PIDILITE INDUSTRIES EGYPT (AN EGYPTIAN JOINT STOCK COMPANY) FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED <u>31 MARCH 2016</u> AND AUDITOR'S REPORT

YASSER AHMED IBRAHIM CERTIFIED ACCOUNTANT

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YASSER IBRAHIM

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Auditor's Report

To: The Shareholders of PIDILITE INDUSTRIES EGYPT - (S.A.E)

Report on the Financial Statements

We have audited the accompanying financial statements of **PIDILITE INDUSTRIES EGYPT - (S.A.E) "the Company**" which comprise the balance sheet as of 31 March 2016, income statement, statement of changes in shareholder's and cash flow statement for the year then ended and a summary of significant accounting policies and other explanatory notes.

Company's Management Responsibility for the Financial Statements

Company's management is responsible for the preparation and fair presentation of these financial statements in accordance with Egyptian Accounting Standards and with the requirements of applicable Egyptian laws and regulations. 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 Egyptian 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.

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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.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements present fairly, in all material respects, the financial position of the Company as of 31 March 2016, and of its cash flows for the year then ended in accordance with Egyptian Accounting Standards and with the requirements of applicable Egyptian laws and regulations.

Report on Other Legal and Regulatory Requirements

The Company keeps proper financial records, which includes all that is required by the law and the Company's statute, and the accompanying financial statements are in agreement therewith, the Company applies a proper costing system and the inventory counts were taken in accordance with recognized practices.

The financial information included in the Board of Directors' report, prepared in accordance with Law No. 159 of 1981 and its executive regulations, is in agreement with the Company's books of account.

Yasser Ahmed Ibrahim

Fellow of Egyptian society of accountants & auditors Fellow of Egyptian society of taxation



Cairo, 21 April 2016

PIDILITE INDUSTRIES EGYPT "AN EGYPTIAN JOINT STOCK COMPANY" BALANCE SHEET AS OF 31 MARCH 2016

	<u>Note</u>	31 March 2016	31 March 2015
Assets	<u>No.</u>	<u>L.E.</u>	<u>L.E.</u>
Non-current assets			
Property, Plant and Equipments (Net book value)	(3)	10,956,268	11,750,862
Work under construction		-	338,173
Total non-current assets		10,956,268	12,089,034
Current assets			
Inventory	(4)	6,195,751	5,897,147
Account Receivables	(5)	7,793,083	5,161,626
Other Receivables	(6)	865,618	732,027
Investment in subsidiary company		5,439,900	5,439,900
Cash and cash equivalents	(7)	2,167,475	1,596,309
Total current assets		22,461,828	18,827,009
<u>Current liabilities</u>			
Account Payables	(8)	7,854,906	9,404,007
Other Payables	(9)	1,321,900	704,048
Total current liabilities		(9,176,806)	(10,108,055)
Working capital		13,285,022	8,718,955
Total investment		24,241,291	20,807,989
To be financed as follows			
Shareholders' equity			
Paid up capital	(10)	32,140,000	32,140,000
Paid under capital increase		9,847,931	4,850,346
Retained Losses		(16,735,347)	(14,820,880)
Net loss for the Year		(1,423,793)	(1,914,467)
Total shareholders' equity		23,828,791	20,254,999
Long Term liabilities		- 11	
Deferred tax		412,500	55?,990
Total Long Term Liabilities		412,500	552,990
Total shareholders' equity And Long Term Liabilities	5	24,241,291	20,807,989

The accompanying policies and the notes from page number (7) to (13) form an integral part of these financial statements

Ahmed Zeyada Account Manager

Mohamed Məvvafi General Manager

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Mr.Apurva Parekh Chairman

Auditor's Report issued in 21 April '2016

"AN EGYPTIAN JOINT STOCK COMPANY"

INCOME STATEMENT

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2016

		From 1 April 2015 To 31 March 2016	From 1 April 2014 To 31 March 2015
v x		<u>L.E.</u>	<u>L.E.</u>
Sales		29,564,268	28,025,515
Cost of goods sold	(11)	(22,112,232)	(21,597,064)
Depreciation	(3)	(972,693)	(930,741)
Gross Profit		6,479,344	5,497,711
Selling, General & Administrative expenses	(12)	(6,649,422)	(5,860,383)
Depreciation	(3)	(702,530)	(746,030)
Bad debts allowance		(59,778)	(145,127)
Capital gain		-	20,447
Loss on Foreign Exchange		(639,019)	(837,737)
Other revenue		7,123	5,815
Net loss before Deferred tax		(1,564,283)	(2,065,305)
Deferred tax		140,490	150,838
Net loss for the year		(1,423,793)	(1,914,467)

The accompanying policies and the notes from page number (7) to (13) form an integral part of these financial statements

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PIDILITE INDUSTRIES EGYPT "AN EGYPTIAN JOINT STOCK COMPANY" STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY FOR THE FINANCIAL YEAR ENDED 31 MARCH 2016

	Paid up Capital	Paid under Capital increase	Net (Loss)	Retained losses	Total
	<u>L.E.</u>	<u>L.E.</u>	<u>L.E.</u>	<u>L.E.</u>	<u>L.E.</u>
Balance at 31 March 2014	23,000,000	13,990,346	(1,322,389)	(13,498,491)	22,169,467
Capital Increase	9,140,000	-	-	-	9,140,000
Transfer to Retaind losses			1,322,389	(1,322,389)	
Paid under capital increase	-	(9,140,000)	-	_	(9,140,000)
Net loss for the year	-	-	(1,914,467)		(1,914,467)
Balance at 31 March 2015	32,140,000	4,850,346	(1,914,467)	(14,820,880)	20,254,999
Transfer to Retaind losses	-	-	1,914,467	(1,914,467)	
Paid under capital increase	-	4,997,585	-		4,997,585
Net loss for the year	-	-	(1,423,793)	-	(1,423,793)
Balance at 31 March 2016	32,140,000	9,847,931	(1,423,793)	(16,735,347)	23,828,791

The accompanying policies and the notes from page number (7) to (13) form an integral part of these financial statements

PIDILITE INDUSTRIES EGYPT AN EGYPTIAN JOINT STOCK COMPANY STATEMENT OF CASH FLOWS FOR THE FINANCIAL YEAR ENDED 31 MARCH 2016

	From 1 April 2015 To 31 March 2016	From 1 April 2014 To 31 March 2015
	L.E.	L.E.
Cash flows from operating activities		
Net loss for the year before tax	(1,564,283)	(1,914,467)
Adjustments to reconcile net loss with cash flows from operating activities Depreciation		
• 0.0 Moto	1,675,223	1,676,771
Capital gain		(20,447)
Operating profit (loss) before changes in working capital	110,940	(258,143)
Change in working capital		
Change in inventory	(298,604)	(1,540,699)
Change in debtors and other debit accounts	(2,765,049)	(650,130)
Change in creditors and other credit accounts	(931,249)	4,071,920
Cash flow generated / used in operating activities	(3,994,903)	1,881,092
Cash flows from investing activities		
Payment in respect of purchasing fixed assets	(880,629)	(243,386)
Proceeds of sale of fixed assets		26,702
Work under construction	338,173	(292,100)
Net cash flows used in investing activities	(542,456)	(508,784)
Cash flows from financing activities		
Capital Increase		9,140.000.00
Paid under capital increase	4,997,585	(9,140,000)
Cash flows generated from financing activities	4,997,585	
Change in cash and cash equivalents during the $y_{\Theta \otimes r}$	571,166	(0) ©©0,326
Cash and cash equivalents at the beginning of the year	1,596,309	
Cash and cash equivalents at the end of the year	2,167,475	632,983
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The accompanying policies and the notes from page number (7) to (13) form an integral part of these financial statements

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(AN EGYPTIAN JOINT STOCK COMPANY) Notes to the financial statements for the financial year ended 31 march 2016

1- General

- 1-1 The Company was established as an joint stock company under the investment Law and by virtue of the minister of economy and foreign trade's decree No 165 of 1997 which was published in the official investment gazette, edition 436 on April 26, 1997. The Company was registered in the Investment Commercial Registry under no. 30 178 on March 13, 1997.
- 1-2 The Company Extraordinary General Assembly meeting on 13/2/2006 decide to change the name of the Company from Sadafco Foodstuff & Drinks Company to Pidilite Industries Egypt and the activity to producing and packing all kinds of resins and adhesives as well as sealants, paints, building chemicals and all related materials and the GAFI approved the changes by decision Number 411/2006 at April 2006 and registered in commercial registrary at 2/5/2006.

1-3 The objectives of the Company are :

Establishing and operating a factory for producing and packing all kinds of resins and adhesives as well as sealants, paints, building chemicals and all related materials. The Company may make other projects or amend its purpose in the light of the provisions of the investment law, also it may participate in any manner what so ever in subsidiary projects taking into consideration the provisions of law No. 59/1995 and the provisions of the investment law, provided that the Company should obtain all the licenses necessary for practicing its activity.

2- SIGNIFICANT ACCOUNTING POLICIES

2-1 Basis of preparation

The financial statements are prepared under the going concern assumption on a historical cost basis, except for available for sale financial assets that are measured at fair value.

2-2 Statement of compliance

The financial statements of the company are prepared in accordance with the Egyptian accounting standards and the applicable laws and regulations.

The Financial Statement are authorized for issue by The Board of Directors

2-3 Changes in accounting policies

The accounting policies adopted this year are consistent with those of the previous year.

(AN EGYPTIAN JOINT STOCK COMPANY) Notes to the financial statements for the financial year ended 31 march 2016

2-4 Foreign currency translation

The financial statements are prepared and presented in Egyptian pound, which is the company's functional currency.

Transactions in foreign currencies are initially recorded using the exchange rate prevailing on the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are retranslated using the exchange rate prevailing at the balance sheet date.

2-5 Fixed assets and depreciation

Fixed assets are stated at historical cost net of accumulated depreciation and accumulated impairment losses. Such cost includes the cost of replacing part of the plant and equipment when that cost is incurred, if the recognition criteria are met. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognized in profit or loss as incurred, and this cost depreciated with similar annual premium during the producing life of each asset according to the following rates:

Machinery & Equipment	10%
Buildings-Factory	5%
Furniture	 10%
Fixtures	20 %
Laboratory Equipment	10%
Computers	33%
Automobiles	25%
Office Equipment	10%
Tools & Dies	20%

Depreciation of an asset begins when it is in the location and condition necessary for it to be capable of operating in the manner intended by management, and is computed using the straight-line method according to the estimated useful life of the asset.

(AN EGYPTIAN JOINT STOCK COMPANY) Notes to the financial statements for the financial year ended 31 march 2016

2-6 Investments in subsidiary

The investments in subsidiary are initially recorded at cost.

2-7 The inventory elements are valued as follows:

Raw materials and packing materials: at the lower of cost (using the Weight Average Method) or net realizable value.

Finished products: at the lower of the cost of production (based on the costing sheets) or net realizable value.

Cost of production includes direct material, direct labor and allocated share of manufacturing overhead and excluding borrowing costs

Work in process: at the cost of production (of the latest completed phase based on the costing sheets).

Cost includes allocated share of direct material, direct labor and allocated share of manufacturing overhead until latest completed phase and excluding borrowing costs

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

The amount of any write down of inventories to net realizable value and all losses of inventories shall be recognized in the statement of income in the year the write down or loss occurs according

to an authorized study takes into consideration all technical and market bases to estimate any write down. The amount of any reversal of any write down of inventories, arising from an increase in net realizable value, shall be recognized in the statement of income in the year in which the reversal occurs.

2-8 Provisions

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Provisions are recognized when the Company has a present legal or constructive obligation as a result of a past event, and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate of the amount of the obligation can be made. Provisions are reviewed at the financial position date and adjusted to reflect the current best estimate.

2-9 Revenue recognition

Revenue from sales is recognized when all the following conditions are satisfied:

(a) The company has transferred to the buyer the significant risks and rewards of ownership of the sales;

(b) The company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;

(c) The amount of revenue can be measured reliably;

(d) It is probable that the economic benefits associated with the transaction will flow to the company; and

(e) The costs incurred or to be incurred in respect of the transaction can be measured reliably.

(AN EGYPTIAN JOINT STOCK COMPANY) Notes to the financial statements for the financial year ended 31 march 2016

2-10 Expenses

All expenses including operating expenses, general and administrative expenses and other expenses are recognized and charged to the statement of income in the financial year in which these expenses were incurred.

2-11 Accounting estimates

The preparation of financial statements in accordance with Egyptian Accounting Standards requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenues and expenses during the financial years. Actual results could differ from these estimates.

2-12 Statement of cash flows

The statement of cash flows is prepared using the indirect method.

2-13 Cash and cash equivalent

For the purpose of preparing the cash flow statement, the cash and cash equivalent comprise cash on hand, current accounts with banks and time deposits maturing within three months less bank credit balance.

2-14 Subsequent Event

The preparation of financial statements in conformity with Egyptian accounting standard requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amount of assets or liabilities in future periods.

PIDILITE INDUSTRIES EGYPT "AN EGYPTIAN JOINT STOCK COMPANY" BALANCE SHEET AS OF 31 MARCH 2016

3. Fixed Assets

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		Cost			DEPRECIATION		Net Bool	value
PARTICULARS	As at 1.4.2015 EGP	Eor the year EGP	<u>As at</u> <u>31.3.2016</u> EGP	As at 1.4.2015 EGP	Eor the year EGP	As at 31.3.2016 EGP	As at 31.3.2016 EGP	<u>As at</u> <u>31.3.2015</u> EGP
Machinery & Equipment	9,384,712	584,732	9,969,444	(4,998,855)	(972,693)	(5,971,548)	3,997,896	4,385,857
Buildings-Factory	6,817,112	39,367	6,856,479	(2,003,251)	(341,446)	(2,344,697)	4,511,782	4,813,861
Furniture & Fixtures	2,993,528	26,624	3,020,152	(1,749,121)	(308,606)	(2,057,727)	962,425	1,244,407
and	1,147,912		1,147,912	-			1,147,912	1,147,912
Laboratory Equipment	265,184		265,184	(142,463)	(26,519)	(168,982)	96,202	122,721
Computers	144,799	23,406	168,205	(137,212)	(6,904)	(144,115)	24,090	7,587
utomobiles	198,596	135,000	333,596	(206,610)	(6,689)	(213,298)	120,298	(8,014)
Office Equipment	66,313	71,499	137,812	(34,685)	(8,688)	(43,374)	94,439	31,628
ools	18,386		18,386	(13,484)	(3,678)	(17,162)	1,224	4,902
otal	21,036,542	880,629	21,917,171	(9,285,680)	(1,675,223)	(10,960,903)	10,956,268	11,750,862

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PIDILITE INDUSTRIES EGYPT (AN EGYPTIAN JOINT STOCK COMPANY) NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 MARCH 2016

	31 March 2016	31 March 2015
Note 4 : Inventory	L.E	L.E
Raw material	3,305,398	4,385,667
Raw material in transit	1,047,176	242,872
Packing material	1,351,851	988,127
Finished goods	581,651	340,495
5	6,286,077	5,957,161
Provision for Inventory	(90,326)	(60,015)
Net Inventory	6,195,751	5,897,147

	31 March 2016	31 March 2015
Note 5 : Account receivables	LE	L.E
<u>Account Receivables</u> Trade receivables outstanding for a period exceeding six months from the date they were due for payment		
Secured Unsecured	436,565	423,415
Provision for doubtful Account receivables	(372,976)	(313,197)
Other Account Receivables	63,589	110,218
Secured	7,729,494	5,051,408
	7,793,083	5,161,626
	31 March 2016	31 March 2015
Note 6 : Other Receivables	L.E	L.E
Other Prepaid Expense	317,729	245,866
Withholding Taxes	451,083	366,956
Add on Tax	37,315	37,315
Advance and loans for employees Sales Tax Authority	59,492	35,751
Sales Tax Autionity		46,139
	865,618	732,027
Note 7 : Cash and cash equivalents	31 March 2016	31 March 2015
	L.E	L.E
Bank - L.E	1,920,513	1,478,964
Bank -USD	195,607	103,901
Cash	51,355	13,444
	2,167,475	1,596,309
Note 8 : Account payables	31 March 2016	31 March 2015
Note U. Account payables	L.E	L.E
Account payables	7,854,906	9,404,007
	7,854,906	9,404,007
	04 14	
Note 9 :Other Pavables	<u>31 March 2016</u> L.E	<u>31 March 2015</u> L.E
Notes pavable	400.000	
Accrued Expense	420,388	275,626
Sales Tax Authority	685,779 120,963	359,854
Social Insurance Authority	49,425	- 43,628
Payroll Tax Authority	34,849	43,628 20,631
Withholding Tax	10,495	∠0,831 4,309
	1,321,900	704,048
		,

Note 10 : Paid up capital

<u>10.1 Issued capital</u> The Company's issued and paid up capital amounts to EGP 32,140,000 divided into 321 400 shares of par value L.E.100 each <u>10.2 Paid up capital</u>

The paid up capital amounts to L.E.32,140,000 which represents 100% of Issued capital

PIDILITE INDUSTRIES EGYPT (AN EGYPTIAN JOINT STOCK COMPANY) NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 MARCH 2016

	From 1 April 2015 To 31 March 2016	From 1 April 2014 To 31 March 2015
Note 11 : Cost of goods sold	L.E	L.E
Materials Cost	10 600 507	10 404 000
Salaries	19,629,587	19,424,006
Gas & Electricity	1,439,757	1,306,167
Consumable Materials	305,585	191,269
Repairs and Maintenance	154,444	179,574
Car Rent	166,462	171,953
Company Share of Social Security	168,876	158,731
Water Expense	84,247	74,331
Rent – Equipment	21,052	32,125
Professional Fees	27,999	27,486
Postage	76,610	19,890
Petrol & Oil	7,526	8,453
Real estate Tax	5,087	3,080
	25,000	-
	22,112,232	21,597,064
	From	From
	1 April 2015	1 April 2014
	То	To
	31 March 2016	31 March 2015
Note 12 : Selling, General & Administrative expenses	L.E	L.E
Salaries	2,336,156	2,246,665
Sales Promotion	782,346	690,020
Freight Charges - Delivery to Customers	765,612	523,267
Travel and Entertainment	444,011	360,745
Employee Welfare	324,468	289,000
Royalty	591,285	420,221
Export Transportation	200,031	216,207
Company Share of Social Security	193,390	168,296
Bank Service charges	97,984	64,610
Technical Service	323,684	218,108
Insurance	67,359	116,292
Telephone and Fax	83,151	77,428
Heat Light and Power	-	69,061
Security Charges	83,383	77,587
Repairs and Maintenance	72,242	61,733
Professional Fees	87,235	81,809
Internet Expenses	82,005	35,542
Postage Audit Fees	13,881	26,725
	20,000	20,000
Miscellaneous	24,415	25,087
Stationery and Office Supplies	12,470	17,106
Dues and Memberships Expense	12,544	43,974
Employee Training		10,900
	6,649,422	5,860,383

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