Tensar Investments Limited

Report and Financial Statements

31 December 2018

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A32 12/09/2019 #29

Directors

M D Lawrence T GYE Amat

Registered office Units 2-4 Cunningham Court Shadsworth Business Park Blackburn Lancashire BB1 2QX

Directors' report

The directors present their report and financial statements for the year ended 31 December 2018.

Results and dividends

The company was dormant throughout the year and no dividend is payable.

Principal activity and review of the business

The company has not traded during the year under review. The directors do not foresee any material trading activity in the ensuing year.

Directors

The directors who served the company during the year were as follows:

M D Lawrence T GYE Amat

22nd August 20

Approved by and signed on behalf of the Board of Directors.

2

22nd August 2019

Directors' responsibilities for the financial statements

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 financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice). 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 and 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; and
- make judgments and accounting estimates that are reasonable and prudent; and
- 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 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.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

3

Balance sheet

at 31 December 2018

| | | 2018 | 2017 |
|---------------------------------------|------|---------|---------|
| | Note | £ | £ |
| Current assets | | | |
| Cash | | 84 | 84 |
| Amounts owed by group undertakings | | 279,975 | 279,975 |
| Accruals | | (447) | (375) |
| Total assets less current liabilities | | 279,612 | 279,684 |
| Net assets | | 279,612 | 279,684 |
| Capital and reserves | | | |
| Called up share capital | 3 | 93,041 | 93,113 |
| Profit and loss account | 1 | 176,971 | 176,971 |
| Other reserves | 4 | 9,600 | 9,600 |
| Total shareholders' funds | | 279,612 | 279,684 |
| | | | |

The company is exempt from audit for the year ended 31 December 2018 under section 480 of the Companies Act 2006.

The members have not required the company to obtain an audit of its financial statements for the year in question in accordance with section 476 of the Companies Act 2006 and 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.

These accounts were approved and authorised for issue by the Board of Directors on 22nd August 2019.

Signed on behalf of the Board of Directors:

E Amat

22nd Augus

4

Notes to the financial statements

at 31 December 2018

1. Accounting policies

Basis of preparation

The financial statements have been prepared under the historical cost convention.

The company has adopted FRS 102 in the period, however has taken the transitional relief for dormant companies under FRS 102 Section 35.10(m) to retain existing accounting policies on transition, until such date as there is a change to its reported assets, liabilities, or equity, or the company undertakes any new transactions.

Profit and loss account

The company has been dormant throughout the year and has made neither a profit nor a loss. No profit and loss account has therefore been prepared.

2. Directors' emoluments

No directors' emoluments were paid during the year.

3. Issued share capital

| | | 2018 | | 2017 |
|------------------------------------|--------|--------|--------|---------|
| Allotted, called up and fully paid | No. | £ | No. | £ |
| Ordinary shares of £1.00 each | 93,041 | 93,041 | 93,041 | 93,041 |
| | | 93,041 | | 93,041 |
| | | | : | <u></u> |

On 23rd July 2014, authority was given in the form of a written resolution of the Shareholders of the company and a meeting of the Board of Directors of the company to:-

- (a) re-designate 92,500 deferred Shares of £1.00 each to 92,500 ordinary shares of £1.00 each;
- (b) exercise the power conferred by section 618 of the Companies Act 2006 to consolidate the 92,500 ordinary shares of US \$0.01 each into 925 ordinary shares of US \$1.00 each;
- (c) convert the 925 ordinary shares of US \$1.00 each into 541 ordinary shares of £1.00 each and 1/5th of a share in the capital of the company (using the OANDA.com US dollar to GB pound sterling spot exchange rate of 0.5851 at close of business on 18 July 2014) pursuant to section 551 of the Companies Act 2006
- (d) gift back to the company for nil consideration the fractional entitlement of 1/5th of a share in the capital of the company pursuant to section 659(1) of the Companies Act 2006.

4. Other reserves

| | Share premium | Capital redemption | Total |
|----------------------------------------|------------------|--------------------|-------|
| | account | reserve | |
| | £ | £ | £ |
| At 1 January 2018 and 31 December 2018 | 2,100 | 7,500 | 9,600 |
| | | | |

Notes to the financial statements

at 31 December 2018

5. Parent undertaking and ultimate controlling party

The directors consider that the parent undertaking is Tensar Corporation and the ultimate controlling party is TAC Acquisition Corp, both being companies organised and existing under the laws of the State of Delaware in the United States of America. In accordance with Part 21A of the Companies Act 2016, the company maintains a Persons with Significant Control Register which identifies The Tensar Group Limited as a person who has significant control over the company, being a Relevant Legal Entity.

The group company accounts are consolidated at Tensar Corporation level. The consolidated financial statements of Tensar Corporation are available from Units 2- 4 Cunningham Court, Shadsworth Business Park, Blackburn BB1 2QX.