

MGI SINGAPORE PAC
CHARTERED ACCOUNTANTS, SINGAPORE
(Company Regn. No. 200606965Z)

TCI HOLDINGS SA&E PTE LTD

Company Registration No: 201200401Z
(Incorporated in the Republic of Singapore)

FINANCIAL STATEMENTS - 31 MARCH 2019

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TCI HOLDINGS SA&E PTE LTD
(Company Registration No: 201200401Z)
(Incorporated in the Republic of Singapore)
DIRECTORS' STATEMENTS

The directors are pleased to present their statement to the members together with the audited financial statements of TCI Holdings SA&E Pte. Ltd. (the "Company") for the financial year ended 31 March 2019.

1. OPINION OF THE DIRECTORS

- a) the accompanying statement of financial position, statement of comprehensive income, statement of changes in equity and cash flow statement together with notes thereto are drawn up so as to give a true and fair view of the state of affairs of the Company as at 31 March 2019 and of the results of the business, changes in equity and cash flow of the Company for the financial year then ended on that date, and
- b) at the date of this statement, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due.

2. DIRECTORS OF THE COMPANY

The directors in office at the date of this report are:-

Agarwal Chander
Pramod Kumar Jain
Kalasegar s/o Genkatharan

3. DIRECTORS' INTERESTS IN SHARES AND DEBENTURES

The following directors, who held office at the end of the financial year, had, according to the register of directors' shareholdings required to be kept under section 164 of the Singapore Companies Act, Chapter 50, an interest in shares and share options of the Company as stated below:-

<u>Director</u>	<u>Deemed Interest</u>	
	<u>At the beginning of financial year</u>	<u>At the end of financial year</u>
Agarwal Chander	465,577	465,577

4. ARRANGEMENTS TO ENABLE DIRECTORS TO ACQUIRE SHARES AND DEBENTURES

Neither at the end of nor at any time during the financial year was the Company a party to any arrangement whose objects are, or one of whose objects is, to enable the directors of the Company to acquire benefits by means of the acquisition of shares or debentures of the Company or any other body corporate.

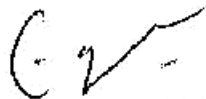
5. SHARE OPTIONS

During the financial year, no options to take up unissued shares of the Company were granted and no shares were issued by virtue of the exercise of options to take up unissued shares of the Company or any related corporation. There were no issued shares of the Company or any subsidiary company under option at the end of the financial year.

6. INDEPENDENT AUDITOR

MGI Singapore PAC have expressed their willingness to accept re-appointment as independent auditors.

On behalf of Board of Directors:



Agarwal Chander
Director



Pramod Kumar Jain
Director

MGI SINGAPORE PAC
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TCI HOLDINGS SA&E PTE LTD
(Company Registration No: 201200401Z)
INDEPENDENT AUDITOR'S REPORT
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2019

Report on the Audit of the Financial Statements

Qualified Opinion

We have audited the financial statements of **TCI Holdings SA&E Pte. Ltd.** (the "Company"), which comprise the statement of financial position of the Company as at 31 March 2019, the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows of the Company for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, except for the below mentioned qualified opinion, the accompanying financial statements are properly drawn up in accordance with the provisions of the Companies Act, Chapter 50 (the Act) and Financial Reporting Standards in Singapore (FRSs) so as to give a true and fair view of the financial position of the Company as at 31 March 2019 and of the financial performance, changes in equity and cash flows of the Company for the year ended on that date.

Basis for Qualified Opinion

We conducted our audit in accordance with Singapore Standards on Auditing (SSAs). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Accounting and Corporate Regulatory Authority (ACRA) Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities (ACRA Code) together with the ethical requirements that are relevant to our audit of the financial statements in Singapore, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified opinion.

1. We draw attention to Note 6 to the Financial Statements. The unaudited report of subsidiary company is disclosed Going Concern doubt in the Emphasis of Matter. So, we are unable to ascertain the recoverability of subsidiary company and thus no provision for impairment is made in the financial statement.
2. We are unable to verify the existence and valuation of the subsidiaries as at year end.
3. Loan from subsidiary – we are unable to verify the nature and the valuation of the loan from subsidiary amounting to 269,980.

Responsibilities of Management and Directors for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Act and FRSs, and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair financial statements and to maintain accountability of assets.

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TCI HOLDINGS SA&E PTE LTD
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INDEPENDENT AUDITOR'S REPORT - continued
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2019

Auditor's Responsibilities for the Audit of the Financial Statements – continued

In preparing the financial statements, management 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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The directors' responsibilities include overseeing the Company's financial reporting process.

Auditor's Responsibilities 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 an auditor's report that includes our opinion. Reasonable assurance is a high-level assurance, but is not a guarantee that an audit conducted in accordance with SSAs 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 SSAs, we exercise professional judgement and maintain professional scepticism 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 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 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 auditor's report 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 auditor's report. 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 the directors 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.

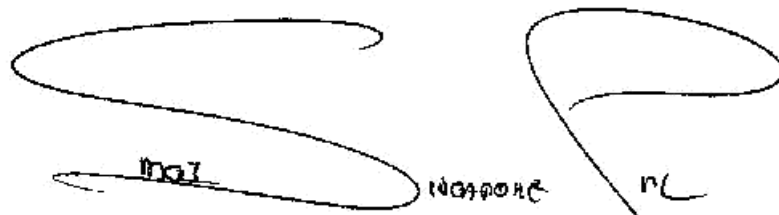
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INDEPENDENT AUDITOR'S REPORT - continued
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2019

Report on Other Legal and Regulatory Requirements

In our opinion, the accounting and other records required by the Act to be kept by the Company incorporated in Singapore of which we are the auditors have been properly kept in accordance with the provisions of the Act.

The engagement partner on the audit resulting in this independent auditor's report is Ramachandran Sri Kumar.



MGI SINGAPORE PAC
Public Accountants And
Chartered Accountants

TCI HOLDINGS SA&E PTE LTD

(Company Registration No: 201200401Z)

(Incorporated in the Republic of Singapore)

STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2019

	NOTE	2019	2018
		S\$	S\$
ASSETS			
NON CURRENT ASSETS			
Investment in subsidiary	6	550,495	550,495
CURRENT ASSETS			
Other receivables	9	-	1,134
Cash and cash equivalent	5	257,841	55
		257,841	1,189
TOTAL ASSETS		808,336	551,684
CURRENT LIABILITIES			
Trade and other payables	10	77,086	84,871
Loan from subsidiary	11	269,980	-
TOTAL LIABILITIES		347,066	84,871
EQUITY			
Share capital	7	559,178	559,178
Accumulated loss		(97,908)	(92,365)
TOTAL EQUITY		461,270	466,813
TOTAL LIABILITIES AND EQUITY		808,336	551,684

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

TCI HOLDINGS SA&E PTE LTD

(Company Registration No: 2012004012)

(Incorporated in the Republic of Singapore)

STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 MARCH 2019

	NOTE	2019	2018
		S\$	S\$
Revenue		-	-
Other income		-	274
Other operating expenses		(5,543)	(7,927)
{Loss} before taxation	4	(5,543)	(7,653)
Tax expenses	8	-	-
{Loss} after taxation		(5,543)	(7,653)
Other comprehensive income		-	-
Total comprehensive (expenses) for the year		(5,543)	(7,653)

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

TCI HOLDINGS SA&E PTE LTD

(Company Registration No: 2012004012)

(Incorporated in the Republic of Singapore)

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2019

	<u>Share Capital</u>	<u>Accumulated loss</u>	<u>Total</u>
	S\$	S\$	S\$
Balance as at 31 March 2018	559,178	(92,365)	466,813
Total comprehensive expenses for the year	-	(5,543)	(5,543)
Balance as at 31 March 2019	559,178	(97,908)	461,270

	<u>Share Capital</u>	<u>Accumulated loss</u>	<u>Total</u>
	S\$	S\$	S\$
Balance as at 31 March 2017	559,178	(84,712)	474,466
Total comprehensive expenses for the year	-	(7,653)	(7,653)
Balance as at 31 March 2018	559,178	(92,365)	466,813

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

TCI HOLDINGS S&E PTE LTD

(Company Registration No: 201200401Z)

(Incorporated in the Republic of Singapore)

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2019

	<u>NOTE</u>	<u>2019</u>	<u>2018</u>
		S\$	S\$
CASH FLOW FROM OPERATING ACTIVITIES			
(Loss) before tax		(5,543)	(7,653)
Operating (loss) before working capital changes		(5,543)	(7,653)
Decrease in trade and other receivables		1,134	-
(Decrease)/Increase in trade and other payables		(7,785)	8,000
Increase in loan from subsidiary		269,980	-
Net cash flow from/(used in) operating activities		257,786	8,000
Net increase in cash and cash equivalents		257,786	347
Cash and cash equivalents at beginning of year		55	(292)
Cash and cash equivalents at end of year	5	257,841	55

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

1. GENERAL CORPORATE INFORMATION

TCI HOLDINGS SA&E PTE LTD is a private limited company incorporated in the Republic of Singapore.

The registered and administration office of the Company is located at 435 Orchard Road, #11-F Wisma Atria, Singapore 238877.

The principal activities of the Company are to act as an investment holding company. However, the Company has no trading activities during the year.

There have been no significant changes in the nature of these activities during the year.

Holding company

TCI Global Holdings (Mauritius) Limited, a company incorporated in Mauritius (the holding company) has gone into liquidation and the investment in the company TCI Holdings SA&E Pte Ltd, have been transferred to the ultimate parent company Transport Corporation of India Ltd., a company incorporated in India which has now become the holding company.

Subsidiary

Refer to Note 6 to the financial statements for the subsidiary and its principal activities

2. SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of Preparation

The financial statements have been prepared in accordance with the provisions of the Singapore Companies Act, Cap. 50 and Singapore Financial Reporting Standards ("FRS") and are prepared under the historical cost convention, except as disclosed in the accounting policies. These financial statements are the separate financial statements of TCI Holdings SA&E Pte Ltd. The Company is exempted from the preparation of consolidated financial statements as the Company is wholly-owned subsidiary of Transport Corporation of India Ltd., a company incorporated in India, which prepares consolidated financial statements available for public use. The registered office of Transport Corporation of India Ltd is as follows:

Flat Nos. 306 & 307, 1-8-273
Third Floor, Ashoka Bhoopal Chambers
S P Road, Secunderabad - 500 003
Andhra Pradesh, India

The financial statements of the Company are measured and presented in the currency of the primary economic environment in which the entity operates (its functional currency). The financial statements of the Company are presented in Singapore Dollars which is the functional currency of the Company and are presented in Singapore Dollars (SGD or S\$) and all values in the tables are rounded as indicated.

2.2 Adoption of new and revised standards

The accounting policies adopted are consistent with those of the previous financial year except in the current financial year, the company has adopted all the new and revised standards which are effective for annual periods beginning on or after 1 April 2018. The adoption of these standards and interpretations did not have any effect on the financial performance or position of the Company.

2. SIGNIFICANT ACCOUNTING POLICIES - continued

2.3 Standards issued but not yet effective

The Company has not adopted the following standards that have been issued but not yet effective:

Description	Effective for annual periods beginning on or after
FRS 116 Leases	1 January 2019
INT FRS 123 Uncertainty over Income Tax Treatments	1 January 2019
Amendments to FRS 109 Prepayment Features with Negative Compensation	1 January 2019
Amendments to FRS 28 Long-term Interests in Associates and Joint Ventures	1 January 2019
Annual Improvements to FRSs (March 2018)	1 January 2019
Amendments to FRS 110 and FRS 28 Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	Date to be determined

Except for FRS 116, the directors expect that the adoption of the other standards above will have no material impact on the financial statements in the year of initial application. The nature of the impending changes in accounting policy on adoption of FRS 116 are described below.

FRS 116 Leases

FRS 116 requires lessees to recognise most leases on the statement of financial position. The standard includes two recognition exemptions for lessees – leases of ‘low value’ assets and short-term leases. FRS 116 is effective for annual periods beginning on or after 1 January 2019. At commencement date of a lease, a lessee will recognise a liability to make lease payments (i.e. the lease liability) and an asset representing the right to use the underlying asset during the lease term (i.e. the right-of-use asset). Lessees will be required to separately recognise the interest expense on the lease liability and the depreciation expense on the right-of-use asset.

The Company plans to adopt FRS 116 retrospectively with the cumulative effect of initially applying the standard as an adjustment to the opening retained earnings at the date of initial application, 1 January 2019.

On the adoption of FRS 116, the Company expects to choose, on a lease-by-lease basis, to measure the right-of-use asset at either:

- (i) its carrying amount as if FRS 116 had been applied since the commencement date, but discounted using the lessee’s incremental borrowing rate as of 1 January 2019; or
- (ii) an amount equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments relating to that lease recognised in the statement of financial position immediately before 1 January 2019.

In addition, the Company plans to elect the following practical expedients:

- not to reassess whether a contract is, or contains a lease at the date of initial application and to apply FRS 116 to all contracts that were previously identified as leases;

2. SIGNIFICANT ACCOUNTING POLICIES - continued

2.3 Standards issued but not yet effective - continued

- to apply the exemption not to recognise right-of-use asset and lease liabilities to leases for which the lease term ends within 12 months as of 1 January 2019; and
- to apply a single discount rate to a portfolio of leases with reasonably similar characteristics.

The Company has performed a preliminary impact assessment based on currently available information, and the assessment may be subject to changes arising from ongoing analysis until the Company adopts FRS 116 in 2019.

2.4 Foreign currency

Transactions in foreign currencies are measured in the functional currency of the Company and are recorded on initial recognition in the functional currency at exchange rates approximating those ruling at the transaction dates. Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the reporting date. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions.

Exchange differences arising on the settlement of monetary items or on translating monetary items at the end of the reporting period are recognised in profit or loss.

2.5 Impairment of non-financial assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when an annual impairment testing for an asset is required, the Company makes an estimate of the asset's recoverable amount.

An asset's recoverable amount is the higher of an asset's or cash-generating unit's fair value less costs of disposal and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other asset, unless the assets or group of assets. Where the carrying amount of an asset or cash generating unit exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Impairment losses of continuing operations are recognised in profit or loss, except for assets that are previously revalued where the revaluation was taken to other comprehensive income. In this case, the impairment is also recognised in other comprehensive income up to the amount of any previous revaluation.

A previously recognised impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. If that is the case, the carrying amount of the asset is increased to its recoverable amount. That increase cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised previously. Such reversal is recognised in profit or loss unless the asset is measured at revalued amount, in which case the reversal is treated as a revaluation increase.

2. SIGNIFICANT ACCOUNTING POLICIES - continued

2.6 Financial Instruments

a) Financial Assets

Initial recognition and measurement

Financial assets are recognised when, and only when, the Company becomes a party to a contractual provisions of the financial instrument. The Company determines the classification of its financial assets at initial recognition.

When financial assets are recognised initially, they are measured at fair value, plus, in the case of financial assets not at fair value through profit and loss, directly attributable transaction costs.

Subsequent measurement

The subsequent measurement of financial assets depends on their classification as follows:

i. Loan and receivables

Non-derivative financial assets with fixed or determinable payments that are not quoted in an active market are classified as loans and receivables. Subsequent to initial recognition, loans and receivables are measured at amortised cost using the effective interest method, less impairment. Gains and losses are recognised in profit or loss when the loans and receivables are derecognised or impaired, and through the amortisation process.

ii. Regular way purchases and sales

Illustrative accounting policy for regular way purchase and sale of a financial asset:

All regular way purchases and sales of financial assets are recognised or derecognised on the trade date. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the period generally established by regulation or convention in the marketplace concerned. Alternatively, regular way purchases and sales can be accounted for on settlement dates.

De-recognition

A financial asset is derecognised where the contractual right to receive cash flows from the asset has expired. On de-recognition of a financial asset in its entirety, the difference between the carrying amount and the sum of the consideration received and any cumulative gain or loss that had been recognised in other comprehensive income is recognised in profit or loss.

b) Financial Liabilities

Initial recognition and measurement

Financial liabilities are recognised when, and only when, the Company becomes a party to the contractual provisions of the financial instrument. The Company determines the classification of its financial liabilities at initial recognition.

All financial liabilities are recognised initially at fair value plus in the case of financial liabilities not at fair value through profit or loss, directly attributable transaction costs.

2. SIGNIFICANT ACCOUNTING POLICIES - continued

2.6 Financial Instruments- Continued

a) Financial Liabilities

Subsequent measurement

After initial recognition, financial liabilities that are not carried at fair value through profit or loss are subsequently measured at amortised cost using the effective interest method. Gains and losses are recognised in profit or loss when the liabilities are derecognised, and through the amortisation process.

De-recognition

A financial liability is de-recognised when the obligation under the liability is discharged or cancelled or expires. 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 a de-recognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in profit or loss.

2.7 Provisions

General

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and the amount of the obligation can be estimate reliably.

Provisions are reviewed at the end of each reporting period and adjusted to reflect the current best estimate. If it no longer probable that an outflow of economic resources will be required to settle the obligation, the provision is discounted using a current pre-tax rate that reflects, where appropriate, the risk specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

2.8 Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and on hand, demand deposits, and short term, highly liquid investments that are readily convertible to known amount of cash and which are subject to an insignificant risk of changes in value. These also include bank overdrafts that from an integral part of the Company's cash management.

2.9 Share capital and share issuance expenses

Proceeds from issuance of ordinary shares are recognised as share capital in equity. Incremental costs directly attributable to the issuance of ordinary shares are deducted against share capital.

2. SIGNIFICANT ACCOUNTING POLICIES - continued

2.10 Revenue recognition

Revenue is measured at fair value of the consideration received or receivable. Revenue is presented net of value added tax, rebates, discounts and sales returns.

The Company recognises revenue when the amount of revenue and related cost can be reliably measured, it is probable that the collectability of the related receivables is reasonably assured and when the specific criteria for each of the Company's activities are met as follows: -

a) Rental income

Rental income from investment property is accounted for on a straight-line basis over the lease terms. The aggregate costs of incentives provide to lessees are recognised as reduction of rental income on a straight-line basis

b) Interest income

Interest income is recognised on a time proportion basis taking into account the principal outstanding and the effective interest rate applicable.

2.11 Related Party

A related party is defined as follows:

- a) A person or a close member of that person's family is related to the Company if that person:
 - i. has control or joint control over the Company;
 - ii. has significant influence over the Company; or
 - iii. is a member of the key management personnel of the Company or of a parent of the Company.
- b) An entity is related to Company if any of the following conditions applies:
 - i. the entity and the Company are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others).
 - ii. one entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).
 - iii. both entities are joint ventures of the same third party.
 - iv. one entity is a joint venture of a third entity and the other entity is an associate of the third entity.
 - v. the entity is a post-employment benefit plan for the benefit of employees of either the Company or an entity related to the Company. If the Company is itself such a plan, the sponsoring employers are also related to the Company;
 - vi. the entity is controlled or jointly controlled by a person identified in (a);
 - vii. a person identified in (a) (i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).

2.12 Taxes

a) Current income tax

Current income tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the end of the reporting period, in the countries where the Company operates and generates taxable income.

2. SIGNIFICANT ACCOUNTING POLICIES - continued

2.12 Taxes- Continued

Current income taxes are recognized in profit or loss except to the extent that the tax relates to items recognized outside profit or loss, either in other comprehensive income or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

b) Deferred tax

Deferred tax is provided using the liability method on temporary differences at the end of the reporting period between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognised for all temporary differences, except:

- Where the deferred tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised except:

- Where the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at the end of each reporting period and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the end of each reporting period.

2. SIGNIFICANT ACCOUNTING POLICIES - continued

2.12 Taxes- Continued

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity and deferred tax arising from a business combination is adjusted against goodwill on acquisition.

c) Sales tax

Revenues, expenses and assets are recognized net of the amount of sales tax except:

- Where the sales tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case the sales tax is recognized as part of the cost of acquisition of the asset or as part of the expense item as applicable; and
- Receivables and payables that are stated with the amount of sales tax included.

The net amount of sales tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the balance sheet.

2.13 Borrowing costs

Borrowing costs are capitalized as part of the cost of a qualifying asset if they are directly attributable to the acquisition, construction or production of that asset. Capitalization of borrowing costs commences when the activities to prepare the asset for its intended use or sale are in progress and the expenditures and borrowing costs are incurred. Borrowing costs are capitalized until the assets are substantially completed for their intended use or sale. All other borrowing costs are expensed in the period they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

2.14 Employee benefits

Define contribution plans

The Company make contributions to the Central Provident Fund scheme in Singapore, a defined contribution pension scheme. Contributions to defined contribution schemes are recognized as an expense in the period in which the related service is performed.

Employee leave entitlement

Employee entitlements to annual leave are recognized as liability when they are accrued to the employees. The undiscounted liability for leave expected to be settled wholly before twelve months after the end of the accounting period is recognized for services rendered by employees up to the end of the reporting period. The liability for leave expected to be settled before twelve months from the end of the reporting period is determined using the projected unit credit method. The net total service costs, net interest in the liability and premeasurement of the liability are recognized in profit or loss.

3. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES

The preparation of the financial statements requires management to exercise judgements and requires the use of estimates and assumption. These judgements affect the application of the Company's accounting policies. The use of estimates and assumptions affect the reported amounts of assets, liabilities, income and expenses and disclosures made. They are assessed on an ongoing basis and are based on experience and other relevant factors, including expectations of future events that are believed to be reasonable under the circumstances.

3. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES - continued**3.1 Judgments made in applying accounting policies**

In the process of applying the Company's accounting policies, management has made the following judgements, apart from those involving estimations, which has the most significant effect on the amounts recognized in the financial statements.

3.2 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 carrying amounts of assets and liabilities within the next financial year are discussed below.

Income taxes

Significant judgement is required in determining the capital allowances and deductibility of certain expenses during the estimation of the provision for income taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The company recognises liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred income tax provisions in the period in which such determination is made.

4. (LOSS) BEFORE TAXATION

In addition to the information disclosed elsewhere in the financial statements, the company's (loss) before tax is arrived after charging the following:-

	<u>2019</u>	<u>2018</u>
	S\$	S\$
Office rental	1,580	1,600

5. CASH AND CASH EQUIVALENTS

	<u>2019</u>	<u>2018</u>
	S\$	S\$
Cash at banks	257,841	55

Cash and cash equivalents are denominated in the following currencies:

	<u>2019</u>	<u>2018</u>
	S\$	S\$
United states dollar	257,841	55

6. INVESTMENT IN SUBSIDIARY

			<u>2019</u>	<u>2018</u>		
			S\$	S\$		
Unquoted equity share, at cost			550,495	550,495		
Details of the subsidiary:						
Name of subsidiary	Principal activities	Country of incorporation/ registration	Cost of investment		Percentage of equity interest	
			<u>2019</u>	<u>2018</u>	<u>2019</u>	<u>2018</u>
			S\$	S\$	%	%
TCI Holdings Netherlands B.V	Investment holding	Netherlands	550,495	550,495	100	100

Details of subsidiaries held by TCI Holdings Netherlands B.V. is as follows:

Name of subsidiary	Principal activities	Country of incorporation/ registration	Percentage of equity interest	
			<u>2019</u>	<u>2018</u>
			%	%
TCI Global Brazil Logistica LTDA	To provide logistics services such as air and sea freight services	Brazil	100	100

Details of joint venture held by TCI Holding Netherlands BV is as follows

* TCI Transportation Company Nigeria LTD	To provide logistics services such as air and sea freight services	Nigeria	-	50
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* Company was wound up and deemed dissolved on September 13, 2018.

7. SHARE CAPITAL

	<u>2019</u>	<u>2018</u>
	S\$	S\$
Issued and fully paid 465,577 ordinary shares	559,178	559,178

All issued ordinary shares are fully paid. There is no par value for these ordinary shares.

The holders of ordinary shares are entitled to receive dividends as and when declared by the Company. All ordinary shares carry one vote per share without restriction. All shares rank equally with regards to the Company's residual assets.

8. INCOME TAX

No income tax is provided as there is no taxable income during the financial year. Domestic income tax is calculated at 17% of the estimated assessable income for the year.

The total charge for the year can be reconciled to the accounting loss as follows:

	<u>2019</u>	<u>2018</u>
	S\$	S\$
(Loss) before tax	(5,543)	(7,653)
Tax expense on profit before tax at 17% (2017:17%)	(942)	(1,301)
Adjustments:-		
Tax effect of expenses not deductible for income tax purposes	942	1,301
Current tax expense	-	-

9. OTHER RECEIVABLES

	<u>2019</u>	<u>2018</u>
	S\$	S\$
Related company	-	1,134

10. OTHER PAYABLES

	<u>2019</u>	<u>2018</u>
	S\$	S\$
Related companies	71,763	79,548
Director	1,123	1,123
Accruals	4,200	4,200
	77,086	84,871

The amount due to related Companies and director are non-trade, unsecured, interest free and repayable on demand.

Accruals are non-interest bearing and settled within 30-90 days term.

11. LOAN FROM SUBSIDIARY

	<u>2019</u>	<u>2018</u>
	S\$	S\$
Loan from subsidiary	269,980	-

12. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

Financial risk management objective and policies

The Company's activities expose it to credit risk, market risks (including foreign currency risk and interest rate risk) and liquidity risk. The Company's overall risk management strategy seeks to minimise adverse effects from the volatility of financial markets on the Company's financial performance.

The Directors of the Company is responsible for setting the objectives and underlying principles of financial risk management for the Company. The Company's management then establishes the detailed policies such as authority levels, oversight responsibilities, risk identification and measurement, exposure limits and hedging strategies, in accordance with the objectives and underlying principles approved by the Directors.

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

12.1 Liquidity risk management

Liquidity risk is the risk that the Company will encounter difficulty in a meeting financial obligations due to shortage of funds. The Company's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities. The Company has no significant liquidity risk as it maintains a level of cash and bank balances that is sufficient for working capital purpose.

The Company financial liabilities namely other payables and accruals based on contractual undiscounted cash flows are due for repayment within a year as at balance sheet date.

12.2 Interest risk

The Company has no significant exposure to market risk for changes in interest rates because it has no interest bearing borrowings from any external sources.

12.3 Foreign currency risk

The Company has no significant exposure to foreign risk as its transactions are denominated in its functional currency. However, it does have balances denominated in other foreign currencies.

As at financial year end, the carrying value of the monetary assets and liabilities denominated in currencies other than in Singapore dollars are disclosed in the respective notes to the financial statements.

Any increase or decrease in the following foreign currencies will have an impact on the financial statements.

13. FAIR VALUE OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES

The carrying amount of cash and cash equivalents, trade and other receivables and trade and other payables approximate their respective fair values due to the relative short term maturity of these financial instruments. The fair values of other classes of financial assets and liabilities are disclosed in the respective notes to the financial statements.

The fair values of financial assets and financial liabilities are determined in accordance with generally accepted pricing models based on discounted cash flow.

14. AUTHORISATION OF FINANCIAL STATEMENTS FOR ISSUE

The financial statements for the year ended 31 March 2019 were authorised for issue in accordance with a resolution of the directors on

TCI HOLDINGS SA&E PTE LTD

(Company Registration No: 201200401Z)

(Incorporated in the Republic of Singapore)

TRADING AND PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 2019

	<u>2019</u>	<u>2018</u>
	S\$	S\$
<u>Add</u> : Other income	-	274
<u>Less</u> : Other operating expenses:		
Auditors remuneration	-	4,000
Bank charges	327	615
Bad debts written off – non-trade	1,134	-
Professional fees	2,502	-
Secretarial fees	-	1,712
Rental expense	1,580	1,600
	<u>5,543</u>	<u>7,927</u>
Net (loss) for the year	<u>(5,543)</u>	<u>(7,653)</u>

The above does not form part of the statutory financial statements.