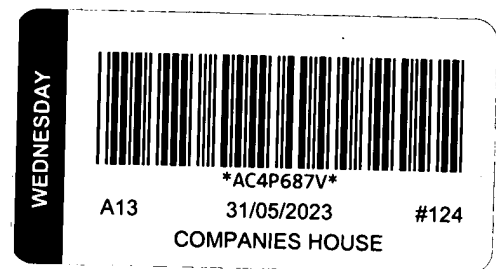


Company Registration No. 03186918 (England and Wales)

ICS INSPECTION AND CONTROL SERVICES LIMITED
ANNUAL REPORT AND UNAUDITED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022



ICS INSPECTION AND CONTROL SERVICES LIMITED
COMPANY INFORMATION

Directors	B S El-Khoury S John
Company Number	03186918
Company Secretary	Intertrust (UK) Limited
Registered office	Unit 6 North Radius Park Faggs Road Feltham Middlesex United Kingdom TW14 0NG

ICS INSPECTION AND CONTROL SERVICES LIMITED
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ICS INSPECTION AND CONTROL SERVICES LIMITED
DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2022

The directors present their annual report and financial statements for the year ended 31 December 2022.

Principal activities

The principal activity of the company is that of an investment company.

Directors

The directors who held office during the year and up to the date of signature of the financial statements were as follows:

B S El-Khoury
S John

Going Concern

The Directors have a reasonable expectation that the entity has adequate resources to continue in operational existence in the foreseeable future given the support available from its members, they continue to adopt the going concern basis in the financial statements

This report has been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies.

On behalf of the board



S John
Director

ICS INSPECTION AND CONTROL SERVICES LIMITED
DIRECTORS' RESPONSIBILITIES STATEMENT
FOR THE YEAR ENDED 31 DECEMBER 2022

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 United Kingdom Accounting Standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland.

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;
- assess the Company's ability to continue as a going concern, disclosing, as applicable, matter related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

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.

ICS INSPECTION AND CONTROL SERVICES LIMITED
STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2022

	Notes	2022 US\$	2021 US\$
Administrative expenses		(11,923)	(2,525,153)
Income/(Loss) before taxation		(11,923)	(2,525,153)
Taxation		0	0
Income/(Loss) for the year		<u>(11,923)</u>	<u>(2,525,153)</u>

The accompanying notes form an integral part of these financial statements.

ICS INSPECTION AND CONTROL SERVICES LIMITED
STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2022

		2022	2021
	Notes	US\$	US\$
Current Assets			
Debtors	2	1,075	1,894
Cash at bank and in hand		41,466	39,404
		<u>42,541</u>	<u>41,298</u>
Creditors	3		
Amounts falling due within one year		(48,743,172)	(48,752,000)
Net current liabilities		<u>(48,700,631)</u>	<u>(48,710,702)</u>
Provisions for liabilities	4	(34,236)	(53,394)
Net liabilities		<u>(48,734,867)</u>	<u>(48,764,097)</u>
Capital and reserves			
Called up share capital	5	1,201,711	1,201,711
Cumulative Translation Adjustment		522,043	480,891
Retained Earnings		(50,458,620)	(50,446,698)
Total equity		<u>(48,734,867)</u>	<u>(48,764,097)</u>

For the financial year ended 31 December 2022, the company was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

The members have not required the company to obtain an audit of its financial statements for the Year Ended 31 December 2022 in accordance with Section 476 of the Companies Act 2006.

The directors acknowledge their responsibilities for:

- (a) ensuring that the company keeps accounting records which company with Sections 386 and 387 of the companies act 2006 and
- (b) preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of each financial year and of its profit or loss for each financial year in accordance with the requirements of Sections 394 and 395 and which otherwise comply with the requirements of the Companies Act 2006 relating to financial statements, so far as applicable to the company

These financial statements have been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies and with the Financial Reporting Standard for Smaller Entities (effective April 2008).

The financial statements were approved by the board of directors and authorized for issue on _____ and are signed on its behalf by:



 S John
 Director

ICS INSPECTION AND CONTROL SERVICES LIMITED
STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2022

	Share capital	Profit and loss reserves	Cumulative Translation Adjustment	Total
	US\$	US\$	US\$	US\$
Balance at 1 January 2021	1,201,711	(47,921,545)	461,214	(46,258,619)
Year ended 31 December 2021:				
Total Translation Adjustment for the year			19,676	19,676
Total Comprehensive loss for the year		(2,525,153)		(2,525,153)
Balance 31 December 2021	1,201,711	(50,446,698)	480,891	(48,764,096)
Year ended 31 December 2022:				
Total Translation Adjustment for the year	-	-	41,152	41,152
Total Comprehensive loss for the year	-	(11,923)	-	(11,923)
Balance 31 December 2022	1,201,711	(50,458,620)	522,043	(48,734,866)

The accompanying notes form an integral part of these financial statements

ICS INSPECTION AND CONTROL SERVICES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022

1 Accounting policies

Company information

ICS Inspection and Control Services Limited is a private company limited by shares incorporated in England and Wales. The registered office is Unit 6, North Radius Park, Faggs Road, Feltham, Middlesex, United Kingdom, TW14 0NG.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

The financial statements are prepared in United States Dollars, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest US\$.

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

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

- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.29;
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

1.2 Going concern

The financial statements have been prepared on the going concern basis. The company has incurred losses during the year, has net liabilities and is dependent on its ultimate parent company for funding to enable it to meet its liabilities as and when they fall due. The ultimate parent company has confirmed to the directors that they will continue to provide financial support to the company for the foreseeable future and the directors have therefore prepared the financial statements on a going concern basis.

Should such funding from the ultimate parent company not forthcoming, the going concern basis of preparation may no longer be appropriate, and significant adjustments would have to be made to the financial statements.

1.3 Cash and cash equivalents

Cash and cash equivalents are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.4 Financial Instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognized in the company's balance sheet when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognized amounts and there is an intention to settle on a net basis or to realize the asset and settle the liability simultaneously.

1 Accounting policies

(continued)

Basic financial Assets

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortized cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortized.

Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

Basic financial liabilities

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognized at transaction price unless the arrangement constitutes a financial transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortized.

Debt instruments are subsequently carried at amortized cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognized initially at transaction price and subsequently measured at amortized cost using the effective interest method.

1.5 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of direct issue costs. Dividends payable on equity instruments are recognized as liabilities once they are no longer at the discretion of the company.

1.6 Provisions

Provisions are recognized when the company has a legal or constructive present obligation as a result of a past event, it is provable that the company will be required to settle that obligation and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the reporting end date, taking into account the risks and uncertainties surrounding the obligation.

Where the effect of the time value of money is material, the amount expected to be required to settle the obligation is recognized at present value. When a provision is measured at present value the unwinding of the discount is recognized as a finance cost in profit or loss in the period it arises.

1.7 Foreign exchange

Monetary assets and liabilities denominated in foreign currencies are translated into United States Dollars at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. All differences are taken to profit and loss account.

ICS INSPECTION AND CONTROL SERVICES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022

2 Debtors

	2022	2021
	US\$	US\$
Amounts falling due within one year:		
Trade debtors	67,155,425	65,014,905
Less: Provision for Bad Debts	<u>(67,155,425)</u>	<u>(65,014,906)</u>
Net balance	<u>0</u>	<u>0</u>
Other debtors	<u>1,075</u>	<u>1,894</u>

3 Creditors

	2022	2021
	US\$	US\$
Amounts falling due within one year:		
Amounts due to group undertakings	45,041,609	45,032,128
Other creditors	<u>3,701,563</u>	<u>3,720,378</u>
	<u>48,743,172</u>	<u>48,752,507</u>

4 Provisions for liabilities

	2022	2021
	US\$	US\$
AFIP tax provision	<u>34,236</u>	<u>53,394</u>

The provision for AFIP tax claims relates to amounts claimed by the Argentinean tax authorities (AFIP) as owed to them as a result of the company having misstated sales on their VAT returns. The company issued amended returns in the year 2000 and accounted for VAT on the basis that these amended returns were correct. These amended returns were rejected by AFIP. As a result, the AFIP claimed that Argentina Pesos 1,613,015 was owed to them.

Subsequent to appeal, a court verdict has determined that the amount is Argentina Pesos 1,221,088. Of this, Argentina Pesos 414,039 of the principal and Argentina Pesos 82,913 in interest were paid as part of the amended returns made.

During 2012 the company lost its case against AFIP in relation to a jurisdictional challenge and as such the directors are of the opinion that the amounts are due and payable.

Movement on provisions:

	AFIP tax provision
	US\$
At 1 January 2022	53,394
Utilization of provision	<u>19,158</u>
At 31 December 2022	<u>34,236</u>

ICS INSPECTION AND CONTROL SERVICES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022

5 Called up share capital

	2022	2021
	US\$	US\$
Ordinary share capital		
Issued and fully paid		
1,000 ordinary GBP 1 shares	1,711	1,711
1,200,000 Ordinary USD 1 shares	1,200,000	1,200,000
	<u>1,201,711</u>	<u>1,201,711</u>

There is no distinction between the 2 classes of shares as they both have full rights with regards to voting, participation and dividends.

6 Parent company

The immediate parent company is ICS Incorporation Limited, a company registered in England and Wales.

Also *Ostram Holdings Limited, a company registered in the Cayman Islands, is the immediate parent company of ICS Incorporation Limited.*

The ultimate controlling party is Agility Public Warehousing Company KSCP, an entity incorporated in Kuwait.

ICS INSPECTION AND CONTROL SERVICES LIMITED
DETAILED TRADING AND PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 2022

	2022	2021
	US\$	US\$
Administrative expenses		
Consultancy fees	4,006	2,518,029
Accountancy	3,814	1,455
Administration fees	2,821	3,280
Bank charges	<u>1,266</u>	<u>2,389</u>
Operating loss	<u>11,907</u>	<u>2,525,153</u>