Signed accounts - IFRS set 8/5/16 JT.

Strategic Report, Report of the Director and

Audited Financial Statements for the Year Ended 31 March 2016

for

Greenlam Europe (UK) Ltd

Prepared for IFRS and Consolidation and for information purposes only

Greenlam Europe (UK) Ltd (Registered number: 08220580)

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Greenlam Europe (UK) Ltd

Company Information
for the Year Ended 31 March 2016

DIRECTOR:	Mr Saurabh Mittal
REGISTERED OFFICE:	Units 5 & 6 Crackley Way Pear Tree Industrial Estate Dudley West Midlands DY2 0UW
REGISTERED NUMBER:	08220580 (England and Wales)
SENIOR STATUTORY AUDITOR:	Anna Madden FCA
AUDITORS:	Curo Professional Services Limited Curo House Greenbox, Weston Road Stoke Prior Bromsgrove B60 4AL
ACCOUNTANTS:	A K Patel & Co. Chartered Accountants 1 Coton Lane Erdington Birmingham B23 6TP

Strategic Report
for the Year Ended 31 March 2016

The director presents his strategic report for the year ended 31 March 2016.

ON BEHALF OF THE BOARD:

Mr Saurabh Mittal - Director

Greenlam Europe (UK) Ltd (Registered number: 08220580)

Report of the Director
for the Year Ended 31 March 2016

The director presents his report with the financial statements of the company for the year ended 31 March 2016.

PRINCIPAL ACTIVITY
The principal activity of the company in the year under review was that of import and distribution of high pressure laminates.

DIVIDENDS
No dividends will be distributed for the year ended 31 March 2016.

DIRECTOR
Mr Saurabh Mittal held office during the whole of the period from 1 April 2015 to the date of this report.

STATEMENT OF DIRECTOR'S RESPONSIBILITIES
The director is responsible for preparing the Report of the Director and the financial statements in accordance with applicable law and regulations.

Company law requires the director to prepare financial statements for each financial year. Under that law the director has elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law) and International Financial Reporting Standards (IFRS). Under company law the director must not approve the financial statements unless he is satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the director is required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The director is responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable him to ensure that the financial statements comply with the Companies Act 2006. He is also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The financial statements have been prepared on a going concern basis. The directors believe this to be appropriate as based on projected cash flows they consider the company can continue to trade for the foreseeable future within its existing facilities. The company is dependent on the continued support of the company's immediate parent company, Greenlam Asia Pacific Pte Limited and the ultimate parent company Greenlam Industries Limited which have indicated their willingness to support the company.

If the going concern basis is not appropriate, adjustments may be required to the financial statements to reduce the value of certain assets to their recoverable amounts and to provide for any further liabilities which may arise and to reclassify fixed assets and long term liabilities as current assets and liabilities.

ON BEHALF OF THE BOARD:

Mr Saurabh Mittal - Director

Report of the Independent Auditors to the Members of
Greenlam Europe (UK) Ltd

We have audited the financial statements of Greenlam Europe (UK) Ltd for the year ended 31 March 2016. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in a Report of the Auditors and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of director and auditors
As explained more fully in the Statement of Director's Responsibilities, the director is responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements
An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the director; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Strategic Report and the Report of the Director to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements
In our opinion the financial statements:
- give a true and fair view of the state of the company's affairs as at 31 March 2016 and of its loss for the year then ended;
- have been properly prepared in accordance with International Financial Reporting Standards (IFRS); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006
In our opinion the information given in the Strategic Report and the Report of the Director for the financial year for which the financial statements are prepared is consistent with the financial statements.

Matters on which we are required to report by exception
We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:
- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of director's remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Restriction of Use
These financial statements are solely prepared for use of consolidation with holding company and not for any other purposes.

Anna Madden FCA (Senior Statutory Auditor)
for and on behalf of Curo Professional Services Limited
Curo House
Greenbox, Weston Road
Stoke Prior
Bromsgrove
B60 4AL

Date: 15/5/16

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ADVISING WITH CLARITY
Curo Chartered Accountants
Curo House Greenbox Westonhall Road Stoke Prior
Bromsgrove Worcestershire B60 4AL
01527 558539

Greenlam Europe (UK) Ltd (Registered number: 08220580)

Profit and Loss Account
for the Year Ended 31 March 2016

	Notes	31.3.16 £	£	31.3.15 £	£
TURNOVER	2		1,509,633		543,264
Cost of sales			1,371,090		480,972
GROSS PROFIT			138,543		62,292
Distribution costs		3,245		33,496	
Administrative expenses		688,600		647,329	
			691,845		680,825
			(553,302)		(618,533)
Other operating income			(108,545)		81,569
OPERATING LOSS	4		(661,847)		(536,964)
Interest payable and similar charges	5		64,408		33,338
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION			(726,255)		(570,302)
Tax on loss on ordinary activities	6		-		-
LOSS FOR THE FINANCIAL YEAR			(726,255)		(570,302)

CONTINUING OPERATIONS
None of the company's activities were acquired or discontinued during the current year or previous year.

TOTAL RECOGNISED GAINS AND LOSSES
The company has no recognised gains or losses other than the losses for the current year or previous year.

Greenlam Europe (UK) Ltd (Registered number: 08220580)

Balance Sheet
31 March 2016

	Notes	31.3.16 £	£	31.3.15 £	£
FIXED ASSETS					
Tangible assets	9		21,060		33,537
CURRENT ASSETS					
Stocks	10	732,829		987,001	
Debtors	11	657,287		201,856	
Cash at bank and in hand		71,680		77,881	
		1,461,796		1,266,738	
CREDITORS					
Amounts falling due within one year	12	991,495		524,709	
NET CURRENT (LIABILITIES)/ASSETS			470,301		742,029
TOTAL ASSETS LESS CURRENT LIABILITIES			491,361		775,566
CREDITORS					
Amounts falling due after more than one year	13		2,000,000		1,557,950
NET LIABILITIES			(1,508,639)		(782,384)
CAPITAL AND RESERVES					
Called up share capital	17		188,280		188,280
Profit and loss account	18		(1,696,919)		(970,664)
SHAREHOLDERS' FUNDS	21		(1,508,639)		(782,384)

The financial statements were approved by the director on 13.05.16 and were signed by:

Mr Saurabh Mittal - Director

Greenlam Europe (UK) Ltd (Registered number: 08220580)

Cash Flow Statement
for the Year Ended 31 March 2016

	2016 £	2015 £
Cash flows from operating activities		
Total (loss) / profit before tax	(726,255)	(570,302)
Adjustments for:		
- Depreciation expense	12,477	12,071
- Unrealised exchange gain	-	(2,359)
- Interest paid	64,408	33,268
	(649,370)	(527,322)
Change in working capital, net of effects from acquisition and disposal of subsidiaries:		
- Inventories	254,172	18,865
- Trade and other receivables	(455,431)	(94,740)
- Unrealised Exchange Gain	-	10,502
- Trade and other payables	1,441,564	(633,261)
	1,240,305	(698,634)
Casn used in operations	590,935	(1,225,956)
Income tax paid / (refund)	-	-
Net cash used in operating activities	590,935	(1,225,956)
Cash flows from investing activities		
Additions to property, plant and equipment	-	(2,597)
Net cash (used) / provided by investing activities	-	(2,597)
Cash flows from financing activities		
(Borrowings repaid)/Proceeds from borrowings	(532,728)	1,336,596
Unrealised exchange gain	-	(8,143)
Interest expenses	(64,408)	(33,268)
Net cash (outflow)/provided by financing activities	(597,136)	1,295,185
Net (decrease) / increase in cash and cash equivalents	(6,201)	66,632
Cash and cash equivalents at beginning of the financial year	77,881	11,249
Cash and cash equivalents at end of the financial year	71,680	77,881

1. ACCOUNTING POLICIES

Accounting convention
The financial statements have been prepared under the historical cost convention and are in accordance with applicable accounting standards, including International Financial Reporting Standards (IFRSs).

Tangible fixed assets and depreciation
Depreciation is provided to write off the cost or valuation, less estimated residual value, of tangible assets over their expected useful economic lives, as follows:

Plant and machinery	-	straight line basis over 3 - 5 years
Office equipment	-	straight line basis over 3 - 5 years
Furniture and fixtures	-	straight line basis over 3 - 8 years
Computer equipment	-	straight line basis over 3 years

Stocks
Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

Deferred tax
Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

Going concern
The financial statements have been prepared on a going concern basis. The directors believe this to be appropriate as based on projected cash flows they consider the company can continue to trade for the foreseeable future within its existing facilities. The company is dependent on the continued support of the company's immediate parent company Greenlam Asia Pacific Pte Limited and the ultimate parent company Greenlam Industries Limited which have indicated their willingness to support the company.

If the going concern basis is not appropriate, adjustments may be required to the financial statements to reduce the value of certain assets to their recoverable amounts and to provide for any further liabilities which may arise and to reclassify fixed assets and long term liabilities as current assets and liabilities.

2. TURNOVER

Turnover represents amounts invoiced, net of value added tax in respect of the sale of goods and services to customers.

3. STAFF COSTS

	31.3.16	31.3.15
	£	£
Wages and salaries	234,791	298,948
Social security costs	22,795	31,253
	257,586	330,201

The average monthly number of employees during the year was as follows:

31.3.16	31.3.15
7	9

4. OPERATING LOSS

The operating loss is stated after charging/(crediting):

	31.3.16	31.3.15
	£	£
Depreciation - owned assets	12,477	12,071
Audit of these financial statements	4,100	2,500
Foreign exchange differences	110,750	(81,569)
Director's remuneration	-	-

5. INTEREST PAYABLE AND SIMILAR CHARGES

	31.3.16	31.3.15
	£	£
Bank interest	24,851	8,986
Interest on Loan from GAP	39,557	24,352
	64,408	33,338

6. TAXATION

Analysis of the tax charge
No liability to UK corporation tax arose on ordinary activities for the year ended 31 March 2016 nor for the year ended 31 March 2015.

The unrecognised tax losses carried forward are: £1,706,625 as at 31 March 2016 (2015 £992,945)

The deferred tax losses have not been recognised due to uncertainty of the timing of future profits.

7. FOREIGN CURRENCIES

Transaction in foreign currencies are recorded using the rate of exchange ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated using the contracted rate or the rate of exchange ruling at the balance sheet date and the gains or losses on translation are included in the profit and loss account.

8. PENSIONS

The company gives access to a stakeholder pension arrangement for its employees.

9. TANGIBLE FIXED ASSETS

	Improvements to property £	Plant and machinery £	Fixtures and fittings £	Office Equipment £	Totals £
COST					
At 1 April 2015 & 31 March 2016	8,000	13,923	21,719	11,798	55,440
DEPRECIATION					
At 1 April 2015	2,800	7,136	6,283	5,684	21,903
Charge for year	1,600	3,632	3,645	3,600	12,477
At 31 March 2016	4,400	10,768	9,928	9,284	34,380
NET BOOK VALUE					
At 31 March 2016	3,600	3,155	11,791	2,514	21,060
At 31 March 2015	5,200	6,787	15,436	6,114	33,537

10. STOCKS

	31.3.16 £	31.3.15 £
Finished goods	560,771	877,470
Finished goods (Import handling charges)	28,744	40,534
Finished goods (Demurrage)	1,152	1,152
Stock in Transit	142,162	67,845
	732,829	987,001

11. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	31.3.16 £	31.3.15 £
Trade debtors	634,491	170,625
Other debtors	9,167	9,167
Loan to Employees	-	2,539
VAT	-	12,877
Prepayments and accrued income	13,629	6,648
	657,287	201,856

12. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	31.3.16	31.3.15
	£	£
Trade creditors	845,166	447,850
Social security and other taxes	15,716	28,794
Other creditors	57,866	18,927
VAT	50,001	-
Accrued expenses	22,746	29,138
	991,495	524,709

13. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	31.3.16	31.3.15
	£	£
Other loans (see note 14)	1,000,000	1,557,950
Amounts owed to group undertaking	1,000,000	-
	2,000,000	1,557,950

14. LOANS

Greenlam Europe (UK) Ltd has received a loan of $1,214,247 from the parent company Greenlam Asia Pacific Ltd which is a subsidiary of Greenlam Industries Ltd, India. The loan was repaid on 31 March 2016 in the sum of $1,389.874 (£969,618). Interest of £49,446 (gross) was paid on the loan with tax of £9,889 payable to HMRC at 20% reserved for. Further gross interest payable of £15,333 with £2,556 tax at 20% has also been provided for.

On 15 March 2016 Greenlam Europe (UK) Ltd received from Greenlam Industries Ltd, India, the ultimate parent company, a loan of £1,000,000. This loan has a rate of interest set at GBP Libor plus 400 points set for 12 months with an annual reset.

Greenlam Europe (UK) Ltd has continued to have a facility of £1,000,000 of which £995,267 has been utilised; the exchange rate used at the year end was 1.2554 euros to 1 GBP.

15. CURRENCY RISK

	Cash and cash equivalents	Trade and other receivables
Financial Assets	£	£
Sterling	68,618	657,287
Euros	3,062	-
United States Dollars	-	-
	71,680	657,287

	Trade and other Payables	Borrowings
Financial Liabilities	£	£
Sterling	1,966,273	-
Euros	-	1,000,000
United States Dollars	-	25,222
	1,966,273	1,025,222

16. OPERATING LEASE COMMITMENTS

The following operating lease payments are committed to be paid within one year:

	Land and buildings	
	31.3.16	31.3.15
	£	£
Expiring:		
Between one and five years	-	51,672

Operating lease rentals are charged to the trading and profit and loss account on a straight line basis over the period of the lease.

17. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:

Number:	Class:	Nominal value:	31.3.16	31.3.15
			£	£
188,280	Ordinary Share Capital	1	188,280	188,280

18. RESERVES

	Profit and loss account £
At 1 April 2015	(970,664)
Deficit for the year	(726,255)
At 31 March 2016	(1,696,919)

19. ULTIMATE PARENT COMPANY

The immediate parent company is Greenlam Asia Pacific Pte Limited and the legal address is: 11 Sungei Kadut Crescent, Singapore 728683.

The ultimate parent company is Greenlam Industries Limited, India (ISIN CODE: IND461C01020) and the legal address is: Makum Road, P O Tinsukia, Tinsukia, Assam, 786125.

On 1 November 2014, as a result of demerger the ultimate parent company changed from Greenply Industries Limited to Greenlam Industries Limited.

20. RELATED PARTY DISCLOSURES

The company has purchased stock for the value of £978,967 (2015 £488,245) of which £142,161 (2015 £67,845) is stock in transit from Greenlam Industries Ltd, India, which is the parent company of Greenlam Asia Pacific Pte. ltd.

21. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	31.3.16 £	31.3.15 £
Loss for the financial year	(726,255)	(570,302)
Net reduction of shareholders' funds	(726,255)	(570,302)
Opening shareholders' funds	(782,384)	(212,082)
Closing shareholders' funds	(1,508,639)	(782,384)

22. GOING CONCERN

The company has net liabilities of £1,508,639 as at 31 March 2016 (£782,384 as at 31 March 2015).

The financial statements have been prepared on a going concern basis. The directors believe this to be appropriate as based on projected cash flows they consider the company can continue to trade for the foreseeable future within its existing facilities. The company is dependent on the continued support of the company's immediate parent company,Greenlam Asia Pacific Pte Limited and the ultimate parent company Greenlam Industries Limited, which have indicated their willingness to support the company.

If the going concern basis is not appropriate, adjustments may be required to the financial statements to reduce the value of certain assets to their recoverable amounts and to provide for any further liabilities which may arise and to reclassify fixed assets and long term liabilities as current assets and liabilities.

Greenlam Europe (UK) Ltd (Registered number: 08220580)

Trading and Profit and Loss Account
for the Year Ended 31 March 2016

	31.3.16		31.3.15	
	£	£	£	£
Turnover				
Sales	1,516,520		543,589	
Discount allowed	-		(325)	
Returned goods	(6,264)		-	
Damaged goods credit	(623)		-	
		1,509,633		543,264
Cost of sales				
Opening stock	877,470		905,342	
Air freight charges	28,448		-	
Purchases	961,026		429,088	
Import handling charges	93,121		63,963	
Demurrage cost	1,152		1,735	
Carriage	540		-	
Stock in Transit	142,162		67,845	
	2,103,919		1,467,973	
Closing stock	(560,771)		(877,470)	
Stock in Transit	(142,162)		(67,843)	
Finished goods (Import handling charges)	(28,744)		(40,534)	
Finished goods (Demurrage)	(1,152)		(1,152)	
		1,371,090		480,972
GROSS PROFIT		138,543		62,292
Other income				
Discounts received	1,900		-	
Sundry receipts	305		-	
Exchange (losses)/gains	(110,750)		81,569	
		(108,545)		81,569
		29,998		143,861
Expenditure				
Outward Freight	967		31,472	
Packaging	927		916	
Loading and uploading charges	1,251		928	
Donations	100		180	
Salaries & Wages	234,791		298,948	
Social security	22,795		31,253	
Rent	67,581		27,112	
Rates and water	23,114		22,562	
Premises service charges	17,926		8,327	
Insurance	6,966		6,720	
Light and heat	4,701		3,305	
Security and alarm	375		450	
Casual wages	4,290		459	
Telephone and fax	6,958		6,654	
Postage	9,224		2,201	
Stationery	2,524		2,456	
Travel and subsistence	37,724		26,724	
Redundancy settlement	11,000		-	
Repairs and renewals	1,534		916	
IT Support and maintenance	3,845		1,809	
Household and cleaning	2,609		854	
Subscriptions & Licences	2,271		3,900	
Bad Debts Written Off	23,036		76	
Staff Welfare	955		2,498	
Sundry expenses	127		145	
Car Hire	-		1,941	
Waste Management	447		456	
Accountancy	3,270		2,500	
Professional fees	7,496		4,647	
Consultancy Fees	134,373		128,172	
Overseas Travelling	6,748		19,589	
Hotels	-		399	
Auditors' remuneration	4,100		2,500	
Marketing and advertising	30,833		23,498	
Entertainment & Training	559		396	
		675,417		664,943
Carried forward		(645,419)		(521,082)

Greenlam Europe (UK) Ltd (Registered number: 08220580)

Trading and Profit and Loss Account
for the Year Ended 31 March 2016

	31.3.16		31.3.15	
	£	£	£	£
Brought forward		(645,419)		(521,082)
Finance costs				
Bank charges	3,953		3,811	
Bank interest	24,851		8,986	
Interest on Loan from GAP	39,557		24,352	
		68,361		37,149
		(713,780)		(558,231)
Depreciation				
Depreciation of improvements to leasehold	1,600		1,600	
Depreciation of plant & machinery	3,631		3,631	
Depreciation of furniture & fittings	3,645		3,477	
Depreciation of office equipment	2,079		2,068	
Depreciation of computer equipment	1,520		1,295	
		12,475		12,071
NET LOSS		(726,255)		(570,302)