

A large graphic featuring a colorful, multi-faceted sphere with a white grid pattern, containing the text "7th" in blue. The sphere is enclosed in a green circular frame with two vertical lines extending upwards. To the right, a blue banner contains the text "Annual Report 2014 - 15" in white, slanted font.

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## Directors, officers and advisers

### **DIRECTORS**

Atul Govindji Shroff (Chairman)

Shailesh Kantilal Solanki (Upto 13/02/2015)

Ninad D. Gupte

Ravi A. Shroff (w.e.f. 11/07/2014)

### **SECRETARY AND REGISTERED OFFICE**

Shailesh Kantilal Solanki (Upto 13/02/2015)

2nd Floor,

1, Risborough Street,

LONDON

SE1 0HF

### **REGISTERED NUMBER**

06572934 (England and Wales)

### **ACCOUNTANTS**

M/s. Simpson Wreford & Co.

Wellesley House

Duke of Wellington Avenue

Royal Arsenal

LONDON

SE18 6SS

### **BANKERS**

HSBC Bank plc

15 Wellington Street

Woolwich

LONDON

SE18 6PH

## NOTICE TO THE MEMBERS

TRANSPEK INDUSTRY (EUROPE) LIMITED  
LONDON, U. K.

### NOTICE TO THE MEMBERS

**NOTICE IS HEREBY GIVEN THAT** the **SEVENTH ANNUAL GENERAL MEETING** of the Members of **TRANSPEK INDUSTRY (EUROPE) LTD.**, a wholly-owned subsidiary company of Transpek Industry Ltd., will be held at the Registered Office of Transpek Industry Ltd. at 6th Floor, Marble Arch, Race Course, Vadodara 390 007, India, on 21st September, 2015 at 02.00 p.m. to transact the following business:

### ORDINARY BUSINESS

1. To receive, consider, and adopt the Audited Statement of Profit & Loss Account for the year ended on 31st March, 2015, the Balance Sheet as on that date and the Report of the Accountants and Directors thereon.
2. To appoint Accountants and to fix their remuneration.

#### Regd. Office

2nd Floor, 1 Risborough Street,  
London SE1 0HF

Date: 25th May, 2015

By Order of the Board of Directors

**For Transpek Industry (Europe) Ltd.**

**ATUL G. SHROFF**  
**CHAIRMAN**

### NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND PROXY NEED NOT BE A MEMBER.
2. An Explanatory Statement relating to the special business under item No. 3 in the Notice required under the provisions of the Companies Act, 2006 is annexed.

#### Regd. Office

2nd Floor, 1 Risborough Street,  
London SE1 0HF

Date: 25th May, 2015

By Order of the Board of Directors

**For Transpek Industry (Europe) Ltd.**

**ATUL G. SHROFF**  
**CHAIRMAN**

## DIRECTORS' REPORT

### FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2015

The directors have pleasure in submitting the **SEVENTH ANNUAL REPORT** together with the Accounts of the Company for the year ended **31st March, 2015**.

#### Principal activities

The principal activity of the company during the year under report was to provide REACH - related services to non-EU manufacturers.

#### Financial results

The income earned and expenses incurred during the year are apportioned to the Transpek Industry Limited the holding company and other participating companies, resulting in there being no profit and no loss.

#### Directors

The following directors have held office during the year :

Atul Govindji Shroff

Shailesh Kantil Solanki (Deceased 13th February, 2015)

Ninad D Gupte

Ravi Ashwin Shroff (Appointed 11th July, 2014)

In view of the non applicability of Article 73 to 77 of Table A 1995 and amendments thereto, the existing Directors, Atul Govindji Shroff, appointed by the Board at its meeting held on 22nd April, 2008 and Ninad D Gupte, appointed by the Board at the meeting held on 14th September, 2009 are the permanent Directors on the Board of Directors of the Company and are not liable to retire by rotation.

During the year, Shailesh Solanki, Director and Secretary of the Company passed away after a brief illness as a result of which, the forms relating to his cessation as Director and Secretary have been filed with Companies House. His contribution to the company as a Director & Secretary was commendable.

#### About the Company

Your Company was incorporated on 22nd April, 2008 as a Private Limited Company. The Company is a wholly owned subsidiary of Transpek Industry Ltd, India and in terms of the objectives of the Company, your Company has been appointed as the "only representative" of Transpek Industry Ltd as well as four other non EU manufacturers of India, mainly to obtain pre-registrations/registrations under European Union (EU) Regulation 2006/1907 of 18th December, 2006, called Registration, Evaluation, Authorisation of Chemicals (REACH), of their products exported to the member nations of the EU.

As agreed among the participating companies, the expenditure incurred by the Company on its REACH activities is to be borne by the above five companies on an agreed formula. Accordingly, the expenditure incurred during the year under review by the Company has been allocated to the respective companies in the agreed proportions.

#### Outlook

Your Company's activities for the year 2015-16 will remain to the extent of providing services related to REACH to the non EU manufacturers.

#### Recruitment Personnel

The Company has recruited one required personnel having UK citizenship and her contract has been renewed for a further period of one year.

#### Directors' Interests

The company, being a wholly owned subsidiary company of Transpek Industry Ltd (TIL), and Atul G Shroff being Managing Director, Ravi A Shroff being Promoter Director and Ninad D Gupte being Independent Director of TIL, are considered to be interested in TIL.

**DIRECTORS' REPORT (Continued)**  
**FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2015**

**Fixed Assets**

During the year the Company has not acquired any fixed assets.

**Dividends**

The Directors have not recommended any dividend for the year under review as there are no distributable profits.

**Political and Charitable Contributions**

There were no political or charitable donations made by the Company during the year under review.

**Directors' Responsibilities**

The Directors are required by UK Company Law to prepare the financial statements for each financial year which give a true and fair view of the state of affairs of the Company as at the end of the financial year and of the profit or loss of the Company for that year. Accordingly, while preparing the financial statements for the year ended 31st March, 2015 the Directors are responsible for:

- ensuring that the Company keeps accounting records which comply with Section 386 of the Companies Act, 2006, and
- preparing accounts which give a true and fair view of the state of affairs of the Company as at 31st March, 2015 and of its results for the year ended in accordance with the requirement of Sections 394 and 395 of the Companies Act, 2006, and which otherwise comply with the requirements of this Act relating to accounts so far as applicable to the Company.

While preparing the accounts, the Directors have taken into consideration the following:

- Selected suitable accounting policies and applied them consistently;
- Made judgements and estimates that are reasonable and prudent;
- Followed applicable accounting standards;
- Prepared the financial statements on going concern basis;
- Are responsible for keeping adequate accounting records which disclose with reasonable accuracy the financial position of the Company and to enable that the financial statements comply with the Companies Act, 2006;
- Are also responsible for safeguarding the assets of the Company and hence taken reasonable steps for the prevention and detection of frauds and other irregularities;
- Are also responsible for determining whether, in respect of the year, the Company meets the conditions of exemption from an audit of the accounts set out in Section 477 of the Companies Act, 2006.

**Accountants**

M/s. Simpson Wreford & Co, Chartered Accounts, London, UK will retire at the conclusion of the ensuing Annual General Meeting and, being eligible, have offered themselves for re-appointment as Accountants of the Company. Their re-appointment and remuneration is proposed at the ensuing Annual General Meeting.

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

**Signed on behalf of the Board**

**ATUL GOVINDJI SHROFF** - Chairman

**NINAD DWARKANATH GUPTA** - Director

**RAVI ASHWIN SHROFF** - Director

**Approved by the Board on 25th May, 2015**

## ACCOUNTANTS' REPORT TO THE BOARD OF DIRECTORS ON THE PREPARATION OF THE STATUTORY FINANCIAL STATEMENTS OF TRANSPEK INDUSTRY (EUROPE) LIMITED FOR THE YEAR ENDED 31<sup>ST</sup> MARCH 2015

In order to assist you to fulfil your duties under the Companies Act, 2006, we have prepared for your approval the financial statements of Transpek Industry (Europe) Limited ("the Company") for the year ended 31st March 2015 set out on pages 5 to 8 from the company's accounting records and from information and explanations you have given us.

As a practising member firm of the Institute of Chartered Accountants in England and Wales, we are subject to its ethical and other professional requirements which are detailed at [icaew.com/membershandbook](http://icaew.com/membershandbook).

This report is made solely to the Board of Directors of the Company, as a body, in accordance with the terms of our engagement letter. Our work has been undertaken solely to prepare for your approval the financial statements of the Company and state those matters that we have agreed to state to the Board of Directors of the Company, as a body, in this report in accordance with AAF 2/10 as detailed at [icaew.com/compilation](http://icaew.com/compilation). To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and its Board of Directors as a body, for our work or for this report.

It is your duty to ensure that the Company has kept adequate accounting records and to prepare statutory financial statements that give a true and fair view of the assets, liabilities, financial position and loss of the Company. You consider that the Company is exempt from the statutory audit requirement for the year.

We have not been instructed to carry out an audit or a review of the financial statements of the Company. For this reason, we have not verified the accuracy or completeness of the accounting records or information and explanations you have given to us and we do not, therefore, express any opinion on the statutory financial statements.

**Simpson Wreford & Co**  
**Chartered Accountants**

25th May, 2015  
Wellesley House  
Duke of Wellington Avenue  
Royal Arsenal  
London  
SE18 6SS

## PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2015

	<u>Notes</u>	<u>2015</u> £	<u>2014</u> £
<b>Turnover</b>		<b>96,336</b>	102,369
Administrative expenses		<u>(96,336)</u>	<u>(102,369)</u>
<b>Operating result for the year</b>	<b>2</b>	<u><u>-</u></u>	<u><u>-</u></u>

## BALANCE SHEET AT 31<sup>ST</sup> MARCH 2015

	<u>Notes</u>	<u>2015</u> £	<u>2014</u> £
<b>Current assets</b>			
Debtors	<b>3</b>	<b>8,137</b>	8,428
Cash at bank and in hand		<b>8,636</b>	10,226
		<u>16,773</u>	<u>18654</u>
<b>Creditors: amounts failing due within one year</b>	<b>4</b>	<u>(16,753)</u>	<u>(18634)</u>
<b>Total assets less current liabilities</b>		<u><u>20</u></u>	<u><u>20</u></u>
<b>Capital and reserves</b>			
Called up share capital	<b>5</b>	<u>20</u>	<u>20</u>
<b>Shareholders' funds</b>		<u><u>20</u></u>	<u><u>20</u></u>

For the financial year ended 31st March, 2015 the company was entitled to exemption from audit under section 477 of the Companies Act, 2006 relating to small companies.

Directors' responsibilities:

- The members have not required the company to obtain an audit of its financial statements for the year in question in accordance with section 476;
- The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of financial statements.

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime and the Financial Reporting Standard for Smaller Entities (effective April 2008).

Approved by the Board for issue on 25th May, 2015

**ATUL GOVINDJI SHROFF** - Chairman  
**NINAD D. GUPTA** - Director  
**RAVI ASHWIN SHROFF** - Director

**Company Registration No. 06572934**



# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE YEAR ENDED 31<sup>ST</sup> MARCH 2015

### 1 Accounting Policies

#### 1.1 Accounting Convention

The financial statements are prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008).

#### 1.2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), which have been applied consistently (except as otherwise stated).

#### 1.3 Turnover

Turnover represents net invoiced fees for services, excluding value added tax.

#### 1.4 Tangible fixed assets and depreciation

Assets are fully depreciated in the year of acquisition.

### 2 Operating result

Income and expenses are allocated to the holding company and other group members resulting in there being no profit or loss.

<b>3 Debtors</b>	<b>2015</b>	<b>2014</b>
	£	£
Other debtors	<u><b>8,137</b></u>	<u><b>8,428</b></u>
<b>4 Creditors: amounts falling due within one year</b>	<b>2015</b>	<b>2014</b>
	£	£
Amounts owed to group undertakings and undertakings in which the company has a participating interest	<b>14,376</b>	16,444
Other creditors	<u><b>2,377</b></u>	<u>2,190</u>
	<u><b>16,753</b></u>	<u><b>18,634</b></u>
<b>5 Share capital</b>	<b>2015</b>	<b>2014</b>
	£	£
<b>Allotted, called up and fully paid</b>		
20 Ordinary shares of £1 each	<u><b>20</b></u>	<u>20</u>

### 6 Control

The Company is 100% owned by Transpek Industry Ltd, a company incorporated under the (Indian) Companies Act, 1956.

### 7 Related party relationships and transactions

The Company received £48,427 (2014 - £52,874) from Transpek Industry Ltd, its parent company, towards reimbursement of expenditure incurred within the year. At the year end there was a balance due to Transpek Industry Ltd of £3,959 (2014 - £2,381).

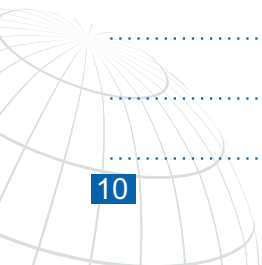
## DETAILED TRADING AND PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2015

	<u>2015</u>		<u>2014</u>
	£	£	£
<b>Turnover</b>			
Amounts received towards reimbursement of expenditure	<b>96,336</b>		102,369
<b>Administrative expenses</b>			
Office salary	<b>36,858</b>	42,632	
Rent	<b>48,418</b>	47,268	
Rates	<b>1,178</b>	1,073	
Insurance	<b>217</b>	210	
Sitting fees	<b>400</b>	600	
Printing, postage, stationery and advertising	<b>662</b>	906	
Telephone	<b>1,222</b>	1,289	
Travelling expenses	<b>332</b>	44	
Legal and professional fees	<b>1,290</b>	1,093	
Conveyance expense	<b>-</b>	280	
Accountancy	<b>1,500</b>	1,800	
Bank charges	<b>292</b>	429	
Sundry expenses	<b>3,967</b>	4,745	
	<u><b>(96,336)</b></u>		<u>(102,369)</u>
<b>Operating result</b>	<u><u><b>-</b></u></u>		<u><u><b>-</b></u></u>

# NOTES

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# NOTES

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**TRANSPEK INDUSTRY (EUROPE) LIMITED**

A wholly owned subsidiary of Transpek Industry Limited.

**Registered Office :**

2nd Floor, 1 Risborough Street SE1 0HF  
LONDON, U.K.

Telefax : +44 (0) 207 9287771

Email : tileurope@gmail.com