in our report of even date

The above statement of changes in equity should be read in conjunction with the accompanying notes

**For and on behalf of the Board**

SMRC Automotive Holdings B.V.  
Consolidated Cash Flow Statement

(All amounts in USD'000, unless otherwise stated)

	For the year ended March 31, 2019	For the year ended July 31, 2018
<b>A. Cash flow from operating activities:</b>		
Profit before tax	64 084	-
<b>Adjustments for:</b>		
Depreciation and amortisation expense	-	-
Finance cost	(265)	-
Provision for warranty	-	-
Provision for doubtful debt / advances	-	-
Income on reversal of provision	-	-
Unrealised foreign currency loss/(gain)	-	-
<b>Operating profit before working capital changes</b>	<b>63 819</b>	-
<b>Changes in working capital:</b>		
Increase/(decrease) in trade and other payables	(60)	-
Increase/(decrease) in other financial liabilities	17 038	-
(Increase)/decrease in trade receivables	-	-
(Increase)/decrease in inventories	-	-
(Increase)/decrease in other receivables	118	-
(Increase)/decrease in other financial assets	(27 428)	-
<b>Cash generated from operations</b>	<b>53 487</b>	-
Taxes (paid) / received	-	-
<b>Net cash generated from operating activities</b>	<b>53 487</b>	-
<b>B. Cash flow from Investing activities:</b>		
Payments for purchase of property, plant & equipment (including capital work-in-progress)	-	-
<b>Net cash (used) in investing activities</b>	<b>-</b>	-
<b>C. Cash flow from financing activities:</b>		
Interest paid	-	-
Repayment of short term borrowings	-	-
Return of share application money	(62 469)	-
<b>Net cash (used) in financing activities</b>	<b>(62 469)</b>	-

SMRC Automotive Holdings B.V.  
Consolidated Cash Flow Statement

(All amounts in USD'000, unless otherwise stated)

	For the year ended March 31, 2019	For the year ended July 31, 2018
<b>Net Increase/(Decrease) in Cash &amp; Cash Equivalents</b>	<b>(8 982)</b>	-
Net Cash and Cash equivalents at the beginning of the year	9 735	-
Cash and cash equivalents acquired consequent to acquisition of SMRC (Refer Note 50)	-	-
<b>Cash and cash equivalents as at year end</b>	<b>753</b>	-
<b>Cash and cash equivalents comprise</b>		
Cash on hand	753	9 735
Cheques / drafts on hand		
Balance with Banks	-	-
<b>Cash and cash equivalents as per Balance Sheet (restated)</b>	<b>753</b>	<b>9 735</b>
<b>Net foreign exchange difference on balance with banks in foreign currency</b>		
<b>Total</b>	<b>753</b>	<b>9 735</b>
Summary of significant accounting policies (Note 2)		

i) The above Cash flow statement has been prepared under the "Indirect Method"

This is the Cash Flow Statement referred to in our report of even date

**For and on behalf of the Board**

**1 Corporate information**

Holding company for SMRC Group

**2 Significant accounting policies**

**(a) Basic of preparation**



**Compliance with IFRS**

The financial statements of the Company have been prepared for the financial year beginning August 01, 2018 and ended on March 31, 2019.

The financial statements are prepared in accordance with the International Financial Reporting Standards (IFRS) in force at March 31, 2019 as adopted by the European Union.

The financial statements have been prepared on a historical cost basis unless otherwise indicated.

The financial statements are presented in Euro and all values are rounded to the nearest thousand (\$000), except when otherwise indicated.

**(b) Accounting policies for the financial statements**

The general accounting policies of the financial statements are described in this section. Detailed accounting policies and descriptions of decisions based on management's judgement and management's use of estimates are presented later at each item of the financial statements.

(i)

Date: 28 May 2019

To the Management Board of:

**SMRC Automotive Holdings B.V.**

Atrium Building, 8th floor  
Strawinskylaan 3127  
1077 ZX Amsterdam  
The Netherlands

**SMRC Automotive Holdings Netherlands B.V.**

Atrium Building, 8th floor  
Strawinskylaan 3127  
1077 ZX Amsterdam  
The Netherlands

**SMRC Automotive South America B.V.**

Atrium Building, 8th floor  
Strawinskylaan 3127  
1077 ZX Amsterdam  
The Netherlands

**SMRC Automotive Modules South America Minority Holdings B.V.**

Atrium Building, 8th floor  
Strawinskylaan 3127  
1077 ZX Amsterdam  
The Netherlands

**SMRC Automotive Techno Minority Holdings B.V.**

Atrium Building, 8th floor  
Strawinskylaan 3127  
1077 ZX Amsterdam  
The Netherlands



**RE: Audit of accounts for the period ended March 31, 2019**

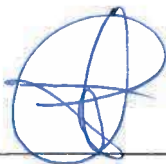
Dear Sirs,

As you are aware, **SMRC Automotive Holdings B.V., SMRC Automotive Holdings Netherlands B.V., SMRC Automotive South America B.V.; SMRC Automotive Modules South America Minority Holdings B.V. and SMRC Automotive Techno Minority Holdings B.V.** (together also referred to as the "**Companies**" and each a "**Company**") entered into a services agreement with **Vistra B.V. (Vistra)** as of August 2, 2018 (the "**Services Agreement**").

In accordance with the Services Agreement and applicable general terms and conditions Vistra provides or makes available to the Companies, among other services, accounting services. In this respect, Vistra prepared the companies' accounts for the financial year ending as of March 31, 2019. These have been drawn up by Vistra in accordance with the Dutch Accounting Standards to the best of its knowledge and abilities on the basis of the information provided to us by the companies or its affiliates.

Yours sincerely,

On behalf of Vistra B.V.



**D.M.A. Spreeuwers**  
Proxy Holder A



**L.A. Hammink**  
Proxy Holder B

5 Investment property		March 31, 2019	July 31, 2018	
Opening gross carrying amount		-	-	
Add: Transfers / Additions during the year				
Less: (Deletions) during the year				
<b>Gross Block</b>		-	-	
Accumulated depreciation:				
Opening balance		-	-	
Add: Depreciation for the year				
Less: Deletions during the year				
<b>Closing accumulated depreciation</b>		-	-	
<b>Net Investment Properties</b>		-	-	
6 Investments		March 31, 2019	July 31, 2018	
(a) Non-current investments				
Investment in subsidiaries:				
SMRC Automotive Holdings Netherlands B.V.		504	326	
		504	326	
(b) Current investments				
(provide details if applicable)				
		-	-	
7 Loans		March 31, 2019	July 31, 2018	
(a) Non-current investments				
Unsecured, considered good				
Loans to related parties		9259		
Loans to employees				
		9 259	-	
(b) Current investments				
Unsecured, considered good				
Loans to related parties		18 257	1	
Loans to employees		18 257	1	
		18 257	1	
8 Deferred tax				
(a) Deferred tax assets (net)				
		Beginning Balance	Charged to profit or loss	Closing balance
<b>Year ended March 31, 2018</b>				
Unabsorbed depreciation and Tax losses		-	-	-
Property, plant and equipments		-	-	-
Provision for Doubtful debts/Advances/Inventory		-	-	-
Others		-	-	-
		-	-	-
<b>Year ended March 31, 2019</b>				
Unabsorbed depreciation and Tax losses		-	-	-
Property, plant and equipments		-	-	-
Provision for Doubtful debts/Advances/Inventory		-	-	-
Others		-	-	-
		-	-	-
(b) Deferred tax liabilities (net)				
		Beginning Balance	Charged to profit or loss	Closing balance
<b>Year ended March 31, 2018</b>				
Others		-	-	-
		-	-	-
<b>Year ended March 31, 2019</b>				
Others		-	-	-
		-	-	-

Deferred tax assets and deferred tax liabilities have been offset to the extent they relate to the same governing taxation laws.

		March 31, 2019	July 31, 2018
<b>9 Inventories</b>			
Raw materials		-	-
Work-in-progress		-	-
Finished goods		-	-
		-	-
Inventory include inventory in transit of:			
Raw materials		-	0
<b>10 Trade Receivable</b>			
		March 31, 2019	July 31, 2018
<b>(a) Non-current:</b>			
Unsecured, considered good			
Trade receivables from related parties			
Doubt full		-	-
Less: Allowances for credit loss		-	-
<b>(b) Current:</b>			
Unsecured, considered good			
Trade receivables from related parties			-
Doubt full		-	-
Less: Allowances for credit loss		-	-
<b>11 Cash and cash equivalents</b>			
		March 31, 2019	July 31, 2018
Balances with banks:			
- in current accounts		-	
Cash on hand		753	9 735
		753	9 735
<b>12 Other financial assets</b>			
		March 31, 2019	July 31, 2018
<b>(a) Non-current:</b>			
Security deposits, unsecured considered good			
Other advances receivable in cash and cash equivalent			
Derivatives designated as hedge		-	-
<b>(b) Current:</b>			
Security deposits, unsecured considered good		-	-
Other advances receivable in cash and cash equivalent		-	-
Derivatives designated as hedge		-	-
<b>13 Other current Assets</b>			
		March 31, 2019	July 31, 2018
Advances recoverable		2 743	2 859
Prepaid expenses		-	-
		2 743	2 859
<b>14 Share Capital</b>			
		March 31, 2019	July 31, 2018
<b>Authorised:</b>			
Number of equity share capital and face value			
<b>Issued, subscribed and paid up:</b>			
Number of equity share capital and face value for each category of share capital		-	-

**15 Reserves and surplus**

	March 31, 2019	July 31, 2018
<b>(a) Retained earnings</b>		
Opening balance	7 654	7 654
Additions during the year	61 495	
<b>Closing balance</b>	<b>69 149</b>	<b>7 654</b>
<b>(b) General reserve</b>		
Opening balance		
Additions during the year	(59 935)	
<b>Closing balance</b>	<b>(59 935)</b>	<b>-</b>
<b>(c) Capital reserve</b>		
Opening balance		
Additions during the year		
<b>Closing balance</b>	<b>-</b>	<b>-</b>
<b>Total reserve and surplus</b>	<b>9 214</b>	<b>7 654</b>

Provide brief of each reserve

**16 Other reserves**

**(a) Cash flow hedging reserve**

	March 31, 2019	July 31, 2018
Opening balance	-	-
Additions during the year	-	-
<b>Closing balance</b>	<b>-</b>	<b>-</b>

**Cash flow hedging reserve**

The Company uses hedging instruments as part of its management of foreign currency risk associated with its highly probable forecast payments. For hedging foreign currency risk, the Company uses foreign currency forward contracts which are designated as cash flow hedges. To the extent these hedges are effective; the change in fair value of the hedging instrument is recognised in the cash flow hedging reserve. Amounts recognised in the cash flow hedging reserve is reclassified to profit or loss

**17 Borrowings**

**(a) Non-current**

	March 31, 2019	July 31, 2018
	-	-

**(b) Current**

Secured repayable on demand from banks<sup>1</sup>

	16 839	14
<b>Total</b>	<b>16 839</b>	<b>14</b>

<sup>1</sup>Secured by charge on the inventory and receivables of the Company

**18 Trade Payables**

Total outstanding dues of creditors other than related parties  
Trade payable to related parties (Refer note 40)

	March 31, 2019	July 31, 2018
	-	-
	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

**19 Other current financial liabilities**

**(a) Non-current**

Security deposits  
Other liabilities payable in cash and cash equivalent

	March 31, 2019	July 31, 2018
	-	-
	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

**(b) Current**

Interest accrued but not due on borrowings  
Employee benefits payable  
Accrued expenses

	213	-
	-	-
	-	-
<b>Total</b>	<b>213</b>	<b>-</b>

**## Provisions**

**(a) Non-current**

For Warranties  
For Litigations / disputes

	March 31, 2019	July 31, 2018
	-	-
	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

**(b) Current**

For warranties

	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

**Warranty**

A provision is recognized for expected warranty claims on products sold during the last year, based on past experience of the level of repairs and returns. Due to the very nature of such costs, it is not possible to estimate the uncertainties relating to the outflows of economic benefits.

SMRC Automotive Holdings B.V.  
 NOTES TO THE FINANCIAL STATEMENTS

(All amounts in USD'000, unless otherwise stated)

<b>## Employee benefit obligations</b>		<u>March 31, 2019</u>	<u>July 31, 2018</u>
<b>(a) Non-current</b>			
Pension		-	-
Compensated absences		-	-
<b>(b) Current</b>			
Pension		-	-
Compensated absences		-	-
	<b>Total</b>	-	-
<b>## Other liabilities</b>		<u>March 31, 2019</u>	<u>July 31, 2018</u>
<b>(a) Other non-current liabilities</b>			
Statutory dues payable		5	-
Other payables		5	-
<b>(b) Other current liabilities</b>			
Other current liabilities		1 130	1 189
Statutory dues payable & other payables		1 130	1 189

Bracket denotes appropriations / deductions.

23	Revenue from contract with customers	For the year ended	
		March 31, 2019	July 31, 2018
	Sales of products		-
	Sales of services	-	-
	<b>Total revenue from contract with customers (Refer Note 45)</b>	<b>-</b>	<b>-</b>
<b>IFRS 15 Revenue from contracts with customers</b>			
Effective April 1, 2018, the Company has adopted IFRS 115, 'Revenue from Contracts with Customers', with a modified retrospective approach. The management has evaluated the implications of implementation of new standard on its revenue and has made appropriate adjustments to these results where significant.			
24	<b>Other operating revenue:</b>		
	Scrap sales	-	-
	Miscellaneous income	63 823	-
		<b>63 823</b>	<b>-</b>
	<b>Total revenue from operation</b>	<b>63 823</b>	<b>-</b>
25	<b>Other income</b>	For the year ended	
		March 31, 2019	July 31, 2018
	Foreign exchange gain (net)	-	-
	Provision for Doubtful Debts written back	-	-
	<b>Total</b>	<b>-</b>	<b>-</b>
26	<b>Cost of materials consumed</b>	For the year ended	
		March 31, 2019	July 31, 2018
	Opening stock of raw materials	-	-
	Add : Purchases of raw materials	-	-
	Less: Closing stock of raw materials	-	-
	<b>Total</b>	<b>-</b>	<b>-</b>

SMRC Automotive Holdings B.V.  
NOTES TO THE FINANCIAL STATEMENTS

(All amounts in USD'000, unless otherwise stated)

	For the year ended	
	March 31, 2019	July 31, 2018
<b>27 Changes in inventory of finished goods, work in progress and stock in trade</b>		
<b>(Increase)/ decrease in stocks</b>		
Stock at the opening of the year:		
Finished goods	-	-
Work-in-progress	-	-
<b>Total A</b>	-	-
Stock at the end of the year:		
Finished goods	-	-
Work-in-progress	-	-
<b>Total C</b>	-	-
<b>(Increase)/ decrease in stocks (A+B-C+D)</b>	-	-
<b>28 Employee benefit expense</b>		
Salary, wages & bonus	-	-
Contribution to employee welfare funds, payroll tax and other taxes	-	-
Staff welfare expenses	-	-
Others	-	-
<b>Total</b>	-	-
<b>29 Finance costs</b>		
Interest on borrowings	(360)	-
Others	95	-
<b>Total</b>	<b>(265)</b>	-
<b>30 Other expenses</b>		
Electricity, water and fuel	-	-
Repairs and Maintenance:		
Machinery	-	-
Building	-	-
Others	-	-
Consumption of stores and spare parts	-	-
Rent	-	-
Rates & taxes	-	-
Insurance	-	-
Donation	-	-
Travelling	-	-
Freight & forwarding	-	-
Provision for doubtful debts/advances	-	-
Auditors fees and expenses	-	-
Legal & professional expenses	4	-
Computer expenses and software charges	-	-
Fees and subscriptions	-	-
Business promotion expenses	-	-
Communication expenses	-	-
Miscellaneous expenses	-	-
<b>Total</b>	<b>4</b>	-
<b>31 Income tax</b>		
Current tax	55	-
Deferred tax charged / (reversed)	-	-
	<b>55</b>	-