Unauthorized translation

The Board of Directors and the Managing Director of

Apollo Vredestein Nordic AB

Corporate identity number 556516-7334

hereby submit the

Annual accounts turnover.

for the financial year 1 April 2017 - 31 March 2018

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Operations

The company's main operations consist of sales of Vredestein's tires in Sweden, Norway, Danmark The Board of Directors and the Managing Director of include tires for cars, agricultural machines and implement tires. The other brand name is Apollo, tires for cars, whi Apollo Vredestein Nordic AB

The company is registered and administrated in Gothenburg with a number of travelling salesmen. The inventory is kept in Gothenburg and in Vejle in Denmark.

The year has been characterized by restraint from the customers, which also has resulted in no increase in turnover.

Owners

The company is a wholly-owned subsidiary to Apollo Vredestein B.V., the Netherlands, which is owned by Apollo Tyres Ltd, registered in India. Apollo is a major actor on the Asian market.

Significant events during the year

The company has been reorganized during 2017 and as a result of this we can can see increased sales in Q4.

Sales, profit/loss and financial position

(kSEK)	2017/2018 ⁽²⁾	2016/2017 ⁽²⁾	2015/2016 ⁽²⁾	2014/2015 ⁽²⁾	2013/2014 ⁽²⁾
Net sales	145 930	146 925	147 066	157 009	145 915
Result after financial					
items	2 978	3 469	-2 548	2 715	799
Balance sheet total	82 712	93 198	87 912	93 880	77 850
Equity ratio	11,4%	7,2%	4,5%	6,5%	2,7%

⁽¹⁾ Adjusted equity / Equity ratio. Adjusted equity is equity + untaxed reserved deducted by deferred tax liability.

Management believes in a positive development in 2018/2019 for then danish and the swedish markets. For norweigan markets 2018/19 management expects to come back to come back to 2016/17 volumes.

Significant events after year-end

No significant events have occured after year-end.

Information about risks and uncertainties

Except for change in the economy in general and indirectly in the car industry, the company does not expect any specific risks or uncertainties.

Proposal for the appropriation of profits

The board of directors proposes that the profits available for appropriation; SEK 8 300 533 kronor, including profit for the year, 2 776 469 kronor, to be carried forward.

Please refer to the following income statement, balance sheet and cash flow statement and notes to the financial statements regarding the company's profits and financial position in general.

⁽²⁾ From 1 April 2014 the company applies BFNAR 2012:1 Annual accounts and consolidated accounts ("K3"). The comparative year 2013 has been recalculated according to K3. Prior years have not been recalculated. Previously the company applied the Swedish Annual Accounts Act and general guidelines from the Swedish Accounting Standards Board except BFNAR 2008:1 ("K2").

Income statement

income statement			
		2017-04-01	2016-04-01
Amount in SEK	Note	- 2018-03-31	- 2017-03-31
Net sales	1	145 390 441	146 894 164
Other operating income	2	4 958	30 874
		145 395 399	146 925 038
Operating expenses			
Goods for resale		-98 699 369	-99 572 911
Other external expenses	3,4	-32 770 291	-31 732 154
Personnel costs	5	-10 807 255	-11 243 922
Amortization of tangible and intangible			
fixed assets	6	-29 535	-546 878
Operating profit		3 088 949	3 829 173
Result from financial items			
Other interest income and similar profit/loss items		6 255	5 752
Interest expense and similar profit/loss items	7	-520 338	-365 637
Result after financial items		2 574 866	3 469 288
Result before tax		2 574 866	3 469 288
Tax on profit for the year	8	201 603	-819 756
Net profit for the year		2 776 469	2 649 532

Balance sheet

Amount in SEK	Not	2018-03-31	2017-03-31
ASSETS			
Intangible fixed assets			
Goodwill	9		
		-	-
Tangible fixed assets			
Equipment	10	59 069	88 604
		59 069	88 604
Financial assets			
Deferred tax asset	11	274 467	898 802
		274 467	898 802
Total fixed assets		333 536	987 406
Current assets			
Inventory			
Goods for resale		15 102 176	17 103 594
Advance payment to suppliers		133 665	506 830
		15 235 841	17 610 424
Current receivables			
Accounts receivable		61 400 196	66 477 343
Current tax assets		378 030	378 030
Other receivable		975 715	122 821
Prepaid expenses and accrued income	12	291 698	310 440
		63 045 639	67 288 634
Cash and bank		4 096 600	7 147 824
Total current assets		82 378 080	92 046 882
TOTAL ASSETS		82 711 616	93 034 288

Balance sheet

Amount in SEK	Not	2018-03-31	2017-03-31
EQUITY AND LIABILITIES			
Equity			
Restricted equity			
Share capital (9 500 shares quotient value 100)		950 000	950 000
Statutory reserve		190 000	190 000
		1 140 000	1 140 000
Non-restricted equity			
Profit brought forward		5 524 064	2 874 532
Profit for the year		2 776 469	2 649 532
		8 300 533	5 524 064
		9 440 533	6 664 064
Current liabilities			
Accounts payable		1 488 707	3 343 388
Liabilities to group companies		58 054 096	70 936 888
Other liabilities		11 695 783	9 842 319
Accured expenses and deferred income	13	2 032 497	2 247 629
		73 271 083	86 370 224
TOTAL EQUITY AND LIABILITIES		82 711 616	93 034 288
Memorandum items			
Amount in SEK		2018-03-31	2017-03-31
Pledged assets			
For liabilities and provisions			
Liquid funds blocked for customs guarantee		None	None
Contingent liabilities		None	None

Cash flow statement

	2017-04-01	2016-04-01
	- 2018-03-31	- 2017-03-31
	2 978 072	3 469 288
14	315 487	1 365 205
	_	_
	3 293 559	4 834 493
	2 334 753	-3 871 475
		-5 617 783
		1 677 262
	-3 227 834	-2 977 503
	-3 227 834	-2 977 503
	7 147 824	10 473 413
	-176 610	-348 086
15	4 096 600	7 147 824
		- 2018-03-31 2 978 072 14 315 487

Notes to the financial statements

Amount in SEK unless otherwise stated

General information

Vredestein Nordic AB corporate identity number 556516-7334 is a limited company registered in Mölndal, Sweden. The adress to the head office is Flöjelbergsgatan 18. The company's operations mainly consist of sales of tires.

The parent company in the group of which Vredestein Nordic AB is a subsidiary is Apollo Tyres Ltd, corporate identity number L25111KL1972PLC002449, registered in India. The smallest parent company in the group of which Vredestein AB is a subsidiary is Apollo Vredestein B.V, corporate identity number 34223268, registered in the Netherlands. The consolidated financial statements of the foreign parent company is available at the parent company's head office; Postbus 27, 7500 AA Enschede, the Netherlands.

Of the total purchase of goods for resale and sales in SEK, 100 % of the purchase and 0 % of the sales refer to other companies in the group of which the company is a part.

Accounting and valutation principles

The company applies the Swedish Annual Accounts Act (1995:1554) and the Swedish Accounting Standards Board's general guidelines BFNAR 2012:1 Annual accounts and consolidated annual accounts ("K3").

Revenue

Revenue is accounted for at actual value of the payments received or will be received, less VAT, discounts, returns and similar deductions.

Sales

Income from sales of goods is accounted for when the goods are delivered and the ownership is transferred to the customer and all conditions below are fulfilled:

- The company has transferred all signficant risks and advantages linked to the ownership of the goods,
- The company has no longer any commitment associated with ownership nor effective control over the goods sold.
- · Revenue can be estimated in a reliable way,
- The financial advantages associated with the transaction probably will benefit the company, and
- Expenses occured or will occure associated with the transaction can be estimated in a reliable way.

Foreign currencies

The company's accounts are in Swedish crowns (SEK)

Translation of items in foreign currencies

Monetary items in foreign currencies are translated to closing day rate at closing date. Non-monetary items, which historically are valued in foreign currencies, are not translated. Exchange rate differences are accounted for in operating profit or as a financial item in the period when they occur, seen from the underlying transaction.

Loan expenses

Loan expenses are accounted for in the income statement in the period when they occur.

Remunerations to employees

Remunerations to employees in form of salaries, bonus, paid vacation, paid sick leave etc, and pensions are accounted for as it is earned. Pensions and other post-employment benefits are classified as defined contribution or defined benefit pension plans. The company has only defined contribution pension plans. There are no other long-term employee benefits.

Defined contribution plans

The company pays fixed contributions for defined contribution plans to a separate independent legal entity and has no obligation to pay additional fees. The company's result is charged with costs as the benefits are earned, which normally is when the premiums are paid.

Income tax

The tax expense is the sum of current and deferred tax.

Current tax

Current tax is calculated on taxable earnings for the period. Taxable profit differs from the reported profit in the income statement since it is adjusted for non-taxable income and non-deductible expenses as well as income and expenses that are taxable or deductible in other periods. Current tax liability is calculated using tax rates applicable at balance sheet date.

Deferred tax

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the tax bases used in the computation of taxable profit. Deferred tax is recognized using the liability method. Deferred tax liabilities are recognized for almost all taxable temporary differences and deferred tax assets are recognized for all deductible temporary differences to the extent that it is probable that the amounts can be utilized against future taxable profit.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to be utilized, wholly or partly, against the deferred tax asset.

The valuation of deferred tax is based on how the company, at balance sheet date, expects to recover the carrying value of the corresponding asset or settle the carrying amount of the associated liabilities. Deferred tax is calculated based on the tax rates at balance sheet date.

Current and deferred tax for the period

Current and deferred tax are recognized as an expense or income in the income statement, except when the tax relates to items recognized directly in equity. In such cases, the tax is also recognized directly in equity.

Intangible fixed assets

Goodwill

Goodwill is reported at cost less accumulated depreciation and impairment losses. Depreciation is expensed so that the asset's cost is depreciated on a straight-line basis over its estimated useful life determined to 5 years.

Derecognition

An intangible asset is derecognised upon disposal or sale or when no future economic benefits are expected from use or scrapping/disposal. The gain or loss arising when an intangible asset is derecognised is the difference between what is possible to obtain, after deduction for direct selling expenses and the asset's carrying value. This is recognized in the income statement as other operating income or other operating expense.

Tangible fixed assets

Tangible fixed assets are reported at cost less accumulated depreciation and any impairment.

The acquisition cost comprises the purchase price and expenses directly attributable to the acquisition to bring it to location and condition for use. Additional costs are only included in the asset or recognized as a separate asset when it is probable that future economic benefits associated with the item will gain the company and that the cost of the same can be estimated in a reliable way. All other costs for repairs and maintenance, and additional expenses are recognized in the income statement in the period in which they arise.

Depreciation of tangible fixed assets is expensed to cost of the asset, possibly less estimated residual value at the end of useful life and is depreciated over its estimated useful life. If an asset has been divided into various components each component is depreciated separately over its useful life. Depreciation begins when the tangible fixed asset can be put into use.

Derecognition

The carrying amount of property, plant and equipment is derecognised upon disposal or sale, or when no future economic benefits are expected from use or disposal/sale of the asset or component. The gain or loss arising when a tangible asset or a component is derecognised is the difference between what is likely to be obtained, after deduction for direct selling expenses and the carrying value. The capital gain or loss that arises when a tangible asset or component is removed from the balance sheet is reported in the income statement as other operating income or other operating expense.

The following depreciation periods are applied:

Useful life

Intangible fixed assets
Goodwill

5 years

Tangible fixed assets Equipment

5 years

Estimated useful lives and depreciation methods are reviewed if there are indications that the expected consumption has changed significantly compared to the estimate at the previous balance sheet date. When the company changes the assessment of useful lives the assets' possible residual value is also reviewed. The effect of these changes are recognized prospectively.

Write-down of tangible and intangible fixed assets

The company analyzes the carrying values of tangible assets and intangible assets at each balance sheet date to determine whether there is any indication that those assets have declined in value. If so, the asset's recoverable amount is estimated in order to determine the value of a possible impairment. Where it is not possible to estimate the recoverable amount of an individual asset, the recoverable amount of the cash-generating unit to which the asset belongs is estimated.

The recoverable amount is the higher of fair value less selling costs and value in use. Fair value less selling costs is the price which the company expects to obtain in a sale between knowledgeable, independent parties and who have an interest in the transaction, less the costs that are directly attributable to the sale. When calculating the fair value estimated future cash flows are discounted to present value using a pre-tax rate that reflects current market assessments of the money's time value and the risks associated with the asset. In order to calculate future cash flows, the company used budget and forecasts for the next five years.

If the recoverable amount of an asset (or cash-generating unit) is set at a value lower than the carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to recoverable amount. An impairment loss is immediately expensed in the income statement.

Financial instruments

A financial asset or financial liability is reported in the balance sheet when the company becomes party to the instrument's contractual conditions. A financial asset is derecognised when the contractual rights to the cash flows from the asset expire, or when the company loses control over it. A financial liability, or part of the financial liability is derecognised when the contractual obligation is fulfilled or otherwise ceases.

At the initial reporting current assets and current liabilities are valued at cost.

After the initial reporting assets are valued at the lower of cost and net realizable value at the balance sheet date. Current liabilities are valued at nominal value.

After the initial reporting long-term receivables and long-term liabilities are valued at cost.

Inventory

Inventories are valued at the lower of cost and net realizable value at the balance sheet date. Cost is calculated using the first-in-first-out (FIFO) method. Net realizable value is the sales value less estimated costs that are directly attributable to the sale transaction.

The cost includes purchase, production cost and other costs incurred in bringing the inventories to their present location and condition.

Lease agreements

A finance lease is a contract under which the risks and benefits associated with ownership of an asset are essentially transferred from the lessor to the lessee. Other leases are classified as operating leases. All leases are accounted for as operating leases.

Lessee

Lease payments for operating leases are expensed on a straight-line basis over the lease term unless another systematic approach better reflects the user's benefit over time.

Cash flow statement

The cash flow statement shows the company's changes in cash and cash equivalents during the financial year. The cash flow statement has been prepared using the indirect method. The reported cash flow includes only transactions that involve receipts and disbursements.

Significant estimates and judgments

Key sources of estimation of uncertainty

Listed below are the key assumptions concerning the future and other key sources of estimation of uncertainty at the balance sheet date, which involve a significant risk of material adjustments to the carrying values of assets and liabilities within the next financial year.

- 1. Bad debts
- 2. Inventory obsolescence
- 3. Deferred tax

Important judgments when applying Vredestein Nordic AB's accounting principles

We do not see any significant judgments regarding the application of the accounting policies.

Note 1 Net sa	ales	per	geographical	market
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1 3 3 1		
	2017-04-01	2016-04-01
	- 2018-03-31	- 2017-03-31
Net sales per geographical market		
Sweden	38 001 116	28 906 945
Denmark	43 875 610	35 397 376
Finland	9 061 008	9 642 385
Norway	51 605 505	70 839 949
Others	2 847 202	2 107 509
	145 390 441	146 894 164
Note 2 Other operating income		
Exchange gains	_	_
Recovered bad debts	4 958	30 874
	4 958	30 874

Note 3 Auditors' fees

Audit assignments involve audit of the annual accounts and the Board and the managing director's administration of the company, as well as advice or other assistance arising from observations during such review or implementation of such other tasks. Audit activities other than the audit assignment refers to various types of quality assurance services that will result in a report, certificate or similar. Tax services include advice relating to tax, VAT and private taxation. Everything else is other services.

	2017-04-01	2016-04-01
	- 2018-03-31	- 2017-03-31
Deloitte AB		
Audit assignment	117 500	112 000
	117 500	112 000
Note 4 Other external expenses		
	2017-04-01	2016-04-01
The state of the s	- 2018-03-31	- 2017-03-31
Assets held through operating leases		
Leasing fees paid during the financial year	911 664	940 000
Future leasing fees		
Within one year	544 000	928 000
Later than one year but within five years	109 000	638 000
Later than five years		
	653 000	1 566 000

Note 5 Employees, personnel costs and remuneration to the board of directors

	2017-04-01 - 2018-03-31	2016-04-01 - 2017-03-31
Average number of employees	2010 00 01	- 2011-00-01
Sweden	9	10
Whereof men	67%	70%
Norway	2	2
Whereof men	100%	100%
Denmark	1	1
Whereof men	100%	100%
Finland		_
Whereof men	_	_
Total	12	13
Whereof men	75%	77%
Distribution of management as per balance sheet date Women:		
board members	_	_
other members of management including the managing director	_	_
Men:		
board members	2	2
other members of management including the managing director	1	1
Total	3	3
Salaries, other remunerations and social security charges		
The board of directors and the managing director	1 243 596	1 164 612
Other employees	6 391 244	6 661 794
Total	7 634 840	7 826 406
Social security charges	2 845 824	2 993 071
(whereof pension costs)	(666 672)	(812 775)

Of the company's total pension cost kSEK 188 tkr (257) relates to the board of directors and the managing director. There are no outstanding pension obligations to them.

Note 6 Depreciation of tangible and intangible fixed assets

	2017-04-01 - 2018-03-31	2016-04-01 - 2017-03-31
Goodwill	-	-506 334
Equipment	-29 535 -29 535	-40 544 -546 878
Note 7 Interest expense and similar profit and loss items		
	2017-04-01 - 2018-03-31	2016-04-01 - 2017-03-31
Interest expense, group companies	-520 338 -520 338	-365 637 -365 637

Other

Note 8 Tax on profit for the year	0047	
	2017-04-01 - 2018-03-31	2016-04-01 - 2017-03-31
Current tax	-	
Deferred tax from previous years	825 938	
Deferred tax	-624 335	-819 756
Tax on profit for the year	201 603	-819 756
Reconciliation of tax for the year		
Profit before tax	2 574 866	3 469 288
Tax calculated with tax rate 22 %	-566 470	-763 244
Tax effect from non-deductible expenses referring to representation	-55 289	-53 804
Tax effect from non-deductible expenses for association fees	-2 576	-2 708
Utilized loss carry-forwards	_	-
Capitalization of previously unrecognized loss carry-forwards	-	
Not utilized loss carry-forwards		
Net tax income for the year	-624 335	-819 756
Note 9 Goodwill		
A	2018-03-31	2017-03-31
Accumulated acquisition cost Opening balance and closing balance	0 501 654	0.504.654
Acquisitions	2 531 654 –	2 531 654 -
	2 531 654	2 531 654
Accumulated depreciation according to plan		
Opening balance	-2 531 654	-2 025 320
Depreciation for the year according to plan	_	-506 334
	-2 531 654	-2 531 654
Residual value		
Goodwill is related to the acquisition of the Norwegian operations.		
esserim is related to the dequestion of the Norwegian operations.		
Note 10 Equipment		
Accumulated acquisition cost	2018-03-31	2017-03-31
Opening balance	436 208	436 208
Purchase	430 200	430 200
Sales and disposals	_	
	436 208	436 208
Accumulated depreciation according to plan		
Opening balance	-347 604	-307 060
Sales and disposals	_	_
Depreciation for the year according to plan	-29 535	-40 544
	-377 139	-347 604
Residual value	59 069	88 604
Note 11 Deferred tax asset		
	2018-03-31	2017-03-31
Unutilized loss carry-forwards	<u>274 467</u> 274 467	898 685 898 685
	214 401	030 000
Note 12 Prepaid expenses and accrued income	0040 00 5	
Dranaid want	2018-03-31	2017-03-31
Prepaid rent Prepaid lease fee	94 336	94 148
i Tepatu tease tee	77 821	86 255

119 541

291 698

129 037

310 440

Note 13 Accure	d expenses	and	deferred	income
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The state of the s		
	2018-03-31	2017-03-31
Personnel costs	928 705	950 312
Freight	409 613	400 000
Environmental fee	594 179	897 317
	2 032 497	2 247 629
Note 14 Adjustments for items not included in the cash flow		
	2018-03-31	2017-03-31
Depreciation	29 535	546 878
Write-down of receivables	159 052	275 241
Unrealized exchange rate differences	126 900	543 086
	315 487	1 365 205
Note 15 Liquid funds in cash flow		
	2018-03-31	2017-03-31
Available at banks and other credit institutions	4 096 600	7 147 824
	4 096 600	7 147 824

Note 16 Information about related parties

Transactions between the company and related parties took place on market terms.

Göteborg 2018-05-09

Mathias Heimann Chairman of the board Dimitrios Papadopoulos Managing director Member of the board of directors

Our auditors' report was submitted on June 8 2018 Deloitte AB Signature on original document

Kristian Stensjö Authorized public accountant