

Registered number: 00000133

## **British India Steam Navigation Company Limited**

**Unaudited**

**Directors' Report and Financial Statements**

**For the Year Ended 31 December 2017**



---

**British India Steam Navigation Company Limited**

---

**Company Information**

---

**Directors** R.A. Al Qahtani (appointed 16 April 2018)  
S.M. Qureshi  
G.R. Jayaraman (resigned 16 April 2018)

**Company secretary** M Al Hashimy

**Registered number** 00000133

**Registered office** 16 Palace Street  
London  
SW1E 5JQ

---

**British India Steam Navigation Company Limited**

---

**Contents**

---

|  | Page          |
|--|---------------|
| <b>Directors' Report</b>                 | <b>1 - 2</b>  |
| <b>Income Statement</b>                  | <b>3</b>      |
| <b>Statement of Financial Position</b>   | <b>4</b>      |
| <b>Statement of Changes in Equity</b>    | <b>5 - 6</b>  |
| <b>Notes to the Financial Statements</b> | <b>7 - 13</b> |

---

## British India Steam Navigation Company Limited

---

### Directors' Report For the Year Ended 31 December 2017

---

The directors present their report and the financial statements for the year ended 31 December 2017. British India Steam Navigation Company Limited ('the Company') is incorporated and domiciled in the UK. The Company's principal activity is holding investments in group undertakings.

#### Directors' responsibilities statement

The directors are responsible for preparing the Directors' 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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 101 'Reduced Disclosure Framework'. 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 these 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 applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and to 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 hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

#### Results and dividends

The profit for the year, after taxation, amounted to £1,325,012 (2016 - £742,090).

During the year, the Company declared and paid a dividend of £3,373,930 (2016: £NIL).

#### Directors

The directors who served during the year were:

S.M. Qureshi

G.R. Jayaraman (resigned 16 April 2018)

#### Qualifying third party indemnity provisions

All directors are entitled to contractual indemnification from the Company to the extent permitted by law against claim and legal expenses incurred in the course of their duties.

Such qualifying third party indemnity insurance is provided and remains in force as at the date of approving the Directors' Report.

---

**British India Steam Navigation Company Limited**

---

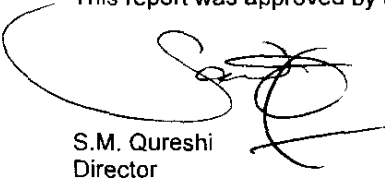
**Directors' Report (continued)  
For the Year Ended 31 December 2017**

---

**Small companies note**

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

This report was approved by the board on 21 September 2018 and signed on its behalf.



S.M. Qureshi  
Director

---

British India Steam Navigation Company Limited

---

**Income Statement**  
**For the Year Ended 31 December 2017**

---

|                                      | <b>Note</b> | <b>2017<br/>£</b> | <b>2016<br/>£</b> |
|--------------------------------------|-------------|-------------------|-------------------|
| Administrative expenses              |             | <b>(636)</b>      | -                 |
| <b>Operating (loss)/profit</b>       |             | <b>(636)</b>      | -                 |
| Income from subsidiaries             |             | <b>1,495,376</b>  | 824,545           |
| <b>Profit before tax</b>             |             | <b>1,494,740</b>  | 824,545           |
| Tax expense                          | 4           | <b>(169,728)</b>  | (82,455)          |
| <b>Profit for the financial year</b> |             | <b>1,325,012</b>  | 742,090           |

There were no recognised gains and losses for 2017 or 2016 other than those included in the income statement.

The notes on pages 7 to 13 form part of these financial statements.

**British India Steam Navigation Company Limited**  
Registered number: 00000133

**Statement of Financial Position**  
**As at 31 December 2017**

|  | Note | 2017<br>£                | 2016<br>£                |
|--|------|--------------------------|--------------------------|
| <b>Fixed assets</b>                            |      |                          |                          |
| Investment in subsidiaries                     | 5    | 283,817                  | 283,817                  |
|  |      | <u>283,817</u>           | <u>283,817</u>           |
| <b>Current assets</b>                          |      |                          |                          |
| Debtors  | 7    | 9,916,186                | 12,016,699               |
|  |      | <u>9,916,186</u>         | <u>12,016,699</u>        |
| Creditors: amounts falling due within one year | 8    | -                        | (51,595)                 |
| <b>Net current assets</b>                      |      | <u>9,916,186</u>         | <u>11,965,104</u>        |
| <b>Total assets less current liabilities</b>   |      | <u>10,200,003</u>        | <u>12,248,921</u>        |
| <b>Net assets</b>                              |      | <u><u>10,200,003</u></u> | <u><u>12,248,921</u></u> |
| <b>Capital and reserves</b>                    |      |                          |                          |
| Called up share capital                        | 9    | 7,761,850                | 7,761,850                |
| Capital redemption reserves                    |      | 2,438,150                | 2,438,150                |
| Profit and loss account                        |      | 3                        | 2,048,921                |
|  |      | <u>10,200,003</u>        | <u>12,248,921</u>        |

The members have not required the Company to obtain an audit for the year in question in accordance with section 476 of Companies Act 2006.

The Company was entitled to exemption from audit under section 479(A) of the Companies Act 2006.

The directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

The Company's financial statements have been prepared in accordance with the provisions applicable to entities subject to the small companies regime.

The financial statements were approved and authorised for issue by the board and were signed on its behalf on

21 September 2018

**S.M. Qureshi**

Director

The notes on pages 7 to 13 form part of these financial statements.

---

British India Steam Navigation Company Limited

---

**Statement of Changes in Equity**  
**For the Year Ended 31 December 2017**

---

|   | <b>Called up<br/>share capital</b> | <b>Other<br/>reserves</b> | <b>Profit and<br/>loss account</b> | <b>Total equity</b> |
|---|------------------------------------|---------------------------|------------------------------------|---------------------|
|   | £                                  | £                         | £                                  | £                   |
| At 1 January 2017                                   | 7,761,850                          | 2,438,150                 | 2,048,921                          | 12,248,921          |
| <b>Comprehensive income for the year</b>            |                                    |                           |                                    |                     |
| Profit for the year                                 | -                                  | -                         | 1,325,012                          | 1,325,012           |
| <b>Total comprehensive income for the year</b>      | -                                  | -                         | 1,325,012                          | 1,325,012           |
| <b>Contributions by and distributions to owners</b> |                                    |                           |                                    |                     |
| Dividends paid                                      | -                                  | -                         | (3,373,930)                        | (3,373,930)         |
| <b>Total transactions with owners</b>               | -                                  | -                         | (3,373,930)                        | (3,373,930)         |
| <b>At 31 December 2017</b>                          | <b>7,761,850</b>                   | <b>2,438,150</b>          | <b>3</b>                           | <b>10,200,003</b>   |



---

**British India Steam Navigation Company Limited**

---

**Statement of Changes in Equity  
For the Year Ended 31 December 2016**

---

|  | <b>Called up<br/>share capital</b> | <b>Other<br/>reserves</b> | <b>Profit and<br/>loss account</b> | <b>Total equity</b> |
|--|------------------------------------|---------------------------|------------------------------------|---------------------|
|  | <b>£</b>                           | <b>£</b>                  | <b>£</b>                           | <b>£</b>            |
| At 1 January 2016                              | <b>7,761,850</b>                   | <b>2,438,150</b>          | <b>1,306,831</b>                   | <b>11,506,831</b>   |
| <b>Comprehensive income for the year</b>       |                                    |                           |                                    |                     |
| Profit for the year                            | -                                  | -                         | <b>742,090</b>                     | <b>742,090</b>      |
| <b>Total comprehensive income for the year</b> | <b>-</b>                           | <b>-</b>                  | <b>742,090</b>                     | <b>742,090</b>      |
| <b>At 31 December 2016</b>                     | <b>7,761,850</b>                   | <b>2,438,150</b>          | <b>2,048,921</b>                   | <b>12,248,921</b>   |

The notes on pages 7 to 13 form part of these financial statements.

---

**British India Steam Navigation Company Limited**

---

**Notes to the Financial Statements  
For the Year Ended 31 December 2017**

---

**1. Accounting policies**

**1.1 Basis of preparation of financial statements**

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework' and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies.

The following principal accounting policies have been applied:

**1.2 Financial reporting standard 101 - reduced disclosure exemptions**

The company has taken advantage of the following disclosure exemptions under FRS 101:

- the requirements of IFRS 7 Financial Instruments: Disclosures
- the requirements of paragraphs 91-99 of IFRS 13 Fair Value Measurement
- the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of:
  - paragraph 79(a)(iv) of IAS 1;
  - paragraph 73(e) of IAS 16 Property, Plant and Equipment;
  - paragraph 118(e) of IAS 38 Intangible Assets;
  - paragraphs 76 and 79(d) of IAS 40 Investment Property; and
  - paragraph 50 of IAS 41 Agriculture
- the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D, 111 and 134-136 of IAS 1 Presentation of Financial Statements
- the requirements of IAS 7 Statement of Cash Flows
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors
- the requirements of paragraph 17 and 18A of IAS 24 Related Party Disclosures
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member
- the requirements of paragraphs 134(d)-134(f) and 135(c)-135(e) of IAS 36 Impairment of Assets.

The Company proposes to continue to adopt the reduced disclosure framework of FRS 101 in its next financial statements.

**1.3 Going concern**

The directors have considered the funding and liquidity position of the Company. Following this review, the directors consider it appropriate to continue to prepare the financial statements on the going concern basis.

---

**British India Steam Navigation Company Limited**

---

**Notes to the Financial Statements  
For the Year Ended 31 December 2017**

---

**1. Accounting policies (continued)**

**1.4 Valuation of investments**

Investments in subsidiaries are measured at cost less accumulated impairment.

Investments in unlisted Company shares, whose market value can be reliably determined, are remeasured to market value at each balance sheet date. Gains and losses on remeasurement are recognised in the Income Statement for the period. Where market value cannot be reliably determined, such investments are stated at historic cost less impairment.

Investments in listed company shares are remeasured to market value at each Statement of Financial Position date. Gains and losses on remeasurement are recognised in profit or loss for the period.

**1.5 Debtors**

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

**1.6 Creditors**

Creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers.

Creditors are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

**1.7 Dividends**

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting. Dividends on shares recognised as liabilities are recognised as expenses and classified within interest payable.

**1.8 Taxation**

Tax is recognised in the Income Statement, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the Company operates and generates income.

**2. Employees**

The Company has no employees other than the directors.

---

**British India Steam Navigation Company Limited**

---

**Notes to the Financial Statements  
For the Year Ended 31 December 2017**

---

**3. Directors' remuneration**

None of the directors received any remuneration from the Company during the year or prior period. The directors' remuneration was borne by group undertakings. The directors do not believe that it is practicable to apportion the remuneration between their services as directors of the Company and their services as directors/employees of other group undertakings.

**4. Taxation**

|   | 2017<br>£      | 2016<br>£     |
|---|----------------|---------------|
| <b>Foreign tax</b>                        |                |               |
| Foreign tax on income for the year        | 169,728        | 82,455        |
| <b>Tax charge in the income statement</b> | <u>169,728</u> | <u>82,455</u> |

**Factors affecting tax charge for the year**

The tax assessed for the year is lower than (2016 - lower than) the standard rate of corporation tax in the UK of 19.25% (2016 - 20%). The differences are explained below:

|   | 2017<br>£        | 2016<br>£      |
|---|------------------|----------------|
| Profit on ordinary activities before tax  | <u>1,494,740</u> | <u>824,545</u> |
| Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19.25% (2016 - 20%) | 287,737          | 164,909        |
| <b>Effects of:</b>  |                  |                |
| Expenses not taxable for tax purposes   | -                | (164,909)      |
| Non-taxable income  | (287,737)        | (742,090)      |
| Group relief  | -                | (34,912)       |
| Foreign tax on income for the year  | 169,728          | 824,545        |
| Transfer pricing adjustments  | -                | 34,912         |
| <b>Tax charge in the income statement</b>   | <u>169,728</u>   | <u>82,455</u>  |

---

British India Steam Navigation Company Limited

---

Notes to the Financial Statements  
For the Year Ended 31 December 2017

---

4. Taxation (continued)

**Factors that may affect future tax charges**

A reduction from 20% to 19% from 1 April 2017 was enacted on 26 October 2015, and an additional reduction to 17% (effective from 1 April 2020) was substantively enacted on 6 September 2016.

The rate changes will impact the amount of future tax recognised by the Company. However, it does not have any effect on the current year results.

**Unrecognised deferred tax**

No deductible or taxable differences arose during the year, thus no deferred tax assets or deferred tax liabilities have been recognised.

5. Investments

|                       | Investments<br>in<br>subsidiary<br>companies<br>£ | Other fixed<br>asset<br>investments<br>£ | Total<br>£ |
|-----------------------|---|--|------------|
| <b>Cost</b>           |   |  |            |
| At 1 January 2017     | 549,817   | 244,000                                  | 793,817    |
| At 31 December 2017   | 549,817   | 244,000                                  | 793,817    |
| <b>Impairment</b>     |   |  |            |
| At 1 January 2017     | 266,000   | 244,000                                  | 510,000    |
| At 31 December 2017   | 266,000   | 244,000                                  | 510,000    |
| <b>Net book value</b> |   |  |            |
| At 31 December 2017   | 283,817   | -  | 283,817    |
| At 31 December 2016   | 283,817   | -  | 283,817    |

---

**British India Steam Navigation Company Limited**

---

**Notes to the Financial Statements  
For the Year Ended 31 December 2017**

---

**6. Subsidiary undertakings**

The following were subsidiary undertakings of the Company:

| <b>Name</b>   | <b>Country of<br/>incorporation</b> | <b>Class of<br/>shares</b> | <b>Holding</b> | <b>Principal<br/>activity</b>              |
|---|-------------------------------------|----------------------------|----------------|--|
| P&O Containers<br>Pakistan (Private)<br>Limited                 | Pakistan                            | Ordinary                   | 70 %           | Shipping agent & real<br>estate management |
| Mackinnon<br>Mackenzie & Co of<br>Pakistan (Private)<br>Limited | Pakistan                            | Ordinary                   | 70 %           | Shipping agent & real<br>estate management |

During the year, the Company received dividends of £1,367,544 from Mackinnon Mackenzie & Co of Pakistan (Private) Limited (2016:£723,919) and £127,832 from P&O Containers Pakistan (Private) Limited (2016:£100,626).

---

**British India Steam Navigation Company Limited**

---

**Notes to the Financial Statements  
For the Year Ended 31 December 2017**

---

**7. Debtors**

|                                    | <b>2017</b>             | <b>2016</b>              |
|------------------------------------|-------------------------|--------------------------|
|                                    | <b>£</b>                | <b>£</b>                 |
| Amounts owed by group undertakings | <b>9,916,186</b>        | <b>12,016,699</b>        |
|                                    | <u><b>9,916,186</b></u> | <u><b>12,016,699</b></u> |

**8. Creditors: Amounts falling due within one year**

|                      | <b>2017</b> | <b>2016</b>          |
|----------------------|-------------|----------------------|
|                      | <b>£</b>    | <b>£</b>             |
| Group relief payable | -           | <b>51,595</b>        |
|                      | <u>-</u>    | <u><b>51,595</b></u> |

**9. Share capital**

|  | <b>2017</b>              | <b>2016</b>              |
|--|--------------------------|--------------------------|
|  | <b>£</b>                 | <b>£</b>                 |
| <b>Authorised</b>                          |                          |                          |
| 204,000 Ordinary shares shares of £50 each | <u><b>10,200,000</b></u> | <u><b>10,200,000</b></u> |
| <b>Allotted, called up and fully paid</b>  |                          |                          |
| 155,237 Ordinary shares shares of £50 each | <u><b>7,761,850</b></u>  | <u><b>7,761,850</b></u>  |

---

**British India Steam Navigation Company Limited**

---

**Notes to the Financial Statements  
For the Year Ended 31 December 2017**

---

**10. Controlling party**

The smallest group of companies for which consolidated financial statements are prepared and in which the Company is consolidated is The Peninsular and Oriental Steam Navigation Company, a company incorporated by Royal Charter and therefore not registered, copies of whose accounts can be obtained from: The Registrar of Companies, Companies House, Crown Way, Cardiff CF14 3UZ.

The largest group of companies for which consolidated financial statements are prepared and which are publicly available, and in which the Company is consolidated is DP World Limited, a company limited by shares incorporated in Dubai, whose accounts are filed with the Dubai International Financial Centre and where 19.55% of its shares are traded on NASDAQ Dubai.

The immediate parent undertaking at 31 December 2017 was The Peninsular and Oriental Steam Navigation Company, a company incorporated in the United Kingdom.

In the opinion of the directors the ultimate controlling parent undertaking as at 31 December 2017 was Port & Free Zone World FZE, which owns 80.45% of DP World Limited. Port & Free Zone World FZE is a wholly owned subsidiary of Dubai World Corporation, which is the ultimate parent company of the Company, but which does not exert control over the Company. Both Port & Free Zone World FZE and Dubai World Corporation are incorporated in Dubai.