(Company Registration Number: 04267543)

# REPORT AND ACCOUNTS YEAR ENDED 31 MARCH 2015

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#### STRATEGIC REPORT FOR THE YEAR ENDED 31 MARCH 2015

The directors present their strategic report for the year ended 31 March 2015.

#### Results and Dividend

The loss for the year on ordinary activities before taxation amounted to £9,173,000 (2014: loss £596,179,000), taxation thereon amounted to £nil (2014: £nil), leaving a loss after taxation amounting to £9,173,000 (2014: loss £596,179,000). The directors do not recommend payment of a dividend (2014: £nil). The loss for the financial year of £9,173,000 (2014: loss £596,179,000) will be transferred to reserves.

#### **Principal Activities**

The principal activity of the company is to carry on the business of an investment holding company.

#### **Review of Business and Future Developments**

In the current year, the investments in NSG UK Finance Unlimited and NSG UK Finance (USD) Unlimited were impaired by £112,868,000 and £832,362,000 respectively, following the restructure of these companies. NSG Holding Europe Limited received dividends of £960,645,000 as part of this restructure. These companies are now dormant.

The company invested a further £110,886,000 into NSG UK Enterprises Ltd.

In the prior year, the investment in NSG UK Enterprises Limited was impaired by £677,934,000 in the year, to reflect the reduction in equity. Also in the prior year the investment in NSG UK Enterprises III Unlimited was impaired by £120,000,000, following the sale of it's preference shares in NSG UK Enterprises Limited to NSG Holding Europe Limited on 28 March 2014, and subsequent restructure. NSG Holding Europe Limited received dividends of £82,000,000 as part of this restructure. NSG UK Enterprises III Unlimited is now dormant.

The directors are satisfied with the performance of the business which will continue with its principal activity for the foreseeable future.

#### Financial Instruments, Risks and Uncertainties

The company does not trade. In addition the only assets and liabilities are with group undertakings. As a result, the directors do not consider there to be any significant risks or uncertainties to disclose. Also there is no trading performance that requires monitoring and therefore no key performance indicators to disclose.

By order of the Board

I M Smith

Director

16 December 2015

#### REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 MARCH 2015

The Directors present their report for the year ended 31 March 2015.

#### **Directors**

The following were directors of the company during or after the year:

K Yoshikawa (Resigned 01/04/15)

M J Lyons

K Hiyoshi

C Miller

P D Wilkinson

I M Smith

K Morooka

S Mori (Appointed 01/04/15)

#### Secretary

I M Smith

#### **Taxation Status**

The company was not a close company within the provisions of the Income and Corporation Taxes Act 1988 and this position has not changed since the end of the financial year.

#### **Post Balance Sheet Events**

There are no post balance sheet events which require adjustment or disclosure in the accounts.

#### Statement of Disclosure of Information to Auditors

Each director at the date of the approval of the financial statements has confirmed:

- (a) so far as the directors are aware, there is no relevant audit information of which the company's auditors are unaware; and
- (b) they have taken steps to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

# REPORT OF THE DIRECTORS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2015

#### **Directors' Responsibilities Statement**

The directors are responsible for preparing the Strategic Report, 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 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 for the company for that period. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and 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; 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 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.

#### **Auditors**

In accordance with part 13 of the Companies Act 2006, the company is no longer required to hold an Annual General Meeting. Ernst & Young shall be deemed to be re-appointed as auditors.

By order of the Board

I M Smith Director

16 December 2015

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF NSG HOLDING (EUROPE) LIMITED

We have audited the financial statements of NSG Holding (Europe) Limited for the year ended 31 March 2015 which comprise the Profit and Loss Account, the Statement of Total Recognised Gains and Losses, the Reconciliation of Movements in Shareholders' Funds, the Balance Sheet and the related notes 1 to 18. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

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 Directors and Auditors

As explained more fully in the Directors' Responsibilities Statement set out on page 4, 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 (APB'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 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 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:

- give a true and fair view of the state of the company's affairs as at 31 March 2015 and of its loss 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.

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF NSG HOLDING (EUROPE) LIMITED (CONTINUED)

#### Opinion on Other Matter Prescribed by the Companies Act 2006

In our opinion the information given in the Strategic Report and the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

#### 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, 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.

Colin Brown (Senior statutory auditor)

for and on behalf of Ernst & Young LLP, Statutory Auditor

Enst & Young LCP

Manchester

17 December 2015

# PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 2015

	Note	2015 £000	2014 £000
Operating (loss)/profit pre exceptional items Exceptional cost - impairment of investment	2 3	(9,904) (945,230)	122,914 (797,934)
Operating loss from continuing operations Investment income from shares in Group undertakings Net interest	4 5	(955,134) 960,645 (14,684)	(675,020) 82,000 (3,159)
Loss on ordinary activities before taxation Taxation on loss on ordinary activities	7	(9,173)	(596,179)
Loss for the financial year		(9,173)	(596,179)

# STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES FOR THE YEAR ENDED 31 MARCH 2015

	Note	2015 £000	2014 £000
To the Court of the court of			
Loss for the year Other recognised gains:	15	(9,173)	(596,179)
Revaluation of net investment	15	15,144	7,587
Total recognised gain/(loss)		5,971	(588,592)

# NOTE OF HISTORICAL COST PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2015

	2015 £000	2014 £000
Loss on ordinary activities before taxation	(9,173)	(596,179)
Revaluation of net investment	15,144	7,587
Historical cost profit/(loss) on ordinary activities before taxation	5,971	(588,592)
Historical cost profit/(loss) after taxation	5,971	(588,592)

# RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS FOR THE YEAR ENDED 31 MARCH 2015

	Note	2015 £000	2014 £000
Loss for the year attributable to shareholders	15	(9,173)	(596,179)
Other recognised gains	15	15,144	7,587
Share capital issued	13	110,886	821,621
Net increase in shareholders' funds for the year		116,857	233,029
Shareholders' funds at beginning of year		1,798,044	1,565,015
Shareholders' funds at end of year		1,914,901	1,798,044

# **BALANCE SHEET AS AT 31 MARCH 2015**

Fixed assets           Investments         8         2,076,206         2,901,415           Current assets         9         4,581         2,427           Debtors – amounts falling due within one year         9         55,996         52,311           Cash at bank and at hand         36         35           Current liabilities         60,613         54,773           Current (liabilities)         (10         (191,149)         (37,456)           Net current (liabilities)/assets         (130,536)         17,317           Total assets less current liabilities         1,945,670         2,918,732           FINANCED BY         Creditors – amounts falling due after more than one year         11         30,769         1,120,688           Capital and reserves         11         30,769         1,225,631           Share capital         13         2,363,517         2,252,631           Share premium         14         75,307         75,307           Revaluation reserve         15         -         35,481           Profit and loss account         1,914,901         1,798,044           Equity shareholders' funds         1,914,901         1,798,044	· · · · · · · · · · · · · · · · · · ·	Note	2015 £000	2014 £000
Investments	ASSETS EMPLOYED			
Current assets         9         4,581         2,427           Debtors – amounts falling due after more than one year         9         55,996         52,311           Cash at bank and at hand         36         35           Current liabilities         60,613         54,773           Current liabilities         10         (191,149)         (37,456)           Net current (liabilities)/assets         (130,536)         17,317           Total assets less current liabilities         1,945,670         2,918,732           FINANCED BY         Creditors – amounts falling due after more than one year         11         30,769         1,120,688           Capital and reserves         Share capital         13         2,363,517         2,252,631           Share premium         14         75,307         75,307           Revaluation reserve         15         -         35,481           Profit and loss account         15         (523,923)         (565,375)           Equity shareholders' funds         1,914,901         1,798,044	Fixed assets		•	
Debtors – amounts falling due within one year         9         4,581         2,427           Debtors – amounts falling due after more than one year         9         55,996         52,311           Cash at bank and at hand         36         35           60,613         54,773           Current liabilities         10         (191,149)         (37,456)           Net current (liabilities)/assets         (130,536)         17,317           Total assets less current liabilities         1,945,670         2,918,732           FINANCED BY         Creditors – amounts falling due after more than one year         11         30,769         1,120,688           Capital and reserves         Share capital         13         2,363,517         2,252,631           Share premium         14         75,307         75,307           Revaluation reserve         15         -         35,481           Profit and loss account         15         (523,923)         (565,375)           Equity shareholders' funds         1,914,901         1,798,044	Investments	8	2,076,206	2,901,415
Debtors – amounts falling due after more than one year       9       55,996       52,311         Cash at bank and at hand       36       35         Current liabilities       60,613       54,773         Creditors – amounts falling due within one year       10       (191,149)       (37,456)         Net current (liabilities)/assets       (130,536)       17,317         Total assets less current liabilities       1,945,670       2,918,732         FINANCED BY Creditors – amounts falling due after more than one year       11       30,769       1,120,688         Capital and reserves Share capital       13       2,363,517       2,252,631         Share premium       14       75,307       75,307         Revaluation reserve       15       -       35,481         Profit and loss account       15       (523,923)       (565,375)         Equity shareholders' funds       1,914,901       1,798,044	Current assets			
Cash at bank and at hand         36 (60,613)         35           Current liabilities         60,613         54,773           Creditors – amounts falling due within one year         10 (191,149)         (37,456)           Net current (liabilities)/assets         (130,536)         17,317           Total assets less current liabilities         1,945,670         2,918,732           FINANCED BY         Creditors – amounts falling due after more than one year         11         30,769         1,120,688           Capital and reserves         Share capital         13         2,363,517         2,252,631           Share premium         14         75,307         75,307           Revaluation reserve         15         -         35,481           Profit and loss account         15         (523,923)         (565,375)           Equity shareholders' funds         1,914,901         1,798,044	Debtors – amounts falling due within one year	9	4,581	2,427
Current liabilities         Creditors – amounts falling due within one year       10       (191,149)       (37,456)         Net current (liabilities)/assets       (130,536)       17,317         Total assets less current liabilities       1,945,670       2,918,732         FINANCED BY Creditors – amounts falling due after more than one year       11       30,769       1,120,688         Capital and reserves Share capital Share premium Revaluation reserve Profit and loss account       13       2,363,517       2,252,631         Revaluation reserve Profit and loss account       15       -       35,481         Profit and loss account       15       (523,923)       (565,375)         Equity shareholders' funds       1,914,901       1,798,044	Debtors – amounts falling due after more than one year	9 .	55,996	52,311
Current liabilities       Creditors – amounts falling due within one year       10       (191,149)       (37,456)         Net current (liabilities)/assets       (130,536)       17,317         Total assets less current liabilities       1,945,670       2,918,732         FINANCED BY Creditors – amounts falling due after more than one year       11       30,769       1,120,688         Capital and reserves       Share capital       13       2,363,517       2,252,631         Share premium       14       75,307       75,307         Revaluation reserve       15       -       35,481         Profit and loss account       15       (523,923)       (565,375)         Equity shareholders' funds       1,914,901       1,798,044	Cash at bank and at hand		36	35
Creditors – amounts falling due within one year       10       (191,149)       (37,456)         Net current (liabilities)/assets       (130,536)       17,317         Total assets less current liabilities       1,945,670       2,918,732         FINANCED BY Creditors – amounts falling due after more than one year       11       30,769       1,120,688         Capital and reserves Share capital Share premium       13       2,363,517       2,252,631         Share premium       14       75,307       75,307         Revaluation reserve       15       -       35,481         Profit and loss account       15       (523,923)       (565,375)         Equity shareholders' funds       1,914,901       1,798,044	•	-	60,613	54,773
Net current (liabilities)/assets         (130,536)         17,317           Total assets less current liabilities         1,945,670         2,918,732           FINANCED BY Creditors – amounts falling due after more than one year         11         30,769         1,120,688           Capital and reserves Share capital Share premium         13         2,363,517         2,252,631           Share premium Profit and loss account         15         -         35,481           Profit and loss account         15         (523,923)         (565,375)           Equity shareholders' funds         1,914,901         1,798,044	Current liabilities		•	
Total assets less current liabilities         1,945,670         2,918,732           FINANCED BY Creditors – amounts falling due after more than one year         11         30,769         1,120,688           Capital and reserves Share capital         13         2,363,517         2,252,631           Share premium         14         75,307         75,307           Revaluation reserve         15         -         35,481           Profit and loss account         15         (523,923)         (565,375)           Equity shareholders' funds         1,914,901         1,798,044	Creditors – amounts falling due within one year	10	(191,149)	(37,456)
FINANCED BY Creditors – amounts falling due after more than one year 11 30,769 1,120,688  Capital and reserves Share capital 13 2,363,517 2,252,631 Share premium 14 75,307 75,307 Revaluation reserve 15 - 35,481 Profit and loss account 15 (523,923) (565,375)  Equity shareholders' funds 1,798,044	Net current (liabilities)/assets		(130,536)	17,317
Creditors – amounts falling due after more than one year       11       30,769       1,120,688         Capital and reserves       2,363,517       2,252,631         Share capital       13       2,363,517       2,252,631         Share premium       14       75,307       75,307         Revaluation reserve       15       -       35,481         Profit and loss account       15       (523,923)       (565,375)         Equity shareholders' funds       1,914,901       1,798,044	Total assets less current liabilities	- -	1,945,670	2,918,732
Year       11       30,769       1,120,688         Capital and reserves       Share capital       13       2,363,517       2,252,631         Share premium       14       75,307       75,307         Revaluation reserve       15       -       35,481         Profit and loss account       15       (523,923)       (565,375)         Equity shareholders' funds       1,914,901       1,798,044	FINANCED BY			•
Capital and reserves         Share capital       13       2,363,517       2,252,631         Share premium       14       75,307       75,307         Revaluation reserve       15       -       35,481         Profit and loss account       15       (523,923)       (565,375)         Equity shareholders' funds       1,914,901       1,798,044	Creditors – amounts falling due after more than one			
Share capital       13       2,363,517       2,252,631         Share premium       14       75,307       75,307         Revaluation reserve       15       -       35,481         Profit and loss account       15       (523,923)       (565,375)         Equity shareholders' funds       1,914,901       1,798,044	year	11	30,769	1,120,688
Share premium       14       75,307       75,307         Revaluation reserve       15       -       35,481         Profit and loss account       15       (523,923)       (565,375)         Equity shareholders' funds       1,914,901       1,798,044	Capital and reserves			
Revaluation reserve       15       - 35,481         Profit and loss account       15       (523,923)       (565,375)         Equity shareholders' funds       1,914,901       1,798,044	Share capital	13	2,363,517	2,252,631
Profit and loss account 15 (523,923) (565,375)  Equity shareholders' funds 1,914,901 1,798,044		14	75,307	75,307
Equity shareholders' funds 1,914,901 1,798,044	Revaluation reserve	15	-	35,481
	Profit and loss account	15	(523,923)	(565,375)
1 945 670 2 918 732	Equity shareholders' funds	-	1,914,901	1,798,044
1,743,070 2,710,732	•	-	1,945,670	2,918,732

The accounts on pages 7 to 18 were approved by the Board of Directors on 16 December 2015 and were signed on its behalf by:

M J Lyons Director

#### NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 MARCH 2015

#### 1 Principal Accounting Policies

The financial statements are prepared under the historical cost convention and in accordance with the Companies Act 2006 and applicable accounting standards.

A summary of the major accounting policies, which have been consistently applied, is set out below.

#### Going Concern

The company's business activities, together with the factors likely to affect its future development and position, are set out in the Business Review section of the Strategic Report on page 2.

The company is expected to continue to retain adequate liquidity through the generation of positive cash flows on its own account, or through support from other Group subsidiaries for the foreseeable future. The company participates in the group's centralised treasury arrangements and so shares banking arrangements with its parent and fellow subsidiaries.

The directors, having assessed the responses of the directors of the company's parent Nippon Sheet Glass Co. Limited to their enquiries have no reason to believe that a material uncertainty exists that may cast significant doubt about the ability of the NSG Group to continue as a going concern or its ability to continue with the current banking arrangements. The directors have received a letter of support confirming, should it be required, the current loan balance will be extended when it matures in February 2016.

On the basis of their assessment of the company's financial position and of the enquiries made of the directors of Nippon Sheet Glass Co. Limited, the company's directors have a reasonable expectation that the company will be able to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

#### **Dividends**

Dividend income is recognised when the company's right to receive payment is established.

#### Interest

Interest income and expense is accounted for on an accruals basis.

#### **Foreign Currencies**

Foreign currency monetary assets and liabilities are translated into sterling at the rates of exchange ruling at the year end. Exchange differences are taken to the profit and loss account. Unrealised exchange differences on the translation of foreign currency borrowings, for which settlement is not planned or anticipated in the foreseeable future, and foreign currency hedges for overseas investments are taken to reserves.

#### NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 MARCH 2015

#### **Principal Accounting Policies (continued)**

#### **Group Financial Statements**

The company has taken advantage in Section 401 of the Companies Act 2006 under which group financial statements need not be prepared where the company is itself a wholly owned subsidiary undertaking of another company and is included in non-EEA group accounts of a larger group.

#### Subsidiary Undertakings, Joint Ventures and Associates

Subsidiary undertakings, joint ventures and associates are carried at their original historical cost less any impairment which is charged to the profit and loss account. Subsidiary undertakings designated as net investment hedges are revalued at the balance sheet date. Exchange gains and losses are taken to reserves and are offset by exchange gains and losses on financial instruments designated as hedging instruments.

#### **Deferred Taxation**

Deferred taxation is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date.

Timing differences are differences between the company's taxable profits and its accounting profits arising from gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

Deferred tax assets are regarded as recoverable and recognised in the financial statements when, on the basis of available evidence, it is more likely than not that there will be suitable taxable profits from which the future reversal of the timing differences can be deducted. The recoverability of tax losses is assessed by reference to the forecasts which have been prepared and approved by the Board. The deferred tax assets and liabilities are not discounted.

#### **Cash Flow**

In accordance with paragraph 5 (a) of FRS 1 (revised 1996), the company is not required to publish a cash flow statement.

#### Related Parties

As the company is a subsidiary undertaking, where 100% of its voting rights are controlled within the Nippon Sheet Glass Co Limited (NSG) Group, it has taken advantage of the exemption permitted by FRS 8 not to disclose any transactions or balances with other wholly owned subsidiaries of the NSG Group

#### NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 MARCH 2015

#### Principal Accounting Policies (continued)

#### Financial Risk Management

The company's financial risk management objectives and policies, include the policy for hedging each major type of forecasted transaction for which hedge accounting is used. The company manages its exposure to price risk, credit risk, liquidity risk and cash flow risk.

#### Accounting for Derivative Financial Instruments and Hedging Activities

#### **Net Investment Hedge**

Hedges of net investments in foreign operations are accounted for as follows. Any gain or loss on the hedging instrument relating to the effective portion of the hedge is recognised in equity, the gain or loss relating to the ineffective portion is recognised immediately in the Profit and Loss account. Gains and losses accumulated in equity are included in the Profit and Loss account when the foreign operation is disposed of.

#### **Changes in Accounting Policies**

The company has not adopted any new accounting standards during the year.

#### 2 Statutory Information

•	2015	2014
	. 000£	£000
Operating loss is after charging/(crediting):		
Exchange loss/(gain)	9,438	(122,693)
Auditors' remuneration – audit services	10	11
•		

#### 3 Exceptional Items

The investments in NSG UK Finance Unlimited and NSG UK Finance (USD) Unlimited were impaired by £112,868,000 and £832,362,000 respectively, following the restructure of these companies. NSG Holding Europe Limited received dividends of £960,645,000 as part of this restructure. These companies are now dormant.

#### 4 Investment Income

In Coment income	•	
	2015	2014
•	£000	£000
Dividends received from subsidiaries	960,645	82,000

### NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 MARCH 2015

#### 5 Net interest Payable and Similar Charges

	2015	2014
	£000	£000
Interest payable to Group undertakings	17,555	14,279
Less: interest receivable from Group undertakings	-	(8,652)
Less: external interest receivable	(2,871)	(2,468)
	14,684	3,159

#### 6 Employee Pay and Numbers (including Executive Directors)

The company did not employ anyone during the year. All administrative duties are performed by employees of Pilkington Group Limited, a fellow subsidiary of Nippon Sheet Glass Co., Limited.

The emoluments of all the company's directors are paid by the parent or fellow subsidiary companies. The emoluments of K Yoshikawa, K Hiyoshi and K Morooka are paid by Nippon Sheet Glass Co. Limited. The emoluments of M J Lyons, C Miller, P Wilkinson and I Smith are paid by Pilkington Group Limited, or its subsidiaries

Their services to this company are of a non-executive nature and their emoluments are deemed to be wholly attributable to their services to the parent or fellow subsidiary companies.

#### 7 Taxation

	2015 £000	2014 £000
Current Tax		,
Current year credit	· -	· -
Adjustment in respect of prior periods		
•	-	-
Deferred Taxation (note 12)		·
Current year credit	· -	-
Adjustment in respect of prior periods	· •	· -
·	-	-
Total credit	•	-
		<u> </u>

# NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 MARCH 2015

# Taxation (continued)

The tax assessed for the year is higher than the standard rate of corporation tax in the UK of 21% (2014: 23%).

The differences are explained below:		•
•	2015	2014
	€000	£000
Loss on ordinary activities before tax	(9,173)	(596,179)
Loss on ordinary activities multiplied by the standard		
rate of corporation tax in the UK of 21% (2014: 23%).	(1,926)	(137,121)
Effect of:		
Expenses not deductible for tax purposes	198,498	183,529
Income not taxed	(201,735)	(18,860)
Group relief for which no payment is made	5,163	(27,548)
Current tax credit for the year		-

#### NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 MARCH 2015

#### 8 Investments – Subsidiary and Joint Venture Undertakings

	Subsidiary Undertakings £000	Joint Venture Undertakings £000	Total Investments £000
Cost			
At 1 April 2014	3,778,026	55,764	3,833,790
Additions	110,886	-	110,886
At 31 March 2015	3,888,912	55,764	3,944,676
Adjustment to carrying value			
At 1 April 2014	(887,613)	(44,762)	(932,375)
Impairment of investment	(945,230)	<del>-</del> ,	(945,230)
Revaluation of investments	9,135	- ·	9,135
At 31 March 2015	(1,823,708)	(44,762)	(1,868,470)
Net book value at 31 March 2015	2,065,204	11,002	2,076,206
Net book value at 31 March 2014	2,890,413	11,002	2,901,415

Subsidiary undertakings designated as net investment hedges are revalued at the balance sheet date. Exchange gains and losses are taken to reserves.

Details of subsidiary undertakings are as follows:

Name of Company	% Equity	Principal Activity
•	<u>held</u>	
NSG UK Finance Unlimited	100	Dormant
NSG UK Finance (USD) Unlimited	100	Dormant
Pilkington Automotive Belgium N.V	100*	Purchase and sale of glass related
		products
NSG UK Enterprises Limited	100	Holding company
NSG UK Enterprises III Unlimited	100**	Dormant

All companies operate and are registered in the United Kingdom except Pilkington Automotive Belgium N.V. registered in Belgium.

- \*Pilkington Automotive Belgium is owned 89.3% directly by NSG Holding Europe with the other 10.7% owned indirectly by a subsidiary company.
- \*\* NSG UK Enterprises III is owned 51.1% directly by NSG Holding Europe with the other 49.9% owned indirectly by a subsidiary company.

The company has a 21.14% holding in SP Glass Holdings BV, a joint venture registered in the Netherlands.

#### NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 MARCH 2015

9	Debtors		
	·	2015	2014
		£000	£000
	Amounts falling due within one year	•	
	Amounts owed by Group undertakings	4,581	2,427
•	Amounts falling due after more than one year		
	Other debtors	55,996	52,311

Amounts owed by Group undertakings are trading balances with NSG UK Enterprises Limited.

Other debtors falling due after more than one year include loans and associated interest receivable from joint ventures of the NSG Group and other loans receivable with interest up to 5%. These include £34,936,000 (2014: £37,310,000) receivable from Pilkington Glass LLC, and £10,239,000 (2014: £8,925,000) in respect of loans and associated interest receivable from Jiangsu Pilkington SYP Glass Co Ltd.

#### 10 Creditors – Amounts Falling Due Within One Year

	2015	2014
•	£000	£000
Amounts owed to Group undertakings	190,418	37,456
Other	731	-
	191,149	37,456

Amounts owed to Group undertakings falling due within one year include an unsecured loan from the parent company, NSG Co. Limited, with a maturity date of 18 February 2016, carrying interest at a rate of TIBOR plus 1.39%, and forward foreign currency contracts and trading balances with NSG UK Enterprises Limited.

# NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 MARCH 2015

11	Creditors – Amounts Falling Due After More Than One Year			
		2015 £000	2014 £000	
	Amounts owed to Group undertakings	30,769	1,120,688	
	Amounts owed to Group undertakings falling due after n loans with maturity dates of 31 October 2016, carrying it less 0.11%.			
12	Deferred Taxation		•	
	There is no deferred taxation in the year.			
13	Share Capital	2015	2014	
•	Allotted and called up and fully paid share capital	£000	£000	
	2,363,517,235 (2014: 2,252,631,451) ordinary shares of £1 each	2,363,517	2,252,631	
	In March 2015, 110,885,784 ordinary shares of £1.00 we Glass Co., Limited.	ere issued at par to N	ippon Sheet	
14	Share Premium Account		£000£	
	At 1 April 2014 Arising on share issues		75,307	
	At 31 March 2015		75,307	
15	Reserves	Revaluation reserve £000	Profit and loss account £000	
	At 1 April 2014 Loss for the year Net reserve movement on revaluation of net	35,481	(565,375) (9,173)	
	investment Transfer from revaluation reserve to P&L reserve	15,144 (50,625)	50,625	
	At 31 March 2015	· · · · · · · · · · · · · · · · · · ·	(523,923)	

#### NOTES TO THE ACCOUNTS FOR THE YEAR ENDED 31 MARCH 2015

#### Reserves (continued)

Of the total revaluation of net investment above, exchange gains of £1,560,493 (2014: losses of £2,707,708) were taken to the revaluation reserve. These were made up of £4,448,420 exchange losses (2014: £122,620,556 losses) on investments and £6,008,913 exchange gains (2014: £119,912,848) on loans. Further revaluation gains on these investments of £13,583,919 (2014: £10,295,000) have also been recorded through the revaluation reserve. The revaluation reserve has been transferred to the profit and loss reserve following the restructure of the two subsidiaries NSG UK Finance Unlimited and NSG UK Finance (USD) Unlimited, and their subsequent dormant status.

#### 16 Commitments and Contingent Liabilities

There is an agreement between the company and the joint venture partner whereby NSG Holding (Europe) Limited will transfer 46,773 of its shares in the joint venture to the joint venture partner, on repayment of the outstanding loan from Pilkington Glass LLC to NSG Holding Europe. The impact of this has already been recognised in these accounts by way of an impairment in the carrying value of the investment.

#### 17 Post Balance Sheet Events

There are no post balance sheet events which require adjustment or disclosure in the accounts.

#### 18 Ultimate Parent Undertaking

The immediate parent company is Nippon Sheet Glass Co., Limited, a company registered in Japan. This company has not prepared consolidated accounts as the parent company Nippon Sheet Glass Co., Limited has prepared consolidated accounts for the year to 31 March 2015, a copy of which can be obtained from the Company Secretary, Nippon Sheet Glass Co., Limited, Sumitomo Fudosan Mita Twin Building, West Wing 5-27, Mita 3-Chome, Minato-ku, Tokyo, 108-6321, Japan.