

SOLAR MINING SERVICES (PTY) LTD
(Registration number 2015/025552/07)

Annual Financial Statements
for the year ended March 31, 2018

Solar Mining Services (Pty) Ltd

(Registration number 2015/025552/07)

Trading as Solar Mining Services

Annual Financial Statements for the year ended March 31, 2018

General Information

Country of incorporation and domicile	South Africa
Nature of business and principal activities	Mining explosives & accessories
Directors	D. Pillay S. Menon M. Nuwal
Registered office	Building A Upper Grayston Office Park 150 Linden Road Sandton 2196
Holding company	Solar Overseas Netherlands Cooperatie U.A. incorporated in Netherlands
Auditors	Bismilla Chartered Accountants Inc. Chartered Accountants (SA) Registered Auditor
Secretary	Sekretari (Pty) Ltd
Company registration number	2015/025552/07
Tax reference number	9222408222
Level of assurance	These annual financial statements have been audited in compliance with the applicable requirements of the Companies Act 71 of 2008.
Preparer	The annual financial statements were independently compiled by: Bismilla Chartered Accountants Inc. Chartered Accountants (S.A.)

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The reports and statements set out below comprise the annual financial statements presented to the shareholders:

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The following supplementary information does not form part of the annual financial statements and is unaudited:

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Independent Auditor's Report

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Independent Auditor's Report

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Directors' Responsibilities and Approval

The directors are required by the Companies Act 71 of 2008, to maintain adequate accounting records and are responsible for the content and integrity of the annual financial statements and related financial information included in this report. It is their responsibility to ensure that the annual financial statements fairly present the state of affairs of the company as at the end of the financial reporting period and the results of its operations and cash flows for the period then ended, in conformity with the International Financial Reporting Standard for Small and Medium-sized Entities. The external auditor's is engaged to express an independent opinion on the annual financial statements.

The annual financial statements are prepared in accordance with the International Financial Reporting Standard for Small and Medium-sized Entities and are based upon appropriate accounting policies consistently applied and supported by reasonable and prudent judgements and estimates.

The directors acknowledge that they are ultimately responsible for the system of internal financial control established by the company and place considerable importance on maintaining a strong control environment. To enable the directors to meet these responsibilities, the board sets standards for internal control aimed at reducing the risk of error or loss in a cost effective manner. The standards include the proper delegation of responsibilities within a clearly defined framework, effective accounting procedures and adequate segregation of duties to ensure an acceptable level of risk. These controls are monitored throughout the company and all employees are required to maintain the highest ethical standards in ensuring the company's business is conducted in a manner that in all reasonable circumstances is above reproach. The focus of risk management in the company is on identifying, assessing, managing and monitoring all known forms of risk across the company. While operating risk cannot be fully eliminated, the company endeavours to minimise it by ensuring that appropriate infrastructure, controls, systems and ethical behaviour are applied and managed within predetermined procedures and constraints.

The directors are of the opinion, based on the information and explanations given by management, that the system of internal control provides reasonable assurance that the financial records may be relied on for the preparation of the annual financial statements. However, any system of internal financial control can provide only reasonable, and not absolute, assurance against material misstatement or loss.

The directors have reviewed the company's cash flow forecast for the year to March 31, 2019 and, in the light of this review and the current financial position, they are satisfied that the company has or has access to adequate resources to continue in operational existence for the foreseeable future.

The external auditor's are responsible for independently auditing and reporting on the company's annual financial statements. The annual financial statements have been examined by the company's external auditor's and their report is presented on page 6.

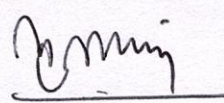
The annual financial statements set out on pages 6 to 20, which have been prepared on the going concern basis, were approved by the board on May 10, 2018 and were signed on its behalf by:



D. Pillay



S. Menon



M. Nuwal

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Directors' Report

The directors have pleasure in submitting their report on the annual financial statements of Solar Mining Services (Pty) Ltd and its associates for the year ended March 31, 2018.

1. Incorporation

The company was incorporated on February 9, 2015 and obtained its certificate to commence business on the same day.

2. Nature of business

Solar Mining Services (Pty) Ltd was incorporated in South Africa with interests in the Mining industry. The company operates primarily in South Africa.

At reporting date, the company was in its second year of operations.

3. Review of financial results and activities

The annual financial statements have been prepared in accordance with International Financial Reporting Standard for Small and Medium-sized Entities and the requirements of the Companies Act 71 of 2008. The accounting policies have been applied consistently compared to the prior year.

Full details of the financial position, results of operations and cash flows of the company are set out in these annual financial statements.

4. Share capital

	2018		2017	
Authorised	Number of shares			
No Par value shares	200,000,000		50,000,000	
Issued	2018	2017	2018	2017
	R	R	R	Number of shares
No Par value shares	65,998,046	32,999,223	32,999,223	65,998,046 32,999,223

Refer to note 9 of the annual financial statements for detail of the movement in authorised and issued share capital.

5. Dividends

The company's dividend policy is to consider an interim and a final dividend in respect of each financial year. At its discretion, the board may consider a special dividend, where appropriate. Depending on the perceived need to retain funds for expansion or operating purposes, the board may pass on the payment of dividends.

The company's dividend policy prohibits the declaration and payment of dividends or distributions if the company's liabilities exceed its assets, or if the company cannot meet its obligations as they fall due, in the normal course of business.

6. Directors

The directors in office at the date of this report are as follows:

Directors
D. Pillay
S. Menon
M. Nuwal

Nationality
South African
Indian
Indian

There have been no changes to the directorate for the period under review.

7. Directors interests in shares

As at March 31, 2018, the directors of the company held indirect beneficial interests in 26% (2017: 26%) of its issued ordinary shares.

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8. Holding company

The company's holding company is Solar Overseas Netherlands Cooperatie U.A. which holds 74% (2017: 74%) of the company's equity. Solar Overseas Netherlands Cooperatie U.A. is incorporated in Netherlands.

9. Events after the reporting period

The directors are not aware of any material event which occurred after the reporting date and up to the date of this report.

10. Going concern

The directors believe that the company has adequate financial resources to continue in operation for the foreseeable future and accordingly the annual financial statements have been prepared on a going concern basis. The directors have satisfied themselves that the company is in a sound financial position and that it has access to sufficient borrowing facilities to meet its foreseeable cash requirements. The directors are not aware of any new material changes that may adversely impact the company. The directors are also not aware of any material non-compliance with statutory or regulatory requirements or of any pending changes to legislation which may affect the company.

11. Auditors

Bismilla Chartered Accountants Inc. continued in office as auditors for the company for 2018.

The directors acknowledge the "emphasis of matter" paragraph contained in the independent auditor's report.

12. Secretary

The company secretary is Sekretari (Pty) Ltd.

Postal address

P.O. Box 14195
Lyttelton
0140

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Statement of Financial Position as at March 31, 2018

	Note(s)	2018 R	2017 R
Assets			
Non-Current Assets			
Property, plant and equipment	3	252,741,256	159,709,448
Deferred tax	5	2,612,399	-
		255,353,655	159,709,448
Current Assets			
Inventories	7	67,510,955	18,817,402
Trade and other receivables	6	16,408,579	6,848,676
Cash and cash equivalents	8	7,509,559	4,032,131
		91,429,093	29,698,209
Total Assets		346,782,748	189,407,657
Equity and Liabilities			
Equity			
Share capital	9	65,998,046	32,999,223
Accumulated loss		(7,249,496)	(531,899)
		58,748,550	32,467,324
Liabilities			
Non-Current Liabilities			
Loans from shareholders	4	83,188,117	122,847,179
Working capital facility	12	47,394,881	-
Long term loan	13	106,000,000	-
		236,582,998	122,847,179
Current Liabilities			
Trade and other payables	10	51,451,200	34,093,154
Total Liabilities		288,034,198	156,940,333
Total Equity and Liabilities		346,782,748	189,407,657

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Statement of Comprehensive Income

	Note(s)	2018 R.	2017 R
Revenue	14	78,817,119	11,616,422
Cost of sales	15	(53,334,111)	(9,959,780)
Gross profit		25,483,008	1,656,642
Other income		26,306,431	-
Operating expenses		(52,366,881)	(2,412,335)
Operating loss		(577,442)	(755,693)
Investment revenue	16	215,374	223,794
Finance costs	17	(8,967,928)	-
Loss before taxation		(9,329,996)	(531,899)
Taxation	18	2,612,399	-
Loss for the year		(6,717,597)	(531,899)

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Statement of Changes in Equity

	Share capital	Accumulated loss	Total equity
	R	R	R
Balance at April 1, 2016	32,999,223	-	32,999,223
Loss for the year	-	(531,899)	(531,899)
Balance at April 1, 2017	32,999,223	(531,899)	32,467,324
Loss for the year	-	(6,717,597)	(6,717,597)
Issue of shares	32,998,823	-	32,998,823
Total changes	32,998,823	-	32,998,823
Balance at March 31, 2018	65,998,046	(7,249,496)	58,748,550
Note(s)	9		

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Statement of Cash Flows

	Note(s)	2018 R	2017 R
Cash flows from operating activities			
Cash (used in) generated from operations	19	(66,946,860)	9,957,693
Interest income		215,374	223,794
Finance costs		(8,967,928)	-
Net cash from operating activities		(75,699,414)	10,181,487
Cash flows from investing activities			
Purchase of property, plant and equipment	3	(93,864,231)	(134,291,315)
Cash flows from financing activities			
Proceeds on share issue	9	32,998,823	-
Gains from foreign exchange		26,306,431	-
Proceeds from working capital facility		47,394,881	-
Proceeds from long term liability		106,000,000	-
Proceeds from shareholders loan		-	122,847,179
Repayment of shareholders loan		(39,659,062)	-
Net cash from financing activities		173,041,073	122,847,179
Total cash movement for the year		3,477,428	(1,262,649)
Cash at the beginning of the year		4,032,131	5,294,780
Total cash at end of the year	8	7,509,559	4,032,131

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Accounting Policies

1. Presentation of annual financial statements

The annual financial statements have been prepared in accordance with the International Financial Reporting Standard for Small and Medium-sized Entities, and the Companies Act 71 of 2008. The annual financial statements have been prepared on the historical cost basis, except for biological assets at fair value less point of sale costs, and incorporate the principal accounting policies set out below. They are presented in South African Rands.

These accounting policies are consistent with the previous period, with the exception of pre-production expenses, which were previously recognised as accounts receivable. These have been subsequently recognised as property, plant and equipment.

1.1 Property, plant and equipment

Property, plant and equipment is carried at cost less accumulated depreciation and accumulated impairment losses.

Cost include costs incurred initially to acquire or construct an item of property, plant and equipment and costs incurred subsequently to add to, replace part of, or service it. If a replacement cost is recognised in the carrying amount of an item of property, plant and equipment, the carrying amount of the replaced part is derecognised.

Depreciation is provided using the straight-line method to write down the cost, less estimated residual value over the useful life of the property, plant and equipment as follows:

Item	Depreciation method	Average useful life
Factory Buildings	Straight line	20 years
Plant and machinery	Straight line	10 years
Furniture and fixtures	Straight line	10 years
Motor vehicles	Straight line	5 years
Office equipment	Straight line	5 years
IT equipment	Straight line	3 years
Computer software	Straight line	2 years
Leasehold improvements	Straight line	20 years

If the major components of an item of property, plant and equipment have significantly different patterns of consumption of economic benefits, the cost of the asset is allocated to its major components and each such component is depreciated separately over its useful life.

Land is not depreciated

The residual value, depreciation method and useful life of each asset are reviewed only where there is an indication that there has been a significant change from the previous estimate.

Gains and losses on disposals are recognised in profit or loss.

1.2 Financial instruments

Financial instruments at amortised cost

These include loans, trade receivables and trade payables. Those debt instruments which meet the criteria in section 11.8(b) of the standard, are subsequently measured at amortised cost using the effective interest method. Debt instruments which are classified as current assets or current liabilities are measured at the undiscounted amount of the cash expected to be received or paid, unless the arrangement effectively constitutes a financing transaction.

At each reporting date, the carrying amounts of assets held in this category are reviewed to determine whether there is any objective evidence of impairment. If there is objective evidence, the recoverable amount is estimated and compared with the carrying amount. If the estimated recoverable amount is lower, the carrying amount is reduced to its estimated recoverable amount, and an impairment loss is recognised immediately in profit or loss.

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Accounting Policies

1.3 Tax

Current tax assets and liabilities

Current tax for current and prior periods is, to the extent unpaid, recognised as a liability. If the amount already paid in respect of current and prior periods exceeds the amount due for those periods, the excess is recognised as an asset.

Deferred tax assets and liabilities

A deferred tax asset is recognised for all deductible temporary differences and for the carry forward of unused tax losses and unused tax credits.

Tax expenses

Tax expense is recognised in the same component of total comprehensive income or equity as the transaction or other event that resulted in the tax expense.

No tax expense is recognised where the company has no taxable income, or where the company's assessed tax losses brought forward exceed its taxable income for a reporting period.

1.4 Leases

A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership to the lessee. All other leases are operating leases.

1.5 Inventories

Inventories are measured at the lower of cost and estimated selling price less costs to complete and sell, on the weighted average cost basis.

1.6 Construction contracts and receivables

Where the outcome of a construction contract can be estimated reliably, contract revenue and costs are recognised by reference to the stage of completion of the contract activity at the end of the reporting period, as measured by the proportion that contract costs incurred for work performed to date bear to the estimated total contract costs.

Variations in contract work, claims and incentive payments are included to the extent that they have been agreed with the customer.

When the outcome of a construction contract cannot be estimated reliably, contract revenue is recognised to the extent that contract costs incurred are recoverable. Contract costs are recognised as an expense in the period in which they are incurred.

When it is probable that total contract costs will exceed total contract revenue, the expected loss is recognised as an expense immediately.

1.7 Impairment of assets

The company assesses at each reporting date whether there is any indication that property, plant and equipment or intangible assets or goodwill may be impaired.

If there is any such indication, the recoverable amount of any affected asset (or group of related assets) is estimated and compared with its carrying amount. If the estimated recoverable amount is lower, the carrying amount is reduced to its estimated recoverable amount, and an impairment loss is recognised immediately in profit or loss.

If an impairment loss subsequently reverses, the carrying amount of the asset (or group of related assets) is increased to the revised estimate of its recoverable amount, but not in excess of the amount that would have been determined had no impairment loss been recognised for the asset (or group of assets) in prior years. A reversal of impairment is recognised immediately in profit or loss.

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Accounting Policies

1.8 Share capital and equity

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities.

If the company reacquires its own equity instruments, those instruments are deducted from equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the company's own equity instruments. Consideration paid or received shall be recognised directly in equity.

1.9 Provisions, contingencies and commitments

Provisions are recognised when the company has an obligation at the reporting date as a result of a past event; it is probable that the company will be required to transfer economic benefits in settlement; and the amount of the obligation can be estimated reliably.

Provisions are measured at the present value of the amount expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to the passage of time is recognised as interest expense.

Provisions are not recognised for future operating losses.

Contingent assets, contingent liabilities and commitments are not recognised on the face of the financial statements. Material contingencies and commitments warrant qualitative disclosures. Expenditure incurred with regards to commitments are recognised in terms of their economic substance.

1.10 Revenue

Revenue is recognised to the extent that the company has transferred the significant risks and rewards of ownership of goods to the buyer, or has rendered services under an agreement provided the amount of revenue can be measured reliably and it is probable that economic benefits associated with the transaction will flow to the company. Revenue is measured at the fair value of the consideration received or receivable, excluding sales taxes and discounts.

Interest is recognised, in profit or loss, using the effective interest rate method.

1.11 Borrowing costs

Borrowing costs are generally recognised as an expense in the period in which they are incurred.

Borrowing costs associated directly with the development of capital work-in-progress are capitalised to the cost of the asset in question and amortised over its useful life once the asset is brought in to use.

1.12 Foreign exchange

Foreign currency transactions

Exchange differences arising on monetary items are recognised in profit or loss in the period in which they arise.

1.13 Capitalised expenditure

Capitalised expenditure is recognised against the asset to which is directly attributable to, and amortised or depreciated accordingly. Capitalised expenditure is measured at the actual amount incurred or expended during the period. Capitalised expenditure is limited to those expenses directly associated with the construction of an asset, or the costs of bringing an asset in to use.

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Notes to the Annual Financial Statements

	2018 R	2017 R
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2. Changes in accounting policy: Re-classification

Pre-production expenses (capitalised) were previously recognised as accounts receivable. The company has subsequently reclassified pre-production expenses (capitalised) as property, plant and equipment, under capital work-in-progress.

3. Property, plant and equipment

	2018			2017		
	Cost	Accumulated depreciation	Carrying value	Cost	Accumulated depreciation	Carrying value
Land	5,779,333	-	5,779,333	5,779,333	-	5,779,333
Factory Buildings	177,958,135	(388,539)	177,569,596	-	-	-
Plant and machinery	13,294,242	(50,862)	13,243,380	-	-	-
Motor vehicles	25,792,516	(340,271)	25,452,245	15,081,617	-	15,081,617
Office equipment	1,962,687	(22,459)	1,940,228	1,431,348	-	1,431,348
IT equipment	1,586,706	(30,292)	1,556,414	683,271	-	683,271
Capital work in progress	27,200,060	-	27,200,060	136,733,879	-	136,733,879
Total	253,573,679	(832,423)	252,741,256	159,709,448	-	159,709,448

Reconciliation of property, plant and equipment - 2018

	Opening balance	Additions	Transfers	Total
Land	5,779,333	-	-	5,779,333
Factory Buildings	-	41,224,256	136,733,879	177,958,135
Plant and machinery	-	13,294,242	-	13,294,242
Motor vehicles	15,081,617	10,710,899	-	25,792,516
Office equipment	1,431,348	531,339	-	1,962,687
IT equipment	683,271	903,435	-	1,586,706
Capital work in progress	136,733,879	27,200,060	(136,733,879)	27,200,060
	159,709,448	93,864,231	-	252,741,256

Reconciliation of property, plant and equipment - 2017

	Opening balance	Additions	Total
Land	5,779,333	-	5,779,333
Motor vehicles	4,927,861	10,153,756	15,081,617
Office equipment	1,147,939	283,409	1,431,348
IT equipment	275,834	407,437	683,271
Capital work in progress	13,287,166	123,446,713	136,733,879
	25,418,133	134,291,315	159,709,448

Details of immovable property

Land

Land consists of ERF 11066 situated in Middelburg Ext. 33, Mpumalanga Province.

- Purchase price:

5,779,333 5,779,333

Registers with details of land and buildings and capital work-in-progress are available for inspection by shareholders or their duly authorised representatives at the registered office of the company. The property and certain moveable assets are encumbered in terms of note 11 & 12.

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	2018 R.	2017 R.
4. Loans to (from) shareholders		
Solar Overseas Mauritius Limited (indirect shareholder)	(83,188,117)	(122,847,179)
This loan is unsecured, bears interest at 3 Month LIBOR +5%, and is repayable in 17 equal quarterly instalments, starting from the 9th month after disbursement of the loan. The shareholder will cede its right to repayment of the loan should the entity's liabilities exceed its assets (fairly valued), or if the entity cannot meet its third party debts as they fall due, in the normal course of business.		
5. Deferred tax		
Reconciliation of deferred tax asset \ (liability)		
Increases (decrease) in tax loss available for set off against future taxable income	2,612,399	-
6. Trade and other receivables		
Trade receivables	9,877,721	-
Deposits	351,143	952,598
VAT	3,325,082	5,896,078
Prepaid expenses	2,854,633	-
	16,408,579	6,848,676
7. Inventories		
Raw materials, components	18,884,679	13,776,964
Finished goods	48,626,276	5,040,438
	67,510,955	18,817,402
8. Cash and cash equivalents		
Cash and cash equivalents consist of:		
Bank balances	7,509,559	4,032,131
9. Share capital		
Authorised		
200,000,000 No par value shares	200,000,000	50,000,000
Reconciliation of number of shares issued:		
Reported as at April 1, 2017	32,999,223	-
Issue of shares	32,998,823	32,999,223
	65,998,046	32,999,223
Issued		
No par value shares	65,998,046	32,999,223

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	2018 R	2017 R
10. Trade and other payables		
Trade payables	24,939,584	30,785,250
Amounts received in advance	966,613	-
Accrued leave pay	856,012	369,136
Accrued audit fees	45,000	40,000
Accrued payroll expenses	1,132,156	546,360
Amounts due to related parties	23,511,835	2,352,408
	51,451,200	34,093,154
11. Current tax payable (receivable)		
No tax liability (or asset) exists at reporting date as the company incurred a taxable loss for the year (PY: (R 531 899)).		
12. Working capital facility		
Working capital facility	2018 47,394,881	2017 -
The facility bears interest at 3 month JIBAR +3.15% and is repayable after 12 months of disbursement as set out in the term facility agreement.		
13. Long term loan		
ICICI Bank	2018 106,000,000	2017 -
The above loan is secured by a General Notarial Bond (GNB) over movable assets, a Special Notarial Bond (SNB) over specified movable assets and a Mortgage Bond over certain immovable property of the entity. The loan bears interest at 3 month JIBAR +3.65% and is repayable in 12 quarterly payments. First repayment to be made at the end of the 9th quarter from the time of disbursement, as per the repayment schedule detailed in the term loan agreement.		
14. Revenue		
Sale of goods	78,817,119	11,616,422
15. Cost of sales		
Sale of goods		
Cost of goods sold	53,334,111	9,959,780
16. Investment revenue		
Interest revenue		
Bank	215,374	223,794
17. Finance costs		
Bank	8,967,928	-

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	2018 R	2017 R
18. Taxation		
Reconciliation of the tax expense		
Reconciliation between accounting profit (loss) and taxable income (loss)		
Accounting loss	(9,329,996)	(531,899)
Tax effect of adjustments on taxable income		
SARS: Interest and penalties	-	54,300
Assessed loss carried forward	(9,329,996)	(477,599)
No provision has been made for 2018 tax as the company has no taxable income.		
19. Cash (used in) generated from operations		
Loss before taxation	(9,329,996)	(531,899)
Adjustments for:		
Depreciation and amortisation	832,424	-
Profit on foreign exchange	(26,306,431)	-
Interest received	(215,374)	(223,794)
Finance costs	8,967,928	-
Changes in working capital:		
Inventories	(48,693,553)	(18,817,402)
Trade and other receivables	(9,559,903)	(4,410,791)
Trade and other payables	17,358,045	33,941,579
	(66,946,860)	9,957,693
20. Tax refunded		
Current tax for the year recognised in profit (loss) or loss	2,612,399	-
Balance at end of the year	(2,612,399)	-
	-	-

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Notes to the Annual Financial Statements

	2018 R	2017 R
21. Related parties		
Relationships		
Holding company		Solar Overseas Netherlands Cooperatie U.A.
Shareholder of holding company		Solar Overseas Mauritius Limited
Related party balances and transactions with entities with control, joint control or significant influence over the company		
Related party balances		
Loan accounts - Owing (to) by related parties		
Solar Overseas Mauritius Limited.	(83,188,117)	(122,847,179)
Amounts included in Trade receivable (Trade Payable) regarding related parties		
Solar Industries India Limited	(19,999,269)	-
Economic Explosive (Nagpur)	(3,367,539)	-
Solar Patlayici	(103,574)	-
Solar Explochem Zambia Limited	(1,014,406)	-
Related party transactions		
Interest paid to (received from) related parties		
Solar Overseas Mauritius Limited	5,566,211	2,352,408
Purchases from (sales to) related parties		
Solar Industries India Limited	36,181,875	-
Economic Explosive (Nagpur)	3,872,794	-
Solar Patlayici	103,574	-
Solar Explochem Zambia Limited	41,453	-
Solar Explochem Zambia Limited	(41,690,467)	-
Solar Industries India Limited	(1,053,630)	-

22. Going concern

We draw attention to the fact that at March 31, 2018, the company had accumulated losses of R 7,249,496.

The annual financial statements have been prepared on the basis of accounting policies applicable to a going concern. This basis presumes that funds will be available to finance future operations and that the realisation of assets and settlement of liabilities, contingent obligations and commitments will occur in the ordinary course of business.

The ability of the company to continue as a going concern is dependent on a number of factors. The most significant of these is that the directors continue to procure funding for the ongoing operations for the company and that the subordination agreement referred to in these annual financial statements will remain in force for as long as it takes to restore the solvency of the company.

Solar Mining Services (Pty) Ltd

(Registration number 2015/025552/07)

Trading as Solar Mining Services

Annual Financial Statements for the year ended March 31, 2018

Detailed Income Statement

	Note(s)	2018 R	2017 R
Revenue			
Sale of goods		78,817,119	11,616,422
Cost of sales			
	15	(53,334,111)	(9,959,780)
Gross profit			
		25,483,008	1,656,642
Other income			
Interest received	16	215,374	223,794
Profit and loss on exchange differences		26,306,431	-
		26,521,805	223,794
Operating expenses			
Advertising		(236,067)	(34,494)
Auditors remuneration		(66,840)	(40,000)
Bank charges		(991,198)	(27,534)
Cleaning		(16,484)	-
Depreciation, amortisation and impairments		(832,423)	-
Employee costs		(13,474,848)	(1,921,681)
Entertainment		(36,076)	-
Environmental management		(37,726)	-
Fines and penalties		-	(54,300)
Blast equipment hire		(64,935)	-
IT expenses		(126,300)	-
Insurance		(1,273,969)	-
Lease rentals on operating lease		(5,958,865)	-
Legal expenses		(603,076)	-
Motor vehicle expenses		(1,472,054)	-
Municipal expenses		(735,397)	-
Other consulting and professional fees		(2,612,320)	(296,726)
Other expenses		(224,491)	-
Postage		(31,745)	-
Printing and stationery		(240,413)	(37,600)
Protective clothing		(130,835)	-
Repairs and maintenance		(200,103)	-
Secretarial fees		(390)	-
Security		(1,388,575)	-
Staff welfare		(127,862)	-
Subscriptions		(348,145)	-
Telephone and fax		(362,093)	-
Training		(296,285)	-
Transport and freight		(18,801,609)	-
Travel - local		(1,675,757)	-
		(52,366,881)	(2,412,335)
Operating loss			
		(362,068)	(531,899)
Finance costs	17	(8,967,928)	-
Loss before taxation			
		(9,329,996)	(531,899)
Taxation	18	2,612,399	-
Loss for the year			
		(6,717,597)	(531,899)



Bismilla
CHARTERED ACCOUNTANTS

Reg No.: 1998/07534/21

REGISTERED AUDITORS

Members No.: ME 162698

Physical Address:
83 Central street
Houghton
2198

Correspondence:
P.O. Box 67 Strathavon
2031

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reception@bismilla.co.za

A BISMILLA
Bcompt. Bcompt. (Hons.) C.A. (S.A)
C.A. (Aus)
A LOONAT
Bcompt. Bcompt. (Hons.) C.A. (S.A)

Independent Auditor's Report

To the shareholders of Solar Mining Services (Pty) Ltd

Opinion

We have audited the annual financial statements of Solar Mining Services (Pty) Ltd set out on pages 8 to 20, which comprise the statement of financial position as at March 31, 2018, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the annual financial statements, including a summary of significant accounting policies.

In our opinion, the annual financial statements present fairly, in all material respects, the financial position of Solar Mining Services (Pty) Ltd as at March 31, 2018, and its financial performance and cash flows for the year then ended in accordance with International Financial Reporting Standard for Small and Medium-sized Entities and the requirements of the Companies Act 71 of 2008.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the annual financial statements section of our report. We are independent of the company in accordance with the Independent Regulatory Board for Auditors Code of Professional Conduct for Registered Auditors (IRBA Code) and other independence requirements applicable to performing audits of annual financial statements in South Africa. We have fulfilled our other ethical responsibilities in accordance with the IRBA Code and in accordance with other ethical requirements applicable to performing audits in South Africa. The IRBA Code is consistent with the International Ethics Standards Board for Accountants Code of Ethics for Professional Accountants (Parts A and B). We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Going concern

We draw attention to note 22 in the annual financial statements, which indicates that the company incurred a net loss of R (6,717,597) during the year ended March 31, 2018, whilst its net assets including share capital were R 58,748,550. The company has mitigated the uncertainty which may exist on its ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Other information

The directors are responsible for the other information. The other information comprises the Directors' Report as required by the Companies Act 71 of 2008, which we obtained prior to the date of this report. Other information does not include the annual financial statements and our auditor's report thereon.

Our opinion on the annual financial statements does not cover the other information and we do not express an audit opinion or any form of assurance conclusion thereon.

In connection with our audit of the annual financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the annual financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. 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.



Bismilla
CHARTERED ACCOUNTANTS (SA)

Reg No.: 1998/07534/21

REGISTERED AUDITORS

Members No.: ME 162698

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Independent Auditor's Report

Responsibilities of the directors for the Annual Financial Statements

The directors are responsible for the preparation and fair presentation of the annual financial statements in accordance with International Financial Reporting Standard for Small and Medium-sized Entities and the requirements of the Companies Act 71 of 2008, and for such internal control as the directors determine is necessary to enable the preparation of annual financial statements that are free from material misstatement, whether due to fraud or error. In preparing the annual 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.

Auditor's responsibilities for the audit of the Annual Financial Statements

Our objectives are to obtain reasonable assurance about whether the annual 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 International 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 annual financial statements.

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

- Identify and assess the risks of material misstatement of the annual 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 the directors.
- Conclude on the appropriateness of the directors' 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 annual 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 annual financial statements, including the disclosures, and whether the annual financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the directors 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.

Afzal Loonat - Director
Chartered Accountants (SA); Registered Auditor
May 16, 2018
Johannesburg

MEMORANDUM OF AGREEMENT
BY AND BETWEEN

SOLAR MINING SERVICES (PTY) LTD

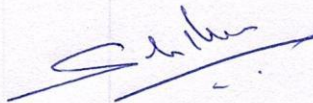
(The Company)

AND

SOLAR MAURITIUS OVERSEAS LIMITED

(The Shareholder)

1. It is recorded that:
SOLAR MAURITIUS OVERSEAS LIMITED
constituted a substantial lender of:
SOLAR MINING SERVICES (PTY) LTD
for funds lent or advanced.
2. SOLAR MAURITIUS OVERSEAS LIMITED
hereby subordinates for the benefit of the third party creditors
creditors of: SOLAR MINING SERVICES (PTY) LTD
(both present and future) so much of its claims
against the company until such time as the company's assets,
fairly valued, exceed its liabilities, and the company is able to meet
its debts as they fall due in the normal course of business.
3. The claim of such other creditors of
"the company"
both present and future, will rank preferent to
the subordinated claim of "the shareholder"
4. SOLAR MAURITIUS OVERSEAS LIMITED
hereby undertakes to provide financial support
to the extent that may be necessary in the
ensuing financial years.



Director - Company

Director - Shareholder

