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**Pidilite Middle East Limited
Jebel Ali Free Zone
Dubai - United Arab Emirates**

**Auditor's report and separate financial statements
For the year ended March 31, 2019**

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Pidilite Middle East Limited

Jebel Ali Free Zone

Dubai - United Arab Emirates

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Pidilite Middle East Limited
Jebel Ali Free Zone
Dubai - United Arab Emirates

Director's report

The Director has pleasure in presenting his report and the audited separate financial statements for the year ended March 31, 2019.

Principal activities of the Entity:

The principal activity of the Entity is investing in enterprises.

Financial review:

The table below summarizes the results denoted in Arab Emirates Dirham (AED).

	<u>2019</u>	<u>2018</u>
Net (loss) for the year	(2,470,347)	(456,925)

Going concern:

The Entity has incurred a (loss) of AED 2,470,347 during the year and has accumulated (losses) of AED 50,103,255 as at the reporting date. The management has no intention of discontinuing the operations of the Entity. The shareholder has agreed to provide continued financial support to the Entity hence, the attached separate financial statements have been prepared on a going concern basis.

Events after year end:

In the opinion of the Director, no transaction or event of a material and unusual nature, favourable or unfavourable has arisen in the interval between the end of the financial year and the date of this report, that is likely to affect, substantially, the result of the operations or the financial position of the Entity.

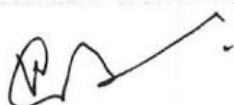
Auditor:

M/s. Crowe Mak, Dubai - United Arab Emirates is willing to continue in office and a resolution to re-appoint them will be proposed in the Annual General Meeting.

Statement of Director's responsibilities

The audited separate financial statements for the year under review, have been prepared in conformity and in compliance with the relevant statutory requirements and other governing laws. The Director confirms that sufficient care has been taken for the maintenance of proper and adequate accounting records that disclose with reasonable accuracy at any time, the financial position of the Entity and enables him to ensure that the separate financial statements comply with the requirements of applicable statute. The Director also confirms that appropriate accounting policies have been selected and applied consistently in order that the separate financial statements reflect fairly the form and substance of the transactions carried out during the year under review and reasonably present the Entity's financial conditions and results of its operations.

These separate financial statements were approved by the Board and signed on behalf by the authorized representative of the Entity.



Mr. Gopal Bhatia Gangaram
Director
May 02, 2019

Ref: JM/AR/19/12151

Independent auditor's report

To,

The Shareholder

M/s. Pidilite Middle East Limited

Jebel Ali Free Zone

Dubai - United Arab Emirates

Report on the audit of the separate financial statements**Opinion**

We have audited the accompanying separate financial statements of **M/s. Pidilite Middle East Limited**, Jebel Ali Free Zone, Dubai - United Arab Emirates (the "Entity"), which comprise the statement of financial position as at March 31, 2019 and the statement of profit or loss and other comprehensive income, statement of changes in equity, statement of cash flows for the year then ended and notes to the separate financial statements, including a summary of significant accounting policies.

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

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the separate financial statements section of our report. We are independent of the Entity in accordance with the requirements of Code of Ethics for Professional Accountants, issued by International Ethics Standards Board for Accountants (IESBA) together with ethical requirements that are relevant to our audit of the separate financial statements and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other matter

The separate financial statements of the Entity for the year ended March 31, 2018, which are shown as comparatives, were audited by other auditors who expressed an unmodified opinion on those statements on May 10, 2018.

Material uncertainty related to going concern

We draw attention to note - 2 to these separate financial statements. The Entity has incurred a (loss) of AED 2,470,347 during the year and has accumulated (losses) of AED 50,103,255 as at the reporting date. These conditions indicate that a material uncertainty exists that may cast significant doubt on the Entity's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Responsibilities of management and those charged with governance for the separate financial statements

Management is responsible for the preparation and fair presentation of the separate financial statements in accordance with International Financial Reporting Standards (IFRSs), in compliance with the requirements of applicable laws and for such internal control as management determines is necessary to enable the preparation of separate financial statements that are free from material misstatement, whether due to fraud or error.

Independent auditor's report to the shareholder of Pidilite Middle East Limited (continued)**Responsibilities of management and those charged with governance for the separate financial statements (continued)**

In preparing the separate financial statements, management is responsible for assessing the Entity's **ability** to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Entity or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Entity's financial reporting process.

Auditor's responsibilities for the audit of the separate financial statements

Our objectives are to obtain reasonable assurance about whether the separate financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be **expected** to influence the economic decisions of users taken on the basis of these separate financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the separate financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit 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.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Entity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the separate financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the separate financial statements, including the disclosures, and whether the separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Crowe Mak

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Independent auditor's report to the shareholder of Pidilite Middle East Limited (continued)**Report on other legal and regulatory requirements**

As required by the Jebel Ali Free Zone Offshore Companies Regulations 2003, we further confirm that,

- 1 We have obtained all the information and explanations which we consider necessary for our audit.
- 2 The separate financial statements have been prepared and comply, in all material respects, with the applicable provisions of the Jebel Ali Free Zone Offshore Companies Regulations 2003 and the Memorandum and Articles of Association of the Entity.
- 3 Proper books of accounts have been maintained by the Entity.
- 4 The contents of the Director's report which relates to the separate financial statements are in agreement with the Entity's books of account.
- 5 Investment in shares and stocks are included in notes 5, 6 and 7 to the separate financial statements and include purchases and investments made by the Entity during the year ended March 31, 2019.
- 6 Note 16 to the separate financial statements reflects the disclosures relating to material related party transactions and the terms under which they were conducted.
- 7 Based on the information that has been made available to us, nothing has come to our attention which causes us to believe that the Entity has contravened, during the financial year ended, any of the applicable provisions of the Jebel Ali Free Zone Offshore Companies Regulations 2003 or the Memorandum and Articles of Association of the Entity, which would materially affect its activities or its financial position as at March 31, 2019.

For Crowe Mak



James Mathew

Senior Partner

Regn. No. 548

May 02, 2019

Dubai - United Arab Emirates



Pidilite Middle East Limited

Jebel Ali Free Zone

Dubai - United Arab Emirates

Statement of financial position as at March 31, 2019

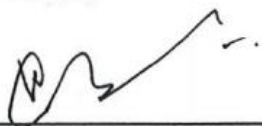
(In Arab Emirates Dirham)

	<u>Notes</u>	<u>2019</u>	<u>2018</u>
Assets			
<i>Non-current assets</i>			
Investment in a subsidiary	5	300,000	300,000
Investment in an associate	6	-	120,000
Investments at fair value through OCI	7	434,907	434,040
Advances for share capital	8	91,485	92,236
Long term loans to subsidiary and associate	9	39,906,471	39,405,344
<i>Total non-current assets</i>		<u>40,732,863</u>	<u>40,351,620</u>
<i>Current assets</i>			
Other receivables	10	98,833	98,833
Bank balances	11	240,925	307,331
<i>Total current assets</i>		<u>339,758</u>	<u>406,164</u>
Total assets		<u><u>41,072,621</u></u>	<u><u>40,757,784</u></u>
Equity and liabilities			
<i>Equity</i>			
Share capital	12	91,163,000	88,379,492
Accumulated (losses)	13	(50,103,255)	(47,632,908)
<i>Total equity</i>		<u>41,059,745</u>	<u>40,746,584</u>
<i>Current liabilities</i>			
Other payables	14	12,876	11,200
<i>Total current liabilities</i>		<u>12,876</u>	<u>11,200</u>
Total liabilities		<u>12,876</u>	<u>11,200</u>
Total equity and liabilities		<u><u>41,072,621</u></u>	<u><u>40,757,784</u></u>

The accompanying notes form an integral part of these separate financial statements.

The report of the auditor is set out on pages 2 to 4.

The separate financial statements on pages 5 to 22 were approved on May 02, 2019 and signed on behalf of the Entity, by:



Mr. Gopal Bhatia Gangaram

Director

Pidilite Middle East Limited

Jebel Ali Free Zone

Dubai - United Arab Emirates

Statement of profit or loss and other comprehensive income for the year ended March 31, 2019

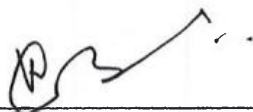
(In Arab Emirates Dirham)

	<u>Notes</u>	<u>2019</u>	<u>2018</u>
Loans to a subsidiary written off		-	(304,501)
Impairment loss on investment in an associate	6	(120,000)	-
Impairment loss on long term loans to a subsidiary and associate	9	(2,276,873)	-
Loss on sale of shares in subsidiary		-	(104,194)
Administrative expenses	15	(73,474)	(48,230)
(Loss) for the year		(2,470,347)	(456,925)
Other comprehensive income		-	-
Total comprehensive (loss) for the year		(2,470,347)	(456,925)

The accompanying notes form an integral part of these separate financial statements.

The report of the auditor is set out on pages 2 to 4.

The separate financial statements on pages 5 to 22 were approved on May 02, 2019 and signed on behalf of the Entity, by:



Mr. Gopal Bhatia Gangaram

Director

Pidilite Middle East Limited

Jebel Ali Free Zone

Dubai - United Arab Emirates

Statement of changes in equity for the year ended March 31, 2019

(In Arab Emirates Dirham)

	<u>Share capital</u>	<u>Accumulated (losses)</u>	<u>Total equity</u>
Balance as at March 31, 2017	79,001,692	(47,175,983)	31,825,709
(Loss) for the year	-	(456,925)	(456,925)
Share capital introduced	<u>9,377,800</u>	<u>-</u>	<u>9,377,800</u>
Balance as at March 31, 2018	88,379,492	(47,632,908)	40,746,584
(Loss) for the year	-	(2,470,347)	(2,470,347)
Share capital introduced	<u>2,783,508</u>	<u>-</u>	<u>2,783,508</u>
Balance as at March 31, 2019	<u>91,163,000</u>	<u>(50,103,255)</u>	<u>41,059,745</u>

The accompanying notes form an integral part of these separate financial statements.

The report of the auditor is set out on pages 2 to 4.

Pidilite Middle East Limited

Jebel Ali Free Zone

Dubai - United Arab Emirates

Statement of cash flows for the year ended March 31, 2019

(In Arab Emirates Dirham)

	2019	2018
Cash flows from operating activities		
(Loss) for the year	(2,470,347)	(456,925)
<i>Adjustments for:</i>		
Loans to a subsidiary written off	-	304,501
Loss on sale of shares in subsidiary	-	104,194
Impairment loss on investment in an associate	120,000	-
Impairment loss on long term loans to a subsidiary and associate	2,276,873	-
Operating (loss) before changes in operating assets and liabilities	(73,474)	(48,230)
<i>(Increase)/decrease in assets</i>		
Other receivables	-	(98,833)
<i>Increase/(decrease) in liabilities</i>		
Other payables	1,676	(10,000)
Cash (used in) operations	(71,798)	(157,063)
Cash flows from investing activities		
Proceeds from disposal of subsidiary	-	98,833
Long term loans to subsidiary and associate	(2,778,000)	(9,200,500)
Investments at fair value through OCI	(116)	-
Advances for share capital	-	(48,674)
Net cash (used in) investing activities	(2,778,116)	(9,150,341)
Cash flows from financing activities		
Share capital introduced	2,783,508	9,377,800
Net cash from financing activities	2,783,508	9,377,800
Net (decrease)/increase in cash and cash equivalents	(66,406)	70,396
Cash and cash equivalents, beginning of the year	307,331	236,935
Cash and cash equivalents, end of the year	240,925	307,331
Cash and cash equivalents		
Cash at banks	240,925	307,331
	240,925	307,331

The accompanying notes form an integral part of these separate financial statements.

The report of the auditor is set out on pages 2 to 4.

Pidilite Middle East Limited
Jebel Ali Free Zone
Dubai - United Arab Emirates

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

1 Legal status and business activities

- 1.1 M/s. Pidilite Middle East Limited**, Jebel Ali Free Zone, Dubai - United Arab Emirates (the "Entity") was registered on May 18, 2005, as an Offshore Company with Limited Liability and operates in the United Arab Emirates under a Incorporation Certificate issued by Jebel Ali Free Zone Authority, Dubai - United Arab Emirates.
- 1.2** The principal activity of the Entity is investing in enterprises.
- 1.3** The registered address of the Entity is LOB 16, Suite # 309, P.O. Box No. 262794, Jebel Ali Free Zone, Dubai - United Arab Emirates.
- 1.4** The management and control is vested with the Board of Directors.
- 1.5** These separate financial statements incorporate the operating results of the Registration No. O.F.1264.

2 Material uncertainty related to going concern

The separate financial statements have been prepared on a going concern basis, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business. The Entity has incurred a (loss) of AED 2,470,347 during the year and has accumulated (losses) of AED 50,103,255 as at the reporting date.

The shareholder has agreed to provide necessary financial support to enable the Entity to continue its operations and settle its obligations as and when they fall due. The shareholder contributed share capital of AED 91,163,000 (2018: AED 88,379,492) as at reporting date. The management has no intentions to discontinue the operations of the Entity. Accordingly, these separate financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts or the amounts and classification of liabilities that might be necessary should the Entity be unable to continue as a going concern.

3 New standards and amendments

3.1 New standards and amendments - applicable January 01, 2018

The following standards and amendments apply for the first time to the financial reporting periods commencing on or after January 01, 2018.

IFRS 9 Financial Instruments and associated amendments to various other standards.

IFRS 15 Revenue from contracts with customer and associated amendments to various other standards

Classification and Measurement of Share-based Payment Transactions – Amendments to IFRS 2

Annual improvements 2014-2016 cycle

Transfers of Investment Property – Amendments to IAS 40

Interpretation 22 Foreign Currency Transactions and Advance Consideration

3.2 New standards and amendments issued but not effective for the current annual period.

The following standards and interpretations had been issued were not mandatory for annual reporting periods ending December 31, 2018.

Description

Effective for annual periods beginning on or after

IFRS 16 - Leases

January 1, 2019. Earlier adoption permitted if IFRS 15 'Revenue from Contracts with Customers' has also been applied.

3 New standards and amendments (continued)

3.2 New standards and amendments issued but not effective for the current annual period (continued)

<u>Description</u>	<u>Effective for annual periods beginning on or after</u>
Amendments to IFRS 9 – Prepayment Features with Negative Compensation	January 1, 2019
Amendments to IAS 28 – Long-term Interests in Associates and Joint Ventures	January 1, 2019
Annual Improvements to IFRS Standards 2015-2017 Cycle	January 1, 2019
Amendments to IAS 19 – Plan Amendment, Curtailment or Settlement	January 1, 2019
IFRS 17 - Insurance Contracts	January 1, 2021

Management anticipates that these new standards, interpretations and amendments will be adopted in the separate financial statements as and when they are applicable and adoption of these new standards, interpretations and amendments, may have no material impact on the separate financial statements in the period of initial application.

3.3 Impact of standards adopted in 2018

3.3.1 IFRS 15 Revenue from Contract with Customers

The effect of adoption of IFRS 15 on the balance sheet and retained earnings is not material and disclosed where applicable in the notes to these separate financial statements.

3.3.2 IFRS 9 Financial Instruments

The Entity adopted IFRS 9 Financial Instruments from April 01, 2018. The effect of adoption of IFRS 9 on the balance sheet and retained earnings is not material and has been disclosed where applicable in the notes to these separate financial statements.

3.4 Impact of standards issued but not yet applicable

3.4.1 IFRS 16 Leases

IFRS 16 was issued in January 2016 and will supersede IAS 17 Leases. It will result in almost all leases being recognised on the balance sheet as the distinction between operating and finance lease is removed for leases. Under the new standard, both an asset (the right to use the leased item) and a financial liability to pay rentals are recognised. The only exceptions are short-term and low value leases.

The standard is mandatory for financial years commencing on or after January 1, 2019. The Entity has decided not to adopt the standard before its effective date.

The standard will affect primarily the accounting for the Entity's operating lease. At the reporting date, the Entity has no significant non-cancellable operating lease commitments. Also, the Entity plans to use the recognition exemption for low value leases and to recognize on a straight line basis as an expense in the income statement.

4 Significant accounting policies

4.1 Statement of compliance

The separate financial statements have been prepared in accordance with International Financial Reporting Standards and the requirements of the applicable laws. These separate financial statements are presented in United Arab Emirates Dirham (AED) which is the Entity's functional and presentation currency.

Pidilite Middle East Limited

Jebel Ali Free Zone

Dubai - United Arab Emirates

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

4 Significant accounting policies (continued)

4.2 Basis of preparation

The separate financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for assets or goods or services.

The principal accounting policies applied in these separate financial statements are set out below.

4.3 Current/Non current classification

The Entity presents assets and liabilities in statement of financial position based on current/non-current classification. An asset is current when it is:

Expected to be realised or intended to sold or consumed in normal operating cycle or held primarily for the purpose of trading or expected to be realised within twelve months after the reporting period, or cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current. A liability is current when:

It is expected to be settled in normal operating cycle or it is held primarily for the purpose of trading or it is due to be settled within twelve months after the reporting period, or there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Entity classifies all other liabilities as non-current.

4.4 Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

In the principal market for the asset or liability, or

In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible to by the Entity.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

All assets and liabilities for which fair value is measured or disclosed in the separate financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 inputs are quoted price (unadjusted) in active market for identical asset or liabilities that the entity can access at the measurement date,

Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly, and

Level 3 inputs are unobservable inputs for the asset or liability.

4 Significant accounting policies (continued)

4.5 Foreign currency

The transactions in currencies other than the Entity's functional currency are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences on monetary items are recognised in profit or loss in the period in which they arise.

4.6 Investments in subsidiary

The investments in subsidiary is accounted for using cost method in accordance with IAS 27 "Separate Financial Statements" where the Entity has not opted to consolidate its subsidiary in accordance with exemption of IFRS 10 ("Consolidated Financial Statements").

4.7 Investments in an associate

An associate is a company over which the Entity has significant influence and that is neither a subsidiary nor an interest in a joint venture. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

The investment in an associate is accounted at fair value under IFRS 9. The Entity avails the exemption for using equity method of accounting since the ultimate Parent Entity prepares the consolidated financial statements.

The requirements of IFRS 9 are applied to determine whether it is necessary to recognise any impairment loss with respect to the Entity's investment in an associate. When necessary, the entire carrying amount of the investment (including goodwill) is tested for impairment in accordance with IAS 36 Impairment of Assets as a single asset by comparing its recoverable amount (higher of value in use and fair value less costs to sell) with its carrying amount. Any impairment loss recognised forms part of the carrying amount of the investment. Any reversal of that impairment loss is recognised in accordance with IAS 36 to the extent that the recoverable amount of the investment subsequently increases.

4.8 Financial instruments

Financial assets and financial liabilities are recognised when the Entity becomes a party to the contractual provisions of the instrument.

4.9 Financial assets

Classifications

The Entity classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income (OCI) "FVTOCI", or through profit or loss "FVTPL"), and
- those to be measured at amortised cost.

The classification depends on the Entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or OCI. For investments in equity instruments that are not held for trading, this will depend on whether the Entity has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income (FVTOCI). For investments in these equity instruments, the Entity does not subsequently reclassify between FVTOCI and FVTPL.

4 Significant accounting policies (continued)

4.9 Financial assets (continued)

Measurement

At initial recognition, the Entity measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss (FVTPL), transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVTPL are expensed in profit or loss.

Financial assets comprise of cash and cash equivalents, receivables and other financial assets.

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and demand deposits and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value.

Receivables

Receivable balances that are held to collect are subsequently measured at the lower of amortized cost or the present value of estimated future cash flows. The present value of estimated future cash flows is determined through the use of value adjustments for uncollectible amounts. The Entity assesses on a forward-looking basis the expected credit losses associated with its receivables and adjusts the value to the expected collectible amounts.

Receivables are written off when they are deemed uncollectible because of bankruptcy or other forms of receivership of the debtors. The assessment of expected credit losses on receivables takes into account credit-risk concentration, collective debt risk based on average historical losses, specific circumstances such as serious adverse economic conditions in a specific country or region and other forward-looking information.

Receivables that are held to collect and sell are subsequently measured at FVTOCI. The Entity derecognizes receivables on entering into factoring transactions if the Entity has transferred substantially all risks and rewards or if the Entity does not retain control over those receivables.

Other financial assets

Other financial assets include both debt instrument and equity instruments. Debt instruments include those subsequently carried at amortized cost, those carried at FVTPL and those carried at FVTOCI.

Equity instruments

The Entity subsequently measures all equity investments at fair value. Where the Entity's management has elected to present fair value gains and losses on equity investments in OCI, there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment. Dividends from such investments continue to be recognised in profit or loss as other income when the Entity's right to receive payments is established.

Changes in the fair value of financial assets at FVTPL are recognised in other gains/(losses) in the statement of profit or loss as applicable. Impairment losses (and reversal of impairment losses) on equity investments measured at FVTOCI are not reported separately from other changes in fair value.

Impairment of financial assets

The Entity assesses on a forward looking basis the expected credit losses associated with its debt instruments carried at amortised cost and FVOTCI. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

Pidilite Middle East Limited

Jebel Ali Free Zone

Dubai - United Arab Emirates

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

4 Significant accounting policies (continued)

4.9 Financial assets (continued)

Derecognition of financial assets

The Entity derecognises a financial asset only when the contractual rights to the cash flows from the asset expire; or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Entity neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Entity recognises its retained interest in the asset and an associated liability for the amounts, it may have to pay. If the Entity retains substantially all the risks and rewards of ownership of a transferred financial asset, the Entity continues to recognise the financial asset.

4.10 Financial liabilities

Financial liabilities are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Entity's financial liabilities include accounts and other payables.

Accounts and other payables

Accounts payable are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer). If not, they are presented as non-current liabilities. Accounts and other payables are recognised initially at fair value and subsequently are measured at amortised cost using effective interest method.

Derecognition of financial liabilities

The Entity derecognises financial liabilities when, and only when, the Entity's obligations are discharged, cancelled or they expire. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

4.11 Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the statement of financial position when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

4.12 Critical accounting judgements and key sources of estimation uncertainty

In the application of the Entity's accounting policies, which are described in policy notes, the management are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The significant judgements and estimates made by management, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are described below.

4 Significant accounting policies (continued)

4.12 Critical accounting judgements and key sources of estimation uncertainty (continued)

Critical judgements in applying accounting policies

In the process of applying the Entity's accounting policies, which are described above, and due to the nature of operations, management makes the following judgement that has the most significant effect on the amounts recognised in the separate financial statements.

Investment in an Associate

Management has assessed the level of influence that the Entity has on its associate and determined that it has significant influence even though the share holding is below or equal to 20% because of the board representation and contractual terms. Consequently, this investment has been classified as an associate.

Key sources of estimation uncertainty

The key assumptions concerning the future, and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are discussed below.

Valuation of unquoted investments

Valuation of unquoted equity investments is normally based on one of the following:

- Current fair value of another instrument that is substantially the same;
- The expected cash flows discounted at current rates applicable for items with similar terms and risk characteristics; or
- Other valuation models.

The determination of the cash flows and discount factors for unquoted equity investments requires significant estimations. The Entity calibrates the valuation techniques periodically and tests them for validity using either prices from observable current market transactions in the same instrument or from other available observable market data.

Fair value measurement of financial instruments

For the purpose of fair value disclosures, the Entity has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy. The fair value of financial instruments that are not traded in an active market (for example, over-the-counter derivatives) is determined by using valuation techniques. The Entity uses its judgement to select a variety of methods and make assumptions that are mainly based on market conditions existing at the end of each reporting period.

The Entity has an established control framework with respect to the measurement of fair values. This includes a management team that has overall responsibility for overseeing all significant fair value measurements.

Impairment of financial assets

The loss allowances for financial assets are based on assumptions about risk of default and expected loss rates. The Entity uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Entity's past history, existing market conditions as well as forward looking estimates at the end of each reporting period. Details of the key assumptions and inputs used are disclosed in the relevant notes to the separate financial statements.

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5	Investment in a subsidiary	Proportion of ownership interest		2019	2018
		2019	2018		
	M/s. Pidilite MEA Chemicals L.L.C., Dubai - U.A.E.	49%	49%	<u>300,000</u>	<u>300,000</u>

The investment is made against 300 shares of AED 1,000 each. The principal activity of the M/s. Pidilite MEA Chemicals L.L.C., Dubai - U.A.E. is to manufacture and trade acid, gum & glue, paint, varnish, insulation materials, adhesives, industrial solvents and construction chemicals. The Entity has 100% control and management of the investee.

The investment in subsidiary has been separately accounted at cost in these separate financial statements in accordance with IAS 27 ("Separate Financial Statements"). The Entity avails exemption to consolidate the subsidiary in accordance with IFRS 10 ("Consolidated Financial Statements"), since the M/s. Pidilite Industries Limited - India (shareholder), listed on stock exchange of India prepares consolidated financial statements.

6	Investment in an associate	Proportion of ownership interest		Proportion of voting power		2019	2018
		2019	2018	2019	2018		
	M/s. Plus Call Technical Services L.L.C., Dubai - U.A.E.	19%	19%	40%	40%	120,000	120,000
	Less: Impairment loss					<u>(120,000)</u>	<u>-</u>
						<u>-</u>	<u>120,000</u>
	<i>Movement in impairment loss of investment</i>						
	Charge during the year					<u>120,000</u>	<u>-</u>
	Balance at the end of the year					<u>120,000</u>	<u>-</u>

The investment is made against purchase of 120 shares of AED 1,000 each. The principal activities of the investee consist of insulation contracting, painting contracting, floor and wall tiling works, carpentry and flooring contracting, concrete works and concrete restoration. This investment is deemed to be fully impaired during the year.

7 Investments at fair value through OCI

	Number of shares		Proportion of ownership interest		Proportion of voting power		2019	2018
	2019	2018	2019	2018	2019	2018		
i) M/s. PT Pidilite Indonesia - Indonesia	1,142	1,142	1%	1%	1%	1%	42,454	42,454
ii) M/s. Pidilite Specialty Chemicals Bangladesh Private Limited - Bangladesh	35,440	35,268	1%	1%	1%	1%	182,633	181,882

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7 Investments at fair value through OCI (continued)

	<u>Number of shares</u>		<u>Proportion of ownership interest</u>		<u>Proportion of voting power</u>		<u>2019</u>	<u>2018</u>
	<u>2019</u>	<u>2018</u>	<u>2019</u>	<u>2018</u>	<u>2019</u>	<u>2018</u>		
iii) M/s. Pidilite Industries Egypt Co. - Egypt	3,698	3,698	1%	1%	1%	1%	206,736	206,736
iv) M/s. Pidilite Lanka (Private) Limited - Sri Lanka	231	192	0.003%	0.004%	0.003%	0.004%	755	639
v) M/s. Nebula East Africa Private Limited - Kenya	500	500	1%	1%	1%	1%	2,329	2,329
							<u>434,907</u>	<u>434,040</u>

The above investments are unquoted equity investments. These investments are reclassified as "Investments at fair value through OCI" on adoption of IFRS 9 from April 01, 2018.

The carrying values of the investments are indicative of the fair values.

	<u>2019</u>	<u>2018</u>
8 Advances for share capital		
M/s. Pidilite Industries Egypt Co. - Egypt	91,485	91,485
M/s. Pidilite Specialty Chemicals Bangladesh Private Limited - Bangladesh	-	751
	<u>91,485</u>	<u>92,236</u>

The advances for M/s. Pidilite Specialty Chemicals Bangladesh Private Limited - Bangladesh have been transferred to investment in 172 shares during the year (note 7).

9 Long term loans to subsidiary and associate

M/s. Pidilite MEA Chemicals L.L.C - U.A.E.	86,517,469	83,739,469
M/s. Plus Call Technical Services L.L.C., Dubai - U.A.E.	2,276,873	2,276,873
Less: Impairment loss	<u>(48,887,871)</u>	<u>(46,610,998)</u>
	<u>39,906,471</u>	<u>39,405,344</u>

The above loans are unsecured, interest free and without any fixed repayment schedule.

Movement of impairment loss

The movements in the impairment loss as at the reporting date are as follows:

Balance at the beginning of the year	46,610,998	46,610,998
Charge during the year	2,276,873	-
Balance at the end of the year	<u>48,887,871</u>	<u>46,610,998</u>

10 Other receivables

Receivable towards the sale of shares	<u>98,833</u>	<u>98,833</u>
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	<u>2019</u>	<u>2018</u>
11 Bank balances		
Cash at banks	<u>240,925</u>	<u>307,331</u>

Management has concluded that the Expected Credit Loss (ECL) for all bank balances is immaterial as these balances are held with banks/financial institutions whose credit risk rating by international rating agencies has been assessed as low.

12 Share capital

The authorized share capital of the Entity is AED 100,000,000 divided into 100,000,000 shares of AED 1 each. The issued and paid up capital of the Entity is AED 91,163,000 (2018: AED 88,379,492) divided into 91,163,000 (2018: 88,379,492) shares of AED 1 each fully paid.

The details of the shareholding as at the reporting date are as follows:

Name of shareholder	Domicile	Percentage		No. of shares		2019	2018
		2019	2018	2019	2018		
M/s. Pidilite Industries Limited - India	India	100	100	91,163,000	88,379,492	91,163,000	88,379,492
		100	100	91,163,000	88,379,492	91,163,000	88,379,492

	<u>2019</u>	<u>2018</u>
13 Accumulated (losses)		
Balance at the beginning of the year	(47,632,908)	(47,175,983)
(Loss) for the year	(2,470,347)	(456,925)
Balance at the end of the year	<u>(50,103,255)</u>	<u>(47,632,908)</u>

14 Other payables		
Accrued expenses	<u>12,876</u>	<u>11,200</u>

	<u>For the year ended March 31,</u>	
	<u>2019</u>	<u>2018</u>
15 Administrative expenses		
Legal and professional	49,796	18,950
Directors' fee (note 16)	20,000	20,000
Bank charges	3,678	3,951
Foreign currency exchange loss	-	5,329
	<u>73,474</u>	<u>48,230</u>

16 Related party transactions

The Entity enters into transactions with other entities that fall within the definition of a related party as contained in IAS 24, Related Party Disclosures. Related parties comprise entities under common ownership and/or common management and control; their partners and key management personnel.

The management decides on the terms and conditions of the transactions and services received/rendered from/to related parties as well as other charges, if applicable.

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16 Related party transactions (continued)

a) Transactions with related parties

The nature of significant related party transactions and the amounts involved were as follows:

	For the year ended March 31,	
	2019	2018
Loans to a subsidiary written off	-	304,501
Impairment loss on investment in an associate	120,000	-
Impairment loss on long term loans to a subsidiary and associate	2,276,873	-
Directors' fee	20,000	20,000

17 Financial instruments

a) Significant accounting policies

Details of the significant accounting policies and methods adopted, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised, in respect of each class of financial asset and financial liability are disclosed in note 4 to the separate financial statements.

b) Fair value of financial assets and financial liabilities that are not measured at fair value on recurring basis.

	As at March 31,		As at March 31,	
	2019	2018	2019	2018
<i>Financial assets</i>	Carrying amount		Fair value	
Other receivables	98,833	98,833	98,833	98,833
Long term loans to subsidiary and associate	39,906,471	39,405,344	39,906,471	39,405,344
Bank balances	240,925	307,331	240,925	307,331
	<u>40,246,229</u>	<u>39,811,508</u>	<u>40,246,229</u>	<u>39,811,508</u>
<i>Financial liabilities</i>				
Other payables	<u>12,876</u>	<u>11,200</u>	<u>12,876</u>	<u>11,200</u>

Financial instruments comprises of financial assets and financial liabilities.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between knowledgeable and willing parties.

Financial assets consist of other receivables, long term loans to subsidiary and associate and bank balances. Financial liabilities consists of other payables.

As at the reporting date, financial assets and financial liabilities approximate their carrying values.

c) Fair value of financial assets that are measured at fair value on recurring basis

The Entity's financial assets are measured at fair value at the end of each reporting date. Following are the information about how the fair values of these financial assets are determined and their valuation technique and inputs used.

	Valuation technique	Fair value hierarchy	Fair value as at March 31, 2019
Investments at fair value through OCI	DCF	Level 3	<u>434,907</u>

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17 Financial instruments (continued)*c) Fair value of financial assets that are measured at fair value on recurring basis (continued)*

Significant unobservable inputs for private equity investments are long term revenue growth, weighted average cost of capital, management experience and knowledge of market conditions for specific industries.

The higher the growth, the higher the fair value or the higher the weighted average cost of capital, the lower the fair value.

18 Financial risk management objectives

The Entity management set out the Entity's overall business strategies and its risk management philosophy. The Entity's overall financial risk management program seeks to minimize potential adverse effects on the financial performance of the Entity. The Entity policies include financial risk management policies covering specific areas, such as market risk (including foreign exchange risk, interest rate risk), liquidity risk and credit risk. Periodic reviews are undertaken to ensure that the Entity's policy guidelines are complied with.

There has been no change to the Entity's exposure to these financial risks or the manner in which it manages and measures the risk.

The Entity is exposed to the following risks related to financial instruments. The Entity has not framed formal risk management policies, however, the risks are monitored by management on a continuous basis. The Entity does not enter into or trade in financial instruments, investment in securities, including derivative financial instruments, for speculative or risk management purposes.

a) Foreign currency risk management

The Entity undertakes certain transactions denominated in foreign currencies. Hence, exposures to exchange rate fluctuations arise.

The carrying amounts of the Entity's monetary assets and liabilities denominated in foreign currencies other than in Arab Emirates Dirham or currencies to which the Dirham is fixed are as follows:

	Amounts in foreign currency				Equivalent to AED			
	Liabilities		Assets		Liabilities		Assets	
	2019	2018	2019	2018	2019	2018	2019	2018
Taka	-	-	3,544,000	-	-	-	182,633	-
Egyptian Pound	-	-	369,800	-	-	-	206,736	-
Rupee	-	-	29,337	-	-	-	755	-
KES	-	-	50,000	-	-	-	2,329	-

The following table details the Entity's sensitivity to a 2% increase or decrease in the functional currency against the relevant foreign currencies. 2% is the sensitivity rate used for reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonable possible change in foreign exchange rates. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the period end for a 2% change in foreign currency rates. A positive or negative number below indicates an increase or decrease in profit or loss where the functional currency weakens 2% against the relevant currency. For a 2% strengthening of the functional currency against the relevant currency, there would be an equal and opposite impact on the profit or loss, and the balances below would be negative.

	Profit or loss	
	2019	2018
Taka	3,653	-
Egyptian Pound	4,135	-
Rupee	15	-
KES	47	-

18 Financial risk management objectives (continued)

b) *Interest rate risk management*

As at the reporting date, there is no significant interest rate risk as there are no borrowings at year end.

c) *Liquidity risk management*

Ultimate responsibility for liquidity risk management rests with the management which has built an appropriate liquidity risk management framework for the management of the Entity's short, medium and long-term funding and liquidity management requirements. The Entity manages liquidity risk by maintaining adequate reserves, continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities.

The Entity's objective is to maintain a balance between continuity of funding and flexibility through the use of bank loans and equity from shareholder through their current accounts or loans.

Liquidity and interest risk table:

The table below summarises the maturity profile of the Entity's financial assets and financial liabilities. The contractual maturities of the financial assets and financial liabilities have been determined on the basis of the remaining period at the financial position date to the contractual maturity date. The maturity profile of the assets and liabilities at the statement of financial position date based on contractual repayment arrangements were as follows:

Particulars	Interest bearing			Non Interest bearing			Total
	On demand or less than 3 months	Within 1 year	More than 1 year	On demand or less than 3 months	Within 1 year	More than 1 year	
As at March 31, 2019							
Financial assets							
Long term loans to subsidiary and associate	-	-	-	-	-	39,906,471	39,906,471
Investments at fair value through OCI	-	-	-	-	-	434,907	434,907
Other receivables	-	-	-	-	98,833	-	98,833
Bank balances	-	-	-	240,925	-	-	240,925
	-	-	-	240,925	98,833	40,341,378	40,681,136
Financial liabilities							
Other payables	-	-	-	-	12,876	-	12,876
	-	-	-	-	12,876	-	12,876
As at March 31, 2018							
Financial assets							
Long term loans to subsidiary and associate	-	-	-	-	-	39,405,344	39,405,344
Other receivables	-	-	-	-	98,833	-	98,833
Bank balances	-	-	-	307,331	-	-	307,331
	-	-	-	307,331	98,833	39,405,344	39,811,508
Financial liabilities							
Other payables	-	-	-	-	11,200	-	11,200
	-	-	-	-	11,200	-	11,200

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18 Financial risk management objectives (continued)

d) *Credit risk management*

Credit risk refers to the risk that the counterparty will default on its contractual obligations resulting in financial loss to the Entity. The Entity has adopted a policy of only dealing with creditworthy counterparties. The Entity's exposure are continuously monitored and their credit exposure is reviewed by the management regularly .

Ongoing credit evaluation is performed on the financial condition of other receivables. Further details of credit risks on other receivables are discussed in note 10 to the separate financial statements.

The credit risk on liquid funds is limited because the counterparties are banks with high credit-ratings assigned by international credit-rating agencies.

The carrying amounts of the financial assets recorded in the separate financial statements, which is net of impairment losses, represents the Entity's maximum exposure to credit risks.

19 Capital risk management

The Entity manages its capital to ensure that it will be able to continue as a going concern while maximizing the return to stakeholders through the optimization of the equity balance. The Entity's overall strategy remains unchanged from prior year.

20 Contingent liabilities

Except for the ongoing business obligations which are under normal course of business, there has been no other known contingent liability on the Entity's separate financial statements as of the reporting date.

21 Commitments

Except for the ongoing business obligations which are under normal course of business, there has been no other known commitment on the Entity's separate financial statements as of the reporting date.

22 Reclassification

Certain amounts for the prior year were reclassified to conform to current year's presentation. However, such reclassifications do not have any impact on the previously reported financial result or equity.