

Company Registration No. 05608419 (England and Wales)

HOMEFIELD PVT UK LIMITED  
CONSOLIDATED ANNUAL REPORT AND FINANCIAL STATEMENT  
FOR THE YEAR ENDED 31 MARCH 2017

HOMEFIELD PVT UK LIMITED

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FOR THE YEAR ENDED 31 MARCH 2017

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The Directors, in preparing this Strategic Report, have complied with s414C of the Companies Act 2006.

### **PRINCIPAL ACTIVITIES AND BUSINESS REVIEW**

The company operates as an intermediate Holding Company. The Group's principal activities are the manufacture and sale of sodium carbonate (soda ash), sodium bicarbonate, salt and related products, the generation and sale of steam and electricity and the development of cavities for gas storage.

During the current year, Group turnover has increased to £246,719,000 as compared to £236,238,000 in the previous year and EBITDA has increased to £32,892,000 as compared to £28,998,000 in previous year.

The Group's activities are operated from two major territories, being the European territory held through Tata Chemicals Europe Holdings Limited and the African territory held through Tata Chemicals Africa Holdings Limited. The major activities during the year in these two territories has been explained below:

#### *European territory*

Group turnover has increased during the year as compared to 2016. The Group maintained its share of UK markets in all its key products during the year. Production of soda ash and sodium bicarbonate increased by 2-3%, continuing the positive trend seen in recent years and accompanied by improved manufacturing efficiencies. Export sales volumes were below 2016 levels but margins improved due to the weakness of Sterling vs Euro and US Dollar. Electricity sales were higher as a result of the full year contribution from the new steam turbine which was commissioned in the third quarter of 2016. The Group also benefited from the successful delivery of the final phase of a fixed cost reduction programme which was launched in 2014. The defined benefit pension scheme of Tata Chemicals Europe Limited was closed to future accrual in May 2016. EBITDA has improved along with underlying profits improving in each business unit.

#### *African territory*

Turnover has decreased during the year mainly on account of decrease in the soda ash production and sales volumes, down by 3% and 11% respectively. EBITDA has also decreased, mainly due to the effect of lower sales volumes, selling prices, product quality challenges and poor plant efficiencies.

### **PRIOR YEAR ADJUSTMENT**

Restatements have been made to correct the carrying value of fair value adjustments, relating to the acquisition of Cheshire Salt Holdings Limited in January 2011. Accumulated depreciation of £4,086,000 has been charged against prior years, of which £789,000 represents additional depreciation charged to the profit and loss for year ended 31 March 2016.

### **FUTURE OUTLOOK**

The directors expect the Group to build on the significant improvements in underlying profitability seen in the current year as it benefits from a reduced fixed cost base and long-term contracts with key customers. Opportunities for growth in sodium bicarbonate and salt sales into Asia have increased as a result of the continuing weakness of Sterling vs US Dollar and a number of projects have been launched, focusing on reducing the variable cost per tonne of manufacturing and enhancing the efficiency of operational delivery.

The directors expect increase in the sales volume at Kenya operations. This will be driven by the positive global outlook on the soda ash market, the quality improvement measures, the better plant utilisation and costs rationalisation.

### **PRINCIPAL RISKS AND UNCERTAINTIES**

The main risk to the business continues to be the medium to long-term cost of energy in the UK. This includes not just the market price of natural gas and heavy fuel oil ("HFO") but also the impact of UK electricity market reforms, EU-ETS Phase IV and similar carbon pricing measures. This risk has increased following the UK decision to leave the EU. The company will focus on these matters over the coming year by continuing to hedge against the cost of natural gas and HFO and through active engagement with national and international decision-making bodies.

Note 25 and 29 shows the principal risks the group is exposed to and the Group's approach to mitigating the risk.

### **FINANCIAL RISK MANAGEMENT**

The Group's operations expose it to a variety of financial risks that include interest rate risk, foreign currency risk, commodity price risk, liquidity risk and credit risk. The Group has in place, a risk management programme which seeks to limit the adverse effects on the financial performance of the Group where appropriate.

The Group seeks to mitigate commodity price risk through purchasing strategies including the use of contracts for difference to hedge against exposure to fluctuating gas prices. The Group manages its credit exposures with a set of policies for ongoing credit checks on potential and current customers or counterparties. The group takes forward foreign exchange contracts where appropriate. The Group also hedges its interest rate exposure using interest rate swaps when it is considered beneficial to do so. For more detail on risk management policies, please see note 29 to the financial statements.

### **KEY PERFORMANCE INDICATORS ("KPIs")**

Group performance is measured using a 'balanced scorecard' approach. At the start of each financial year the group sets targets relating to a number of strategic themes, including safety and environmental performance, growing existing businesses, developing new businesses, delivering better value to customers, operational excellence and engaging a highly performing workforce. For each measure, the actual performance of the business is compared to the target on a regular basis and these reviews help to identify where further action is required. The directors believe that these measures represent the group's KPIs.

By order of the Board

**M J Ashcroft**

**Director**

**17 July 2017**

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 MARCH 2017

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The directors present their annual report on the affairs of the Group, together with the audited financial statements for the year ended 31 March 2017.

**DIRECTORS**

The Directors who served during the year, and thereafter were as follows:

Mukundan Ramakrishnan

J S Mulhall

J D Contractor (resigned on 23 December 2016)

M J Ashcroft (appointed on 16 May 2017)

**EMPLOYEES**

Applications for employment by disabled persons are always fully considered, bearing in mind the aptitudes of the applicant concerned. In the event of members of staff becoming disabled every effort is made to ensure that their employment with the Group continues and that appropriate training is arranged. It is the policy of the Group that the training, career development and promotion of disabled persons should, as far as possible, be identical with that of other employees.

The Group has a continued commitment to communication through the use of work Group meetings, newsletters, regular financial information and consultation meetings for workplace representatives. The Group will continue to enhance all communication channels to everyone in the Group.

**GOING CONCERN**

The Directors have concluded that the Group has adequate resources to continue in operational existence for the foreseeable future. For this reason, the Directors continue to adopt the going concern basis of accounting in preparing the annual financial statements. Refer note 2.3 of the financial statements.

**POLITICAL CONTRIBUTIONS**

No donations were made to any political party during the year (2016: £nil).

**ENVIRONMENT**

The Group recognises the importance of its environmental responsibilities, monitors its impact on the environment and designs and implements systems to minimise adverse effects that might be caused by its activities. The Group operates in accordance with its publicly available environmental policy, which does not form part of this report. It adheres to the conditions detailed in all relevant environmental licences and permits and any other relevant legislation or regulations covering its activities or environmental impacts. Initiatives designed and implemented to manage and reduce the Group's environmental footprint include investigating further reductions in emissions to air and water, reducing the amount of solid waste that is sent to landfill and improving energy use and efficiency.

**AUDITOR AND STATEMENT OF DISCLOSURE TO THE AUDITOR**

Each person who is a Director at the date of approval of this report confirms that:

- so far as the director is aware, there is no relevant audit information of which the Group's auditor is unaware; and
- the director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the Group's auditor is aware of that information.

HOMEFIELD PVT UK LIMITED

DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2017

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This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

**DIVIDENDS**

The directors do not recommend the payment of a dividend, (2016: Nil).

By order of the Board

**M J Ashcroft**

**Director**

**17 July 2017**

DIRECTORS' RESPONSIBILITIES STATEMENT

FOR THE YEAR ENDED 31 MARCH 2017

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The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the financial statements in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union. Under Company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period.

In preparing the parent company financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether Financial Reporting Standard 101 Reduced Disclosure Framework has been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

In preparing the Group financial statements, International Accounting Standard 1 requires that directors:

- properly select and apply accounting policies;
- present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information;
- provide additional disclosures when compliance with the specific requirements in IFRSs are insufficient to enable users to understand the impact of particular transactions, other events and conditions on the entity's financial position and financial performance; and
- make an assessment of the company's ability to continue as a going concern.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's and group's transactions and disclose with reasonable accuracy at any time the financial position of the Company and the Group and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

This responsibility statement was approved by the board of directors on 17 July 2017 and is signed on its behalf by.

By order of the Board

**M J Ashcroft**  
**Director**  
**17 July 2017**

We have audited the financial statements of Homefield Pvt UK Limited for the year ended 31 March 2017 which comprise the Consolidated Profit and Loss Account, the Consolidated Statement of Comprehensive Income, the Consolidated and Company Balance Sheets, the Consolidated and Company Cash Flow Statements, the Consolidated and Company Statements of Changes in Equity and the related notes 1 to 40. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union and, as regards the parent Company financial statements, as applied in accordance with the provisions of the Companies Act 2006.

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

#### **RESPECTIVE RESPONSIBILITIES OF THE DIRECTORS AND AUDITOR**

As explained more fully in the Directors' Responsibilities Statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

#### **SCOPE OF THE AUDIT OF THE FINANCIAL STATEMENTS**

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the Group's and the parent company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

#### **OPINION ON FINANCIAL STATEMENTS**

In our opinion the financial statements:

- the Group financial statements give a true and fair view of the state of the Group's and of the parent company's affairs as at 31 March 2017 and of the Group's profit for the year then ended;
- the Group financial statements have been properly prepared in accordance with IFRSs as adopted by the European Union and;
- the financial statements have been prepared in accordance with the requirements of the Companies Act 2006.

#### **OPINION ON OTHER MATTERS PRESCRIBED BY THE COMPANIES ACT 2006**

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Strategic Report and Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and the Directors' Report have been prepared in accordance with applicable legal requirements.



HOMEFIELD PVT UK LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBER OF HOMEFIELD PVT UK LIMITED (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2017

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In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified any material misstatements in the Strategic Report and the Directors' Report.

**MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION**

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Anthony Farnworth BA ACA (Senior Statutory Auditor)

for and on behalf of Deloitte LLP

Statutory Auditor

Manchester, UK

19 July 2017

HOMEFIELD PVT UK LIMITED

CONSOLIDATED PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31 MARCH 2017

|   | Note | 2017<br>£'000       | Restated<br>2016<br>£'000 |
|---|------|---------------------|---------------------------|
| <b>Group revenue and share of joint venture revenue</b>             |      | 247,308             | 236,806                   |
| Less: share of joint venture revenue                                |      | (589)               | (568)                     |
| <b>Group revenue</b>  | 5    | <u>246,719</u>      | <u>236,238</u>            |
| Cost of sales   |      | <u>(179,768)</u>    | <u>(175,625)</u>          |
| <b>Gross profit</b>   |      | 66,951              | 60,613                    |
| Selling and distribution expenses                                   |      | (35,426)            | (32,763)                  |
| Administrative expenses   |      | (17,672)            | (16,254)                  |
| Other operating income  | 6    | 5,254               | 5,189                     |
| Share of operating (loss) / profit of joint venture                 |      | (24)                | 35                        |
|   |      | <u>(47,868)</u>     | <u>(43,793)</u>           |
| <b>Group operating profit</b>                                       |      | 19,083              | 16,820                    |
| Finance income  | 7    | 96                  | 106                       |
| Finance costs   | 8    | (8,476)             | (18,628)                  |
|   |      | <u>(8,380)</u>      | <u>(18,522)</u>           |
| <b>Group profit / (loss) on ordinary activities before taxation</b> |      | <u>10,703</u>       | <u>(1,702)</u>            |
| Tax on profit / (loss) on ordinary activities                       | 12   | (2,884)             | 992                       |
| <b>Group profit / (loss) for the financial year</b>                 |      | <u><u>7,819</u></u> | <u><u>(710)</u></u>       |

The accompanying notes are an integrated part of these financial statements.

All results arose from continuing operations.

HOMEFIELD PVT UK LIMITED

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 MARCH 2017

|   | Note | 2017<br>£'000          | Restated<br>2016<br>£'000 |
|---|------|------------------------|---------------------------|
| Group profit/(loss) for the financial year                                |      | 7,819                  | (710)                     |
| <b>Items that will not be reclassified subsequently to profit or loss</b> |      |                        |                           |
| Net losses due to foreign currency translation differences                |      | (27,066)               | (5,278)                   |
| Actuarial (losses) / gains on pension schemes                             | 26   | (21,193)               | 7,071                     |
| Deferred tax effect of actuarial (losses) / gains on pension schemes      | 12   | 3,034                  | (2,538)                   |
| <b>Items that may be reclassified subsequently to profit or loss</b>      |      |                        |                           |
| Cash flow hedge gains / (losses) during the period                        | 11   | 7,512                  | (6,232)                   |
| Deferred tax effect of cash flow hedge losses                             | 12   | (1,569)                | 1,023                     |
| <b>Total other comprehensive loss for the year</b>                        |      | <u>(39,282)</u>        | <u>(5,954)</u>            |
| <b>Total comprehensive loss for the year</b>                              |      | <u><u>(31,463)</u></u> | <u><u>(6,664)</u></u>     |

The accompanying notes are an integrated part of these financial statements.

HOMEFIELD PVT UK LIMITED

CONSOLIDATED BALANCE SHEET

AS AT 31 MARCH 2017

|   |      | 2017      | Restated<br>2016 | Restated<br>2015 |
|---|------|-----------|------------------|------------------|
|   | Note | £'000     | £'000            | £'000            |
| <b>Assets</b>                           |      |           |                  |                  |
| <b>Non-current assets</b>               |      |           |                  |                  |
| Property, plant and equipment           | 16   | 120,496   | 119,098          | 116,102          |
| Goodwill                                | 14   | 19,807    | 19,807           | 19,807           |
| Intangible assets                       | 15   | 13,935    | 13,909           | 14,655           |
| Investment in joint venture             | 17   | 275       | 300              | 265              |
| Other non-current receivables           | 26   | 4,324     | 5,480            | 1,858            |
| Other non-current financial assets      | 25   | 350       | -                | 225              |
| Deferred tax assets                     | 12   | 25,500    | 26,306           | 26,826           |
| <b>Total non-current assets</b>         |      | 184,687   | 184,900          | 179,738          |
| <b>Current assets</b>                   |      |           |                  |                  |
| Inventories                             | 18   | 21,751    | 25,317           | 28,429           |
| Trade and other receivables             | 20   | 39,309    | 37,087           | 45,710           |
| Prepayments                             |      | 1,489     | 1,998            | 917              |
| Other current financial assets          | 25   | 1,323     | -                | 1,214            |
| Cash and short term deposits            | 19   | 5,098     | 4,441            | 4,438            |
| <b>Total current assets</b>             |      | 68,970    | 68,843           | 80,708           |
| <b>Total assets</b>                     |      | 253,657   | 253,743          | 260,446          |
| <b>Equity and liabilities</b>           |      |           |                  |                  |
| <b>Non-current liabilities</b>          |      |           |                  |                  |
| Interest-bearing loans and borrowings   | 25   | (345,859) | (336,413)        | (182,307)        |
| Other non-current financial liabilities | 25   | (306)     | (2,554)          | (1,101)          |
| Provisions                              | 24   | (2,186)   | (4,295)          | (7,410)          |
| Government grant                        | 22   | (2,150)   | (2,272)          | (2,230)          |
| Retirement benefit obligations          | 26   | (93,756)  | (73,010)         | (74,220)         |
| <b>Total non-current liabilities</b>    |      | (444,257) | (418,544)        | (267,268)        |
| <b>Current liabilities</b>              |      |           |                  |                  |
| Trade and other payables                | 21   | (62,873)  | (67,859)         | (71,294)         |
| Interest-bearing loans and borrowings   | 25   | (30,888)  | (12,576)         | (163,764)        |
| Other current financial liabilities     | 25   | (716)     | (8,518)          | (1,986)          |
| Government grant                        | 22   | (122)     | (122)            | -                |
| Deferred revenue                        | 23   | (1,539)   | (1,372)          | (1,704)          |
| Provisions                              | 24   | (3,140)   | (3,167)          | (6,181)          |
| <b>Total current liabilities</b>        |      | (99,278)  | (93,614)         | (244,929)        |
| <b>Net current liabilities</b>          |      | (30,308)  | (24,771)         | (164,221)        |
| <b>Total liabilities</b>                |      | (543,535) | (512,158)        | (512,197)        |
| <b>Net liabilities</b>                  |      | (289,878) | (258,415)        | (251,751)        |

HOMEFIELD PVT UK LIMITED

CONSOLIDATED BALANCE SHEET (CONTINUED)

AS AT 31 MARCH 2017

|   |             | <b>2017</b>      | <b>Restated</b>  | <b>Restated</b>  |
|---|-------------|------------------|------------------|------------------|
|   | <b>Note</b> | <b>£'000</b>     | <b>2016</b>      | <b>2015</b>      |
|   |             |                  | <b>£'000</b>     | <b>£'000</b>     |
| <b>Equity</b>                                     |             |                  |                  |                  |
| Share capital                                     | 27          | (51,811)         | (51,811)         | (51,811)         |
| Foreign currency translation reserve              |             | 33,102           | 6,036            | 758              |
| Cash flow hedging reserve                         |             | (734)            | 5,209            | -                |
| Retained earnings                                 |             | 309,321          | 298,981          | 302,804          |
| <b>Equity attributable to owners of the Group</b> |             | <u>289,878</u>   | <u>258,415</u>   | <u>251,751</u>   |
| <b>Total equity and liabilities</b>               |             | <u>(253,657)</u> | <u>(253,743)</u> | <u>(260,446)</u> |

The accompanying notes are an integrated part of these financial statements.

The financial statements of Homefield Pvt UK Limited, Company registration number 05608419, were approved by the Board of Directors on 17 July 2017.

Signed on behalf of the Board of Directors by:

**M J Ashcroft**  
**Director**

HOMEFIELD PVT UK LIMITED

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 MARCH 2017

|   | Share capital | Retained earnings | FCTR <sup>1</sup> | Cash flow hedging reserve | Total equity |
|---|---------------|-------------------|-------------------|---------------------------|--------------|
|   | £'000         | £'000             | £'000             | £'000                     | £'000        |
| Balance at 1 April 2015   | (51,811)      | 299,507           | 758               | -                         | 248,454      |
| Prior year adjustment (note 33)                                     |               | 3,297             |                   |                           |              |
| Restated balance as at 1 April 2015                                 | (51,811)      | 302,804           | 758               | -                         | 248,454      |
| Loss for the year (Restated - note 33)                              | -             | 710               | -                 | -                         | 710          |
| Other comprehensive (income) / loss for the year                    | -             | (4,533)           | 5,278             | 5,209                     | 5,954        |
| <b>Total comprehensive income for the year (Restated - note 33)</b> | -             | (3,823)           | 5,278             | 5,209                     | 6,664        |
| Balance at 31 March 2016  | (51,811)      | 298,981           | 6,036             | 5,209                     | 255,118      |
| Profit for the year   | -             | (7,819)           | -                 |                           | (7,819)      |
| Other comprehensive (income) / loss for the year                    | -             | 18,159            | 27,066            | (5,943)                   | 39,282       |
| <b>Total comprehensive (income) / loss for the year</b>             | -             | 10,340            | 27,066            | (5,943)                   | 31,463       |
| Balance at 31 March 2017  | (51,811)      | 309,321           | 33,102            | (734)                     | 286,581      |

<sup>1</sup> Foreign currency translation reserve

The accompanying notes are an integrated part of these financial statements.

HOMEFIELD PVT UK LIMITED

CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 MARCH 2017

|  | Note | 2017<br>£'000 | 2016<br>£'000 |
|--|------|---------------|---------------|
| <b>Net cash from operating activities (A)</b>          | 28   | 25,716        | 28,480        |
| <b>Investing activities</b>                            |      |               |               |
| Purchase of property, plant and equipment              |      | (12,904)      | (14,632)      |
| Proceeds from disposal of tangible assets              |      | 41            | 93            |
| Interest received                                      |      | 96            | 106           |
| Government grants received                             |      | -             | 204           |
| <b>Net cash flows used in investing activities (B)</b> |      | (12,767)      | (14,229)      |
| <b>Financing activities</b>                            |      |               |               |
| Interest paid  |      | (7,469)       | (8,752)       |
| Proceeds from borrowings                               |      | 676           | 5,000         |
| Repayment of borrowings                                |      | (7,400)       | (7,912)       |
| Issue of preference share                              |      | 2,000         | 625           |
| Debt issue costs                                       |      | -             | (3,293)       |
| <b>Net cash flows used in financing activities (C)</b> |      | (12,193)      | (14,332)      |
| Impact of exchange rates on cash flows (D)             |      | (99)          | 84            |
| Net increase in cash and cash equivalents (A+B+C+D)    |      | 657           | 3             |
| Cash and cash equivalents at beginning of year         | 19   | 4,441         | 4,438         |
| Cash and cash equivalents at end of year               | 19   | 5,098         | 4,441         |

The accompanying notes are an integrated part of these financial statements.

**1 GENERAL INFORMATION**

Homefield Pvt UK Limited is a private company incorporated in England, United Kingdom, under the Companies Act. The address of the company's registered office is Mond House, Winnington Lane, Northwich, Cheshire, CW8 4DT.

The Company's standalone results for Homefield Pvt UK Limited have been presented in US dollars, the functional currency of the Company. The consolidated results of the Homefield Pvt UK Limited Group have been presented in Pounds Sterling as this is the functional and presentation currency of the Group. "2017" and "2016" throughout refers to the year ended 31 March 2017 and 31 March 2016 respectively.

**2 SIGNIFICANT ACCOUNTING POLICIES**

The accounting policies set out below, unless otherwise stated, have been applied consistently to all periods presented in these consolidated financial statements.

**2.1 Basis of preparation**

The consolidated financial statements of the Group have been prepared in accordance with International Financial Reporting Standards, (IFRS), as adopted by the European Union, therefore the Group financial statements comply with Article 4 of the EU IAS Regulation.

The consolidated financial statements have been prepared on a historical cost basis, except for derivative financial instruments and Emissions Trading Allowances that have been measured at fair value on issue.

**2.2 Basis of consolidation**

The consolidated financial statements comprise the financial statements of the Group and its subsidiaries as at 31 March 2017.

*Subsidiaries*

Subsidiaries are fully consolidated from the date of acquisition, being the date on which the Group obtains control, and continue to be consolidated until the date when such control ceases. The financial statements of the subsidiaries are prepared for the same reporting period as the parent Company, using consistent accounting policies. All intra-Group balances, transactions, unrealised gains and losses resulting from intra-Group transactions and dividends are eliminated in full.

*Interest in a joint venture*

The Group has an interest in a joint venture which is a jointly controlled entity, whereby the venturers have a contractual arrangement that establishes joint control over the economic activities of the entity. The agreement requires unanimous agreement for financial and operating decisions among the venturers. The Group recognises its interest in the joint venture using the equity method. Under the equity method, on initial recognition the investment in the joint venture is recognised at cost, and the carrying amount is increased or decreased to recognise the Group's share of the profit or loss of the joint venture after the date of acquisition.



### 2.3 Going concern

As at 31 March 2017 the Homefield Pvt UK Limited Group (“the Group”) was funded by £26,388,000 of short term borrowings, £217,005,000 of long term debt (term loans and revolving credit), £79,342,000 of loans from Group undertakings and £54,012,000 of preference shares, as disclosed in note 25 to the financial statements. The short term loan is repayable within one year.

The Group is split into three sub-groups, being the European sub-group headed by Tata Chemicals Europe Holdings Limited, the African sub-group headed by Tata Chemicals Africa Holdings Limited and the parent Company, Homefield Pvt UK Limited (“the Company”). The financing of each of these sub-groups is independent from the other sub-groups and therefore the Directors have considered each of these separately in performing their going concern review.

#### *European subgroup:*

As at 31 March 2017 the Group was funded by a £117,600,000 term loan and a £20,000,000 revolving credit facility provided by a syndicate of lenders led by Standard Chartered Bank and Credit Agricole Corporate and Investment Bank. This facility is repayable by 29 November 2020.

#### *African subgroup:*

The African subgroup is financed by \$59,000,000 senior debt repayable in instalments from July 2018 to July 2020, all of which is guaranteed by the ultimate parent, Tata Chemicals Limited. Further, Tata Chemicals Magadi Limited has a facility with Bank of India of \$2,000,000, repayable on demand, which is secured against VAT receivable from the Kenya Revenue Authority (KRA). It also has a Cash Overdraft facility from Standard Chartered Bank for \$12,000,000 which is used partially as and when the need arises. As at 31 March 2017, utilisation for this facility was \$Nil.

#### *Homefield:*

Homefield Pvt UK Limited is a non-trading entity and is financed by \$73,000,000 of senior debt (out of which \$28,000,000 is repayable within one year) in addition to \$18,750,000 preference shares and \$90,533,000 of loans from parent undertakings. The Company’s forecasted cash outflow over the next 12 months is the payment of interest on its external debt and repayment of \$28,000,000 term loan.

Interest is forecast to be paid via an increase in the loans from parent undertakings, in line with the year ended 31 March 2017. Management is evaluating to refinance the \$28,000,000 term loan and has assessed and are satisfied that the Company will be able to refinance the loan. The interest on the loans from parent undertakings rolls up into the loan balance. Assurance is obtained for the parent Company’s continued support by the fact that the external borrowings are underwritten by a guarantee from Tata Chemicals Limited.

The directors have prepared forecasts of the Group’s profitability and cash generation for the 12 months from the date of the Auditor’s Report (the “forecasts”), taking into account the sensitivity of business performance to reasonably possible changes in market conditions and as a result of the current economic climate. These forecasts indicate that the Group’s facilities should be sufficient during the period.

In making their assessment the directors have also considered the net liability position of the Group. The deficit arose in part due to the pension liability associated with one of the Group’s defined benefit schemes. There is a deficit recovery funding plan in place for the pension scheme and the expected cash flows have been factored into the forecasts.

After reviewing the forecasts, considering reasonably possible uncertainties and making such other enquiries as were necessary, the directors have formed a judgment, at the time of approving the financial statements, that there is a reasonable expectation that the Company and Group have adequate resources to continue in operational existence for the foreseeable future. For this reason, the directors continue to adopt the going concern basis of accounting in preparing the annual financial statements.

#### **2.4 Business combinations and goodwill**

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred, measured at acquisition date fair value and the amount of any non-controlling interest in the acquiree.

Acquisition costs incurred are expensed and included in administrative expenses.

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their fair value at the acquisition date.

Any contingent consideration to be transferred by the acquirer will be recognised at fair value at the acquisition date. Subsequent changes in the fair value of the contingent consideration which is deemed to be an asset or liability, will be recognised in accordance with IAS 39 either in the profit and loss account or as a change to other comprehensive income.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interest over the net identifiable assets acquired and liabilities assumed. If this consideration is lower than the fair value of the net assets of the subsidiary acquired, the difference is recognised in the profit or loss account.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units (CGUs) that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

CGUs to which goodwill has been allocated are tested for impairment annually, or more frequently when there is an indication that the unit may be impaired.

On disposal of a CGU the attributable amount of goodwill is included in the determination of the profit or loss on disposal.

#### **2.5 Intangible assets**

##### *Goodwill*

Goodwill arising on the acquisition of subsidiary undertakings and businesses, representing any excess of the fair value of the consideration given over the fair value of the identifiable assets and liabilities acquired, is capitalised. Goodwill is not amortised, a provision is made for any impairment.

##### *Emissions Trading Allowances*

The Group participates in the European Union Emissions Trading Scheme ("EU ETS") administered in the UK by the Environment Agency. Each year the Group receives an allocation of allowances which are initially recorded at fair value as an intangible asset with a corresponding deferred income balance that is released over the compliance period. Additional allowances purchased are valued at cost.

At each period end the Group estimates the number of allowances which will have to be surrendered back to the Environment Agency in respect of that period. A provision based on the market value of the allowances is charged to the profit and loss account as deferred income.

The useful economic life of the Emissions Trading Allowances is approximately one year after they are granted as this is when they must be surrendered.

**2.5 Intangible assets (Continued)***Other intangible assets*

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value as at the date of acquisition. Following initial recognition, intangible assets are carried at cost less accumulated amortisation and accumulated impairment losses, if any.

Intangible assets with finite lives are amortised over their useful economic lives and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life is reviewed at least at the end of each reporting period.

Identifiable intangible assets are amortised on a straight-line basis over their expected useful lives, as follows:

|                |              |
|----------------|--------------|
| Software       | 2 to 8 years |
| Mineral rights | 140 years    |

**2.6 Property, plant & equipment**

Property, plant and equipment is stated at cost, net of accumulated depreciation and/or accumulated impairment losses, if any. Such cost includes the cost of replacing component parts of the property, plant and equipment if the recognition criteria are met. When significant parts of property, plant and equipment are required to be replaced at intervals, the Group derecognises the replaced part, and recognises the new part with its own associated useful life and depreciation. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in the profit and loss account as incurred.

Property, plant & equipment is depreciated on a straight-line basis over its expected useful life, as follows:

|   |                    |
|---|--------------------|
| Freehold buildings                                      | 25 to 50 years     |
| Leasehold improvements                                  | over term of lease |
| Plant and equipment                                     | 2 to 35 years      |
| Assets under construction and land are not depreciated. |                    |

**2.7 Prior period adjustment**

Restatements and reclassifications have been made to correct the carrying value and classification of the fair value adjustments, pertaining to the acquisition of Cheshire Salt Holdings Limited in January 2011. Accumulated depreciation of £4,086,000 has been charged against prior years, of which £789,000 represents additional depreciation charged to the profit and loss for year ended 31 March 2016.

## 2.9 Financial instruments and derivatives

Financial assets and financial liabilities are recognised in the Group's Balance Sheet when the Group becomes a party to the contractual provisions of the instrument.

### *a) Financial assets*

#### *Initial recognition and measurement*

Financial assets within the scope of IAS 39 are classified as financial assets at fair value through profit or loss, loans and receivables, held-to-maturity investments, available-for-sale financial assets, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. The Group determines the classification of its financial assets at initial recognition.

All financial assets are recognised initially at fair value.

The Group's financial assets include cash, trade and other receivables and derivative financial instruments.

#### *Subsequent measurement*

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

#### *Financial assets at fair value through profit or loss*

Financial assets at fair value through profit or loss includes financial assets held for trading and financial assets designated upon initial recognition at fair value through profit or loss. This category includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by IAS 39. Financial assets at fair value through profit and loss are carried in the balance sheet at fair value with changes in fair value recognised in finance income or finance costs in the profit and loss account.

#### *Loans and receivables*

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate method (EIR), less impairment (if any). Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the income statement. The losses arising from impairment are recognised in the income statement in finance costs.

#### *Impairment of financial assets*

The Group assesses at each reporting date whether there is any objective evidence that a financial asset or a Group of financial assets is impaired. A financial asset or a Group of financial assets is deemed to be impaired if, and only if, there is objective evidence of impairment as a result of one or more events that has occurred after the initial recognition of the asset (an incurred 'loss event') and that loss event has an impact on the estimated future cash flows of the financial asset or the Group of financial assets that can be reliably estimated. Evidence of impairment may include indications that the debtors or a Group of debtors is experiencing significant financial difficulty, the probability that they will enter bankruptcy or other financial reorganisation and where observable data indicate that there is a measurable decrease in the estimated future cash flows, such as changes in arrears or economic conditions that correlate with defaults.

## 2.9 Financial instruments and derivatives (Continued)

### *Derecognition of financial assets*

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset to another entity. On derecognition, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that been recognised in other comprehensive income and accumulated in equity is recognised in the profit and loss account.

### *b) Financial liabilities and equity*

Debt and equity instruments are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangement.

Financial liabilities within the scope of IAS 39 are classified as financial liabilities at fair value through profit or loss, loans and borrowings, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. The Group determines the classification of its financial liabilities at initial recognition. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings, carried at amortised cost. This includes directly attributable transaction costs.

The Group's financial liabilities include trade and other payables, loans and borrowings, and derivative financial instruments.

### *Subsequent measurement*

The measurement of financial liabilities depends on their classification as follows:

#### *Financial liabilities at fair value through profit or loss*

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities are classified as held for trading if they are acquired for the purpose of selling in the near term. This category includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by IAS 39.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

#### *Other financial liabilities*

Other financial liabilities, including borrowings, are initially measured at fair value, net of transaction costs. They are subsequently measured at amortised cost.

### *Derecognition of financial liabilities*

The Group derecognises financial liabilities when the Group's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in the profit and loss account.

### *c) Offsetting of financial instruments*

Financial assets and financial liabilities are offset and the net amount reported in the consolidated statement of financial position if, and only if, there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

## 2.9 Financial instruments and derivatives (Continued)

### *d) Fair value of financial instruments*

The fair value of financial instruments that are traded in active markets at each reporting date is determined by reference to quoted market prices without any deduction for transaction costs.

For financial instruments not traded in an active market, the fair value is determined using appropriate valuation techniques. Such techniques may include using recent arm's length market transactions; reference to the current fair value of another instrument that is substantially the same; a discounted cash flow analysis or other valuation models.

### *Derivative financial instruments and hedge accounting*

#### *Initial recognition and subsequent measurement*

The Group uses derivative financial instruments such as forward currency contracts, interest rate swaps and forward commodity contracts to hedge its foreign currency risks, interest rate risks and commodity price risks, respectively. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

The fair value of derivative contracts that meet the definition of a derivative as defined by IAS 39 are recognised in the profit and loss.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to the income statement, except for the effective portion of cash flow hedges, which is recognised in other comprehensive income.

For the purpose of hedge accounting, hedges are classified as cash flow hedges when hedging exposure to variability in cash flows that is either attributable to a particular risk associated with a recognised asset or liability or to a highly probable forecast transaction.

At the inception of a hedge relationship, the Group formally designates and documents the hedge relationship to which the Group wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge. The documentation includes identification of the hedging instrument, the hedged item or transaction, the nature of the risk being hedged and how the entity will assess the effectiveness of changes in the hedging instrument's fair value in offsetting the exposure to changes in the hedged item's fair value or cash flows attributable to the hedged risk. Such hedges are expected to be highly effective in achieving offsetting changes in fair value or cash flows and are assessed on an ongoing basis to determine that they actually have been highly effective throughout the financial reporting periods for which they were designated.

#### *Cash flow hedges*

The effective portion of the gain or loss on the hedging instrument is recognised directly as other comprehensive income in the cash flow hedge reserve, while any ineffective portion is recognised immediately in the profit and loss in other operating expenses.

Amounts recognised as other comprehensive income are transferred to the income statement when the hedged transaction affects profit or loss, such as when the hedged financial income or financial expense is recognised.

**2.9 Financial instruments and derivatives (Continued)**

If the forecast transaction or firm commitment is no longer expected to occur, the cumulative gain or loss previously recognised in equity is transferred to the profit and loss. If the hedging instrument expires or is sold, terminated or exercised without replacement or rollover, or if its designation as a hedge is revoked, any cumulative gain or loss previously recognised in other comprehensive income remains in other comprehensive income until the forecast transaction or firm commitment affects profit or loss.

The Group uses forward currency contracts as hedges of its exposure to foreign currency risk in forecasted transactions, forward commodity contracts for its exposure to volatility in the commodity prices and interest rate swaps as hedges of its exposure to interest rate risk on interest payments.

**2.10 Retained earnings**

Retained earnings represents cumulative profits or losses net of dividends paid and other adjustments.

**2.11 Inventories**

Inventories are stated at the lower of cost and net realisable value. Cost includes materials, direct labour and an attributable proportion of manufacturing overheads based on normal levels of activity. Net realisable value is based on estimated selling price, less estimated costs of completion and the estimated costs necessary to make the sale. Provision is made for obsolete, slow-moving or defective items where appropriate.

**2.12 Taxation**

The tax expense represents the sum of the tax currently payable and deferred tax.

*Current income tax*

Current income tax assets and liabilities for the current period 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 reporting date in the country where the Group operates and generates taxable income.

Current income tax relating to items recognised directly in equity is recognised in equity and not in the profit and loss account. 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.

*Deferred tax*

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

Deferred tax assets are recognised for all deductible temporary differences, carry forward of un-utilised tax credits and un-utilised 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 un-utilised tax credits and un-utilised tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date 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 each reporting date and are recognised to the extent that it has become probable that future taxable profits 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 reporting date.

**2.12 Taxation (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.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current income tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate recognition at that date, would be recognised subsequently if new information about facts and circumstances changed. The adjustment would either be treated as a reduction to goodwill (as long as it does not exceed goodwill) if it is incurred during the measurement period or in profit or loss.

**VAT (Value Added Tax)**

Revenues, expenses and assets are recognised net of the amount of VAT, except:

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

The net amount of VAT recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the Balance Sheet.

**2.13 Revenue**

*Sale of goods*

Revenue from the sale of goods is recognised when all the following conditions are satisfied:

- the Group has transferred to the buyer the significant risks and rewards of ownership of the goods;
- the Group retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- the amount of revenue can be measured reliably;
- it is probable that the economic benefits associated with the transaction will flow to the entity; and
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

Revenue from the sale of goods is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer, usually on delivery of the goods.

*Sale of steam and electricity*

Revenue from the sale of steam and electricity is recognised at the point of metered supply.

*Property income*

Property income is recognised on a straight line basis and is included in operating income in the profit or loss due to its operating nature.

*Interest revenue*

Interest income is recognised when it is probable that the future economic benefits will flow to the group and the amount of income can be measured reliably. Interest income is accrued on a time basis by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that discounts estimated future cash receipts through the expected life of the financial asset, to that asset's net carrying amount on initial recognition.

The Group has just one reportable segment under IFRS 8. Therefore there is no requirement for a segmental analysis note.



**2.14 Operating profit**

Operating profit is stated after the share of results of associates but before investment income and finance costs.

**2.15 Pensions**

The Group operated defined benefit schemes, which are funded with the assets of the schemes held separately from those of the Group, in separate trustee administered funds, the Brunner Mond Pension Fund (BMPF) and the British Salt Retirement Income and Life Assurance Plan (BSRILA). The BSRILA closed to further accrual of benefits on 31 January 2008. The BMPF closed to new members on 30 June 2003 and closed to future accrual of benefits from 31 May 2016.

The cost of providing benefits under the defined benefit plans is determined using the projected unit credit method.

Actuarial gains and losses for both defined benefit plans are recognised in full in the period in which they occur in other comprehensive income. Such actuarial gains and losses are also immediately recognised in retained earnings and are not reclassified to profit or loss in subsequent periods. The past service costs are recognised as an expense on a straight line basis over the average period until the benefits become vested. If the benefits have already vested, immediately following the introduction of, or changes to, a pension plan, past service costs are recognised immediately.

The defined benefit asset or liability comprises the present value of the defined benefit obligation (using a discount rate based on high quality corporate bonds), less past service costs and less the fair value of plan assets out of which the obligations are to be settled. Plan assets are not available to the creditors of the Group, nor can they be paid directly to the Group. Fair value is based on market price information. The value of any defined benefit asset recognised is restricted to the sum of any past service costs and the present value of any economic benefits available in the form of refunds from the plan or reductions in the future contributions to the plan.

The Group also operates defined contribution schemes under which costs are charged to the profit and loss on the basis of the contributions payable in the period. Differences between contributions payable in the period and contributions actually paid are shown as either accruals or prepayments in the balance sheet.

**2.16 Foreign currency**

Transactions in foreign currencies are initially recorded by the Group at the functional currency rates prevailing at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are retranslated at the functional currency spot rate of exchange ruling at the reporting date. All differences are taken to the profit and loss account.

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. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items is recognised in line with the gain or loss of the item that gave rise to the translation difference (translation differences on items whose gain or loss is recognised in other comprehensive income or profit or loss is also recognised in other comprehensive income or profit or loss respectively).

**2.16 Foreign currency (Continued)**

**Foreign currency translation reserve**

The results and the financial position of all the Group entities, which have a functional currency different from the Group's presentation currency (that is, Pounds Sterling), are translated from their respective functional currency into Pounds Sterling as follows:

(i) Income / (expenses) for each of the Profit and loss account presented are translated at annual average of daily exchange rates (unless this average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income / (expenses) are translated at the rate prevailing on the transaction dates).

(ii) Assets and Liabilities for each of the Balance sheet item presented are translated at the closing rate prevailing as at the reporting date.

(iii) Equity is recorded at the historical rate on the date of issue and hence, is not required to be re-translated at each subsequent reporting date.

(iv) All the resulting foreign exchange differences are recognised in the Other comprehensive income and held in Foreign currency translation reserve ('FCTR'), a component of Equity.

When the foreign operation is either partially or fully disposed of, the proportionate share or entire cumulative foreign exchange differences (pertaining to the said operation that are held in FCTR as at the date of disposal) respectively, are re-classified from Equity and considered in calculating the resulting profit / (loss) on sale of the operation. The said profit / (loss) on sale of the operation is recognised in the Profit and loss account.

**2.17 Provisions**

*General*

Provisions are recognised when the Group 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 a reliable estimate can be made of the amount of the obligation.

Where the Group expects some or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the profit and loss account net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

*Restructuring*

Restructuring provisions are only recognised when general recognition criteria for provisions are fulfilled. Additionally, the Group needs to have in place a detailed formal plan about the business or part of the business concerned, the location and a valid expectation that the restructuring is being carried out or the implementation has been initiated already.

*Onerous contract*

Present obligations arising under onerous contracts are recognised and measured as provisions. An onerous contract is considered to exist where the Group has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received under it.

**2.18 Leases**

*Company as lessee*

Finance leases which transfer to the Group substantially all the risks and benefits incidental to ownership of the leased item, are capitalised at the commencement of the lease at the fair value of the leased property or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised as finance costs in the profit and loss account.

A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Group will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

Operating lease payments are recognised as an operating expense in the profit and loss account on a straight-line basis over the lease term.

**2.19 Impairment of non-financial assets**

The Group assesses at each reporting date whether there is an indication that the value of an asset or Cash Generating Unit (CGU) may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell 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 assets or Groups of assets. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

The Group bases its impairment calculation on detailed budgets and forecast calculations which are prepared separately for each of the Group's CGUs to which the individual assets are allocated. These budgets and forecast calculations are generally covering a period of five years. For longer periods, a long term growth rate is calculated and applied to project future cash flows after the fifth year.

Impairment losses of continuing operations, including impairment on inventories, are recognised in the profit and loss in those expense categories consistent with the function of the impaired asset.

For assets excluding goodwill, an assessment is made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years.

**2.20 Government grants**

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an expense item, it is recognised as income over the period necessary to match the grant on a systematic basis to the costs that it is intended to compensate. Where the grant relates to an asset, it is recognised as deferred income and released to income in equal amounts over the expected useful life of the related asset.

### 3 SIGNIFICANT ACCOUNTING JUDGMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of the Group's consolidated financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities, at the end of the reporting period. However, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in future periods.

#### *Estimates and assumptions*

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Group based its assumptions and estimates on parameters available when the consolidated financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

#### *Impairment of non-financial assets*

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs to sell and its value in use. The fair value less costs to sell calculation is based on available data from binding sales transactions in an arm's length transaction of similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a discounted cash flow model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Group is not yet committed to or significant future investments that will enhance the asset's performance of the cash generating unit being tested. The recoverable amount is most sensitive to the discount rate used for the discounted cash flow model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes.

#### *Taxes*

Uncertainties exist with respect to the interpretation of complex tax regulations, changes in tax laws, and the amount and timing of future taxable income. Given the wide range of international business relationships and the long-term nature and complexity of existing contractual agreements, differences arising between the actual results and the assumptions made, or future changes to such assumptions, could necessitate future adjustments to tax income and expense already recorded. Such differences of interpretation may arise on a wide variety of issues depending on the conditions prevailing in the respective Group Company's domicile. Refer Note 31 for open tax demands and its current status.

Deferred tax assets are recognised for all unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgment is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

#### *Pension benefits*

The cost of the defined benefit pension plan and other post-employment medical benefits and the present value of the pension obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and future pension increases. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

**3 SIGNIFICANT ACCOUNTING JUDGMENTS, ESTIMATES AND ASSUMPTIONS (CONTINUED)**

The mortality rate is based on publicly available mortality tables for the specific country. Future salary increases and pension increases are based on expected future inflation rates for the respective country.

Further details about the assumptions used are given in Note 26.

**4 STANDARDS ISSUED BUT NOT YET EFFECTIVE**

The Group has adopted the amendments to IFRSs included in the Annual Improvements to IFRSs 2012-2014 Cycle for the first time in the current year.

The amendments to IAS 19 clarify that the rate used to discount post-employment benefit obligations should be determined by reference to market yields at the end of the reporting period on high quality corporate bonds. The assessment of the depth of a market for high quality corporate bonds should be at a currency level (i.e. the same currency as the benefits are to be paid). For currencies for which there is no deep market in such high quality corporate bonds, the market yields at the end of the reporting period on government bonds denominated in that currency should be used instead.

The adoption of this amendment has had no effect on the Group's consolidated financial statements.

At the date of authorisation of these financial statements the Group has not applied the following new and revised IFRSs that have been issued but are not yet effective:

|                                 |  |
|---------------------------------|--|
| IFRS 9                          | Financial instruments  |
| IFRS 15                         | Revenue from Contracts with Customers                              |
| IFRS 16                         | Leases   |
| IFRS 2 (amendments)             | Classification and Measurement of share-based Payment Transactions |
| IAS 7 (amendments)              | Disclosure Initiative  |
| IAS 12 (amendments)             | Recognition of Deferred Tax for Unrealised Losses                  |
| IFRS 10 and IAS 28 (amendments) | Associates or joint venture.                                       |

The directors do not expect that the adoption of the other Standards listed above will have a material impact on the financial statements of the company in future periods, except as noted below:

- IFRS 9 will impact both the measurement and disclosures of financial instruments;
- IFRS 15 may have an impact on revenue recognition and related disclosures; and
- IFRS 16 will have an impact on reported assets, liabilities, income statement and cash flows of the company. Furthermore, extensive disclosure will be required by IFRS 16.

Beyond the information above, it is not practicable to provide a reasonable estimate of the effect of these standards until a detailed review has been completed.

**5 REVENUE - GROUP**

An analysis of the Group's revenue, all as a result of continuing operations, by class of business is set out below:

|                               | <b>2017</b>    | <b>2016</b>    |
|-------------------------------|----------------|----------------|
|                               | <b>£000's</b>  | <b>£000's</b>  |
| Soda ash and related products | 161,516        | 184,281        |
| Salt                          | 38,857         | 38,196         |
| Steam and electricity         | 46,346         | 13,761         |
|                               | <u>246,719</u> | <u>236,238</u> |

An analysis of the Group's revenue by class geographical market is set out below:

|                | <b>2017</b>    | <b>2016</b>    |
|----------------|----------------|----------------|
|                | <b>£000's</b>  | <b>£000's</b>  |
| United Kingdom | 143,391        | 127,550        |
| Europe         | 28,944         | 33,747         |
| Asia           | 33,909         | 58,836         |
| Africa         | 33,945         | 13,396         |
| Other          | 6,530          | 2,709          |
|                | <u>246,719</u> | <u>236,238</u> |

**6 OTHER OPERATING INCOME - GROUP**

|                 | <b>2017</b>   | <b>2016</b>   |
|-----------------|---------------|---------------|
|                 | <b>£000's</b> | <b>£000's</b> |
| Property income | 110           | 101           |
| Rental income   | 5,000         | 5,000         |
| Others          | 144           | 88            |
|                 | <u>5,254</u>  | <u>5,189</u>  |

**7 FINANCE INCOME - GROUP**

|   | <b>2017</b>   | <b>2016</b>   |
|---|---------------|---------------|
|   | <b>£000's</b> | <b>£000's</b> |
| <i>Interest income and similar charges:</i> |               |               |
| Bank interest receivable                    | 96            | 106           |
|   | <u>96</u>     | <u>106</u>    |

**8 FINANCE COSTS - GROUP**

|   | <b>2017</b>           | <b>2016</b>            |
|---|-----------------------|------------------------|
|   | <b>£000's</b>         | <b>£000's</b>          |
| <i>Interest expense and similar charges:</i>                                  |                       |                        |
| Interest on borrowings  | (6,468)               | (8,031)                |
| Interest payable to fellow Group undertakings                                 | (2,468)               | (1,799)                |
| Amortisation of deferred finance costs  | (531)                 | (1,868)                |
| Other interest payable  | (279)                 | (415)                  |
|   | <u>(9,746)</u>        | <u>(12,113)</u>        |
|   | <b>2017</b>           | <b>2016</b>            |
|   | <b>£000's</b>         | <b>£000's</b>          |
| <i>Other finance costs:</i>   |                       |                        |
| Interest income on pension scheme assets (Note 26)                            | 7,633                 | 7,271                  |
| Interest cost on pension scheme defined benefit obligations (Note 26)         | (9,973)               | (9,654)                |
| Net loss on financial assets/liabilities at fair value through profit or loss | 4,738                 | (3,066)                |
| Other finance costs   | (1,128)               | (1,066)                |
|   | <u>1,270</u>          | <u>(6,515)</u>         |
| <b>Total finance costs</b>  | <b><u>(8,476)</u></b> | <b><u>(18,628)</u></b> |

**9 LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION - GROUP**

|   | <b>2017</b>   | <b>2016</b>   |
|---|---------------|---------------|
|   | <b>£000's</b> | <b>£000's</b> |
| Loss on ordinary activities before taxation is stated after (charging)/crediting: |               |               |
| (Loss) / gain on disposal of property, plant and equipment                        | (15)          | 26            |
| Amortisation of intangibles (Note 15)   | (315)         | (313)         |
| Amortisation of government grants (Note 22)                                       | 122           | 40            |
| Depreciation of tangible assets (Note 16)   | (13,496)      | (11,863)      |
| Cost of stock recognised as an expense  | (65,123)      | (63,040)      |
| Impairment of stock recognised as an expense                                      | (1,256)       | (433)         |
| Net foreign exchange loss   | (2,179)       | (576)         |
| Employee cost (Note 10)   | (25,422)      | (25,314)      |
| Operating lease rentals   | (1,338)       | (1,343)       |
| Auditor's remuneration  |               |               |
| - Fees payable to the Group's auditor for the audit of the Group's accounts       | (185)         | (279)         |
| - Fees payable to the Group's auditor for tax compliance services to the Group    | (73)          | (146)         |

**10 STAFF NUMBERS AND COSTS - GROUP**

*The average number of employees (including executive Directors) was:*

|                           | <b>2017</b>  | <b>2016</b>  |
|---------------------------|--------------|--------------|
|                           | <b>No.</b>   | <b>No.</b>   |
| Production and operations | 503          | 481          |
| Distribution and sales    | 160          | 156          |
| Administration            | 421          | 467          |
|                           | <u>1,084</u> | <u>1,104</u> |

*The aggregate remuneration comprised:*

|  | <b>2017</b>   | <b>2016</b>   |
|--|---------------|---------------|
|  | <b>£000's</b> | <b>£000's</b> |
| Wages and salaries                             | 23,223        | 21,487        |
| Social security costs                          | 1,513         | 1,446         |
| Other pension costs                            | 1,887         | 3,362         |
| Less: capitalised as additions to fixed assets | (1,201)       | (981)         |
|  | <u>25,422</u> | <u>25,314</u> |

None of the Directors received any remuneration from the Group and they are remunerated by undertakings in the wider Group (2016: same). However it is not possible to value the amount paid for service provided to this Company.

**11 COMPONENTS OF OTHER COMPREHENSIVE INCOME - GROUP**

|   | <b>2017</b>   | <b>2016</b>    |
|---|---------------|----------------|
|   | <b>£000's</b> | <b>£000's</b>  |
| Cash flow hedges:   |               |                |
| Gains/(losses) arising during the year                            |               |                |
| Currency forward contracts  | (218)         | (253)          |
| Commodity forward contracts                                       | 2,169         | (9,287)        |
| Interest rate swap  | (123)         | (815)          |
| Reclassification adjustments for gains included in profit or loss |               |                |
| in Cost of sales- effective portion                               | 5,150         | 3,545          |
| in Finance cost- effective portion                                | 832           | 578            |
| in Finance cost- ineffective portion                              | (298)         | -              |
|   | <u>7,512</u>  | <u>(6,232)</u> |



**12 TAX - GROUP**

The components of tax income/(expense) for the years ended 31 March 2017 and 2016 are:

| <b>Consolidated profit and loss statement</b>                         | <b>2017</b>    | <b>2016</b>   |
|---|----------------|---------------|
|   | <b>£000's</b>  | <b>£000's</b> |
| <i>Current tax:</i>   |                |               |
| Group consortium relief   | 25             | -             |
| Current tax charge  | (638)          | -             |
| <i>Deferred tax:</i>  |                |               |
| Relating to origination and reversal of temporary differences         | (2,271)        | 992           |
| <b>Tax (expense)/income reported in the profit and loss statement</b> | <b>(2,884)</b> | <b>992</b>    |

**Consolidated statement of other comprehensive income**

*Items that will be reclassified subsequently to the profit and loss account:*

|  |         |       |
|--|---------|-------|
| Tax effect of net (gains)/losses on cash flow hedges | (1,569) | 1,023 |
|--|---------|-------|

*Items that will not be reclassified subsequently to the profit and loss account:*

|  |              |                |
|--|--------------|----------------|
| Tax effect of actuarial gains and losses on pension schemes        | 3,034        | (2,538)        |
| <b>Tax income/(expense) reported in other comprehensive income</b> | <b>1,465</b> | <b>(1,515)</b> |

The differences between the total tax charge / (credit) and the amount calculated by applying the average rate of UK corporation tax for the year are as follows:

|  | <b>2017</b>    | <b>2016</b>   |
|--|----------------|---------------|
|  | <b>£000's</b>  | <b>£000's</b> |
| Profit / (loss) before tax   | 10,703         | (1,702)       |
| Tax on profit on ordinary activities at the average UK corporation tax rate for the period 20% (2016: 20%) | (2,141)        | 340           |
| <i>Tax effects of:</i>   |                |               |
| Expenses not deductible for tax purposes   | (74)           | (290)         |
| Group relief received at nil charge  | 35             | -             |
| Utilisation of tax losses brought forward  | 518            | 3,661         |
| Consortium relief received at nil charge   | 25             | -             |
| Movement on pension - temporary differences  | (226)          | (246)         |
| Other temporary differences  | (1,021)        | (2,473)       |
| Current tax (charge) / credit for the year   | <b>(2,884)</b> | <b>992</b>    |

The Group earns its profits primarily in the United Kingdom, therefore the tax rate used for tax on profit on ordinary activities is the standard rate for United Kingdom corporation tax.

The UK government has substantively enacted per the Finance Bill 2016, the following reductions in the headline rate of UK corporation tax: 19% from 1 April 2017 to 31 March 2020 and 17% from 1 April 2020. The net deferred tax liability has been calculated on the basis of a rate of 17% since temporary differences are generally expected to reverse after 1 April 2020.

**12 TAX - GROUP (Continued)****Deferred tax**

| Deferred tax relates to the following:    | <b>2017</b>   | <b>2016</b>   |
|---|---------------|---------------|
|   | <b>£000's</b> | <b>£000's</b> |
| Accelerated depreciation for tax purposes | 10,572        | 12,800        |
| Pension                                   | 15,296        | 12,426        |
| Non cash element of general provisions    | 13            | 18            |
| Revaluation of cash flow hedges           | (383)         | 1,023         |
| Other timing differences                  | 2             | 39            |
| <b>Net deferred tax assets</b>            | <u>25,500</u> | <u>26,306</u> |

A potential deferred tax asset for losses of £27,087,000 (2016: £29,671,000) has not been recognised because in the opinion of the management there is no certainty as to the timing of utilisation of these losses.

**13 LOSS ATTRIBUTABLE TO THE COMPANY**

The loss for the financial year dealt with in the financial statements of the parent Company, Homefield Pvt UK Limited, was \$4,993,000 (2016: \$6,000,000). As permitted by Section 408 of the Companies Act 2006, no separate profit and loss account or statement of comprehensive income is presented in respect of the parent Company.

**14 GOODWILL**

|                                    | <b>Goodwill</b> |
|------------------------------------|-----------------|
|                                    | <b>£000's</b>   |
| <b>Deemed cost</b>                 |                 |
| At 1 April 2016 and 31 March 2017  | <u>19,807</u>   |
| <b>Amortisation</b>                |                 |
| At 1 April 2016 and 31 March 2017  | <u>-</u>        |
| <b>Net book value</b>              |                 |
| At 31 March 2017 and 31 March 2016 | <u>19,807</u>   |

The goodwill arose on the acquisition of Cheshire Salt Holdings Limited (CSHL) and its subsidiaries. CSHL forms one Cash Generating Unit (CGU). The Group tests goodwill annually for impairment, or more frequently, if there are indications that goodwill might be impaired. The recoverable amount of the CGU is determined from value in use calculations. The key assumptions for the value in use calculations are those regarding the discount rates, revenue growth rates, operating margins and capital expenditure. The discount rate used is in line with that used by Tata Chemicals Limited, the ultimate parent company, based on the weighted average cost of capital for forecast purposes. It is anticipated that sales volumes will remain at a similar level to the current year and there will be no significant changes in selling prices or costs. The Group prepares cash flow forecasts derived from the most recent financial budgets for the next five years and extrapolates pre-tax cash flows for the following five years based on a nil growth rate, thereafter a 2% growth rate. The rate used to discount the forecast cash flows is 7.75% (2016: same).

**15 INTANGIBLE ASSETS - GROUP**

|  | <b>EU ETS<br/>Allowances<br/>£000's</b> | <b>Mineral<br/>rights<br/>£000's</b> | <b>Software<br/>£000's</b> | <b>Total<br/>£000's</b> |
|--|---|--------------------------------------|----------------------------|-------------------------|
| <b>Deemed cost</b>                       |   |                                      |                            |                         |
| At 1 April 2015                          | 2,306                                   | 11,450                               | 2,032                      | 15,788                  |
| Reclassifications                        | -                                       | 489                                  | -                          | 489                     |
| Restated cost at 1 April 2015            | 2,306                                   | 11,939                               | 2,032                      | 16,277                  |
| Transfers from assets under construction | -                                       | -                                    | 45                         | 45                      |
| Granted during the year                  | 1,830                                   | -                                    | -                          | 1,830                   |
| Purchased during the year                | 890                                     | -                                    | -                          | 890                     |
| Surrendered during the year              | (3,198)                                 | -                                    | -                          | (3,198)                 |
| <b>At 31 March 2016</b>                  | <b>1,828</b>                            | <b>11,939</b>                        | <b>2,077</b>               | <b>15,844</b>           |
| Granted during the year                  | 2,139                                   | -                                    | -                          | 2,139                   |
| Purchased during the year                | 826                                     | -                                    | -                          | 826                     |
| Surrendered during the year              | (2,624)                                 | -                                    | -                          | (2,624)                 |
| <b>At 31 March 2017</b>                  | <b>2,169</b>                            | <b>11,939</b>                        | <b>2,077</b>               | <b>16,185</b>           |
| <b>Amortisation</b>                      |   |                                      |                            |                         |
| At 1 April 2015                          | -                                       | (1,268)                              | (354)                      | (1,622)                 |
| Charge for the year                      | -                                       | (82)                                 | (231)                      | (313)                   |
| <b>At 31 March 2016</b>                  | <b>-</b>                                | <b>(1,350)</b>                       | <b>(585)</b>               | <b>(1,935)</b>          |
| Charge for the year                      | -                                       | (82)                                 | (233)                      | (315)                   |
| <b>At 31 March 2017</b>                  | <b>-</b>                                | <b>(1,432)</b>                       | <b>(818)</b>               | <b>(2,250)</b>          |
| <b>Net book value</b>                    |   |                                      |                            |                         |
| At 31 March 2017                         | 2,169                                   | 10,507                               | 1,259                      | 13,935                  |
| At 31 March 2016                         | 1,828                                   | 10,589                               | 1,492                      | 13,909                  |
| At 31 March 2015                         | 2,306                                   | 10,671                               | 1,678                      | 14,655                  |

**16 PROPERTY, PLANT AND EQUIPMENT - GROUP**

|                                       | <b>Freehold<br/>land and<br/>buildings<br/>£000's</b> | <b>Leasehold<br/>land and<br/>buildings<br/>£000's</b> | <b>Plant and<br/>equipment<br/>£000's</b> | <b>Assets under<br/>construction<br/>£000's</b> | <b>Total<br/>£000's</b> |
|---------------------------------------|---|--|---|---|-------------------------|
| <b>Cost</b>                           |   |  |   |   |                         |
| At 1 April 2015                       | 35,143  | 7,971  | 276,422                                   | 8,943   | 328,479                 |
| Reclassifications                     | 1,008   | -  | (1,439)                                   | -   | (431)                   |
| Restated cost at 1 April 2015         | 36,151  | 7,971  | 274,983                                   | 8,943   | 328,048                 |
| Additions                             | -   | -  | 6,283                                     | 8,349   | 14,632                  |
| Disposals                             | -   | -  | (1,742)                                   | (67)  | (1,809)                 |
| Transfers                             | -   | 488  | 5,747                                     | (6,280)   | (45)                    |
| Exchange adjustment                   | -   | 219  | 3,452                                     | 97  | 3,768                   |
| At 31 March 2016                      | 36,151  | 8,678  | 288,723                                   | 11,042  | 344,594                 |
| Additions                             | -   | 1  | 5,832                                     | 7,071   | 12,904                  |
| Disposals                             | -   | -  | (1,687)                                   | -   | (1,687)                 |
| Transfers                             | -   | 528  | 10,275                                    | (10,803)  | -                       |
| Exchange adjustment                   | -   | 1,382  | 20,624                                    | 336   | 22,342                  |
| At 31 March 2017                      | 36,151  | 10,589   | 323,767                                   | 7,646   | 378,153                 |
| <b>Depreciation</b>                   |   |  |   |   |                         |
| At 1 April 2015                       | (15,933)  | (6,176)  | (186,482)                                 | -   | (208,591)               |
| Reclassifications                     | (3,361)   | -  | 3,302                                     | -   | (59)                    |
| Restatement                           | -   | -  | (3,297)                                   | -   | (3,297)                 |
| Restated depreciation at 1 April 2015 | (19,294)  | (6,176)  | (186,477)                                 | -   | (211,947)               |
| Charge for the year                   | (489)   | (314)  | (11,060)                                  | -   | (11,863)                |
| Eliminated on disposal                | -   | -  | 1,743                                     | -   | 1,743                   |
| Exchange adjustment                   | -   | (170)  | (3,260)                                   | -   | (3,430)                 |
| At 31 March 2016                      | (19,783)  | (6,660)  | (199,054)                                 | -   | (225,497)               |
| Charge for the year                   | (446)   | (446)  | (12,604)                                  | -   | (13,496)                |
| Eliminated on disposal                | -   | -  | 1,631                                     | -   | 1,631                   |
| Exchange adjustment                   | -   | (1,061)  | (19,234)                                  | -   | (20,295)                |
| At 31 March 2017                      | (20,229)  | (8,167)  | (229,261)                                 | -   | (257,657)               |
| <b>Net book value</b>                 |   |  |   |   |                         |
| At 31 March 2017                      | 15,922  | 2,422  | 94,506                                    | 7,646   | 120,496                 |
| At 31 March 2016                      | 16,368  | 2,018  | 89,669                                    | 11,042  | 119,098                 |
| At 31 March 2015                      | 16,857  | 1,795  | 88,506                                    | 8,943   | 116,102                 |

**16 PROPERTY, PLANT AND EQUIPMENT - GROUP (Continued)**

Restatements and reclassifications relate to the correction of the carrying value and classification of the fair value adjustments, pertaining to the acquisition of Cheshire Salt Holdings Limited in January 2011. Accumulated depreciation of £4,086,000 has been charged against prior years, of which £789,000 represents additional depreciation charged to the profit and loss for year ended 31 March 2016.

Transfers relate to the prior year conversion to IFRS, and the recognition of capitalised software from a tangible to an intangible fixed asset.

Freehold land amounting to £13,990,000 has not been depreciated (2016: £13,990,000).

Plant and equipment amounting to £104,954,000 (2016: £106,096,000) are subject to a first charge to secure the Tata Chemicals Europe Holdings Limited Group's bank term loan and revolving credit facility.

At 31 March 2017 plant and equipment included assets held under finance leases with a net book value of £791,000 (2016: £893,000). Leased assets are pledged as security for the related financial lease liabilities.

Assets under construction are not depreciated.

The Group had commitments of £1,940,000 (2016: £877,000) relating to the purchase of property, plant and equipment.

*Operating lease commitments — Group as lessee*

The Group has entered into commercial leases on certain motor vehicles, items of machinery and office premises. The leases for motor vehicles and items of machinery have an average life of between three and five years, while the office premises is twenty five years. There are no renewal or purchase option included in the contracts. There are no restrictions placed upon the Group by entering into these leases.

Future minimum rentals payable under non-cancellable operating leases are as follows:

|   | <b>2017</b>     | <b>2016</b>     |
|---|-----------------|-----------------|
|   | <b>£'000</b>    | <b>£'000</b>    |
| Within one year                             | (1,271)         | (1,310)         |
| After one year but not more than five years | (2,492)         | (2,624)         |
| More than five years                        | (10,616)        | (9,972)         |
|   | <u>(14,379)</u> | <u>(13,906)</u> |

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2017

**17 INVESTMENT IN JOINT VENTURE - GROUP**

The Group holds 50% (2016: 50%) of the ordinary shares and voting rights of The Block Salt Company Limited, a private limited Company incorporated in England, whose principal activity is the manufacture and sale of salt products.

The following table illustrates summarised financial information of the Group's investment in The Block Salt Company Limited. The summarised financial information below represents amounts accounted for under the equity method as described in Note 2.

|  | <b>2017</b>   | <b>2016</b>   |
|--|---------------|---------------|
|  | <b>£000's</b> | <b>£000's</b> |
| Fixed assets                             | 26            | -             |
| Current assets                           | 360           | 337           |
| Current liabilities                      | (111)         | (37)          |
| <b>Carrying amount of the investment</b> | <b>275</b>    | <b>300</b>    |

**18 INVENTORIES - GROUP**

|                                     | <b>2017</b>   | <b>2016</b>   |
|-------------------------------------|---------------|---------------|
|                                     | <b>£000's</b> | <b>£000's</b> |
| Raw materials and consumables       | 8,731         | 11,013        |
| Work-in-progress                    | 169           | 142           |
| Finished goods and goods for resale | 12,851        | 14,162        |
|                                     | <b>21,751</b> | <b>25,317</b> |

There is no material difference between the balance sheet value of inventories and their replacement cost.

Inventory amounting to £10,742,000 (2016: £15,406,000) is subject to a first charge to secure the Tata Chemicals Europe Holdings Limited Group's bank term loan and revolving credit facility.

**19 CASH AND SHORT-TERM DEPOSITS - GROUP**

|                          | <b>2017</b>   | <b>2016</b>   |
|--------------------------|---------------|---------------|
|                          | <b>£000's</b> | <b>£000's</b> |
| Cash at bank and in hand | 5,098         | 4,441         |

**20 TRADE AND OTHER RECEIVABLES - GROUP**

|                                    | <b>2017</b>   | <b>2016</b>   |
|------------------------------------|---------------|---------------|
|                                    | <b>£000's</b> | <b>£000's</b> |
| Trade receivables                  | 27,756        | 23,486        |
| Allowance for doubtful debts       | (215)         | (683)         |
| Amounts owed by Group undertakings | 717           | 1,093         |
| Amounts due from joint ventures    | 79            | 75            |
| Other receivables                  | 7,142         | 5,882         |
| Taxation and social security       | 3,830         | 7,234         |
|                                    | <u>39,309</u> | <u>37,087</u> |

As at 31 March 2017, trade receivables with an invoice value of £15,000 (2016: £40,000) were impaired and fully provided for. The provision for doubtful debts is made on a specific basis.

Trade receivables are non-interest bearing and are generally on 30-60 day terms. All customer's credit is assessed before acceptance. Trade receivables are classified as loans and receivable and measured at amortised cost. The management consider that the carrying value of trade and other receivables is approximately equal to the fair value.

The ageing analysis of trade receivables was as follows:

|               | <b>Total</b>  | <b>Current</b> | <b>Past due but not impaired</b> |                   |                   |                    |                      |
|---------------|---------------|----------------|----------------------------------|-------------------|-------------------|--------------------|----------------------|
|               |               |                | <b>&lt; 30 days</b>              | <b>30-60 days</b> | <b>61-90 days</b> | <b>91-120 days</b> | <b>&gt; 120 days</b> |
|               | <b>£000's</b> | <b>£000's</b>  | <b>£000's</b>                    | <b>£000's</b>     | <b>£000's</b>     | <b>£000's</b>      | <b>£000's</b>        |
| 31 March 2017 | 27,756        | 22,699         | 2,815                            | 1,850             | 49                | -                  | 343                  |
| 31 March 2016 | 23,486        | 15,347         | 6,602                            | 867               | 37                | 240                | 393                  |

**21 TRADE AND OTHER PAYABLES - GROUP**

|                                    | <b>2017</b>     | <b>2016</b>     |
|------------------------------------|-----------------|-----------------|
|                                    | <b>£000's</b>   | <b>£000's</b>   |
| Trade payables                     | (13,710)        | (17,238)        |
| Corporation tax                    | (1,198)         | (830)           |
| Other taxation and social security | (540)           | (521)           |
| Other creditors                    | (1,856)         | (592)           |
| Amount owed to Group undertakings  | (21,320)        | (22,483)        |
| Accruals and deferred income       | (24,249)        | (26,195)        |
|                                    | <u>(62,873)</u> | <u>(67,859)</u> |

Trade payables are non-interest bearing and are typically settled 60 days following the end of the month of supply. The terms and conditions relating to joint ventures and other related parties are described in Note 34. The carrying value approximates the fair value.

**22 GOVERNMENT GRANTS - GROUP**

|                             | <b>2017</b>    | <b>2016</b>    |
|-----------------------------|----------------|----------------|
|                             | <b>£000's</b>  | <b>£000's</b>  |
| <b>At 1 April</b>           | (2,394)        | (2,230)        |
| Received during the year    | -              | (204)          |
| Released to profit and loss | 122            | 40             |
| <b>At 31 March</b>          | <u>(2,272)</u> | <u>(2,394)</u> |
|                             | <b>2017</b>    | <b>2016</b>    |
|                             | <b>£000's</b>  | <b>£000's</b>  |
| Current                     | (122)          | (122)          |
| Non-current                 | (2,150)        | (2,272)        |
|                             | <u>(2,272)</u> | <u>(2,394)</u> |

A government grant has been received in respect of the project to install a new steam turbine at the Group's Combined Heat and Power station in Northwich. At the Balance Sheet date there were no unfilled conditions attached to the grant (2016: same). The Group is subject to a 10 year monitoring period, commencing March 2014, during which the grant may be repayable if certain conditions are not met. These conditions include continuous operation of the turbine and a specified Good Quality Combined Heat and Power (GQCHP) efficiency rating.

**23 DEFERRED REVENUE - GROUP**

|                             | <b>2017</b>    | <b>2016</b>    |
|-----------------------------|----------------|----------------|
|                             | <b>£000's</b>  | <b>£000's</b>  |
| <i>EU ETS allowances</i>    |                |                |
| <b>At 1 April</b>           | (1,372)        | (1,704)        |
| Received during the year    | (2,052)        | (1,829)        |
| Released to profit and loss | 1,885          | 2,161          |
| <b>At 31 March</b>          | <u>(1,539)</u> | <u>(1,372)</u> |



**24 PROVISION FOR LIABILITIES - GROUP**

|                               | <b>Restructuring</b> | <b>Power</b>      | <b>Carbon</b>    | <b>Total</b>  |
|-------------------------------|----------------------|-------------------|------------------|---------------|
|                               | <b>£000's</b>        | <b>facilities</b> | <b>emissions</b> | <b>£000's</b> |
|                               |                      | <b>closure</b>    | <b>£000's</b>    |               |
|                               |                      | <b>£000's</b>     |                  |               |
| At 1 April 2016               | (2,875)              | (1,284)           | (3,303)          | (7,462)       |
| Non-current                   | (2,347)              | (1,284)           | (664)            | (4,295)       |
| Current                       | (528)                | -                 | (2,639)          | (3,167)       |
|                               | (2,875)              | (1,284)           | (3,303)          | (7,462)       |
| (Charged) to profit and loss  | -                    | -                 | (2,932)          | (2,932)       |
| Paid/utilised during the year | 2,430                | -                 | 2,638            | 5,068         |
| At 31 March 2017              | (445)                | (1,284)           | (3,597)          | (5,326)       |
| Non-current                   | (178)                | (1,284)           | (724)            | (2,186)       |
| Current                       | (267)                | -                 | (2,873)          | (3,140)       |
|                               | (445)                | (1,284)           | (3,597)          | (5,326)       |

The restructuring provision recognises costs to be incurred following the closure of the Winnington soda ash and calcium chloride plants. The Group expects to fully utilise the remaining provision within three years.

The power facilities closure provision recognises committed expenditure to demolish the redundant power facilities owned by the Group. The Group expects to complete the demolition work within ten years.

The carbon emissions provision recognises the obligation to surrender allowances to the Environment Agency in respect of the 2016 calendar year and the first three months of the 2017 calendar year. The surrender in respect of the 2016 calendar year took place in April 2017. The surrender in respect of the 2017 calendar year is expected to take place in April 2018.

**25 OTHER CURRENT AND NON-CURRENT FINANCIAL ASSETS AND LIABILITIES - GROUP**

| <i>a) Other financial assets</i>  | <b>2017</b>    | <b>2016</b>     |
|---|----------------|-----------------|
|   | <b>£'000</b>   | <b>£'000</b>    |
| <b>Financial instruments at fair value through Profit and loss</b>            |                |                 |
| Foreign exchange forward contracts  | 126            | -               |
| <b>Financial instruments at fair value through other comprehensive income</b> |                |                 |
| Cash flow hedges  |                |                 |
| Interest rate swaps   | 309            | -               |
| Foreign exchange forward contracts  | 297            | -               |
| Gas contracts for difference  | 916            | -               |
| HFO contracts for difference  | 25             | -               |
| <b>Total other financial assets</b>   | <u>1,673</u>   | <u>-</u>        |
| <b>Total current</b>  | <u>1,323</u>   | <u>-</u>        |
| <b>Total non-current</b>  | <u>350</u>     | <u>-</u>        |
| <br>  |                |                 |
| <i>b) Other financial liabilities</i>   | <b>2017</b>    | <b>2016</b>     |
|   | <b>£'000</b>   | <b>£'000</b>    |
| <b>Financial instruments at fair value through other comprehensive income</b> |                |                 |
| Cash flow hedges  |                |                 |
| Foreign exchange forward contracts  | (61)           | (338)           |
| Gas contracts for difference  | (337)          | (8,069)         |
| HFO contracts for difference  | -              | (406)           |
| Interest rate swaps   | (624)          | (2,259)         |
| <b>Total other financial liabilities</b>                                      | <u>(1,022)</u> | <u>(11,072)</u> |
| <b>Total current</b>  | <u>(716)</u>   | <u>(8,518)</u>  |
| <b>Total non-current</b>  | <u>(306)</u>   | <u>(2,554)</u>  |

For the measurement basis of the fair value of above financial instruments, refer note 30

**25 OTHER CURRENT AND NON-CURRENT FINANCIAL ASSETS AND LIABILITIES - GROUP**  
(Continued)

*b) Other financial liabilities (Continued)*

**Interest-bearing loan and borrowings**

|   | <b>2017</b>      | <b>2016</b>      |
|---|------------------|------------------|
|   | <b>£'000</b>     | <b>£'000</b>     |
| <b>Falling due within one year:</b>                             |                  |                  |
| Term loan owed by Tata Chemicals Europe Holding Limited         | (2,400)          | (2,400)          |
| Term loan owed by Homefield Pvt UK Limited                      | (22,445)         | -                |
| Less: unamortised debt issue costs                              | 60               | -                |
| Short term loan owed by British Salt Limited                    | -                | (5,000)          |
| Bank of India facility at Tata Chemicals Magadi Limited         | (1,603)          | (676)            |
| Amounts owed to Group undertakings                              | (4,500)          | (4,500)          |
| <b>Total current interest-bearing loan and borrowings</b>       | <b>(30,888)</b>  | <b>(12,576)</b>  |
| <b>Falling due after one year:</b>                              |                  |                  |
| Term loan owed by Tata Chemicals Europe Holding Limited         | (115,200)        | (117,600)        |
| Term loan owed by Homefield Pvt UK Limited                      | (36,071)         | (50,659)         |
| Term loan owed by Tata Chemicals Magadi Limited                 | (47,293)         | (40,944)         |
| Revolving credit facility owed by Tata Chemicals Europe Limited | (20,000)         | (20,000)         |
| Less: unamortised debt issue costs                              | 1,559            | 2,107            |
| Amounts owed to Group undertakings                              | (74,842)         | (62,826)         |
| Non-cumulative redeemable preference shares                     | (54,012)         | (46,491)         |
| <b>Total non-current interest-bearing loan and borrowings</b>   | <b>(345,859)</b> | <b>(336,413)</b> |
| <b>Total interest-bearing loan and borrowings</b>               | <b>(376,747)</b> | <b>(348,989)</b> |

Interest payable is normally settled monthly throughout the financial year. The Group intends to hold these liabilities to maturity.

**Analysis of debt**

**The term debt owed by Homefield Pvt UK Limited comprises the following amounts:**

Term Loan: the amounts outstanding to Bank of America were \$28,000,000 (£22,445,000) at 31 March 2017 and \$28,000,000 (£19,431,000) at 31 March 2016. Interest on this loan is payable based on USD LIBOR plus a margin of 1.80%. The loan is repayable in full in March 2018. The Company has put in place an interest rate swap under which fixed interest of 1.2975% is paid half yearly and variable interest, calculated on the basis of the 6 month USD LIBOR interest rate, is received half yearly. The notional amount, as at 31 March 2017, was \$28,000,000 (2016: \$28,000,000) of the \$28,000,000 loan.

**25 OTHER CURRENT AND NON-CURRENT FINANCIAL ASSETS AND LIABILITIES - GROUP  
(Continued)**

*b) Other financial liabilities (continued)*

**The term debt owed by Homefield Pvt UK Limited (continued)**

Term Loan: the amount outstanding to Bank of America was \$45,000,000 (£36,071,000) at 31 March 2017 and \$45,000,000 (£31,228,000) at 31 March 2016. Interest on this loan is payable based on USD LIBOR plus a margin of 1.50%. The loan is repayable in full in March 2020. The Company has put in place an interest rate swap under which fixed interest of 1.7035% is paid half yearly and variable interest, calculated on the basis of the 6 month USD LIBOR interest rate, is received half yearly. The notional amount, as at 31 March 2017, was \$45,000,000 (2016: \$45,000,000) of the \$45,000,000 loan.

**Term loan and revolving credit facility at Tata Chemicals Europe Holding Limited Group**

The term loan (£120,000,000) and revolving credit facility (£20,000,000) were refinanced with a syndicate of lenders led by Standard Chartered Bank and Credit Agricole Corporate and Investment Bank in November 2015. The interest rate is LIBOR + 1.99% (2016: LIBOR + 1.99%). The loans are secured and are repayable in full by November 2020. The revolving credit facility has a maximum draw down of £20,000,000.

**Term loan owed by Tata Chemicals Magadi Limited is as follows:**

Term Loan: the amounts outstanding to Rabo Bank International were \$59,000,000 (£47,293,000) as at 31 March 2017 and \$59,000,000 (£40,944,000) as at 31 March 2016. The loan is repayable in instalments commencing 17 July 2018 and ending 17 July 2020. This loan is guaranteed by Tata Chemicals Limited. Interest on this loan is payable based on USD LIBOR plus a margin of 1.80%. The Company has put in place an interest rate swap under which fixed interest of 2.53% (for the first \$40,000,000) and 1.86% (for the remaining \$19,000,000) is paid half yearly and variable interest, calculated on the basis of the 6 month USD LIBOR interest rate, is received half yearly. The notional amount, as at 31 March 2017 and 31 March 2016 was \$59,000,000 of the loan outstanding.

**Short Term loan owed by Tata Chemicals Magadi Limited is as follows:**

Bank of India facility amounting to \$2,000,000 (£1,603,000) as at 31 March 2016 and \$973,000 (£676,000) as at 31 March 2016 is secured against dues receivable from Kenyan Revenue Authority and is expected to be repaid within one year.

**The non-cumulative redeemable preference shares comprise the following amounts:**

(i) Preference shares from Gusiute Holdings (UK) Limited invested in Tata Chemicals Magadi Limited. The amount outstanding at 31 March 2017 was \$32,512,000 (£26,061,000) and at 31 March 2016 was \$32,512,000 (£22,563,000). The shares has a par value of \$1 and are redeemable at par in January 2023.

(ii) Preference shares from Tata Chemicals International Pte Ltd invested in Homefield Pvt UK Limited. The amount outstanding at 31 March 2017 was \$3,400,000 (£2,725,000) and at 31 March 2016 was \$900,000 (£624,000). The shares has a par value of \$1 and are redeemable at par in January 2023.

(iii) Preference shares from Bio Energy Venture – 1 (Mauritius) Pvt Ltd invested in Homefield Pvt UK Limited. The amount outstanding at 31 March 2017 was \$17,850,000 (£14,308,000) and at 31 March 2016 was \$17,850,000 (£12,387,000). The shares has a par value of \$1 and are redeemable at par in January 2023.

**25 OTHER CURRENT AND NON-CURRENT FINANCIAL ASSETS AND LIABILITIES - GROUP  
(Continued)**

***b) Other financial liabilities (continued)***

(iv) Preference shares from Gusiute Holdings (UK) Limited invested in Homefield 2 UK Limited. The amount outstanding at 31 March 2017 and 31 March 2016 was £10,917,000. The shares has a par value of \$1 and are redeemable at par in January 2021. During the previous year redemption date has been changed from January 2016 to January 2021.

The above preference shares attract a fixed non-cumulative dividend of 8% per annum. The preference shares rank ahead of the ordinary shares in the event of liquidation.

**Amounts owed to Group undertakings**

The amounts owed to Group undertakings which falling due within one year, comprise a loan from Gusiute Holdings (UK) Limited to Tata Chemicals Europe Limited. Interest is payable at the rate of 6% and is repayable on demand. The amounts outstanding were £4,500,000 at 31 March 2017 and 31 March 2016.

The amounts owed to Group undertakings which falling due after more than one year, comprise a loan from Bio Energy Venture – 1 (Mauritius) Pvt Ltd to Homefield Pvt UK Limited. The amounts outstanding were \$93,368,000 (£74,842,000) at 31 March 2017 and \$90,533,000 (£62,826,000) at 31 March 2016 and is repayable at such time as agreed by the parties. Interest is payable based on USD LIBOR plus a margin of 2.25%.

***Collateral***

Standard Chartered Bank hold a debenture in Tata Chemicals Europe Holdings Limited Group. The particulars of this charge are:

- a) Legal mortgage over all mortgaged land.
- b) Fixed charge over any right, title or interest which it has now or may subsequently acquire to or in any other Land. Fixed charge over all Plant and Machinery, shares and distribution rights, book and investments and related non-trading debts and (associated benefits, rights and security), bank accounts (except escrow accounts), intellectual property rights, goodwill, uncalled capital, insurance policies and assigned agreements.
- c) Floating charge over all present and future business, undertaking and assets which are not effectively mortgaged.

Bank of India (BOI) loan of USD 2 million is fully covered by the charged asset due to the company from Kenya Revenue Authority (KRA) (i.e. VAT receivable) and the company has instructed KRA to make all payments through BOI for onwards transfer to Tata Chemicals Magadi.

The term loan of \$73,000,000 at Homefield Pvt UK Limited and \$59,000,000 at Tata Chemicals Magadi Limited has been secured by Corporate guarantee issued by Tata Chemicals limited and no assets of the Group has been pledged against it.

**25 OTHER CURRENT AND NON-CURRENT FINANCIAL ASSETS AND LIABILITIES - GROUP**  
(Continued)

*c) Hedging activities and derivatives*

**Derivatives not designated as hedging instruments**

The Group uses forward currency contracts to manage its US dollar payable exposures for Tata Chemicals South Africa. These contracts are entered against expected payables up to one year. The carrying value of these derivatives as at 31 March 2017 was £126,000 (2016: £nil). The nominal value of the Contracts ending as on 31 March 2017 is Buy USD/ Sell Zar £5,451,000 with fixed rate ranging from 13.40% to 13.37%.

**Cash flow hedges**

*Currency risk*

At 31 March 2017, the Group held foreign currency forward contracts, designated as hedges of expected Euro cash receipts and USD cash payments for which the Group has highly probable forecast transactions. The terms of the foreign currency forward contracts match the terms of the hedged items. The hedged EUR cash inflows and USD cash outflows are expected to occur within one year. There were no highly probable transactions for which hedge accounting has been claimed that have not occurred and no significant element of hedge ineffectiveness requiring recognition in the profit and loss account. The carrying value as at 31 March 2017 was an asset of £298,000 and a liability of £61,000 (2016 liability: £338,000).

The following table details the forward currency contracts outstanding at the year end:

|                           | Average rate |        | Notional value |        |
|---------------------------|--------------|--------|----------------|--------|
|                           | 2017         | 2016   | 2017           | 2016   |
|                           |              |        | £000's         | £000's |
| Sell Euros                | 1.1399       | 1.3097 | 13,686         | 8,107  |
| Buy United States Dollars | 1.2226       | -      | 2,454          | -      |

*Commodity price risk*

The Group purchases natural gas on an ongoing basis as its operating activities in Europe require a continuous supply of steam in the manufacture of soda ash, which is supplied by the Group's combined heat and power plant. The Group also purchases Heavy Fuel Oil (HFO) on an ongoing basis as its operating activities in Kenya require a continuous supply of heat in the manufacture of soda ash. HFO is burnt to generate the heat required in the production process to convert Trona to Soda Ash. HFO price is volatile and is dependent on International oil price.

In accordance with the Group's risk management policy, Natural gas and HFO contracts for difference are expected to reduce the volatility of cash flows in respect of highly probable forecast gas purchases and HFO attributable to the fluctuation in the gas and fuel price in accordance with the risk management outlined by the Board of Directors. As such they were designated as cash flow hedges from 1 October 2015. The contracts are intended to hedge the volatility of the purchase price of gas and fuel for a period up to two years based on existing contracts to supply soda ash to customers. The terms of the contracts match the terms of the hedged items. There were no highly probable transactions for which hedge accounting has been claimed that have not occurred and no significant element of hedge ineffectiveness requiring recognition in the profit and loss account. The carrying value of these derivatives as at 31 March 2017 was a asset of £940,000 and liability of £337,000 (2016: a liability £8,474,000).

**25 OTHER CURRENT AND NON-CURRENT FINANCIAL ASSETS AND LIABILITIES - GROUP**  
(Continued)

*c) Hedging activities and derivatives (Continued)*

*Interest rate risk*

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's long-term debt obligations with floating interest rates. The Group manages its interest rate risk by entering into interest rate swaps, in which it agrees to pay fixed interest to issuer and receives floating interest payable on the fixed rate debts, in accordance with the risk management outlined by the Board of Directors. As such they were designated as cash flow hedges. The contracts are intended to hedge the volatility of the interest payable on variable interest rate borrowings for a period which matches with the period of borrowing. The terms of the contracts match the terms of the hedged items. There were no highly probable transactions for which hedge accounting has been applied that have not occurred and no significant element of hedge ineffectiveness requiring recognition in the profit and loss account. The carrying value of these derivatives as at 31 March 2017 was a asset of £309,000 and liability of £624,000 (2016: liability of £2,259,000).

**26 PENSION ARRANGEMENTS - GROUP**

**a) Defined contribution schemes**

The Group operates a defined contribution scheme for all qualifying employees, under which costs are charged to the profit and loss account on the basis of contributions payable. The assets of the scheme are held separately from those of the company in funds under the control of trustees. Where there are employees who leave the scheme prior to vesting fully in the contributions, the contributions payable by the company are reduced by the amount of forfeited contributions.

The contributions for the year amounted to:

|                        | Tata Chemicals Europe Ltd |        | British Salt Ltd |        | Tata Chemicals Magadi Ltd |        |
|------------------------|---------------------------|--------|------------------|--------|---------------------------|--------|
|                        | 2017                      | 2016   | 2017             | 2016   | 2017                      | 2016   |
|                        | £000's                    | £000's | £000's           | £000's | £000's                    | £000's |
| Employer contributions | (546)                     | (550)  | (250)            | (227)  | (246)                     | (228)  |

As at 31 March 2017, contributions of £nil (2016: £nil) were due in respect of the current reporting period but not paid over to the schemes.

**(b) Defined benefit scheme**

The Group also operated two defined benefit schemes: the Brunner Mond Pension Fund (BMPF) and the British Salt Retirement Income and Life Assurance Plan (BSRILA). The BSRILA closed to further accrual of benefits on 31 January 2008. The BMPF closed to new members on 30 June 2003 and closed to future accrual of benefits from 31 May 2016.

**26 PENSION ARRANGEMENTS (Continued)****(b) Defined benefit scheme (Continued)**

The defined benefit schemes provide benefits to members in the form of a guaranteed level of pension payable for life. The level of benefits provided is defined by the Trust Deed and Rules of each scheme and depends on members' length of service and their salary. Pensions in payment are generally updated in line with the retail price index, subject to caps defined by the rules. Assets are held in trusts and governed by local regulations, as is the composition of the trustee board and nature of its relationship with the group.

The defined benefit schemes are administered by separate funds that are legally separated from the company. Responsibility for governance of each scheme lies with the board of trustees. The board of trustees must be composed of representatives of the group and schemes participants in accordance with legislation. Every three years the board of trustees reviews the level of funding for the schemes as required by legislation. Such a review includes the asset-liability matching strategy and investment risk management policy. The board of trustees and the Group agree the Group's contribution based on the results of this review. UK legislation requires the group to clear any deficit (on a valuation basis agreed between the group and the trustees) over an appropriate timeframe.

**Net employee defined benefit (liability)/surplus**

|                                    | <b>2017</b>     | <b>2016</b>     |
|------------------------------------|-----------------|-----------------|
|                                    | <b>£'000</b>    | <b>£'000</b>    |
| Tata Chemicals Europe Limited BMPF | (93,756)        | (73,010)        |
| British Salt Limited BSRILA        | 4,324           | 5,480           |
| <b>Total</b>                       | <u>(89,432)</u> | <u>(67,530)</u> |

**Risks**

Through its defined benefit pension scheme the Group is exposed to a number of risks. The most significant risks are as follows:

|                    |   |
|--------------------|---|
| Investment risk    | The present value of the defined benefit plan liability is calculated using a discount rate determined by reference to high quality corporate bond yields; if the return on plan asset is below this rate, it will create a plan deficit.   |
| Interest rate risk | A decrease in the bond interest rate will increase the plan liability but this will be partially offset by an increase in the value of the plan's debt investments.   |
| Longevity risk     | The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability. |
| Inflation risk     | If inflation is greater than assumed, the cost of benefits will increase as pension increases and deferred revaluations are linked to inflation.  |

These risks are mitigated by:

- Taking advice from independent qualified actuaries and other professional advisers
- Monitoring of changes in the funding position, with reparatory action where appropriate
- Investment policies which include a high degree of hedging against changes in liabilities
- Caps on inflationary increases to protect the scheme against extreme inflation



**26 PENSION ARRANGEMENTS (Continued)****(b) Defined benefit schemes (Continued)**

The amounts recognised in the Profit and Loss account are as follows:

|   | BMPF<br>2017<br>£'000 | BSRILA<br>2017<br>£'000 | BMPF<br>2016<br>£'000 | BSRILA<br>2016<br>£'000 |
|---|-----------------------|-------------------------|-----------------------|-------------------------|
| Current service cost                        | (144)                 | -                       | (915)                 | -                       |
| Net interest costs:                         |                       |                         |                       |                         |
| Interest cost on defined benefit obligation | (9,175)               | (798)                   | (8,880)               | (774)                   |
| Interest income on plan assets              | 6,641                 | 992                     | 6,330                 | 941                     |
| Administrative expenses                     | (314)                 | (84)                    | (269)                 | (57)                    |
|   | (2,992)               | 110                     | (3,734)               | 110                     |

The amounts recognised in the statement of comprehensive income are as follows:

|   | BMPF<br>2017<br>£'000 | BSRILA<br>2017<br>£'000 | BMPF<br>2016<br>£'000 | BSRILA<br>2016<br>£'000 |
|---|-----------------------|-------------------------|-----------------------|-------------------------|
| Remeasurements of the net defined benefit         |                       |                         |                       |                         |
| Effect of changes in demographic assumptions      | (4,917)               | -                       | -                     | -                       |
| Effect of changes in financial assumptions        | (57,025)              | (4,649)                 | 13,852                | 1,246                   |
| Effect of experience adjustments                  | -                     | (50)                    | 454                   | -                       |
| Return on plan assets (excluding interest income) | 42,155                | 3,293                   | (7,436)               | (1,101)                 |
| Adjustments for timing of contributions remitted  | -                     | -                       | 56                    | -                       |
|   | (19,787)              | (1,406)                 | 6,926                 | 145                     |

Movements in the fair value of plan assets are as follows:

|   | BMPF<br>2017<br>£'000 | BSRILA<br>2017<br>£'000 | BMPF<br>2016<br>£'000 | BSRILA<br>2016<br>£'000 |
|---|-----------------------|-------------------------|-----------------------|-------------------------|
| At 1 April  | 194,258               | 28,669                  | 201,793               | 29,923                  |
| Interest income                                   | 6,641                 | 992                     | 6,330                 | 941                     |
| Cash flows:                                       |                       |                         |                       |                         |
| Employer contributions                            | 2,033                 | 140                     | 3,248                 | -                       |
| Contributions from scheme members                 | 51                    | -                       | 208                   | -                       |
| Benefits paid                                     | (10,522)              | (790)                   | (9,543)               | (1,037)                 |
| Administrative expenses paid from plan assets     | (314)                 | (84)                    | (269)                 | (57)                    |
| Insurance premia for risk benefits                | (61)                  | -                       | (73)                  | -                       |
| Remeasurements:                                   |                       |                         |                       |                         |
| Return on plan assets (excluding interest income) | 42,155                | 3,293                   | (7,436)               | (1,101)                 |
| At 31 March                                       | 234,241               | 32,220                  | 194,258               | 28,669                  |

**26 PENSION ARRANGEMENTS (Continued)****Movements in the defined benefit obligation are as follows:**

|  | <b>BMPF</b>      | <b>BSRILA</b>   | <b>BMPF</b>      | <b>BSRILA</b>   |
|--|------------------|-----------------|------------------|-----------------|
|  | <b>2017</b>      | <b>2017</b>     | <b>2016</b>      | <b>2016</b>     |
|  | <b>£'000</b>     | <b>£'000</b>    | <b>£'000</b>     | <b>£'000</b>    |
| At 1 April                                   | (267,268)        | (23,189)        | (281,187)        | (24,698)        |
| Current service cost                         | (144)            | -               | (915)            | -               |
| Interest cost                                | (9,175)          | (798)           | (8,880)          | (774)           |
| Cash flows:                                  |                  |                 |                  |                 |
| Benefits paid                                | 10,522           | 790             | 9,543            | 1,037           |
| Contributions from scheme members            | (51)             | -               | (208)            | -               |
| Insurance premia for risk benefits           | 61               | -               | 73               | -               |
| Remeasurements:                              |                  |                 |                  |                 |
| Effect of changes in demographic assumptions | (57,025)         | -               | -                | 1,246           |
| Effect of changes in financial assumptions   | (4,917)          | (4,649)         | 13,852           | -               |
| Effect of experience adjustments             | -                | (50)            | 454              | -               |
| At 31 March                                  | <b>(327,997)</b> | <b>(27,896)</b> | <b>(267,268)</b> | <b>(23,189)</b> |

**The details of plan assets and liabilities are as follows:**

|   | <b>BMPF</b>   | <b>BSRILA</b> | <b>BMPF</b>   | <b>BSRILA</b> |
|---|---------------|---------------|---------------|---------------|
|   | <b>2017</b>   | <b>2017</b>   | <b>2016</b>   | <b>2016</b>   |
|   | <b>£000's</b> | <b>£000's</b> | <b>£000's</b> | <b>£000's</b> |
| Cash and cash equivalents                                     | 144           | 115           | 152           | -             |
| Equity instruments  | 24,039        | -             | 20,507        | -             |
| Debt instruments (excluding LDI)                              | 101,105       | -             | 84,653        | -             |
| Real estate   | 6,247         | -             | 6,090         | -             |
| LDI instruments*  | 93,019        | 32,105        | 75,031        | 28,669        |
| Alternatives  | 9,687         | -             | 7,825         | -             |
| Total fair value of assets                                    | 234,241       | 32,220        | 194,258       | 28,669        |
| Defined benefit obligation                                    | (327,997)     | (27,896)      | (267,268)     | (23,189)      |
| Net pension asset/(liability) recognised in the balance sheet | (93,756)      | 4,324         | (73,010)      | 5,480         |

\*Liability Driven Investment - assets chosen to match changes in the value of the scheme's liabilities.

All of the scheme assets have a quoted market price in an active market.

|                              | <b>BMPF</b>   | <b>BSRILA</b> | <b>BMPF</b>   | <b>BSRILA</b> |
|------------------------------|---------------|---------------|---------------|---------------|
|                              | <b>2017</b>   | <b>2017</b>   | <b>2016</b>   | <b>2016</b>   |
|                              | <b>£000's</b> | <b>£000's</b> | <b>£000's</b> | <b>£000's</b> |
| Actual return on plan assets | 48,796        | 4,285         | (1,106)       | (160)         |

The Group ensures that for each scheme the investment position is managed within a framework that considers the scheme's liability profile, funding position, expected return of the various asset classes and the need for diversification. Within this framework, the Group's objective is to ensure that sufficiently liquid assets are available to meet benefit payments and the scheme's assets achieve a return that is consistent with the assumptions made by the trustees in determining the funding of the scheme. The trustees and Group regularly monitor the performance of the scheme's investment strategies.

**26 PENSION ARRANGEMENTS (Continued)**

On a triennial basis the funding position of the schemes is reviewed and a schedule of contributions is agreed.

The last valuation of the BMPF was carried out as at June 2016 and a schedule of contributions is currently being produced. The company expects to pay contributions of £2,800,000 over the year to 31 March 2018.

A schedule of contributions was agreed between the trustees and the company in respect of the BSRILA following the June 2016 valuation. The company expects to pay contributions of £240,000 over the year to 31 March 2018.

The weighted average duration of the defined benefit obligation of the schemes at 31 March 2017 and expected benefit payments in future years are as follows:

|                                      | <b>BMPF</b>   | <b>BSRILA</b> |
|--------------------------------------|---------------|---------------|
| Weighted average duration (in years) | 17            | 16            |
| Expected total benefit payments:     | <b>£000's</b> | <b>£000's</b> |
| Year 1                               | 10,781        | 774           |
| Year 2                               | 11,048        | 792           |
| Year 3                               | 11,321        | 809           |
| Year 4                               | 11,600        | 827           |
| Year 5                               | 11,887        | 845           |
| Next 5 years                         | 63,990        | 4,517         |

The actuarial report's used for these financial statements, were prepared as at 31 March 2017 by a qualified independent actuary. The significant weighted-average assumptions to determine defined benefit obligations were as follows:

|  | <b>2017</b> | <b>2017</b>   | <b>2016</b> | <b>2016</b>   |
|--|-------------|---------------|-------------|---------------|
|  | <b>BMPF</b> | <b>BSRILA</b> | <b>BMPF</b> | <b>BSRILA</b> |
| Discount rate                                    | 2.50%       | 2.50%         | 3.50%       | 3.50%         |
| Rate of price inflation (RPI)                    | 3.10%       | 3.10%         | 2.85%       | 2.85%         |
| Rate of price inflation (CPI)                    | 2.10%       | 2.10%         | 2.15%       | 2.15%         |
| Rate of pension increases (LPI 5%)               | 3.05%       | 3.05%         | 2.80%       | 2.80%         |
| Rate of pension increases (LPI 2.5%)             | 2.20%       | 2.20%         | 2.05%       | 2.05%         |
| Assumed life expectancy on retirement at age 65: |             |               |             |               |
| Member retiring today (age 65)                   |             |               |             |               |
| Male   | 22.4        | 21.8          | 21.7        | 21.7          |
| Female   | 25.2        | 25.1          | 25.0        | 25.0          |
| Member retiring in 25 years (age 40)             |             |               |             |               |
| Male   | 24.8        | 24.1          | 24.0        | 24.0          |
| Female   | 27.6        | 27.5          | 27.4        | 27.4          |

**Sensitivity analyses**

The sensitivity analyses below are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the pension liability recognised within the balance sheet.

| 26 | <b>PENSION ARRANGEMENTS (Continued)</b><br><b>Sensitivity analyses (continued)</b> | <b>BMPF</b>   | <b>BSRILA</b> | <b>BMPF</b>   | <b>BSRILA</b> |
|----|--|---------------|---------------|---------------|---------------|
|    |  | <b>2017</b>   | <b>2017</b>   | <b>2016</b>   | <b>2016</b>   |
|    | <i>Present value of defined benefit obligations</i>                                | <b>£000's</b> | <b>£000's</b> | <b>£000's</b> | <b>£000's</b> |
|    | Discount rate -25 basis points   | (342,615)     | (29,079)      | (278,330)     | (24,150)      |
|    | Discount rate +25 basis points   | (314,284)     | (26,785)      | (256,878)     | (22,284)      |
|    | Price inflation rate -25 basis points  | (319,250)     | (27,202)      | (260,139)     | (22,555)      |
|    | Price inflation rate +25 basis points  | (338,393)     | (28,697)      | (276,113)     | (23,903)      |
|    | Post-retirement life expectancy +1 year  | (338,922)     | (28,820)      | (274,679)     | (23,838)      |
|    | Post-retirement life expectancy -1 year  | (317,179)     | (26,978)      | (259,851)     | (22,542)      |

| 27 | <b>CALLED-UP SHARE CAPITAL</b>            | <b>2017</b>   | <b>2016</b>   |
|----|---|---------------|---------------|
|    |   | <b>£000's</b> | <b>£000's</b> |
|    | <b>Allotted, called up and fully paid</b> |               |               |
|    | 51,811,320 ordinary shares of £1 each     | (51,811)      | (51,811)      |

The Group has one class of ordinary shares which carry no right to fixed income.

| 28 | <b>RECONCILIATION OF OPERATING PROFIT TO OPERATING CASH FLOWS</b> | <b>2017</b>   | <b>2016</b>   |
|----|---|---------------|---------------|
|    |   | <b>£000's</b> | <b>£000's</b> |
|    | Operating profit  | 19,083        | 16,820        |
|    | Depreciation of property, plant and equipment                     | 13,496        | 11,863        |
|    | Amortisation of intangible assets                                 | 315           | 313           |
|    | Amortisation of government grants                                 | (122)         | (40)          |
|    | Loss/(gain) on disposal of property, plant and equipment          | 15            | (27)          |
|    | Share of operating profit of joint venture                        | 24            | (35)          |
|    | Operating cash flows before movement in working capital           | 32,811        | 28,895        |
|    | Decrease in inventories   | 3,567         | 3,111         |
|    | (Increase)/decrease in trade, other receivables and prepayments   | (6,651)       | 9,401         |
|    | Decrease in trade and other payables                              | (4,351)       | (5,274)       |
|    | (Increase)/decrease in EU ETS intangible assets                   | (341)         | 479           |
|    | Increase/(decrease) in provisions                                 | 294           | (728)         |
|    | Adjustment for pension funding                                    | 2,792         | (2,002)       |
|    | Utilisation of exceptional provisions                             | (2,430)       | (5,401)       |
|    | Net cash from taxation  | 25            | -             |
|    | Net cash from operating activities                                | 25,716        | 28,480        |

## 29 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's principal financial liabilities, other than derivatives and defined benefit pension schemes, comprise loans and borrowings, trade and other payables. The Group has trade and other receivables and cash that derive directly from its operations.

**29 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)**

The Group is exposed to interest rate risk, foreign currency risk, commodity price risk, liquidity risk, capital risk and credit risk.

The Group's senior management oversees the management of these risks, supported by an Audit Committees of operating subsidiaries that advises on financial risks and the appropriate financial risk governance framework for the Group. The Audit Committees provides assurance to the Group's senior management that the Group's financial risk-taking activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with Group policies and Group risk appetite.

*Interest rate risk*

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market rates relates primarily to the Group's long-term debt obligations with floating interest rates. The short-term Borrowings of the Group do not have a significant fair value or cash flow interest rate risk due to their short tenure.

Where appropriate, the Group manages its interest rate risk by using interest rate swaps in which the Group agrees to exchange, at specified intervals, the difference between fixed and variable rate interest amounts calculated by reference to an agreed-upon notional principal amount. These swaps are designated to hedge underlying debt obligations (starting 1 October 2015).

The notional amount of the interest rate swaps entered into by the Group are, as at 31 March 2017, was £105,809,000 (2016: £91,603,000) against the long term borrowings. The fixed interest rate to be paid under these contracts ranges between 2.53% to 1.87%, against the variable interest rate payable on borrowings. Refer note 25 for details on swap contracts.

No sensitivity analysis is prepared as the Group does not expect any material effect on the Group's results arising from the effects of reasonably possible changes to interest rates on interest bearing financial instruments at the end of the reporting period.

*Foreign currency risk*

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's operating activities (when revenue or expense is denominated in a different currency from the respective entities' functional currency). Where appropriate, the Group manages its foreign currency risk by hedging forecast cash flows for the next 12 months. Refer Note 25 for forward exchange contract outstanding as at 31 March 2017 and 2016.

**29 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)***Foreign currency risk (continued)*

At the end of the reporting period, the carrying amounts of monetary assets and monetary liabilities denominated in currencies other than the respective Company's functional currency are as follows:

|             | United states dollars (USD) |               | Euro          |               |
|-------------|-----------------------------|---------------|---------------|---------------|
|             | 2017<br>£'000               | 2016<br>£'000 | 2017<br>£'000 | 2016<br>£'000 |
| Assets      | 1,315                       | 1,493         | 2,645         | 2,076         |
| Liabilities | (10,749)                    | (17,237)      | (3,958)       | (1,594)       |
|             | (9,434)                     | (15,744)      | (1,313)       | 482           |

The impact of foreign exchange sensitivity, with respect to the monetary assets and liabilities, on Profit for the year is given in the table below:

|   | 2017<br>£'000 | 2016<br>£'000 |
|---|---------------|---------------|
| <i>Impact of foreign exchange sensitivity - loss / (gain)</i> |               |               |
| If GBP had strengthened / weakened against USD by 10%         | 943 / (943)   | 1574 / (1574) |
| If GBP had strengthened / weakened against Euro by 4%         | 52 / (52)     | (19) / 19     |

*Commodity price risk*

The Group is affected by the volatility of certain commodities. Its operating activities require the ongoing production of steam and electricity and therefore require a continuous supply of natural gas / HFO. Due to potential volatility in the price of natural gas and HFO, the Group has put in place a risk management strategy whereby the cost of natural gas and HFO are hedged for up to 24 months in advance.

## Commodity price sensitivity

The following table shows the effect of price changes in commodities to OCI due to changes in fair value of cash flow hedges entered to hedge commodity price risk.

|   |             | 2017<br>£'000 | 2016<br>£'000 |
|---|-------------|---------------|---------------|
| If the price of the future contracts were higher / (lower) by 10% | Commodity   |               |               |
| Increase / (decrease) in OCI for the year                         | Natural gas | 2053 / (2053) | 1525 / (1525) |
| Increase / (decrease) in OCI for the year                         | HFO         | 319 / (319)   | 93 / (93)     |

*Liquidity risk*

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they become due. The objective of liquidity risk management is to maintain a balance between continuity of funding and flexibility through the use of bank loans, a revolving credit facility, overdraft facilities and debt factoring. For maturity details of the borrowings, refer note 25.

**29 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)**

*Credit risk*

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The trade receivables of the group are typically unsecured and derived from sales made to a large number of independent customers. Credit reference agencies are used to gain ratings and provide credit recommendations (for European subgroup). If there is no credit rating of the customers available, the Group reviews the creditworthiness of its customers based on their financial position, past experience and other factors. The credit period provided by the group to its customers generally ranges from 0-90 days.

The credit risk related to trade receivables is mitigated by taking out credit insurance and requiring counterparty bank guarantees or letters of credit when considered necessary; by setting appropriate payment terms; and by setting and monitoring internal limits on exposure to individual customers. Since no single customer accounts for more than 10% of the revenue of the Group, there is no substantial concentration of credit risk.

*Capital risk*

The capital structure of the Group consists of net debt (borrowings less bank balances) and equity (issued share capital, reserves and retained earnings). Borrowings comprise mainly secured bank debt, supplemented by additional facilities provided by the wider ultimate parent company Group. The Group is not subject to any externally imposed capital requirements.

The Group manages its borrowings in order to ensure that each of its trading companies is able to continue operating as a going concern, whilst minimising the overall cost and risk to the Group. This strategy remains unchanged from 2016.

**30 FAIR VALUE DISCLOSURE**

Fair value is the price at the measurement date, at which an asset can be sold or paid to transfer a liability, in an orderly transaction between market participants. The Group's accounting policies require, measurement of certain financial / non-financial assets and liabilities at fair values (either on a recurring or non-recurring basis) and disclosures of fair value in certain cases.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows:

Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

The Group recognises the transfers into / transfers out of the fair-value-hierarchy levels as of the date of the event / change in circumstances that caused the transfer.

The Group's financial instruments consist primarily of Trade and other receivables, Cash and cash equivalents, long-term borrowings, short-term borrowings, trade and other payables, provisions and derivative financial instruments. The carrying value of the said financial instruments (excluding derivative financial instruments) as at the reporting date approximates their fair market value, either due to the relatively short period of time as to the original maturity tenure for these instruments (and hence the impact of discounting being not significant) and / or as they are subject to floating-rate of interest. The fair value of derivative financial instruments is based on valuations received from the relevant counter-parties (that is, banks / financial and other institutions), thus falls under Level 2 of the Fair value hierarchy.

There were no transfers between levels during the year ended 31 March 2017 and 2016.

**31 CONTINGENCIES - GROUP**

Claims not acknowledged by the Group relating to cases contested by the Tata Chemicals Magadi Limited (TCML) and which, in the opinion of the Management, are not likely to devolve on the Group relating to the following areas:

|                 | 2017<br>£'000 | 2016<br>£'000 |
|-----------------|---------------|---------------|
| Value added tax | 8,095         | 8,229         |
| Corporation tax | 5,268         | 5,355         |
|                 | <u>13,363</u> | <u>13,584</u> |

In both the above demands, TCML has made formal appeal to Kenya Revenue Authority.

**32 RELATED PARTY TRANSACTIONS - GROUP**

Balances and transactions between the Company and its subsidiaries, which are related parties, have been eliminated on consolidation and are not disclosed in this note. Transactions between the Group and its related parties are disclosed below:

| Trading transactions                                    |      | Sales to<br>related<br>parties and<br>joint venture<br>£000's | Purchases<br>from related<br>parties and<br>joint venture<br>£000's | Amounts<br>owed by<br>related<br>parties and<br>joint venture<br>£000's | Amounts<br>owed to<br>related<br>parties and<br>joint venture<br>£000's |
|---|------|---|---|---|---|
| <i>Joint venture in which the Group is a venturer</i>   |      |   |   |   |   |
| The Block Salt Company Limited                          | 2017 | 837   | -   | 79  | -   |
|   | 2016 | 864   | -   | 75  | -   |
| <i>Companies which are part of the wider Tata Group</i> |      |   |   |   |   |
| TCNA (UK) Limited                                       | 2017 | 616   | (23,850)  | 37  | (4,420)   |
|   | 2016 | 509   | (5,061)   | 72  | (2,921)   |
| Tata Chemicals North America Limited                    | 2017 | 313   | (19,487)  | 85  | (5,795)   |
|   | 2016 | 185   | (18,927)  | 37  | (8,264)   |
| Gusiute Holdings (UK) Limited                           | 2017 | -   | -   | -   | (2,000)   |
|   | 2016 | -   | -   | -   | (2,000)   |
| Tata Chemicals International Pte Limited                | 2017 | 19,513  | (296)   | 363   | (4,495)   |
|   | 2016 | 19,156  | (7,277)   | 618   | (5,050)   |
| Tata Chemicals Limited                                  | 2017 | 1,529   | -   | 229   | -   |
|   | 2016 | 583   | -   | 339   | -   |



**32 RELATED PARTY TRANSACTIONS - GROUP (continued)**

| <b>Loans from related parties</b>                       |      | <b>Interest charged by related party in the period</b> | <b>Accrued interest owed to related parties</b> | <b>Amounts owed to related parties</b> |  |
|---|------|--|---|--|--|
|   |      | <b>£000's</b>  | <b>£000's</b>                                   | <b>£000's</b>                          |  |
| <i>Companies which are part of the wider Tata Group</i> |      |  |   |  |  |
| Gusiute Holdings (UK) Limited                           | 2017 | (270)  | (1,080)   | (4,500)                                |  |
|   | 2016 | (270)  | (810)   | (4,500)                                |  |
| Bio Energy Venture – 1 (Mauritius) Pvt Ltd              | 2017 | (2,172)  | (317)   | (74,526)                               |  |
|   | 2016 | (1,596)  | (207)   | (62,619)                               |  |
| <b>Expenses and recharges</b>                           |      |  |   |  |  |
|   |      | <b>Recharges to related parties</b>                    | <b>Recharges from related parties</b>           | <b>Amounts owed by related parties</b> | <b>Amounts owed to related parties</b> |
|   |      | <b>£000's</b>  | <b>£000's</b>                                   | <b>£000's</b>                          | <b>£000's</b>                          |
| <i>Entity with significant influence over the Group</i> |      |  |   |  |  |
| Tata Chemicals Limited                                  | 2017 | 3  | (465)   | 3                                      | (211)                                  |
|   | 2016 | 2  | (663)   | -                                      | (565)                                  |
| <i>Services provided to Group</i>                       |      |  |   |  |  |
| Tata Consultancy Services Limited                       | 2017 | -  | -   | -                                      | -                                      |
|   | 2016 | -  | (57)  | -                                      | -                                      |
| <i>Trade relationship</i>                               |      |  |   |  |  |
| Tata Limited  | 2017 | -  | (11)  | -                                      | -                                      |
|   | 2016 | -  | (11)  | -                                      | (11)                                   |
| <i>Companies which are part of the wider Tata Group</i> |      |  |   |  |  |
| Gusiute Holdings (UK) Limited                           | 2017 | -  | (4)   | -                                      | (4)                                    |
| <b>Guarantee commission paid</b>                        |      |  |   |  |  |
| <i>Entity with significant influence over the Group</i> |      |  |   |  |  |
| Tata Chemicals Limited                                  | 2017 | -  | (655)   | -                                      | (3,315)                                |
|   | 2016 | -  | (1,001)   | -                                      | (2,756)                                |

**32 RELATED PARTY TRANSACTIONS - GROUP (continued)**

*Ultimate parent*

The Company's immediate parent undertaking is Tata Chemicals International Pte Limited, a Company incorporated in Singapore.

The ultimate parent Company in the year to 31 March 2016 was Tata Chemicals Limited, a Company incorporated in India. The largest Group in which the results of the Company are consolidated is that of Tata Chemicals Limited. Copies of the accounts are available from the Company Secretary, Tata Chemicals Limited, Bombay House, Mumbai, India.

*Joint venture in which the Group is a venturer*

The Group has a 50% interest in The Block Salt Company Limited (2016: 50%).

*Terms and conditions of transactions with related parties*

The sales to and purchases from related parties are made at terms equivalent to those that prevail in arm's length transactions. Outstanding trading balances at the year end are unsecured and interest free and will be settled in cash. However interest is charged monthly on the loan balance at agreed rate. For the year ended 31 March 2017, the Group has not recorded any impairment of receivables relating to amounts owed by related parties (2016: £nil). This assessment is undertaken each financial year by examining the financial position of the related party and the market in which the related party operates.

*Transactions with key management personnel*

There were no transactions with key management personnel in the period.

**33 PRIOR YEAR ADJUSTMENT**

Restatements have been made to correct the carrying value of the fair value adjustments, pertaining to the acquisition of Cheshire Salt Holdings Limited in January 2011. Accumulated depreciation of £4,086,000 has been charged against prior years, of which £789,000 represents additional depreciation charged to the profit and loss for year ended 31 March 2016.

HOMEFIELD PVT UK LIMITED

COMPANY BALANCE SHEET

AS AT 31 MARCH 2016

|   |             | <b>2017</b>           | <b>2016</b>           |
|---|-------------|-----------------------|-----------------------|
| <b>Assets</b>                                       | <b>Note</b> | <b>\$'000</b>         | <b>\$'000</b>         |
| <b>Non-current assets</b>                           |             |                       |                       |
| Investments   | 34          | 6,000                 | 6,000                 |
| Other non-current financial asset                   | 37          | 386                   | -                     |
|   |             | <u>6,386</u>          | <u>6,000</u>          |
| <b>Current assets</b>                               |             |                       |                       |
| Trade and other receivables                         | 35          | 36                    | 165                   |
| Cash and short term deposits                        |             | 418                   | 190                   |
|   |             | <u>454</u>            | <u>355</u>            |
| <b>Total assets</b>                                 |             | <u><u>6,840</u></u>   | <u><u>6,355</u></u>   |
| <b>Equity and liabilities</b>                       |             |                       |                       |
| <b>Non-current liabilities</b>                      |             |                       |                       |
| Interest-bearing loans and borrowings               | 37          | (159,338)             | (181,773)             |
| Other non-current financial liabilities             | 37          | -                     | (372)                 |
|   |             | <u>(159,338)</u>      | <u>(182,145)</u>      |
| <b>Current liabilities</b>                          |             |                       |                       |
| Trade and other payables                            | 36          | (4,316)               | (3,776)               |
| Interest-bearing loans and borrowings               | 38          | (27,925)              | -                     |
| Other current financial liabilities                 | 37          | (45)                  | (590)                 |
|   |             | <u>(32,286)</u>       | <u>(4,366)</u>        |
| <b>Net current liabilities</b>                      |             | (31,832)              | (4,011)               |
| <b>Total liabilities</b>                            |             | <u>(191,624)</u>      | <u>(186,511)</u>      |
| <b>Net liabilities</b>                              |             | <u>(184,784)</u>      | <u>(180,156)</u>      |
| <b>Equity</b>                                       |             |                       |                       |
| Share capital                                       | 38          | (102,379)             | (102,379)             |
| Cash flow hedging reserve                           |             | (309)                 | 56                    |
| Retained earnings                                   |             | 287,472               | 282,479               |
| <b>Equity attributable to owners of the Company</b> |             | <u>184,784</u>        | <u>180,156</u>        |
| <b>Total liabilities and equity</b>                 |             | <u><u>(6,840)</u></u> | <u><u>(6,355)</u></u> |

The accompanying notes are an integrated part of these financial statements.

The financial statements of Homefield Pvt UK Limited, Company registration number 05608419, were approved by the Board of Directors on 17 July 2017.

Signed on behalf of the Board of Directors by:

**M J Ashcroft**  
**Director**

HOMEFIELD PVT UK LIMITED

COMPANY STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 MARCH 2017

|  | Share capital | Retained earnings | Other reserve | Total equity |
|--|---------------|-------------------|---------------|--------------|
|  | \$'000        | \$'000            | \$'000        | \$'000       |
| Balance at 1 April 2015                        | (102,379)     | 276,479           | -             | 174,100      |
| Loss for the year                              | -             | 6,000             | -             | 6,000        |
| Other comprehensive loss for the year          | -             | -                 | 56            | 56           |
| <b>Total comprehensive income for the year</b> | -             | 6,000             | 56            | 6,056        |
| Balance at 31 March 2016                       | (102,379)     | 282,479           | 56            | 180,156      |
| Loss for the year                              | -             | 4,993             | -             | 4,993        |
| Other comprehensive loss for the year          | -             | -                 | (365)         | (365)        |
| <b>Total comprehensive income for the year</b> | -             | 4,993             | (365)         | 4,628        |
| Balance at 31 March 2017                       | (102,379)     | 287,472           | (309)         | 184,784      |

The accompanying notes are an integrated part of these financial statements.

HOMEFIELD PVT UK LIMITED

COMPANY STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 MARCH 2017

|   | Note | 2017<br>\$'000 | 2016<br>\$'000 |
|---|------|----------------|----------------|
| <b>Net cash inflow operating activities</b>                           | 39   | 133            | 536            |
| <b>Financing activities</b>   |      |                |                |
| Interest paid   |      | (2,405)        | (2,359)        |
| Issue of preference share   |      | 2,500          | 900            |
| <b>Net cash flows generated from / (used) in financing activities</b> |      | <b>95</b>      | <b>(1,459)</b> |
| Net increase/ (decrease) in cash and cash equivalents                 |      | 228            | (923)          |
| <b>Cash and cash equivalents at beginning of year</b>                 |      | 190            | 1,113          |
| <b>Cash and cash equivalents at end of year</b>                       |      | <b>418</b>     | <b>190</b>     |

The accompanying notes are an integrated part of these financial statements.

**34 INVESTMENTS - COMPANY**

|                                    | <b>Shares in<br/>subsidiaries<br/>\$000's</b> |
|------------------------------------|---|
| <b>Cost</b>                        |   |
| At 31 March 2016 and 31 March 2017 | <u>220,826</u>                                |
| <b>Provision for impairment</b>    |   |
| At 31 March 2016 and 31 March 2017 | (214,826)                                     |
| <b>Net book value</b>              |   |
| At 31 March 2017                   | <u>6,000</u>                                  |
| At 31 March 2016                   | <u>6,000</u>                                  |

The company conducts periodic impairment reviews which take place at least annually for each investment held.

The company's subsidiary undertakings at 31 March 2017 are set out below:

|   | <b>Country of<br/>incorporation</b> | <b>Principal activity</b>                             | <b>% of<br/>ordinary<br/>share capital<br/>held</b> |
|---|-------------------------------------|---|---|
| Homefield 2 UK Limited                  | England                             | Holding company                                       | 100   |
| Tata Chemicals Africa Holdings Limited  | England                             | Holding company                                       | 100   |
| Tata Chemicals Magadi Limited           | England                             | Manufacture and sale of soda ash and related products | 100*  |
| Tata Chemicals South Africa Limited     | South Africa                        | Distribution of soda ash                              |   |
| Brunner Mond Group Limited              | England                             | Holding company                                       | 100*  |
| Cheshire Salt Holdings Limited          | England                             | Holding company                                       | 100*  |
| Cheshire Salt Limited                   | England                             | Holding company                                       | 100*  |
| Tata Chemicals Europe Limited           | England                             | Manufacture and sale of soda ash and related products | 100*  |
| Winnington CHP Limited                  | England                             | Generation and sale of steam and electricity          | 100*  |
| British Salt Limited                    | England                             | Manufacture and sale of salt                          | 100*  |
| Brunner Mond Generation Company Limited | England                             | Dormant   | 100*  |
| Brunner Mond Limited                    | England                             | Dormant   | 100*  |
| Northwich Resource Management Limited   | England                             | Dormant   | 100*  |
| Brinefield Storage Limited              | England                             | Dormant   | 100*  |
| Cheshire Cavity Storage 2 Limited       | England                             | Dormant   | 100*  |
| Cheshire Compressor Limited             | England                             | Dormant   | 100*  |
| Irish Feeds Limited                     | England                             | Dormant   | 100*  |
| New Cheshire Salt Works Limited         | England                             | Holding company                                       | 100*  |

\* Indirect shareholding

All subsidiary accounts can be obtained from the registered office, Mond House, Winnington, Northwich, Cheshire, CW8 4DT.

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2017

| 35 | <b>TRADE AND OTHER RECEIVABLES - COMPANY</b>                                    | <b>2017</b>    | <b>2016</b>    |
|----|---|----------------|----------------|
|    |   | <b>\$'000</b>  | <b>\$'000</b>  |
|    | <i>Amount falling due within one year</i>                                       |                |                |
|    | Amount owed by Group undertakings   | 36             | 165            |
| 36 | <b>TRADE AND OTHER PAYABLES - COMPANY</b>                                       | <b>2017</b>    | <b>2016</b>    |
|    |   | <b>\$'000</b>  | <b>\$'000</b>  |
|    | Amount owed to Group undertakings   | (4,221)        | (3,653)        |
|    | Accruals and deferred income  | (95)           | (123)          |
|    |   | <u>(4,316)</u> | <u>(3,776)</u> |
| 37 | <b>OTHER CURRENT AND NON-CURRENT FINANCIAL ASSETS AND LIABILITIES - COMPANY</b> |                |                |
|    | <i>a) Other financial assets</i>  | <b>2017</b>    | <b>2016</b>    |
|    |   | <b>\$'000</b>  | <b>\$'000</b>  |
|    | <b>Financial instruments at fair value through other comprehensive income</b>   |                |                |
|    | Cash flow hedges  |                |                |
|    | Interest rate swaps   | 386            | -              |
|    | <b>Total other financial assets (non current)</b>                               | <u>386</u>     | <u>-</u>       |
|    | <i>b) Other financial liabilities</i>   | <b>2017</b>    | <b>2016</b>    |
|    |   | <b>\$'000</b>  | <b>\$'000</b>  |
|    | <b>Financial instruments at fair value through other comprehensive income</b>   |                |                |
|    | Cash flow hedges  |                |                |
|    | Interest rate swaps   | (45)           | (962)          |
|    | <b>Total other financial assets</b>   | <u>(45)</u>    | <u>(962)</u>   |
|    | <b>Total current</b>  | <u>(45)</u>    | <u>(590)</u>   |
|    | <b>Total non-current</b>  | <u>-</u>       | <u>(372)</u>   |

For the measurement basis of the fair value of above financial instruments, refer note 30

**37 OTHER CURRENT AND NON-CURRENT FINANCIAL ASSETS AND LIABILITIES - COMPANY (CONTINUED)**

*b) Other financial liabilities*

**Interest-bearing loan and borrowings**

|   | <b>2017</b>      | <b>2016</b>      |
|---|------------------|------------------|
|   | <b>\$000's</b>   | <b>\$000's</b>   |
| <b>Falling due within one year:</b>                           |                  |                  |
| Term loan owed by Homefield Pvt UK Limited                    | (28,000)         | -                |
| Less: unamortised debt issue costs                            | 75               | -                |
| <b>Total current interest-bearing loan and borrowings</b>     | <b>(27,925)</b>  | <b>-</b>         |
| <b>Falling due after one year:</b>                            |                  |                  |
| Term loan owed by Homefield Pvt UK Limited                    | (45,000)         | (73,000)         |
| Less: unamortised debt issue costs                            | 280              | 510              |
| Amounts owed to Group undertakings                            | (93,368)         | (90,533)         |
| Non-cumulative redeemable preference shares                   | (21,250)         | (18,750)         |
| <b>Total non-current interest-bearing loan and borrowings</b> | <b>(159,338)</b> | <b>(181,773)</b> |
| <b>Total interest-bearing loan and borrowings</b>             | <b>(187,263)</b> | <b>(181,773)</b> |

For details on the interest-bearing loans and borrowings of the Company, refer note 25.

*c) Hedging activities and derivatives*

*Cash flow hedge*

Interest rate Swaps were designated as cash flow hedges from 1 October 2015. The contracts are intended to hedge the volatility of the interest payable on variable interest rate borrowings for a period which matches with the period of borrowing. The terms of the contracts match the terms of the hedged items. There were no highly probable transactions for which hedge accounting has been claimed that have not occurred and no significant element of hedge ineffectiveness requiring recognition in the profit and loss account. The carrying value of these derivatives as at 31 March 2017 was an asset of \$386,000 and a liability of \$45,000 (2016: a liability of \$962,000).

**38 CALLED-UP SHARE CAPITAL - COMPANY**

The Company has one class of ordinary share with no right to a fixed income.

|   | <b>2017</b>   | <b>2016</b>   |
|---|---------------|---------------|
|   | <b>\$'000</b> | <b>\$'000</b> |
| <b>Allotted, called-up and fully paid</b> |               |               |
| 51,811,320 ordinary shares of £1 each     | (102,379)     | (102,379)     |



**39 RECONCILIATION OF OPERATING PROFIT TO OPERATING CASH FLOWS- COMPANY**

|   | 2017    | 2016    |
|---|---------|---------|
|   | \$000's | \$000's |
| Operating profit / (loss)                     | 32      | (150)   |
| Decrease in other receivables and prepayments | 127     | 693     |
| Decrease in other payables                    | (26)    | (7)     |
| Net cash inflow from operating activities     | 133     | 536     |

**40 RELATED PARTY TRANSACTIONS- COMPANY**

The following table provides the total amount of transactions that have been entered into with related parties for the relevant financial year:

|   |      | Recharges<br>(from) / to<br>related<br>parties | Interest<br>charged by<br>related party<br>in the period | Accrued<br>interest<br>payable from<br>related parties | Amount<br>(owed to) /<br>receivable<br>from related<br>parties |
|---|------|--|--|--|--|
|   |      | \$000's  | \$000's  | \$000's  | \$000's  |
| <b>Loans from related parties</b>                       |      |  |  |  |  |
| <i>Entity is part of the larger Group</i>               |      |  |  |  |  |
| <i>Bio Energy Venture – 1</i>                           | 2017 | -  | (2,835)  | (395)  | (92,973)   |
| <i>(Mauritius) Pvt Ltd</i>                              | 2016 | -  | (2,362)  | (299)  | (90,234)   |
| <b>Loans to related parties</b>                         |      |  |  |  |  |
| <i>Tata Chemicals Magadi Limited</i>                    | 2017 | -  | -  | -  | -  |
|   | 2016 | -  | -  | 99   | -  |
| <b>Guarantee commission paid</b>                        |      |  |  |  |  |
| <i>Entity with significant influence over the Group</i> |      |  |  |  |  |
| <i>Tata Chemicals Europe Limited</i>                    | 2017 | (563)  | -  | -  | (3,915)  |
|   | 2016 | (463)  | -  | -  | (3,351)  |
| <b>Expense and recharges</b>                            |      |  |  |  |  |
| <i>Tata Chemicals Africa Holdings Limited</i>           | 2017 | -  | -  | -  | (302)  |
|   | 2016 | -  | -  | -  | (302)  |
| <i>Tata Chemicals Europe Limited</i>                    | 2017 | (20)   | -  | -  | 37   |
|   | 2016 | 1  | -  | -  | 65   |