

ION EXCHANGE ASIA PACIFIC (THAILAND) LTD

REPORT AND FINANCE STATEMENT

AS AT 31MARCH 2017 AND 2016



INDEPENDENT AUDITOR'S REPORT

To the Shareholders of ION EXCHANGE ASIA PACIFIC (THAILAND) LTD.

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of ION EXCHANGE ASIA PACIFIC (THAILAND) LTD. which comprise the statement of financial position as at 31 March 2017 and the statement of income, and statement of changes in equity for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of ION EXCHANGE ASIA PACIFIC (THAILAND) LTD. as at 31 March 2017 and its financial performance for the year then ended in accordance with Thai Financial Reporting Standards for Non-Publicly Accountable Entities.

Basis for Opinion

We conducted our audit in accordance with Thai Standards on Auditing. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Federation of Accounting Professions under the Royal Patronage of his Majesty the King's Code of Ethics for Professional Accountants together with the ethical requirements that are relevant to our audit of the financial statements, 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.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with Thai Financial Reporting Standards Non-Publicly Accountable Entities, and for such internal control as management determines is 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, management is 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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

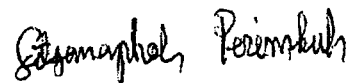
Auditor's Responsibilities for the Audit of the Financial Statements

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 an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Thai Standards on Auditing 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.

As part of an audit in accordance with Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with management regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.



Mr. Kitsanaphol Perimkul

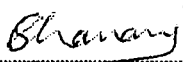
Certified Public Accountant (Thailand) No. 9176

BANGKOK: 27 April 2017

ION EXCHANGE ASIA PACIFIC (THAILAND) LTD
STATEMENT OF FINANCIAL POSITION

	NOTES	Baht	
		AS AT 31 MARCH	
		2016 - 17	2015 - 16
ASSETS			
CURRENT ASSETS			
Cash and cash equivalents	3	206,478.21	537,276.06
Trade and other receivables		12,353,361.96	26,849,141.56
Inventories	2.4	7,722,510.91	9,896,260.91
Short - term loan from parties	8	4,813,289.10	5,420,592.89
Other current assets	4	9,189,163.88	4,757,229.87
TOTAL CURRENT ASSETS		34,284,804.06	47,460,501.29
NON-CURRENT ASSETS			
Equipments - Net	2.5, 5	633,154.88	876,668.36
Other non-current assets	6	2,728,099.49	997,290.39
TOTAL CURRENT ASSETS		3,361,254.37	1,873,958.75
TOTAL ASSETS		37,646,058.43	49,334,460.04

Certified true and correct

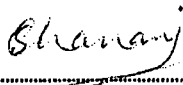

 Director
 (Mr. Santosh kumar chanani)



ION EXCHANGE ASIA PACIFIC (THAILAND) LTD
STATEMENT OF FINANCIAL POSITION (CONTINUED)

		Baht	
		AS AT 31 MARCH	
	NOTES	2016 - 17	2015 - 16
LIABILITIES AND SHAREHOLDERS' EQUITY			
CURRENT LIABILITIES			
Trade and Other payables		59,730,714.70	63,920,103.28
Short - term loan from parties	8	2,198,014.40	2,924,739.02
Other current liabilities	7	4,800,935.91	2,326,751.39
TOTAL CURRENT LIABILITIES		66,729,665.01	69,171,593.69
TOTAL LIABILITIES		66,729,665.01	69,171,593.69
SHAREHOLDERS' EQUITY			
Share capital			
40,000 ordinary shares of Baht 100 each	9	4,000,000.00	3,000,000.00
Issued and fully paid up			
40,000 ordinary shares of Baht 100 each		4,000,000.00	3,000,000.00
Retained earning (deficit)			
Unappropriated		(33,083,806.58)	(22,837,133.65)
TOTAL SHAREHOLDERS' EQUITY		(29,083,606.58)	(19,837,133.65)
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		37,646,058.43	49,334,460.04

The accompanying notes are an integral part of the financial statements.

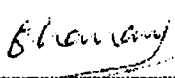

 Director
 (Mr. Santosh kumar chanani)

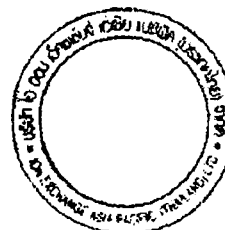


ION EXCHANGE ASIA PACIFIC (THAILAND) LTD
STATEMENTS OF INCOME

		Baht	
		FOR THE YEAR ENDED 31 MARCH	
	NOTES	2016 - 17	2016 - 16
Revenues			
Revenue from services		815,400.00	67,364,139.75
Other incomes		7,755,715.07	1,056,834.73
TOTAL REVENUES		8,571,115.07	68,420,974.48
EXPENSES			
Cost of services		0.00	75,482,220.11
Selling expenses		261,609.33	1,592,122.23
Administrative expense		18,468,538.85	8,222,701.51
TOTAL EXPENSES		18,730,048.18	85,297,043.85
EARNINGS (LOSS) BEFORE FINANCE COSTS AND CORPORATE INCOME TAX		(10,158,933.11)	(16,876,089.37)
FINANCE COSTS		(87,539.82)	(246,824.20)
PROFIT (LOSS) BEFORE CORPORATE INCOME TAX		(10,246,472.93)	(17,122,893.57)
CORPORATE INCOME TAX	2.7	-	-
NET PROFIT (LOSS)		(10,246,472.93)	(17,122,893.57)

The accompanying notes are an integral part of the financial statements.


 Director
 (Mr. Santosh kumar chanani)

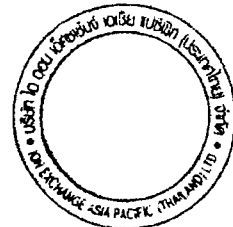


ION EXCHANGE ASIA PACIFIC (THAILAND) LTD
STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY
FOR THE YEAR ENDED 31 MARCH 2017 AND 2016

	Notes			Baht
		Issued and paid-up share capital	Retained earnings - unappropriated	Total
Beginning balance as at 31 March 2015		3,000,000.00	(5,714,240.08)	(2,714,240.08)
Net profit for the year		-	(17,122,893.57)	(17,122,893.57)
Beginning balance as at 31 March 2016		3,000,000.00	(22,837,133.65)	(19,837,133.65)
Net profit for the year		-	(10,246,472.93)	(10,246,472.93)
Capital increase during the period	9	1,000,000.00	-	1,000,000.00
Beginning balance as at 31 March 2017		4,000,000.00	(33,083,606.58)	(29,083,606.58)

The accompanying notes are an integral part of the financial statements.

S. Chanani
.....Director
(Mr. Santosh kumar chanani)



ION EXCHANGE ASIA PACIFIC (THAILAND) LTD
NOTES TO FINANCIAL STATEMENTS (CONTINUED)
AS AT 31 MARCH 2017 AND 2016

1 GENERAL INFORMATION

- 1.1 The company was incorporated as a limited company under Thai laws registered no. 0215550001096 as at April 12, 2007. Share capital 4,000,000.00 Baht capital 40,000 ordinary shares of 100.00 Baht each
- 1.2 The line of business details as follow.
- The principal business is water treatment, liquid waste treatment and recycle, solid and hazardous waste management and generation energy from waste.
- 1.3 Name and address of company: ION EXCHANGE ASIA PACIFIC (THAILAND) LTD.
Head office: 731 P M Tower Bldg, 9th Floor, Asoke-Dindaeng Road, Khaewng Dindaeng, Khet Dindaeng, Bangkok, 10400.
- 1.4 The Company has sustained significant losses from operations as from the commencement of operations and has retained loss as of 31 March 2017 of Baht 83.08 millions which exceeds its registered share capital by Baht 29.08 millions. The Company's ability to continue as an on-going depends on the outcome of the results of its operations in the future and financial supports from its shareholders. However, the financial statements of the Company have been prepared under a going-concern concept which presumes that the realization of assets and settlement of liabilities and obligations will occur in the ordinary course of business, without any compulsory realization being anticipated.

2 SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of preparation

The financial statements have been prepared in accordance with accounting standards enunciated under the Accounting Profession Act B.E. 2547 and The Federation of Accounting Professions Announcement no. 20/2554 "Thai Financial Reporting Standards for Non-Publicly Accountable Entities : TFRS for NPAEs". Their presentations have been made in 28th September 2011, compliance with the stipulations of the Notification of the Department of Business Development issued under the Accounting Act B.E. 2543.

The financial statements have been prepared on a historical cost basis except where otherwise disclosed in the accounting policies.

2.2 Revenue and expenses recognition

The Company recognizes revenue and expenses on the accrual basis.

2.3 Trade accounts receivable

Trade accounts receivable are stated at the net realizable value. Allowance for doubtful accounts is provided for the estimated losses that may be incurred in collection of receivables. The allowance is generally based on collection experiences and analysis of debtor aging.

2.4 Inventories

Inventories of raw materials are stated at average cost.

2.5 Tangible assets and depreciation

Equipments are stated at cost less accumulated depreciation. Depreciation of equipments are calculated by reference to their costs on the straight-line basis over their estimated useful lives. The estimated useful lives are as follows:

- | | |
|--------------------------|---------|
| - Office equipments | 5 years |
| - Furniture and fixtures | 5 years |

Certified true and correct

Santosh Kumar Chanani

Director

(Mr. Santosh kumar chanani)



ION EXCHANGE ASIA PACIFIC (THAILAND) LTD
 NOTES TO FINANCIAL STATEMENTS (CONTINUED)
 AS AT 31 MARCH 2017 AND 2016

2.6 Foreign currency transactions

Foreign currency transactions during the year are not converted into Baht at the rates ruling at the transaction dates. Assets and liabilities in foreign currency outstanding at the balance sheet date are not converted into Baht at the rates ruling on the balance sheet date.

2.7 Corporate income tax

Income tax is provided in the accounts at the amount expected to be paid to the taxation authorities, based on taxable profits determined in accordance with tax legislation.

3 CASH AND CASH EQUIVALENTS

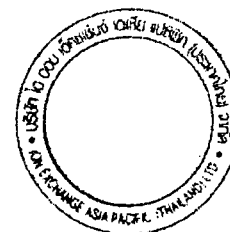
	BAHT	
	2016 - 17	2015 - 16
Cash on hand	3,046.00	5,723.00
Saim Commercial Bank - Current account, Thonglor Branch	203,432.21	531,168.84
UOB Bank - Saving account, Ratchada-Huay Khwang Branch	-	384.22
Total	206,478.21	537,276.06

4 OTHER CURRENT ASSETS

	BAHT	
	2016 - 17	2015 - 16
Deposit payment	1,311,180.31	1,100,042.06
Pending interest	27,653.00	27,653.00
Prepaid expenses	-	80,000.00
Input tax / Purchase tax	-	20,344.42
Withholding tax	553,490.40	1,523,309.10
AR. Of the Revenue Department	1,296,840.17	1,905,881.30
Other accounts	6,000,000.00	-
Total	9,189,163.88	4,757,229.87

Certified true and correct


 Director
 (Mr. Santosh kumar chanani)



ION EXCHANGE ASIA PACIFIC (THAILAND) LTD
 NOTES TO FINANCIAL STATEMENTS (CONTINUED)
 AS AT 31 MARCH 2017 AND 2016

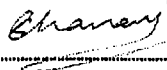
5 EQUIPMENTS - NET

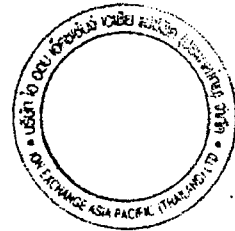
	BAHT			
	31 March 2016	Add	Less	31 March 2017
Cost				
Machines	1,020,000.00	-	-	1,020,000.00
Office equipments	453,578.32	17,900.00	-	471,478.32
Furniture and fixtures	17,500.00	-	-	17,500.00
Total	1,491,078.32	17,900.00	-	1,508,978.32
Accumulated depreciations				
Machines	357,698.74	204,558.90	-	562,257.64
Office equipments	239,212.22	56,854.58	-	296,066.80
Furniture and fixtures	17,499.00	-	-	17,499.00
Total	614,409.96	261,413.48	-	875,823.44
Equipments - Net	876,668.36			633,154.88
Depreciation for the years	<u>268,916.98</u>			<u>261,413.48</u>

6 OTHER NON - CURRENT ASSETS

	BAHT	
	2016 - 17	2015 - 16
Deposit for office rental	147,721.00	40,221.00
Withholding tax deducted by customer	2,580,378.49	957,069.39
Total	2,728,099.49	997,290.39

Certified true and correct


 Director
 (Mr. Santosh kumar chanani)



ION EXCHANGE ASIA PACIFIC (THAILAND) LTD
 NOTES TO FINANCIAL STATEMENTS (CONTINUED)
 AS AT 31 MARCH 2017 AND 2016

7 OTHER CURRENT LIABILITIES

	BAHT	
	2016 - 17	2015 - 16
Accrued expenses - Other	-	-
Accrued salary expenses	-	-
Accrued interest expenses	87,539.82	-
Accrued Social Security Payable	6,900.00	6,000.00
Withholding tax payable (PND.1)	8,702.00	10,190.00
Withholding tax payable (PND.3)	776.10	776.10
Withholding tax payable (PND.53)	3,031.92	381,779.75
Advance received - ION Singapore	2,088,252.14	1,928,005.54
Reserve for Exchange Rate	2,605,733.94	-
Total	4,800,935.91	2,326,751.39

8. LOAN FROM RELATED COMPANIES

The said amounts have agreement, with interest rate @ 12% per annum to Ion Exchange India Limited

9. SHARE CAPITAL

On 7 April 2016, the Extraordinary General Meeting of Shareholders resolved to increase the registered share capital of the Company from 3,000,000 Baht to 4,000,000 Baht and 40,000 ordinary shares of Baht 100 each.

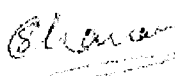
10. RECLASSIFICATION

The financial statements, certain amounts in the financial statements for the year ended 31 March 2016 have been reclassified to conform to the current year's classification, without any effect to the previously reported profit or shareholder's equity.

11 APPROVAL OF FINANCIAL STATEMENT

This financial statement is approved by the board of directors as at 27 April 2017

Certified true and correct


 Director
 (Mr. Santosh kumar chaurani)

