

STATUTORY AUDITOR'S REPORT

Mr. HABIEB EL MAHDI- Statutory Auditor

Approval no.: 3920 dated 23/12/2010, Registration number on the CNCC table: 1671 dated 27/03/2016

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SARL DERWENT SAND

With capital of 41 267 100.00 DA

Head office: lot Mohamed Boudiaf, villa 172 Ouled Fayet
Alger- Algeria.

June 2020

Stamp and Signed: Haieb el-Mahdi Colonel Amirouche Bab Ezzouar ALGER Statutory Auditor



**RAJESH KUMAR
GÉRANT
SARL DERWENT SAND**

Appointed and acting as
Statutory Auditor
of the company **SARL DERWENT SAND**

Alger on, 22/06/2020

To Respected President,
To the members of Ordinary General Assembly Meeting of the
company **DERWENT SAND SARL**

Subject: Statutory Auditor – Year 2019

Respected President,
The member of assembly,

In execution of the mandate of the statutory auditors entrusted to us by your General Assembly dated 14 October 2014 and in accordance with the provisions of the Commercial Code and Law No. 10-01 dated 29/06/2010 related to the professional chartered accounts, auditor and certified accountant and Executive Decree No. 11-202 dated 26/05/2011 fixing the standards for the auditor reports, terms and deadlines for their transmission, we have the honor of present our statutory auditors report on the financial statements of your company for the year ending on 31/12/2019.

The report, which documents the results of our mission, has the following parts:

Part I - The account certification report.

Part II -The special reports required by the commercial code and the current regulations.

Remaining available for any information you may request about the content of this report.

Regards,

Mr. HABIEB EL MAHDI

Statutory Auditor

Stamp and Signed: Haieb el-Mahdi Colonel Amirouche Bab Ezzouar ALGER Statutory Auditor

RAJESH KUMAR
GÉRANT
SARL DERWENT SAND

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RAJESH KUMAR
GÉRANT
SARL DERWENT SAND

Part I-

GENERAL REPORT

(ACCOUNT CERTIFICATION REPORT)



**RAJESH KUMAR
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Mr. HABIEB EL MAHDI - Statutory Auditor

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of the company **SARL DERWENT SAND**

Alger on, 22/06/2020

To Respected President,
To the members of General Ordinary Assembly Meeting of the Company
DERWENT SAND SARL

Subject: Account certification report for the year closing on 31/12/2019

Reminder of the mission:

Sir,

In execution of the mandate of the statutory Auditors entrusted to us by the General Assembly, we have the honor to report the results of our work.

The annual accounts for the year 2019 have been prepared and approved by management of the company.

Nous n'avons pas d'observations a formuler sur la sincerite et la concordance des informations donnees dans le **rapport de gestion** du gerant et dans les documents adresses aux proprietaires sur la situation financiere avec les comptes annuels arretes au 31/12/2019.

Inspection report and reviews on the financial statements:

We have examined the accounts of the company **DERWENT SAND SARL** for the period starting from **01 January 2019** to **30 December 2019**.

The financial statements are presented in accordance with the provisions of the SCF and valuation and presentation rules have not experienced a change with regards to the previous year

We conducted our audit in accordance with professional standards. These standards require the implementation of the diligence audit to obtain **reasonable assurance** whether the financial statements are **free of material misstatement**.

As part of the audit work, we carried out audit verification that we deemed useful. Thus, we examined the evidence supporting the data present in the accounts on one hand, the accounting principles used and the presentation method of the final accounts, on the other hand.

We have no comments to make on the fair presentation and the consistency of the information given in the manager's management report and in the documents sent to the owners on the financial situation with the annual accounts closed on 31/12/2019.

The annual accounts for the financial year 2019 were approved with:


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SARL DERWENT SAND

The annual accounts for the financial year 2016 were approved with::

Net total of balance sheet.....	319 018 195.14 DA
Net loss.....	-181 983 644.71 DA

Opinion on the accounts:

We conducted our audit in accordance with your professional standards applicable in Algeria. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that our audit provides a reasonable basis for our opinion.

We have reservations on the following points:

The company to consume more than 3/4 of its capital this has a direct impact on the **going concern principle of the business**. The latter must comply with the regulations in force, in particular Article 589 of the Commercial Code. **The shareholders of the company, Green ray Holdings Limited, had injected a fund into the account of the Sarl Derwent for an amount of USD 2 002 625.00 on 27 December 2019 and the same amount was credited in DZD to the ABC bank in Algiers on 6 January 2020.**

To take in charge the other remarks mentioned in the technical report.

Formulating the opinion

Subject to these reservations, we certify that the annual accounts are, with regard to the Algerian accounting rules and principles and the regulations in force, regular and sincere.

Regards,
Mr. HABIEB EL MAHDI
Statutory Auditor

Stamp and Signed: Haieb el-Mahdi Colonel Amirouche Bab Ezzouar ALGER Statutory Auditor



RAJESH KUMAR
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SARL DERWENT SAND

Part II-

SPECIAL REPORT



**RAJESH KUMAR
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Mr. HABIEB EL MAHDI - Statutory Auditor

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Alger on, 22/06/2020

To Respected President,
To the Members of Ordinary General Assembly of the Company
DERWENT SAND SARL

Subject: Special report on regulated agreements

Ref: (article 628 of Legislative Decree No. 93-08 dated 25/04/1993 amending and supplementing the Ordinance No. 5-59 dated 26 September 1975 bearing the Commercial Code and Article 25 of Law No. 10-01 dated 29/06/2010 and Article 2 of Executive Decree No. 11-202 dated 26/05/2011).

Sir,

In accordance with the provisions cited in reference, we have the honor to inform you that during our audits, we were not aware of any agreements referred to in the said article. The manager of the company has not informed us of any agreements that fall within this framework.

Regards,

Mr. HABIEB EL MAHDI

Statutory Auditor

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To Respected President,
To the Members of Ordinary General Assembly of the Company
DERWENT SAND SARL

Subject: Standards on the internal control procedures

Ref: Executive Decree No. 11-202 dated 26 May 2011, fixing the standards of Auditor reports and the deadlines for their transmission)

In accordance with the provisions cited in reference, we hereby give our assessments on the internal control system implemented by the Company:

We noted the absence of written procedures within SARL Derwent.

Regards,

Mr. HABIEB EL MAHDI

Statutory Auditor

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RAJESH KUMAR
GÉRANT
SARL DERWENT SAND

BALANCE SHEET (ASSETS)

TITLE	NOTE	GROSS	DEPR/PROV	NET 2019	NET 2018
NON CURRENT ASSETS					
Goodwill-goodwill positive or negative					
Intangible assets		236 000,00	143 683,46	92 316,54	111 416,58
Tangible assets					
Land					
Building					
Other fixed assets		2 190 337,75	2 067 009,91	123 327,84	197 601,82
Concession assets					
Incurred cost					
Financial fixed assets					
Equity affiliates					
Other investments and related receivables					
Other fixed securities					
Loans and other non-current financial assets		3 082 842,02		3 082 842,02	3 082 842,02
Deferred tax assets		85 200,00		85 200,00	85 200,00
TOTAL NON-CURRENT ASSETS		5 594 379,77	2 210 693,37	3 383 686,40	3 477 060,42
CURRENT ASSETS					
Inventories and work-in-progress					56 100,00
Receivables and related jobs					
Clients		308 418 789,16	282 247 680,01	26 171 109,15	88 901 109,15
Other receivables		50 390 902,10		50 390 902,10	46 240 836,66
Taxes and similar		29 300,00		29 300,00	143 541 654,14
Other receivables and related jobs					
Cash and cash equivalents					
Investments and other current financial assets					
Treasury		239 043 197,49		239 043 197,49	-12 894,72
TOTAL CURRENT ASSETS		597 882 188,75	282 247 680,01	315 634 508,74	278 726 805,23
ASSETS GRAND TOTAL		603 476 568,52	284 458 373,38	319 018 195,14	282 203 865,65



JESH KUMAR
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 DERWENT SAND

BALANCE SHEET (LIABILITY)

TITLE	NOTE	2019	2018
EQUITY			
Issued capital			
Uncalled capital		66 710 630,00	66 710 630,00
Additional paid-in capital and reserves - Consolidated reserves (1)			
Revaluation difference		2 665 000,00	2 665 000,00
Equivalence difference (1)			
Net income - Net income attributable to equity holders of the parent (1)		-181 983 644,71	-228 036 452,35
Other equity - Retained earnings		-228 518 252,00	-481 799,65
Share of the consolidating company (1)			
Minority interests (1)			
TOTAL I		-341 126 266,71	-159 142 622,00
NON-CURRENT LIABILITIES			
Borrowings and financial debts			
Taxes (deferred and provisioned)			
Other non-current liabilities			
Provisions and deferred income			
TOTAL II			
CURRENT LIABILITIES:			
Accounts payable and related accounts			
Taxes		18 321 763,02	24 692 468,98
Other debts		5 518,92	5 518,92
Cash and cash equivalents		264 993 960,09	26 775 830,73
		376 823 219,82	389 862 669,02
TOTAL III		660 144 461,85	441 336 487,65
TOTAL LIABILITIES (I+II+III)		319 018 195,14	282 193 865,65

**RAJESH KUMAR
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SARL DERWENT SAND**

DERWENT SAND SARL

INCOME STATEMENT

TITLE	NOTE	2019	2018
Sales and related products			
Change in stocks of finished goods and work in progress			
Capitalized production			
Operating subsidies			
I- PRODUCTION OF THE YEAR			0,00
Consumed purchases		-95 956,48	-187 220,00
External services and other consumption		-2 260 941,28	-8 561 162,68
II- CONSUMPTION OF THE YEAR		-2 356 897,76	-8 748 382,68
III- VALUE ADDED FOR OPERATIONS (I-II)		-2 356 897,76	-8 748 382,68
Personnel expenses			-8 002 302,98
Taxes and similar payments		-15 853,90	-1 542 998,68
IV- EBITDA		-2 372 751,66	-18 293 684,34
Other operating income		46 000,00	1 474 249,04
Other operating charges		-149 600 157,74	-232 723,56
Depreciation, amortization, provisions and impairment losses		-102 274,02	-179 717 197,95
Reversal of impairment losses and provisions		1 200 000,00	20 182 508,48
V- OPERATING INCOME		-150 829 183,42	-176 586 848,33
Financial income			
Financial expenses		-31 154 461,29	-51 439 604,02
VI- FINANCIAL INCOME		-31 154 461,29	-51 439 604,02
VII- ORDINARY INCOME BEFORE TAX (V+VI)		-181 983 644,71	-228 026 452,35
Taxes payable on ordinary income		0,00	-10 000,00
Deferred taxes (changes) on ordinary income (loss)			
TOTAL INCOME FROM ORDINARY ACTIVITIES		1 246 000,00	21 656 757,52
TOTAL EXPENSES FROM ORDINARY ACTIVITIES		-183 229 644,71	-249 693 209,87
VIII- NET PROFIT FROM ORDINARY ACTIVITIES		-181 983,644,71	-228 036 452,35
Extraordinary elements (revenue) (to be specified)			
Extraordinary elements (charges) (to be specified)			
IX- EXTRAORDINARY INCOME			
X- NET INCOME FOR THE YEAR		-181 983 644,71	-228 036 452,35

Rajesh Kumar

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GÉRANT**

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