

LUXLITE LAMP S.à r.l.
22, rue de l'Industrie
Z.A. Wandhaff
L-8399 Windhof

R.C.S. Luxembourg B 155 027

**Annual accounts as at 31 March 2019, and
Independent auditor's report**

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Independent auditor's report

To the sole Shareholder of
Luxlite Lamp S.à r.l.
22, rue de l'industrie
Z.A. Wandhaff,
L-8399 Windhof

Report on the audit of the financial statements

Opinion

We have audited the financial statements of Luxlite Lamp S.à r.l. (the "Company"), which comprise the balance sheet as at 31 March 2019, and the profit and loss account for the year then ended, and the notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Company as at 31 March 2019, and of the results of its operations for the year then ended in accordance with Luxembourg legal and regulatory requirements relating to the preparation and presentation of the financial statements.

Basis for Opinion

We conducted our audit in accordance with the Law of 23 July 2016 on the audit profession (the "Law of 23 July 2016") and with International Standards on Auditing ("ISAs") as adopted for Luxembourg by the "Commission de Surveillance du Secteur Financier" ("CSSF"). Our responsibilities under those Law and standards are further described in the "responsibilities of the "réviseur d'entreprises agréé" for the audit of the financial statements section of our report. We are also independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants ("IESBA Code") as adopted for Luxembourg by the CSSF together with the ethical requirements that are relevant to our audit of the financial statements, and have fulfilled our other ethical responsibilities under those ethical requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other information

The Board of Managers is responsible for the other information. The other information comprises the information included in the management report but does not include the financial statements and our report of the "réviseur d'entreprises agréé" thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report this fact. We have nothing to report in this regard.

Responsibilities of the Board of Managers and those charged with governance for the financial statements

The Board of Managers is responsible for the preparation and fair presentation of these financial statements in accordance with Luxembourg legal and regulatory requirements relating to the preparation and presentation of the financial statements, and for such internal control as the Board of Managers determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Managers is responsible for assessing the Company'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 the Board of Managers either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Responsibilities of the “réviseur d’entreprises agréé” for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue a report of the “réviseur d’entreprises agréé” that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Law of 23 July 2016 and with ISAs as adopted for Luxembourg by the CSSF 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 financial statements.

As part of an audit in accordance with the Law of 23 July 2016 and with ISAs as adopted for Luxembourg by the CSSF, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the 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 Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Managers.


- Conclude on the appropriateness of Board of Managers' 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 Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our report of the "réviseur d'entreprises agréé" to the related disclosures in the 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 report of the "réviseur d'entreprises agréé". However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the 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.

Report on other legal and regulatory requirements

The management report is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

Ernst & Young
Société anonyme
Cabinet de révision agréé



Yves Even

Luxembourg, 24 May 2019

Annual Accounts Helpdesk :

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| | | | |
|------------|---------|-------------|---------------|
| RCSL Nr. : | B155027 | Matricule : | 2010 2428 073 |
|------------|---------|-------------|---------------|

BALANCE SHEET

Financial year from 01 01/04/2018 **to** 02 31/03/2019 (in 03 EUR)

LUXLITE LAMP
 22, rue de l'industrie
 L-8399 Windhof

ASSETS

| | Reference(s) | Current year | Previous year |
|--|--------------|--------------|---------------|
| A. Subscribed capital unpaid | 1101 | 101 | 102 |
| I. Subscribed capital not called | 1103 | 103 | 104 |
| II. Subscribed capital called but not paid | 1105 | 105 | 106 |
| B. Formation expenses | 1107 | 107 | 108 |
| C. Fixed assets | 1109 | 87,341.02 | 100,120.83 |
| I. Intangible assets | 1111 | 111 | 112 |
| 1. Costs of development | 1113 | 113 | 114 |
| 2. Concessions, patents, licences, trade marks and similar rights and assets, if they were | 1115 | 115 | 116 |
| a) acquired for valuable consideration and need not be shown under C.I.3 | 1117 | 117 | 118 |
| b) created by the undertaking itself | 1119 | 119 | 120 |
| 3. Goodwill, to the extent that it was acquired for valuable consideration | 1121 | 121 | 122 |
| 4. Payments on account and intangible assets under development | 1123 | 123 | 124 |
| II. Tangible assets | 1125 | 28,389.75 | 41,169.56 |
| 1. Land and buildings | 1127 | 5,233.96 | 17,479.13 |
| 2. Plant and machinery | 1129 | 129 | 130 |

| | Reference(s) | Current year | Previous year |
|---|--------------------|--------------|---------------|
| 3. Other fixtures and fittings, tools and equipment | 1131 | 23,155.79 | 23,690.43 |
| 4. Payments on account and tangible assets in the course of construction | 1133 | | |
| III. Financial assets | 1135 NOTE 5 | 58,951.27 | 58,951.27 |
| 1. Shares in affiliated undertakings | 1137 | | |
| 2. Loans to affiliated undertakings | 1139 | | |
| 3. Participating interests | 1141 | | |
| 4. Loans to undertakings with which the undertaking is linked by virtue of participating interests | 1143 | | |
| 5. Investments held as fixed assets | 1145 | | |
| 6. Other loans | 1147 | 58,951.27 | 58,951.27 |
| D. Current assets | 1151 | 5,700,053.13 | 5,935,830.71 |
| I. Stocks | 1153 NOTE 6 | 1,673,812.55 | 1,636,201.54 |
| 1. Raw materials and consumables | 1155 | | |
| 2. Work in progress | 1157 | | |
| 3. Finished goods and goods for resale | 1159 | 1,673,812.55 | 1,636,201.54 |
| 4. Payments on account | 1161 | | |
| II. Debtors | 1163 | 3,932,940.46 | 3,452,808.86 |
| 1. Trade debtors | 1165 NOTE 7 | 3,442,491.89 | 3,123,340.08 |
| a) becoming due and payable within one year | 1167 | 3,442,491.89 | 3,123,340.08 |
| b) becoming due and payable after more than one year | 1169 | | |
| 2. Amounts owed by affiliated undertakings | 1171 | 392,798.93 | 230,698.67 |
| a) becoming due and payable within one year | 1173 NOTE 8 | 392,798.93 | 230,698.67 |
| b) becoming due and payable after more than one year | 1175 | | |
| 3. Amounts owed by undertakings with which the undertaking is linked by virtue of participating interests | 1177 | | |
| a) becoming due and payable within one year | 1179 | | |
| b) becoming due and payable after more than one year | 1181 | | |
| 4. Other debtors | 1183 | 97,649.64 | 98,770.11 |
| a) becoming due and payable within one year | 1185 | 97,649.64 | 98,770.11 |
| b) becoming due and payable after more than one year | 1187 | | |

| | | | |
|-------------|---------|-------------|---------------|
| RC SL Nr. : | B155027 | Matricule : | 2010 2428 073 |
|-------------|---------|-------------|---------------|

| | Reference(s) | Current year | Previous year |
|--------------------------------------|--------------|-------------------------|-------------------------|
| III. Investments | 1189 _____ | 189 _____ | 190 _____ |
| 1. Shares in affiliated undertakings | 1191 _____ | 191 _____ | 192 _____ |
| 2. Own shares | 1209 _____ | 209 _____ | 210 _____ |
| 3. Other investments | 1195 _____ | 195 _____ | 196 _____ |
| IV. Cash at bank and in hand | 1197 _____ | 197 <u>93,300.12</u> | 198 <u>846,820.31</u> |
| E. Prepayments | 1199 _____ | 199 <u>45,341.80</u> | 200 <u>53,419.39</u> |
| TOTAL (ASSETS) | | 201 <u>5,832,735.95</u> | 202 <u>6,089,370.93</u> |

| |
|--|
| CAPITAL, RESERVES AND LIABILITIES |
|--|

| | Reference(s) | Current year | Previous year |
|---|--------------------|--------------------------|--------------------------|
| A. Capital and reserves | | | |
| | 1301 _____ | 301 <u>1,359,613.80</u> | 302 <u>1,971,592.42</u> |
| I. Subscribed capital | 1303 _____ | 303 <u>9,112,500.00</u> | 304 <u>9,112,500.00</u> |
| II. Share premium account | 1305 _____ | 305 _____ | 306 _____ |
| III. Revaluation reserve | 1307 _____ | 307 _____ | 308 _____ |
| IV. Reserves | 1309 _____ | 309 <u>1,250.00</u> | 310 <u>1,250.00</u> |
| 1. Legal reserve | 1311 _____ | 311 <u>1,250.00</u> | 312 <u>1,250.00</u> |
| 2. Reserve for own shares | 1313 _____ | 313 _____ | 314 _____ |
| 3. Reserves provided for by the articles of association | 1315 _____ | 315 _____ | 316 _____ |
| 4. Other reserves, including the fair value reserve | 1429 _____ | 429 _____ | 430 _____ |
| a) other available reserves | 1431 _____ | 431 _____ | 432 _____ |
| b) other non available reserves | 1433 _____ | 433 _____ | 434 _____ |
| V. Profit or loss brought forward | 1319 _____ | 319 <u>-7,142,157.58</u> | 320 <u>-6,825,801.99</u> |
| VI. Profit or loss for the financial year | 1321 NOTE 9 | 321 <u>-611,978.62</u> | 322 <u>-316,355.59</u> |
| VII. Interim dividends | 1323 _____ | 323 _____ | 324 _____ |
| VIII. Capital investment subsidies | 1325 _____ | 325 _____ | 326 _____ |
| B. Provisions | | | |
| | 1331 _____ | 331 <u>27,370.00</u> | 332 <u>20,607.50</u> |
| 1. Provisions for pensions and similar obligations | 1333 _____ | 333 _____ | 334 _____ |
| 2. Provisions for taxation | 1335 _____ | 335 <u>27,370.00</u> | 336 <u>20,607.50</u> |
| 3. Other provisions | 1337 _____ | 337 _____ | 338 _____ |
| C. Creditors | | | |
| | 1435 _____ | 435 <u>4,445,752.15</u> | 436 <u>4,097,171.01</u> |
| 1. Debenture loans | 1437 _____ | 437 _____ | 438 _____ |
| a) Convertible loans | 1439 _____ | 439 _____ | 440 _____ |
| i) becoming due and payable within one year | 1441 _____ | 441 _____ | 442 _____ |
| ii) becoming due and payable after more than one year | 1443 _____ | 443 _____ | 444 _____ |
| b) Non convertible loans | 1445 _____ | 445 _____ | 446 _____ |
| i) becoming due and payable within one year | 1447 _____ | 447 _____ | 448 _____ |
| ii) becoming due and payable after more than one year | 1449 _____ | 449 _____ | 450 _____ |
| 2. Amounts owed to credit institutions | 1355 _____ | 355 _____ | 356 _____ |
| a) becoming due and payable within one year | 1357 _____ | 357 _____ | 358 _____ |
| b) becoming due and payable after more than one year | 1359 _____ | 359 _____ | 360 _____ |

| | Reference(s) | | Current year | | Previous year |
|--|--------------|---------|---------------------|-----|---------------------|
| 3. Payments received on account of orders in so far as they are shown separately as deductions from stocks | 1361 | 361 | | 362 | |
| a) becoming due and payable within one year | 1363 | 363 | | 364 | |
| b) becoming due and payable after more than one year | 1365 | 365 | | 366 | |
| 4. Trade creditors | 1367 | 367 | 3,120,886.48 | 368 | 2,653,711.02 |
| a) becoming due and payable within one year | 1369 | 369 | 3,120,886.48 | 370 | 2,653,711.02 |
| b) becoming due and payable after more than one year | 1371 | 371 | | 372 | |
| 5. Bills of exchange payable | 1373 | 373 | | 374 | |
| a) becoming due and payable within one year | 1375 | 375 | | 376 | |
| b) becoming due and payable after more than one year | 1377 | 377 | | 378 | |
| 6. Amounts owed to affiliated undertakings | 1379 | NOTE 10 | 1,284,687.49 | 380 | 1,405,393.50 |
| a) becoming due and payable within one year | 1381 | 381 | 1,284,687.49 | 382 | 1,405,393.50 |
| b) becoming due and payable after more than one year | 1383 | 383 | | 384 | |
| 7. Amounts owed to undertakings with which the undertaking is linked by virtue of participating interests | 1385 | 385 | | 386 | |
| a) becoming due and payable within one year | 1387 | 387 | | 388 | |
| b) becoming due and payable after more than one year | 1389 | 389 | | 390 | |
| 8. Other creditors | 1451 | 451 | 40,178.18 | 452 | 38,066.49 |
| a) Tax authorities | 1393 | 393 | 6,788.04 | 394 | 5,918.05 |
| b) Social security authorities | 1395 | 395 | 14,085.16 | 396 | 14,851.47 |
| c) Other creditors | 1397 | 397 | 19,304.98 | 398 | 17,296.97 |
| i) becoming due and payable within one year | 1399 | 399 | 19,304.98 | 400 | 17,296.97 |
| ii) becoming due and payable after more than one year | 1401 | 401 | | 402 | |
| D. Deferred income | 1403 | 403 | | 404 | |
| TOTAL (CAPITAL, RESERVES AND LIABILITIES) | | 405 | 5,832,735.95 | 406 | 6,089,370.93 |

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| | | | |
|------------|---------|-------------|---------------|
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|------------|---------|-------------|---------------|

PROFIT AND LOSS ACCOUNT

Financial year from 01 01/04/2018 **to** 02 31/03/2019 (in 03 EUR)

LUXLITE LAMP
 22, rue de l'industrie
 L-8399 Windhof

PROFIT AND LOSS ACCOUNT

| | Reference(s) | Current year | Previous year |
|--|---------------------|---------------------------|--------------------------|
| 1. Net turnover | 1701 <u>NOTE 11</u> | 701 <u>11,035,073.43</u> | 702 <u>10,552,576.19</u> |
| 2. Variation in stocks of finished goods and in work in progress | 1703 _____ | 703 _____ | 704 _____ |
| 3. Work performed by the undertaking for its own purposes and capitalised | 1705 _____ | 705 _____ | 706 _____ |
| 4. Other operating income | 1713 _____ | 713 <u>38,300.40</u> | 714 <u>23,832.72</u> |
| 5. Raw materials and consumables and other external expenses | 1671 _____ | 671 <u>-10,817,657.30</u> | 672 <u>-9,999,965.84</u> |
| a) Raw materials and consumables | 1601 _____ | 601 <u>-10,040,684.15</u> | 602 <u>-9,256,778.97</u> |
| b) Other external expenses | 1603 _____ | 603 <u>-776,973.15</u> | 604 <u>-743,186.87</u> |
| 6. Staff costs | 1605 _____ | 605 <u>-768,985.77</u> | 606 <u>-760,556.64</u> |
| a) Wages and salaries | 1607 _____ | 607 <u>-685,720.44</u> | 608 <u>-674,308.14</u> |
| b) Social security costs | 1609 _____ | 609 <u>-83,265.33</u> | 610 <u>-86,248.50</u> |
| i) relating to pensions | 1653 _____ | 653 _____ | 654 _____ |
| ii) other social security costs | 1655 _____ | 655 <u>-83,265.33</u> | 656 <u>-86,248.50</u> |
| c) Other staff costs | 1613 _____ | 613 _____ | 614 _____ |
| 7. Value adjustments | 1657 _____ | 657 <u>-3,615.80</u> | 658 <u>-10,033.59</u> |
| a) in respect of formation expenses and of tangible and intangible fixed assets | 1659 _____ | 659 <u>-26,269.81</u> | 660 <u>-27,384.03</u> |
| b) in respect of current assets | 1661 _____ | 661 <u>22,654.01</u> | 662 <u>17,350.44</u> |
| 8. Other operating expenses | 1621 _____ | 621 <u>-41,598.73</u> | 622 <u>-45,485.75</u> |

| | Reference(s) | Current year | Previous year |
|---|--------------|----------------------|---------------|
| 9. Income from participating interests | 1715 | 715 | 716 |
| a) derived from affiliated undertakings | 1717 | 717 | 718 |
| b) other income from participating interests | 1719 | 719 | 720 |
| 10. Income from other investments and loans forming part of the fixed assets | 1721 | 721 | 722 |
| a) derived from affiliated undertakings | 1723 | 723 | 724 |
| b) other income not included under a) | 1725 | 725 | 726 |
| 11. Other interest receivable and similar income | 1727 | 301.97 | 41.41 |
| a) derived from affiliated undertakings | 1729 | | |
| b) other interest and similar income | 1731 | 301.97 | 41.41 |
| 12. Share of profit or loss of undertakings accounted for under the equity method | 1663 | 663 | 664 |
| 13. Value adjustments in respect of financial assets and of investments held as current assets | 1665 | 665 | 666 |
| 14. Interest payable and similar expenses | 1627 | -47,034.32 | -67,046.59 |
| a) concerning affiliated undertakings | 1629 | | |
| b) other interest and similar expenses | 1631 | -47,034.32 | -67,046.59 |
| 15. Tax on profit or loss | 1635 | 635 | 636 |
| 16. Profit or loss after taxation | 1667 | -605,216.12 | -306,638.09 |
| 17. Other taxes not shown under items 1 to 16 | 1637 | NOTE 12 -6,762.50 | -9,717.50 |
| 18. Profit or loss for the financial year | 1669 | -611,978.62 | -316,355.59 |

LUXLITE LAMP S.à r.l.
Société à responsabilité limitée

Notes to the annual accounts (continued)

As of 31 March 2019

Note 1. General Information

LUXLITE LAMP S.à r.l. (hereinafter referred to as the “Company”) was incorporated in the form of a limited liability company under Luxembourg law on 26 July 2010, for an unlimited period of time.

On 19th February 2014, the registered office of the Company has been transferred from Z.I. Bommelscheuer, L-4901 Bascharage, to 22, rue de l'Industrie, Z.A. Wandhaff, L-8399 Windhof. The Company is registered in the Luxembourg Trade and Company Register under number B 155.027.

The object of the Company is industrialization, import, export, wholesale and retail trade of automotive bulbs and lighting, accessories and spare parts of automotive means of transport.

The financial year starts on 1st April and ends on 31st March of the following year.

The ultimate parent company of LUXLITE LAMP S.à r.l is SUPRAJIT Engineering Limited, a listed company registered in India, 100 Bommasandra industrial area, Anekal Taluk, Bangalore, Karnataka State. The Company is included in the consolidated accounts of SUPRAJIT Engineering Limited forming the largest body of undertakings of which the Company forms part as a subsidiary.

The merger of Suprajit Engineering Limited and Phoenix Lamps Limited, by absorption of Phoenix Lamps Limited by Suprajit Engineering Limited, has been registered on the 15th of September 2017

As of March 30, 2016, by deed of the notary Marc Loesch, the Company absorbed its sole shareholder, the company International Lamps Holding Company S.A..
Following this merger, all assets and liabilities of the acquired company was transferred to the accounts of the Company.

Note 2. Main accounting principles

The financial statements have been prepared in accordance with the generally accepted accounting principles and regulations in force in the Grand Duchy of Luxembourg and on a going concern basis notwithstanding the fact that the Company has recurring losses, amounting to EUR 7 754 136,20 as of 31 March 2019. The continuation of the Company's operations is dependent upon obtaining future profitable operations, the continued financial support of the Shareholder and the ability of the Company to generate sufficient cash flows to meet its future obligations (obtaining better purchase prices with suppliers to increase the level of gross margin on the sales of products, and on developing the market share by getting new customers or by acquiring a competitor). The Shareholder has provided an undertaking confirming that it will arrange for the corresponding financial support to ensure the continuation of Company's operations in the foreseeable future.

In accordance with the article 480-2 of the Luxembourg commercial Law of 10 August 1915 as amended, given that the value of the Company's net assets has fallen below a quarter of its share capital, the Sole Manager within a period not exceeding two months from the time at which the loss was ascertained by him resolved on the continuity of the activity of the Company.

Notes to the annual accounts (continued)

As of 31 March 2019

Note 2. Main accounting principles (continued)

The annual accounts have been prepared in accordance with applicable legal requirements in Luxembourg and in conformity with the commercial law of 10 August 1915, as subsequently amended, including the following accounting principles.

In preparing its annual accounts, the Company uses the following accounting principles in particular:

2.1 Currency conversion

The Company's accounts are kept in Euros (EUR) and the annual accounts are presented in this currency. Transactions carried out in a currency other than EUR are converted into EUR at the rate of exchange in force on the date of the transaction. The conversion of the items in the balance sheet on the date of closing is performed by applying the following principles:

- Fixed assets remain presented in EUR at their historical exchange rate,
- Current assets and current liabilities denominated in a currency other than EUR are converted at the exchange rate ruling at balance sheet date.
- Realised exchange gains and losses and unrealized exchange losses are accounted for in the profit and loss account. Unrealised exchange gains are not accounted for.

2.2 Intangible fixed assets

Intangible fixed assets are valued at their purchase price. They are recorded at acquisition cost and are amortized over five years. Value adjustments are recorded if, in the opinion of the Board of Managers, there is any permanent impairment.

2.3 Tangible fixed assets

Tangible fixed assets are shown in the balance sheet at acquisition cost and are amortised on a linear basis based on their normal estimated useful life. Value adjustments are recorded if, in the opinion of the Board of Managers, there is any permanent impairment.

2.4 Financial fixed assets

Shares in affiliated companies are valued at acquisition cost including the expenses incidental thereto. Value adjustments are recorded if, in the opinion of the Board of Managers, there is any permanent impairment. These adjustments are not continued if the reasons for which the value adjustments were made have ceased to apply.

Notes to the annual accounts (continued)
As of 31 March 2019

Note 2. Main accounting principles (continued)

2.5 Inventories

Finished goods and merchandises are valued at the lower of the average purchase price or the estimated realizable value.

2.6 Debtors

The receivables as shown in the current assets are valued at their nominal value and are subject to value adjustments when their estimated realisation value is lower than their nominal value.

2.7 Prepayments

Prepayments include expenditures incurred during the accounting year but relating to subsequent accounting year.

2.8 Liabilities

Liabilities are recorded in the balance sheet at their nominal value or, where appropriate, their reimbursement value.

2.9 Cash at bank, cash in postal cheque accounts, cheques and cash in hand

These elements are valued at their nominal value.

2.10 Net Turnover

The net turnover comprises the amounts derived from the sale of products and the provision of services falling within the Company's ordinary activities, after deductions of sales rebates and value added tax and other taxes directly linked to the turnover.

Notes to the annual accounts (continued)
As of 31 March 2019

Note 3. Intangible assets

The movements of the year are as follows:

| | Concessions, patents, licences, trademarks and similar right | Goodwill | Concessions, patents, licences, trademarks and similar right | Goodwill |
|--------------------------------------|---|----------------|--|----------------|
| | 31/03/2019 | 31/03/2019 | 31/03/2018 | 31/03/2018 |
| <u>Gross book value</u> | | | | |
| Opening balance | 18 088,00 | 3 399 984,05 | 18 088,00 | 3 399 984,05 |
| Additions for the year | - | - | - | - |
| Disposals for the year | - | - | - | - |
| Closing balance | 18 088,00 | 3 399 984,05 | 18 088,00 | 3 399 984,05 |
| <u>Accumulated value adjustments</u> | | | | |
| Opening balance | (18 088,00) | (3 399 984,05) | (18 088,00) | (3 399 984,05) |
| Allocations for the year | - | - | - | - |
| Reversals for the year | - | - | - | - |
| Closing balance | (18 088,00) | (3 399 984,05) | (18 088,00) | (3 399 984,05) |
| Net book value-Closing balance | 0,00 | 0,00 | 0,00 | 0,00 |

Note 4. Tangible assets

The movements of the year are as follows:

| | 31/03/2019 | 31/03/2018 |
|--------------------------------------|--------------|-------------|
| | EUR | EUR |
| <u>Gross book value</u> | | |
| Opening balance | 136 764,30 | 128 843,74 |
| Additions for the year | 13 490,00 | 7 920,56 |
| Disposals for the year | - | - |
| Closing balance | 150 254,30 | 136 764,30 |
| <u>Accumulated value adjustments</u> | | |
| Opening balance | (95 594,74) | (68 210,71) |
| Allocations for the year | (26 269,81) | (27 384,03) |
| Reversals for the year | - | - |
| Closing balance | (121 864,55) | (95 594,74) |
| Net book value-Closing balance | 28 389,75 | 41 169,56 |

LUXLITE LAMP S.à r.l.
Société à responsabilité limitée

Notes to the annual accounts (continued)

As of 31 March 2019

Note 5. Financial assets

Financial fixed assets include guarantees and deposits given by the Company for properties rental's contracts.

Note 6. Inventories

On 31st March 2019 and 2018, inventories consist of:

| | 31/03/2019 EUR | 31/03/2018 EUR |
|---------------------|---------------------------------|---------------------------------|
| Stock in Luxembourg | 1 194 677,87 | 1 289 713,75 |
| Stock in transit | <u>479 134,68</u> | <u>346 487,79</u> |
| | 1 673 812,55 | 1 636 201,54 |

Note 7. Trade receivables

The receivables resulting from sales and the provision of services are broken down as follows:

| | 31/03/2019 EUR | 31/03/2018 EUR |
|-------------------|---------------------------------|---------------------------------|
| Gross receivables | 3 446 589,48 | 3 127 795,28 |
| Value adjustments | <u>- 4 097,59</u> | <u>- 4 455,20</u> |
| Net receivables | 3 442 491,89 | 3 123 340,08 |

Note 8. Amounts owed by affiliated undertakings

As at 31st March 2019 and 2018, amounts owed by affiliated undertakings are as follows and consists in sales of goods for Trifa Lamps Germany GmbH and Suprajit Engineering Ltd:

| | 31/03/2019 EUR | 31/03/2018 EUR |
|--------------------------|---------------------------------|---------------------------------|
| Trifa Lamps Germany GmbH | 368 107,63 | 179 758,67 |
| Suprajit Engineering Ltd | <u>24 691,30</u> | <u>50 940,00</u> |
| Total | 392 798,93 | 230 698,67 |

Notes to the annual accounts (continued)

As of 31 March 2019

Note 9. Capital and reserves

a) Subscribed capital

As at 1st April 2013, the share capital of the Company amounted to EUR 12 500,00 represented by 125 shares, each fully paid and with a nominal value of EUR 100.

On 10 February 2014, the sole shareholder of the Company resolved to increase the share capital of the Company by an amount of EUR 4 300 000,00 in order to bring it from its current amount of EUR 12 500,00 to EUR 4 312 500,00 by way of the issue of 43 000 new shares having a nominal value of EUR 100 each and having the same rights and obligations as the existing shares. The newly issued shares have been subscribed by the sole shareholder and fully paid in cash.

On 13 February 2014, the sole shareholder of the Company resolved to increase the share capital of the Company by an amount of EUR 3 500 000,00 in order to bring it from its current amount of

EUR 4 312 500,00 to EUR 7 812 500,00 by way of the issue of 35 000 new shares having a nominal value of EUR 100 each and having the same rights and obligations as the existing shares. The newly issued shares have been subscribed by the sole shareholder and fully paid in cash.

On 19 February 2014, the sole shareholder of the Company resolved to increase the share capital of the Company by an amount of EUR 1 300 000,00 in order to bring it from its current amount of EUR 7 812 500,00 to EUR 9 112 500,00 by way of the issue of 13 000 new shares having a nominal value of EUR 100 each and having the same rights and obligations as the existing shares. The newly issued shares have been subscribed by the sole shareholder and fully paid in cash.

As at 31st March 2019 and 2018, the share capital of the Company amounts to EUR 9 112 500,00 and is represented by 91 125 ordinary shares having a nominal value of EUR 100,00 each.

b) Legal reserve

In accordance with Luxembourg law, 5% of the net profit for the year must be assigned to a legal reserve until such time as this reserve reaches 10% of the Company share capital. This reserve is not available for the distribution of dividends.

c) Profit and Loss brought forward

The movements for the financial year are as follows:

| | EUR |
|---|-----------------------|
| Balance at 31 st March 2018 | (7 142 157,58) |
| Profit for the financial year 2018/2019 | (611 978,62) |
| Assigned to the legal reserve | 0,00 |
| Loss brought forward at 31st March 2019 | (7 754 136,20) |

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Notes to the annual accounts (continued)

As of 31 March 2019

Note 10. Amounts owed to affiliated undertakings

As at 31st March 2019, the amounts owed to affiliated undertakings are composed of purchases of goods from Suprajit Engineering Ltd for EUR 1 283 299,34 (2018: EUR 1 405 393,50) and from Trifa Lamps Germany GmbH for EUR 1 388,15 (2018: nil) representing a total amount of EUR 1 284 687,49.

Note 11. Net turnover

The turnover for the year can be shown as follows:

| | 31/03/2019 | 31/03/2018 |
|---------------------------|----------------------|----------------------|
| | EUR | EUR |
| <u>CEE</u> | | |
| Sales Luxembourg | 4 709,72 | 2 129,20 |
| Sales Europe CEE | 8 448 830,79 | 8 229 348,65 |
| <u>Outside CEE</u> | | |
| Export sales | 2 581 532,92 | 2 321 098,34 |
| Total | 11 035 073,43 | 10 552 576,19 |

Note 12. Income tax

The Company is subject to all the taxes applicable to commercial companies in Luxembourg. Estimated charges for Net Worth tax related to 2018-2019 have been accrued for EUR 6 762,50.

Note 13. Extraordinary charges and income

The Company has not faced any extraordinary charge or income during the financial year.

Note 14. Staff

The average number of persons employed during the year amounts to 11 (2018: 12).

Note 15. Emoluments granted to the members of the administrative, managerial and supervisory bodies and commitments in respect of retirement pensions for former members of those bodies

The Company has not granted any emoluments or commitments in respect of retirement or pensions to any members or former members of management.

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Notes to the annual accounts (continued)

As of 31 March 2019

Note 16. Off-balance sheet commitments

As at 31st March 2019, the Company has off-balance sheet commitments regarding leasing for a total amount of EUR 266 282,34 (2018: EUR 224 309,00).

Note 17. Subsequent events

There are no significant subsequent events requiring disclosure in these annual accounts.

Note 18. Auditor fees

As at 31st March 2019, the provision for auditor fees amount to EUR 18 000,00 (2018: EUR 18 000,00).