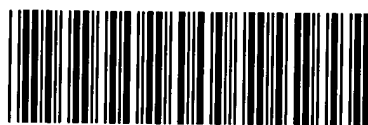


REGISTERED NUMBER: 01653628 (England and Wales)

**Strategic Report, Report of the Directors and
Audited Financial Statements for the Year Ended 31 December 2020
for
AGRI-CHEMICALS LIMITED**

THURSDAY



AA2H97NA

A11

15/04/2021

#39

COMPANIES HOUSE

AGRI-CHEMICALS LIMITED

Contents of the Financial Statements for the year ended 31 December 2020

	Page
Strategic Report	1
Report of the Directors	5
Report of the Independent Auditors	7
Statement of Comprehensive Income	10
Balance Sheet	11
Statement of Changes in Equity	12
Notes to the Financial Statements	13
Trading and Profit and Loss Account	22

**Strategic Report
for the year ended 31 December 2020**

The directors present their strategic report for the year ended 31 December 2020.

THE BUSINESS MODEL

The principal activity of the company continues to be procurement and sales of petroleum products, raw materials for mining, food and building industries, plant and machinery for a diversified portfolio of customers in Africa.

REVIEW OF BUSINESS STRATEGY

In 2020 the customer base continued to grow in line with expectations. In addition to executing activities related to demand growth we maintained focus on our core activities including operational excellence, safety and working capital management.

The Covid-19 virus was declared a global pandemic in March 2020. In the UK this resulted in a period of "lockdown" followed by a requirement for individuals and businesses to act in a manner designed to reduce the spread of the virus. Preceding to the year end, in November 2020, these requirements in England were extended to a further period of "lockdown", albeit on a basis less restrictive to business than experienced earlier in 2020.

The company's volumes were impacted during the year not only due to the lockdown within the UK but international lockdowns in the company's main trading domain of West Africa. A range of temporary social measures such as remote working; maintain social distancing and regular testing have been taken to ensure our employees are protected as much as possible, whilst ensuring our customers continue to be served to a high standard.

As at the balance sheet date, there was limited disruption to the company and there are no indications that any adjustments are required to the financial statements. Whilst not currently apparent based on performance since the year end, there remains a risk that the pandemic may result in further disruption and the need to adjust our business to meet the customer requirements.

There has been no significant change in the core business of the company.

The Directors are satisfied with the results and believe that the Company remains in a strong position to maintain our commitment to deliver a quality service to our customers. In Fiscal 2021 the company aims to continue to excel at the most critical activities we undertake: safety, customer service and operational efficiency. The Company expects to continue to grow its customer base.

The sale of petroleum products and lubricants continues to be the largest source of revenue for the company contributing to 77.7% (Period Ended 31 December 2019 - 84.5%) of the total turnover. The principal downturn in the volume is due to the reduction in the cost of oil at the onset of Covid and the demand of aviation fuels due to periodic lockdowns and travel restrictions across the world.

GRI-CHEMICALS LIMITED

Strategic Report for the year ended 31 December 2020

RESULTS AND PERFORMANCE

Summary results of the Company for the year are:

	Year ended 31 December 2020	Period ended 31 December 2019
Turnover	\$442.4m	\$418.9m
Gross profit	\$22.2m	\$20.0m
Operating profit	\$16.8m	\$15.6m
Profit after tax	\$13.7m	\$13.4m
Dividends paid	\$12.0m	\$4.2m
Net assets	\$37.3m	\$35.6m

The principal decision made by the Company during the year include the payment of dividends totalling \$12,000,000 to the parent company.

Key performance indicators ('KPIs')

The Board monitors the progress of the company by reference to the following KPIs:

	Period ended 31 December 2020	Period ended 31 December 2019	
Turnover	\$442.4m	\$418.9m	All market segments
Gross profit %	5.01%	4.76%	Ratio of Gross Profit to Turnover
Operating profit %	3.80%	3.73%	Ratio of Operating Profit to Turnover
Profit after tax %	3.10%	3.19%	Ratio of Profit after Tax to Turnover
Return on Equity %	36.75%	37.51%	Ratio of Profit after tax to Shareholder's Equity

SECTION 172(1) STATEMENT

This statement which forms part of the Strategic Report, is intended to show how the Company's Directors have approached and met their responsibilities under section 172 Companies Act 2006 during 2019. The statement has been prepared in response to the obligations as set out in the Companies (Miscellaneous Reporting) Regulations 2018.

As required by section 172 of the UK Companies Act 2006, a Director of a Company must act in a way he/she considers, in good faith, would most likely promote the success of the company for the benefit of its members as a whole. In doing this, the Director must have regard, amongst other matters, to the:

- likely consequences of any decisions in the long term;
- interests of the Company's employees;
- need to foster the Company's business relationships with suppliers, customers and others;
- impact of the Company's operations on the community and environment;
- Company's reputation for high standards of business conduct; and
- need to act fairly as between members of the Company.

We understand that our business can only grow and succeed over the long term if we recognise the views and needs of our stakeholders. Understanding our stakeholders is key to ensuring the Board can have informed discussions and factor stakeholder interests into decision-making.

Certain stakeholders are engaged directly at an operational or Group level. The company finds this is a more efficient and effective approach.

FINANCIAL RISK MANAGEMENT

Financial risk management is governed by the Board of directors and primarily cover foreign exchange risk, commodity price risk, credit risk, liquidity risk and interest rate risk. The principal object of this governance is the minimisation of financial risks at a reasonable cost.

- **Foreign exchange**
While the greater part of the company's revenues and expenses are denominated in US dollars, the company is exposed to some foreign exchange risk in the normal course of business, through purchases in Euros and Pounds Sterling. Suitable forward rate contracts are used to hedge the rate risk.
- **Commodity price risk**
The company is exposed to commodity price risk as a result of its operations. The company's oil-related products are subject to changes in the world commodity price for crude oil. Daily price monitoring systems used to determine selling prices enable the company to effectively manage the risk of gross margin erosion.
- **Credit risk**
The company monitors its credit exposure closely in context of each customer and geography to an extent that there is a balance between risk & doing business.

FINANCIAL RISK MANAGEMENT (continued)

- **Liquidity risk**
The company actively maintains a mixture of medium-term and short-term debt finance, designed to ensure that the company has sufficient available funds for operations and planned expansions.
- **Interest rate cash flow risk**
The company has both interest-bearing assets and interest-bearing liabilities. Interest bearing assets include only cash balances, all of which earn interest at variable rates. Interest bearing liabilities relate to bank facilities and the company is exposed to interest rate risk.

OVERSEAS BRANCHES

The company has a branch in India.

FUTURE DEVELOPMENTS

We continue to drive performance through the proven operating model. Our plan remains to develop the business organically through the establishment of relationships with major suppliers in the oil sector.

POST BALANCE SHEET EVENTS

The advent of the fallout from further COVID - 19 lockdowns and pricing of crude oil will undoubtedly have an impact on the performance of the company going forward. As of now the management is unable to ascertain the exact impact of these 2 major events on the performance of the company.

ON BEHALF OF THE BOARD:



B S Kansagra - Secretary

24 March 2021

AGRI-CHEMICALS LIMITED

Report of the Directors for the year ended 31 December 2020

The directors present their report with the financial statements of the company for the year ended 31 December 2020.

PRINCIPAL ACTIVITY

The principal activity of the company continues to be procurement and sales of petroleum products, raw materials for mining, food and building industries, plant and machinery for a diversified portfolio of customers in Africa.

DIVIDENDS

An interim dividend of US\$2,400 per share was paid on 31 December 2020. The directors recommend that no final dividend be paid.

The total distribution of dividends for the year ended 31 December 2020 will be \$12,000,000.

DIRECTORS

The directors shown below have held office during the whole of the period from 1 January 2020 to the date of this report.

B S Kansagra
R S Kansagra

DISCLOSURE IN THE STRATEGIC REPORT

To enable the assessment of how the Directors have performed their duty to promote the success of the company, the Companies Act 2006 requires the Directors to set out in the Strategic report a fair review of the business during the year, the position at the end of the year and a description of the principal risks and uncertainties facing the company.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Strategic Report, the Report of the Directors 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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). 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 judgements and accounting estimates that are reasonable and prudent;
- state whether applicable 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.

AGRI-CHEMICALS LIMITED

Report of the Directors for the year ended 31 December 2020

STATEMENT OF DIRECTORS' RESPONSIBILITIES - continued

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.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each 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 company's auditors are aware of that information.

AUDITORS

The auditors, Malde & Co, are deemed to be re-appointed under section 487(2) of the Companies Act 2006.

ON BEHALF OF THE BOARD:



B S Kansagra - Secretary

24 March 2021

Report of the Independent Auditors to the Members of Agri-Chemicals Limited

Opinion

We have audited the financial statements of Agri-Chemicals Limited (the 'company') for the year ended 31 December 2020 which comprise the Statement of Comprehensive Income, Balance Sheet, Statement of Changes in Equity and Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2020 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Other information

The directors are responsible for the other information. The other information comprises the information in the Strategic Report and the Report of the Directors, but does not include the financial statements and our Report of the Auditors thereon.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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

Matters on which we are required to report by exception

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

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, or returns adequate for our audit have not been received from branches not visited by us; or
- the 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.

Responsibilities of directors

As explained more fully in the Statement of Directors' Responsibilities set out on pages five and six, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue a Report of the Auditors that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Report of the Independent Auditors to the Members of Agri-Chemicals Limited

Irregularities - ability to detect

Through our general commercial and sector experience, alongside discussion with directors and other management (as required by auditing standards) on their policies and procedures regarding compliance with laws and regulations, and inspection of the company's regulatory and legal correspondence, we identified areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements. We communicated identified laws and regulations throughout our team and remained alert to any indications of non-compliance throughout the audit.

Our approach to identifying and assessing the risks of material misstatement in respect of irregularities, including fraud through management bias and override of controls, was to test journal entries to identify unusual transactions, and if any were noted, to investigate the rationale behind significant and unusual transactions.

Owing to the inherent limitations in our audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. The more removed that laws and regulations are from financial transactions, the less likely it is that we would become aware of non-compliance. Auditing standards also limit the audit procedures required to identify non-compliance with laws and regulations to enquiry of the directors and other management and the inspection of regulatory and legal correspondence, if any.

Material misstatements that arise due to fraud can be harder to detect than those that arise from error as they may involve deliberate concealment or collusion.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at www.frc.org.uk/auditorsresponsibilities. This description forms part of our Report of the Auditors.

Use of our report

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 a Report of the Auditors 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.



KIRANKUMAR V MALDE FCCA (Senior Statutory Auditor)
for and on behalf of Malde & Co
Chartered Certified Accountants
& Statutory Auditor
99 Kenton Road
Kenton Harrow
Middlesex
HA3 0AN

24 March 2021

AGRI-CHEMICALS LIMITED**Statement of Comprehensive Income
for the year ended 31 December 2020**

		Year Ended 31.12.20 \$	Period 1.4.19 to 31.12.19 \$
	Notes		
TURNOVER	3	442,380,138	418,854,849
Cost of sales		(420,203,894)	(398,899,570)
GROSS PROFIT		22,176,244	19,955,279
Administrative expenses		(5,389,709)	(4,335,231)
		16,786,535	15,620,048
Other operating income		52,202	-
OPERATING PROFIT	5	16,838,737	15,620,048
Interest receivable and similar income	6	376,123	145,877
		17,214,860	15,765,925
Interest payable and similar expenses	7	(544,314)	(330,629)
PROFIT BEFORE TAXATION		16,670,546	15,435,296
Tax on profit	8	(2,949,029)	(2,076,174)
PROFIT FOR THE FINANCIAL YEAR		13,721,517	13,359,122
OTHER COMPREHENSIVE INCOME		-	-
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		13,721,517	13,359,122

The notes on pages 13 to 21 form part of these financial statements

AGRI-CHEMICALS LIMITED (REGISTERED NUMBER: 01653628)**Balance Sheet
31 December 2020**

	Notes	31.12.20 \$	31.12.19 \$
FIXED ASSETS			
Tangible assets	10	527,533	573,862
CURRENT ASSETS			
Debtors	11	124,143,666	117,537,055
Cash at bank and in hand		<u>1,509,534</u>	<u>15,969,260</u>
		125,653,200	133,506,315
CREDITORS			
Amounts falling due within one year	12	<u>(88,843,514)</u>	<u>(98,464,475)</u>
NET CURRENT ASSETS		<u>36,809,686</u>	<u>35,041,840</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>37,337,219</u>	<u>35,615,702</u>
CAPITAL AND RESERVES			
Called up share capital	14	7,014	7,014
Retained earnings		<u>37,330,205</u>	<u>35,608,688</u>
SHAREHOLDERS' FUNDS		<u>37,337,219</u>	<u>35,615,702</u>

The financial statements were approved by the Board of Directors and authorised for issue on 24 March 2021 and were signed on its behalf by:



B S Kansagra - Director

The notes on pages 13 to 21 form part of these financial statements

AGRI-CHEMICALS LIMITED**Statement of Changes in Equity
for the year ended 31 December 2020**

	Called up share capital \$	Retained earnings \$	Total equity \$
Balance at 1 April 2019	7,014	26,449,566	26,456,580
Changes in equity			
Dividends	-	(4,200,000)	(4,200,000)
Total comprehensive income	-	<u>13,359,122</u>	<u>13,359,122</u>
Balance at 31 December 2019	<u>7,014</u>	<u>35,608,688</u>	<u>35,615,702</u>
Changes in equity			
Dividends	-	(12,000,000)	(12,000,000)
Total comprehensive income	-	<u>13,721,517</u>	<u>13,721,517</u>
Balance at 31 December 2020	<u>7,014</u>	<u>37,330,205</u>	<u>37,337,219</u>

The notes on pages 13 to 21 form part of these financial statements

1. STATUTORY INFORMATION

Agri-Chemicals Limited is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address are as below:

Registered number: 01653628

Registered office: Portland House
69-71 Wembley Hill Road
Wembley
Middlesex
HA9 8BU

The presentation currency of the financial statements is the US Dollar (\$).

2. ACCOUNTING POLICIES

Basis of preparing the financial statements

These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

These financial statements have been prepared for a twelve month period to 31 December 2020 subsequent to a change in accounting reference date in the previous period. The amounts presented for the current period will not be entirely comparable to the prior period.

Going Concern

At the time of approving these financial statements, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus the directors continue to adopt the going concern basis of accounting in preparing the financial statements.

Financial Reporting Standard 102 - reduced disclosure exemptions

The company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 7 Statement of Cash Flows;
- the requirements of paragraphs 11.42, 11.44, 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c);
- the requirements of paragraphs 12.26, 12.27, 12.29(a), 12.29(b) and 12.29A;
- the requirement of paragraph 33.7.

2. ACCOUNTING POLICIES - continued

Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company's accounting policies, management are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from estimates. The following summarises the judgements, estimates and assumptions that may cause amounts recognised or disclosed to change in following reporting periods:

The directors do not believe there are any key sources of estimation, uncertainty or critical judgements.

Turnover

Turnover from sales products and goods is recognised at the fair value of consideration received or receivable, excluding value added tax, when significant risks and rewards of ownership have been transferred. Transfer of risks and rewards occurs when the goods are dispatched.

Tangible fixed assets

All fixed assets are initially recorded at cost.

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Freehold property	- 2% on cost
Fixtures and fittings	- 20% on reducing balance
Motor vehicles	- 25% on reducing balance

Taxation

Taxation for the year comprises current and deferred tax. Tax is recognised in the Statement of Comprehensive Income, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is recognised at the amount of tax payable using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

Timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements. Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the year end and that are expected to apply to the reversal of the timing difference.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

2. ACCOUNTING POLICIES - continued

Foreign currencies

The functional and presentational currency is the United States dollar as this is the currency of the economic environment in which the company predominantly operates. Transactions in other denominated foreign currencies are recorded at the rates of exchange prevailing on the dates of the transactions. Monetary assets and liabilities in other currencies are translated at the exchange rates ruling at the date of financial position. Foreign exchange gains and losses are included in profit or loss.

Financial instruments

A financial asset or a financial liability is recognised only when the entity becomes a party to the contractual provisions of the instrument.

Basic financial instruments are initially recognised at the transaction price, unless the arrangement constitutes a financing transaction, where it is recognised at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Debt instruments are subsequently measured at amortised cost.

Financial assets that are measured at cost or amortised cost are reviewed for objective evidence of impairment at the end of each reporting date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss immediately.

For all equity instruments regardless of significance, and other financial assets that are individually significant, these are assessed individually for impairment. Other financial assets are either assessed individually or grouped on the basis of similar credit risk characteristics.

Financial liabilities are presented as such in the balance sheet. Finance costs and gains or losses relating to financial liabilities are included in the profit and loss account. Finance costs are calculated so as to produce a constant rate of return on the outstanding liability.

Notes to the Financial Statements - continued
for the year ended 31 December 2020

3. **TURNOVER**

The turnover and profit before taxation are attributable to the one principal activity of the company.

An analysis of turnover by geographical market is given below:

	Year Ended 31.12.20	Period 1.4.19 to 31.12.19
	\$	\$
United Kingdom	16,706,502	2,578,719
Europe	15,025	11,976,164
Africa	425,366,032	404,233,833
Rest of the world	<u>292,579</u>	<u>66,133</u>
	<u>442,380,138</u>	<u>418,854,849</u>

4. **EMPLOYEES AND DIRECTORS**

	Year Ended 31.12.20	Period 1.4.19 to 31.12.19
	\$	\$
Wages and salaries	<u>164,832</u>	<u>155,945</u>

The average number of employees during the year was as follows:

	Year Ended 31.12.20	Period 1.4.19 to 31.12.19
Management	3	3
Administration	4	4
Distribution	<u>3</u>	<u>6</u>
	<u>10</u>	<u>13</u>

	Year Ended 31.12.20	Period 1.4.19 to 31.12.19
	\$	\$
Directors' remuneration	<u>-</u>	<u>-</u>

AGRI-CHEMICALS LIMITED

Notes to the Financial Statements - continued for the year ended 31 December 2020

4. EMPLOYEES AND DIRECTORS - continued

- The company has no direct UK employees other than the directors. The overseas branch employs its employees directly.
- All other personnel working for the company are employed by a fellow subsidiary who charge a management fee.

5. OPERATING PROFIT

The operating profit is stated after charging/(crediting):

	Year Ended 31.12.20	Period 1.4.19 to 31.12.19
	\$	\$
Depreciation - owned assets	37,150	32,678
Profit on disposal of fixed assets	(6,551)	-
Auditors' remuneration	13,161	9,320
Auditors' remuneration for non audit work	3,290	2,321
Foreign exchange differences	<u>(407,376)</u>	<u>(26,471)</u>

6. INTEREST RECEIVABLE AND SIMILAR INCOME

	Year Ended 31.12.20	Period 1.4.19 to 31.12.19
	\$	\$
Bank interest receivable	31,064	114,733
Other interest receivable	207	-
Interest receivable from group undertakings	<u>344,852</u>	<u>31,144</u>
	<u>376,123</u>	<u>145,877</u>

AGRI-CHEMICALS LIMITED

Notes to the Financial Statements - continued for the year ended 31 December 2020

7. INTEREST PAYABLE AND SIMILAR EXPENSES

	Year Ended 31.12.20	Period 1.4.19 to 31.12.19
	\$	\$
Bank interest	544,292	323,979
Interest payable on group loan	-	6,650
Other interest payable	22	
	<u>544,314</u>	<u>330,629</u>

8. TAXATION

Analysis of the tax charge

The tax charge on the profit for the year was as follows:

	Year Ended 31.12.20	Period 1.4.19 to 31.12.19
	\$	\$
Current tax:		
UK corporation tax	3,005,886	2,495,147
Adjustment in respect of prior years	(67,846)	(419,323)
Foreign tax	<u>10,989</u>	<u>350</u>
	<u>2,949,029</u>	<u>2,076,174</u>
Tax on profit		

Notes to the Financial Statements - continued
for the year ended 31 December 2020

8. TAXATION - continued

Reconciliation of total tax charge included in profit and loss

The tax assessed for the year is lower than the standard rate of corporation tax in the UK. The difference is explained below:

	Year Ended 31.12.20 \$	Period 1.4.19 to 31.12.19 \$
Profit before tax	<u>16,670,546</u>	<u>15,435,296</u>
Profit multiplied by the standard rate of corporation tax in the UK of 19% (2019 - 19%)	3,167,404	2,932,706
Effects of:		
Expenses not deductible for tax purposes	3,275	3,120
Adjustments to tax charge in respect of previous periods	(67,846)	(419,323)
Other sundry tax adjusting items	(164,793)	(440,679)
Foreign tax	<u>10,989</u>	<u>350</u>
Total tax charge	<u>2,949,029</u>	<u>2,076,174</u>

9. DIVIDENDS

	Year Ended 31.12.20 \$	Period 1.4.19 to 31.12.19 \$
Ordinary shares of £1 each		
Interim	<u>12,000,000</u>	<u>4,200,000</u>

AGRI-CHEMICALS LIMITED
**Notes to the Financial Statements - continued
for the year ended 31 December 2020**
10. TANGIBLE FIXED ASSETS

	Freehold property \$	Fixtures and fittings \$	Motor vehicles \$	Totals \$
COST				
At 1 January 2020	519,032	219,457	45,305	783,794
Disposals	-	-	(45,305)	(45,305)
At 31 December 2020	<u>519,032</u>	<u>219,457</u>	-	<u>738,489</u>
DEPRECIATION				
At 1 January 2020	59,689	116,583	33,660	209,932
Charge for year	10,381	24,303	2,466	37,150
Eliminated on disposal	-	-	(36,126)	(36,126)
At 31 December 2020	<u>70,070</u>	<u>140,886</u>	-	<u>210,956</u>
NET BOOK VALUE				
At 31 December 2020	<u>448,962</u>	<u>78,571</u>	-	<u>527,533</u>
At 31 December 2019	<u>459,343</u>	<u>102,874</u>	<u>11,645</u>	<u>573,862</u>

11. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	31.12.20 \$	31.12.19 \$
Trade debtors	105,125,937	110,954,644
Amounts owed by group undertakings	669,159	7,114
Other debtors	2,473,093	774,866
Advance payment to suppliers	14,289,168	5,293,567
Tax	739,585	-
VAT	34,330	106,466
Prepayments and accrued income	<u>812,394</u>	<u>400,398</u>
	<u>124,143,666</u>	<u>117,537,055</u>

12. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	31.12.20 \$	31.12.19 \$
Bank overdrafts (see note 13)	25,278,448	-
Trade creditors	46,940,861	86,479,932
Tax	-	296,866
Accruals and deferred income	<u>16,624,205</u>	<u>11,687,677</u>
	<u>88,843,514</u>	<u>98,464,475</u>

AGRI-CHEMICALS LIMITED

Notes to the Financial Statements - continued for the year ended 31 December 2020

12. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR - continued

Of the total creditors of \$88,843,514, an amount totalling \$65,904,448 is secured by the immediate parent undertaking.

13. BANK OVERDRAFTS

An analysis of the maturity of bank overdrafts is given below:

	31.12.20	31.12.19
	\$	\$
Amounts falling due within one year or on demand:		
Bank overdrafts	<u>25,278,448</u>	<u>-</u>

The bank overdrafts are secured by the immediate parent undertaking.

14. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:

Number:	Class:	Nominal value:	31.12.20	31.12.19
			\$	\$
5,000	Ordinary	£1	<u>7,014</u>	<u>7,014</u>

15. RELATED PARTY DISCLOSURES

The company has taken advantage of exemption, under the terms of Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland', not to disclose related party transactions with wholly owned subsidiaries within the group.

Transactions with other subsidiary companies are as follows:

Goods amounting to US\$334,128,771 were sold to fellow subsidiaries of which US\$67,837,972 was outstanding at the balance sheet date.

16. ULTIMATE CONTROLLING PARTY

The company's ultimate parent company and ultimate controlling party is Matel Limited a company incorporated in Jersey.

The parent undertaking of the largest and smallest group, which includes the company and for which group accounts are prepared is, Solai Holdings Limited, a company incorporated in Great Britain. Copies of the group accounts of Solai Holdings Limited are available from Companies House, Crown Way, Maindy, Cardiff CF14 3UZ.

The company's immediate controlling party is Solai Holdings Limited.