INDEPENDENT AUDITORS' REPORT

TO THE MANAGEMENT OF GRAVITA SENEGAL SAU

Report on the Financial Statements

We have audited the accompanying financial statements of Gravita Senegal SAU which comprise the statement of financial position as at March 31, 2019 and the income statement, statement of profit & loss and other comprehensive income, statement of changes in equity for the year ended and a summary of significant accounting policies and other explanatory information of the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view in accordance with accounting principles generally accepted in Senegal, and for such internal control as management determines is necessary to enable the preparation of financial statements that 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 auditors' judgment including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation of the financial statements that give a true and fair view 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 give a true and fair view of the financial position of the Branch as at March 31, 2019 and of its financial performance for the year accordance with Senegal Accounting Standards,

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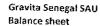
Cabinet Ibrahima DIAGNE Ext. 1/32 Comptable 1 Capanil Tél: 33 c. 13 33 / 7. 542 97 09 108, Cité Magistrats VDN - DAKAR

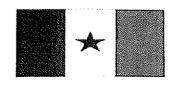
CABINET IBRAHIMA DIAGNE

Partner

Date: - 21nd May, 2019







| As at March 31, 2019 | | (XC |)F) |
|--|----------|--|------------------|
| Particulars | Note | As at | As at |
| , arventory | ,,,,, | March 31, 2019 | March 31, 2018 |
| I. ASSETS | | | |
| 1 Non - current assets | | | |
| (a) Property, Plant and Equipment | 2 | 206 016 972,62 | 105 864 816,79 |
| (b) Capital work-in-progress | 3 | 204 376 609,52 | 181 388 629,53 |
| (c) Financial Assets | | | |
| (i) Loans | 9 | 29 579 927,50 | 26 593 164,50 |
| (d) Tax Assets (net) | 6 | 973 519,00 | 973 519,00 |
| (e) Other non current assets | 5(a) | 36 023 437,50 | |
| | | 476 970 466,14 | 314 820 129,82 |
| 2 Current assets | | | |
| (a) Inventories | 7 | 301 750 113,39 | 217 839 671,79 |
| (b) Financial Assets | | | |
| (i) Trade receivables | 4 | 679 782 009,77 | 799 516 788,24 |
| (ii) Cash and cash equivalents | 8 | 163 162 789,00 | 69 932 422,62 |
| (c) Other current assets | 5(b) | 65 075 814,82 | 49 187 905,45 |
| | | | - 10.0 - 10.0 |
| | | 1 209 770 726,98 | 1 136 476 788,10 |
| Water A. | | 4 505 741 402 12 | 1 454 205 047 02 |
| Total As | sers | 1 686 741 193,12 | 1 451 296 917,92 |
| II. EQUITY AND LIABILITIES | | | |
| 1 Equity | | | |
| (a) Equity : Share capital | 10 | 238 000 000,00 | 238 000 000,00 |
| (b) Other equity | | 917 067 240,02 | 985 530 294,37 |
| Equity attributable to owners of the Company | | 1 155 067 240,02 | 1 223 530 294,37 |
| 0.45.1204 | | ļ | |
| 2 Liabilities | | The state of the s | |
| Non - current liabilities | 11. | 2 229 242 00 | 2 700 052 00 |
| (a) Provisions | ** | 3 338 342,00 3 338 342,00 | 3 709 052,00 |
| 3 Current liabilities | } | 3 330 342,00 | 3 709 052,00 |
| (a) Financial Liabilities | | | |
| (i) Borrowings | 12 | 59 322 884,00 | |
| (i) Trade payables | 13 | 388 040 092,91 | 84 244 060,14 |
| (b) Current tax Liabilities (net) | 14 | 80 972 634,19 | 139 813 511,41 |
| Int partelle on management frost | <u> </u> | 528 335 611,11 | 224 057 571,55 |
| | - | 2222222 | 264 037 371,33 |
| | | 531 673 953,11 | 227 766 623,55 |
| | | | 227 700 023,33 |
| Total Equity and Liabili | ties | 1 686 741 193.12 | 1 451 296 917,92 |
| ' | 1 to 22 | | 4 734 630 317,36 |

See accompanying notes to the financial statements

1 to 23

In terms of our report attached. For Cabinet Ibrahima Diagne Chartered Accountants

Cabinet Ibrahima Diagne

Partner

For and on behalf of the Board of Directors Gravita Senegal SAU

Virendra Singh Tanwar

(Director)

Name (Designation)

Place: 21Mai 201

Cubinet Ibrahima DIAGNE

Cubinet Ibrahima DIAGNE

Tel: 33 our 13 33 live 2 67 09

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Gravita Senegal SAU Statement of profit and loss

| | the year ended March 31, 2019 | | (XI | OF) |
|------|---|------|--------------------------------------|--------------------------------------|
| Part | lculars | Note | For the year ended March 31, 2019 | For the year ended March 31, 2018 |
| 1 | Revenue from operations | 15 | 4 337 531 897,73 | 4 345 295 189,85 |
| 11 | Other income | 16 | 3 078 879,31 | 4 175 863,38 |
| 111 | Total income (I + II) | | 4 340 610 777,04 | 4 349 471 053,23 |
| IV | Expenses: | | | |
| | (a) Cost of materials consumed | 17 | 2 990 289 228,45 | 2 852 578 511,70 |
| | (b) Changes in inventories of finished goods, Stock-in-trade and work-in-progress | 18 | (46 087 117,95) | 17 012 369,37 |
| | cripioyee denents expense | 19 | 256 705 712,18 | 235 728 027,73 |
| | (d) Finance costs (e) Depreciation and amortisation support | 20 | 6 094 392,00 | 827 |
| | and and usation expense | 21 | 34 387 296,97 | 15 413 310,55 |
| | (f) Other expenses | 22 | 379 766 036,96 | 410 672 757,72 |
| | Total expenses (IV) | | 3 621 155 548,61 | 3 531 404 977,07 |
| ٧ | Share of profit of associates | | | |
| VI | Profit before tax (III - IV + V) | | 719 455 228,43 | 818 066 076,16 |
| VI | Tax expense: | | | |
| | (a) Current tax | | | |
| | (b) Deferred tax charge | 23 | 107 918 284,27 | 122 709 911,41 |
| | | | 107 918 284,27 | 122 709 911,41 |
| | Profit for the year (VI - VII) | 1 1 | | |

In terms of our report attached. For Cabinet Ibrahima Diagne **Chartered Accountants**

Cabinet Ibrahima Diagne

Partner

Place: Date :

For and on behalf of the Board of Directors

Vircentes Singh Tanwar (Girector)

Name (Designation)

Cabinet Ibrahima DIAGNE Extractive Comptable Central Tél: 33 c. 13 33 / 7. 542 97 09 108, Cité Magistrats VDN - DAKAR

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| | | (XOF In I | acs) |
|--------|---|-------------------------|-------------------------|
| Partic | ulars | As at March 31, 2019 | As at March 31, 2018 |
| D | Surplus in Statement of Profit and Loss-1 | | |
| | Opening balance | 985 530 294,37 | 516 274 130,62 |
| | 1. Profit for the year | 611 536 944,17 | 695 356 164,75 |
| | 2. Other comprehensive income for the year, net of income | | |
| | Total comprehensive income for the year | 1 597 067 238,54 | 1 211 630 295,37 |
| | 3. Final dividend on equity shares | -679 999 998,52 | -226 100 001,00 |
| | 4. Tax on final dividend on equity shares | <u> </u> | |
| | Closing balance | 917 067 240,02 | 985 530 294,37 |

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Notes forming part of the financial statements Gravita Senegal SAU

Note 2 - Property, Plant and Equipment

| As at March 31, 2019 and March 31, 2018 | | | | | | | | |
|---|---------------|---------------|----------------|------------------|--------------|--|---|-----------------|
| Particulars | | | | (XOF) | | | | |
| | Freehold land | Buildings | Plant and | Office Equipment | Computer and | Econition and | | |
| Cost | | | equipments | | accessories | fixtures | venicles | Total |
| As at March 31, 2017 | 11 432 000 00 | | | | | יויעותובי | | |
| Additions during the year | 00,000 554 17 | 8 /37 245,60 | 67 476 679,17 | 632 745,80 | 147 875,96 | 157 973.15 | 12 818 759 25 | 101 001 000 |
| Disposals/ Adjustments | • | t | 20 873 440,75 | 700 095,50 | | 581 017 00 | E2 22 22 22 20 20 20 20 20 20 20 20 20 20 | 101 404 279,03 |
| Translation difference | • | -288 000,00 | -79 770 938,47 | -199 454,80 | -95 000,000 | -59 222 12 | -19 368 250 56 | 74 376 271,45 |
| As at March 31, 2018 | | | | | | | 20,000 | 56,608 US 1 EE- |
| Additions during the year | 11 433 000,00 | 8 449 246,60 | 8 579 181,45 | 1 133 386,50 | 52 875,96 | 679 768 03 | 45 677 27E OO | |
| Disposals/ Adjustments | 4 | 21 364 916,07 | 109 547 184,26 | 2 248 878.87 | 470 338 00 | 015 634 10 | 42 014 445,33 | 15 399 584,53 |
| Translation difference | • | • | -1 510 013,90 | -143 812.00 | 2000 | פניישאס כדכ | • | 134 546 941,39 |
| As at Mar 21 2010 | * | 1 | | | | 00,000 222 | 1 | -1 875 075,90 |
| בין הייים בין געולט | 11 433 000,00 | 29 814 162.67 | 116 616 351 01 | | _ | 1 | ' | • |
| | | | 10/10/ 010 011 | 5 238 453,37 | 523 213,96 | 1 374 142,22 | 45 672 225,99 | 208 671 550.02 |
| Depreciation | | | | | | | | |
| As at March 31, 2017 | | | | | | ······································ | *************************************** | |
| Charge for the year | | / /16 1//,25 | 40 568 729,29 | 616 110,53 | 70 634,97 | 134 247.66 | 3 664 797 00 | קב מטיי טבר נים |
| Deletions | 3 | SUS 157,64 | 10 886 167,41 | 20 847,40 | 38 109,10 | 12 545,56 | 3 867 603 60 | 32 //U 085,/U |
| Translation difference | E | -421 407,35 | -78 077 555,66 | -199 454,80 | -93 239,02 | -59 222.12 | 35 020 355 91- | 22,012,210,22 |
| As at March 31, 2018 | | | | | | | 00,000 | 19,621 640 06- |
| Charge for the year | 5 | 8 672 967,54 | -26 622 658,96 | 437 503,13 | 15 505.05 | 87 571 10 | 44 000 040 40 | |
| Delations | , | 587 516,61 | 16 590 143,47 | 200 493,70 | 64 788 89 | 274 10 02 | 71,020 020,12 | -29 865 132,26 |
| | ****** | | -1 502 525,31 | -143 812.00 | | בס,פדר דבר | 15 / 20 204,47 | 34 387 296,97 |
| 7 1 | | | | | | 00,062 422- | | -1 867 587,31 |
| AS at Mar St, ZUIS | - | 8 660 484,15 | -11 535 040,80 | 494 184 83 | A0 202 08 | 40 617 | | |
| | | | | 20(1.22 | 00 475,34 | 90 470,93 | 4 864 184,35 | 2 654 577,40 |
| Net block | | | | | | | | |
| As at Marris 21, 2019 | 11 433 000,00 | 21 153 678,52 | 128 151 392,61 | 2 744 268,54 | 442 920.02 | 1 283 671 30 | 20 000 000 | |
| יז מר ונופוריו סדי לחדט | 11 433 000,00 | 376 279,06 | 35 201 840,41 | 695 883 37 | 20,026,56 | 7.00 00 7.00 | 40 808 041,64 | 206 016 972,62 |
| | | | | | TR/075 /6 | 592 196,93 | 57 528 246,11 | 105 864 816,79 |

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Note 3 - Capital work-in-progress

| Particulars | (XOF) | |
|---|---------------------|----------------|
| | As at | As at |
| Opening balance of CWIP | March 31, 2019 | March 31, 2018 |
| Add: additions made during the | 181 388 629,53 | 6 847 292,2 |
| -cos. Capitalised during the tra- | 61 381 187,06 | 174 541 337,3 |
| (Conficess): Iranslation difference | -38 393 207,07 | |
| Closing balance as on reporting date Capital work-in-progress | - 204 376 609,52 | 181 388 629,53 |
| Total | 204 376 609,52 | 181 388 629,53 |
| Dakon ? | 204 376 609,52 | 181 388 629,53 |

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Note 4 - Trade receivables

| \ | | | |
|--------------|----------------------------|---|----------------|
| Particulars | | The state of the state of the last | OF) |
| | | As at | As at |
| | Unsecured, considered good | March 31, 2019 | March 31, 2018 |
| | | 679 782 009,77 679 782 009,77 | 799 516 788,24 |
| Note S - Oth | OY Scools | 0,0,02,003,77 | 799 516 788,24 |

| Note | ς | Other | accate |
|------|---|-------|--------|
| | | | |

| Particulars | | (XO | F) |
|---|-----------|--|--|
| Unsecured, considered good (a) Non Current | | As at March 31, 2019 | As at March 31, 2018 |
| Capital advances | | 36 023 437,50 | |
| (b) Current Advances to related parties (refer note 48) Advances to vendors | Total (a) | 36 023 437,50 | |
| Advances to employees Prepaid expenses | | 46 228 945,34 15 839 010,80 3 007 858,68 | 42 862 387,74 42 878 950,71 1 446 567,00 |
| Dakar, 21 na 2019 | Total (b) | 65 075 814,82 | 49 187 905,45 |

| Note | 6. | Tax | Assets | (Not) |
|------|----|-----|--------|-------|
| | | | | |

| | 2 | (XO | F) |
|---|-----------|----------------|----------------|
| Particulars | | As at | As at |
| | | March 31, 2019 | March 31, 2018 |
| (a) Non Current Advance income tax and tax deducted at source receivables | | 973 519,00 | 973 519,00 |
| (b) Current | Total (a) | 973 519,00 | 973 519,00 |
| Advance income tax and tax deducted at source receivables | | - | - |
| | Total (b) | | |

Note 7 - Inventories *

| | 7 - Inventories " | | |
|------------|--|---------------------------------|-------------------------|
| At lo | wer of cost and net realisable value) | (XC |)F) |
| Parti | culars | As at | As at |
| ! | | March 31, 2019 | March 31, 2018 |
| (a) | Raw materials and bought out components Goods-in-transit | 33 308 157,70 28 604 868,81 | 28 295 102,96 |
| (b) (c) | Work-in-progress Finished goods (other than those acquired for trading) Goods-in-transit | 105 806 838,20 28 833 446,38 | 88 553 166,63 - - |
| (d) | Stock-in-trade (in respect of goods acquired for trading) | - | - |
| (e) | Stores and spares | 90 036 036,41 | 76 920 196,59 |
| (f) | Consumables | 15 160 765,89 | 24 071 205,61 |
| | Less : Write down of inventory to net realisable value | 301 750 113,39 | 217 839 671,79 |
| <u></u> | | 301 750 113,39 | 217 839 671,79 |

Note 8 - Cash and cash equivalents

| | OX) | F) |
|---|--|--------------------------------|
| Particulars | As at March 31, 2019 | As at March 31, 2018 |
| (a) Cash and cash equivalents Balances with banks -on current accounts Cash on hand Cheques on hand | 22 719 488,00 10 156 542,11 130 286 758,89 | 59 927 001,65 10 005 420,97 |
| Total (a) | 163 162 789,00 | 69 932 422,62 |

Note 9 - Loans

| 100 | rticulars | (xc | OF) |
|----------|---|-------------------------|-------------------------|
| . | | As at March 31, 2019 | As at March 31, 2018 |
| 16 I | Non current, Unsecured, considered good i) Security deposits | 29 579 927,50 | |
| (b) | Current, Unsecured, considered good | | 26 593 164,50 |
| | Total (| 3 | - |

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Note 10 - Equity share capital

| (XOF) | | OF) | |
|--|-------|----------------|----------------|
| Particulars | | As at | As at |
| Authorised share capital | | March 31, 2019 | March 31, 2018 |
| 23800 Equity Shares of CFA 10000 each | | 238 000 000,00 | 238 000 000,00 |
| Issued, subscribed and paid up capital | | 238 000 000,00 | 238 000 000,00 |
| 23800 Equity Shares of CFA 10000 each | | 238 000 000,00 | 238 000 000,00 |
| | Total | 238 000 000,00 | 238 000 000,00 |

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| Note 11 - Provisions | (Xi | OF) |
|---|-------------------------|-------------------------|
| Particulars | As at March 31, 2019 | As at March 31, 2018 |
| (a) Long - term Provision for compensated absences | 3 338 342,00 | 3 709 052,00 |
| | 3 338 342,00 | 3 709 052,00 |
| | | - |

Note 12 - Current financial liabilities - Borrowings (at amortised cost)

| | 3.355 THE RESERVE | (OF) |
|-------------------------------|-------------------|----------------|
| Particulars | As at | As at |
| | March 31, 2019 | March 31, 2018 |
| Unsecured Borrowing from bank | 59 322 884,00 | |
| | 59 322 884,00 | - |

Note 13 - Trade payables

| | (X | OF) |
|--|--|----------------|
| Particulars | As at | As at |
| | March 31, 2019 | March 31, 2018 |
| Sundry creditors Sundry creditors Related Party Employee & Workers related payables (including flexi, Bonus, LTA etc.) | 44 511 043,07 334 148 900,70 9 380 149 | 84 244 060,14 |
| | 388 040 092,91 | 84 244 060,14 |

Note 14 - Tax Liabilities (Net)

| | | OF) |
|--|-------------------------|-------------------------|
| Particulars | As at March 31, 2019 | As at March 31, 2018 |
| Tax liabilities Provision for taxation | 80 972 634,19 | 139 813 511,41 |
| | 80 972 634,19 | 139 813 511,41 |

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Note 15 - Revenue from operations

| B J. A. | Sharranna didhadi (X) | OF) |
|--|-------------------------------|--------------------|
| Partkulars | For the year ended | For the year ended |
| | March 31, 2019 | March 31, 2018 |
| (a) Sale of products (including excise duty) Manufactured goods | . | |
| | 4 337 531 897,73 | 4 345 295 189,85 |
| Total | 4 337 531 897,73 | 4 345 299 189,86 |
| Revenue from operations | 4 337 531 897,73 | 4 345 295 189,85 |

Note 16 - Other income

| Particular |] | | OF) |
|---|-------|--------------------------------------|--------------------------------------|
| rautuap | | For the year ended March 31, 2019 | For the year ended March 31, 2018 |
| (a) Other gains and losses Gain on foreign currency exchange fluctuation (net) | | | |
| | | 3 078 879,31 | 4 175 863,38 |
| | Total | 3 078 879.31 | 4 175 863.38 |

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| . 1 | Note 17 - Cost of material consumed | | OF) |
|-----|--|--------------------|--------------------|
| | | For the year ended | For the year ended |
| ı. | Particulars | March 31, 2019 | March 31, 2018 |
| | | 2 990 289 228 | 2 852 578 512 |
| L | Raw materials and bought out components consumed | 2 990 289 228,45 | 2 852 578 511,70 |
| | | | |

| Note 18 - Changes in inventory of finished goods, work-in-progress and stock-in-trade | [|)F) |
|--|--------------------------------------|--------------------------------------|
| Particulars | For the year ended March 31, 2019 | For the year ended March 31, 2018 |
| Considerable 1 | | |
| Opening stock Finished goods | 88 553 166,63 | 105 565 536,00 |
| Work-in-progress | 88 333 100/0 | |
| Stock-in-trade | | |
| Less: Ciosing stock | 28 833 446,38 | |
| Finished goods | 105 806 838,20 | 88 553 166,63 |
| Work-in-progress | | |
| Stock-In-trade | (46 087 117,95) | 17 012 369,37 |
| Net increase/ (decrease) in inventory of finished goods, work-in-progress and stock-in-trade | (46 087 117,95) | 17 012 369,37 |

Note 19 - Employee benefits expense

| Particulars | (X) | OF) |
|--|---|---|
| r anticulars | For the year ended March 31, 2019 | For the year ended March 31, 2018 |
| (i) Salaries and wages(ii) Contribution to provident and other funds(iii) Staff welfare expenses | 219 717 431,39 4 900 980,00 32 087 300,79 | 200 411 318,46 5 836 425,07 29 480 284,20 |
| | 256 705 712,18 | 235 728 027,73 |

Note 20 - Finance cost

| Particulars | (X) | OF) |
|------------------------------------|--------------------------------------|--------------------------------------|
| 7 of ficulars | For the year ended March 31, 2019 | For the year ended March 31, 2018 |
| (a) Interest costs on - Borrowings | | |
| | 6 094 392,00 | |
| | 6 094 392,00 | * |

Note 21 - Depreciation and amortisation expense

| 1 | | | |
|---|--------------------------------------|--------------------------------------|--|
| | | (XOF) | |
| Particulars | For the year ended March 31, 2019 | For the year ended March 31, 2018 | |
| (a) Depreciation of Property, Plant and Equipment | 34 387 296,97 | 15 413 310,55 | |
| | 34 387 296,97 | 15 413 310,55 | |

Note 22 - Other expenses

| referdance. | (XOF) | OF) |
|--|--|--|
| Particulars | For the year ended March 31, 2019 | For the year ended March 31, 2018 |
| Power and fuel Rates and taxes Legal and professional Repairs and maintenance | 64 885 745,00 2 500,00 5 908 114,81 | 62 125 715,00 3 905 604,00 |
| -Plant & machinery -Buildings -Others Freight and forwarding Travelling and conveyance Insurance Rent Advertising and sales promotion Communication Printing and stationery Payment to auditors Written off/provision for doubtful trade receivables, loans and advances Net loss on foreign currency transactions and translation Loss on property plant and equipment discarded/scrap/written off Bank charges Vehicle running expenses | 61 200 773,10 3 947 407,27 10 854 403,49 27 801 143,90 33 948 397,24 2 287 279,12 9 420 000,00 21 918 831,37 3 059 148,00 866 024,39 700 000,00 (7 421 415,00) 125 803,75 25 673 530,27 | 49 550 199,65 5 572 454,38 6 062 741,75 143 390 885,03 18 681 685,93 2 259 340,00 7 070 000,00 13 236 321,40 3 956 344,43 1 115 739,06 (572 153,40) 71 967 331,47 1 731 736,44 7 760 348,46 |

Note 23 - Tax expense

| | Paragraphic and the Color |)F) |
|-------------------------------------|--|--------------------|
| | For the year ended | For the year ended |
| Particulars | March 31, 2019 | March 31, 2018 |
| | Name of Association of the State of the Stat | |
| (a) Current Tax Current tax expense | 107 918 284,27 | 122 709 911,41 |
| | 107 918 284,27 | 122 709 911,41 |

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