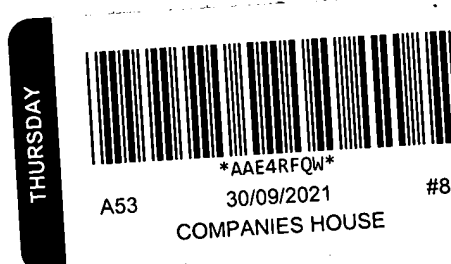

FAIST LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020



FAIST LIMITED

COMPANY INFORMATION

Director	Mr R Nava
Company secretary	CJB Secretarial Limited
Registered number	02081194
Registered office	Northern & Shell Building 8th Floor 10 Lower Thames Street London EC3R 6AF
Independent auditor	Hillier Hopkins LLP Chartered Accountants & Statutory Auditor 45 Pall Mall St James's London SW1Y 5JG

FAIST LIMITED

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FAIST LIMITED

GROUP STRATEGIC REPORT FOR THE YEAR ENDED 31 DECEMBER 2020

Introduction

FAIST Limited is the Holding company of a global industrial component group. Using innovative technologies and focused on finding solutions to its customers' and market requirements, the Group's technical offering ranges from die casted aluminium parts, to plastic and sheet metals components, emission control actuators, truck bodies and most recently energy management solutions. The Group is active in Europe, Asia and North America and continues to develop as one of the foremost innovators in several industrial sectors, including automotive, telecommunication and renewable energy.

Business review

The year has been impacted by the global pandemic that affected the population worldwide (i.e. Covid-19) and caused a slowdown in the Group activities due to measures put in place by the different governments (mobility restrictions) and some discontinuity in the supply chain. The Group has adopted processes and procedure to identify, manage and monitor events that could have caused potential impact defining corrective actions to contain the negative effect of the pandemic. All these actions allowed the Group to maintain a positive Operating Profit in the Year and created the condition of a new sustainable and positive profitable growth for the future.

The FAIST Group is divided broadly into four main business units, with a new entry:

Controls & Propulsion Systems & Industrial (CPS&IND): (two business units which have been integrated to take advantage of industrial and business synergies): Accounting for over 24% of the total Group revenues and representing the origins of the Group. These two business units delivered solid results also in 2020 albeit the activities reduced from previous years due to the pandemic.

Light Metal (LM): Accounting for almost 41% of the total Group revenues, this business unit showed in 2020 a decrease in volumes due to the pandemic in particular in Automotive/Truck market the Telecom market has been more resilient. At the same time the BU continued to invest for the expected further business expansion mainly in North America. Thanks to the efficiency actions to compensate the volume reduction the BU was able to confirm a positive operating profitability.

Truck Bodies (TB): Accounting for over 34% of the total Group revenues. Despite 2020 decrease in volumes due to the pandemic, the business unit showed profitability improvements thanks to the strong efficiency actions creating the conditions of a reinforcement of the leadership position in the Light Commercial Vehicle/Truck market, and creating the condition for a further

Electronics (EL): this BU is focused in Energy Management Solution. 2020 was a transition year dedicated to the implementation of the new organizational and alliances creating the condition to achieve the expected developments in a very attractive and growing market.

Principal risks and uncertainties

The Board identifies risks and uncertainties and seeks to minimize these where possible. The Group is subject to both Business Risks and Market Risks.

The principal Market Risks affect many companies and the sector as a whole. As with every global business, local political or economic issues can arise which can unsettle markets and cause unexpected problems. The Group is not directly involved in the more unstable areas of the world, but it does keep careful watch on local developments, in order to minimize its risks. The Group controls treasury carefully wherever it perceives cash risks, and uses local management who are aware of and familiar with local events and changes.

FAIST LIMITED

GROUP STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2020

The global pandemic that affected the population worldwide (i.e. Covid-19) could still cause, in addition to potential impact on the macroeconomic context, a slowdown in the Group activities. The Group has adopted processes and procedure to identify, manage and monitor events that could cause potential impact on its resources and business, with the intent to optimize the timelessness and efficiency of actions taken.

In terms of Business Risks, as described above, a significant element of our operations concern TB BU assembly and components. This business segment is dependent upon strong relationships with truck manufacturers, and we are proud of the close relationships.

Our CPS&IND BU operations, while also closely aligned to large and prestigious business customers, mitigate risks by developing relationships that act in the interest of all parties and as a consequence all opportunities to mitigate risks to us and to our customers are taken.

LM BU has been developed historically in the Telecom market where there is a high and close relation from key market leaders; the BU strongly continues the diversification strategy, in particular in Automotive market, in order to develop overall growth potential and reduce customer concentration risk.

Financial key performance indicators

Overall, Group activity showed a volume reduction due to Covid-19 related effect for 19.9% in the year from €376m to €301m in line with market main trends.

Although each division and each company operate with numerous key performance indicators, for the group as a whole, we consider that turnover (as above) and operating profit to turnover are our most useful indicators.

We also consider net financing costs to turnover and pre-tax profits to shareholders funds (basic returns on capital employed) to be important.

These KPI's are summarized as:

Operating profit to turnover represents a positive result at 1.6% on Sales compared to 2.1% in the prior year. The positive Operating Profit has been achieved nevertheless the strong volume reduction caused by the pandemic thanks to all the actions put in place, also structural, to compensate the negative trend. The positive result shows a strong resilience to overcome negative market conditions and put the base of a planned improvement of the positive results and the consolidation of the market leadership.

Net Financing costs to turnover represents 1.1% compared to 0.9% showing consistency with the prior year.

Basic return on capital employed is 2% from 4.1% in prior year in reduction due to the pandemic, showing a strong consistency of positive results.

Reporting currency

These financial statements are denominated in Euros. The equivalent Euro conversion rates were:

- At 31 December 2020 €1:£0.895424 (At 31 December 2019 €1:£0.846110)
- Average for the period €1:£0.889866 (Average for 2019 €1:£0.873297)

FAIST LIMITED

GROUP STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2020

Director's statement of compliance with duty to promote the success of the Group

A Director of the Company work in order to achieve the Company Mission respecting the Company core Values for a long-term Sustainability, using a collection of regulations as defined in the Code of Conduct.

Mission

We want to be the land of possibilities, providing our clients with the most advanced technical solutions, anticipating their needs and offering the richest expertise and know-how of the business, helping them to realize their products and to accomplish their goals.

Values

We stand by the values of pioneering, reliability, synergy and adaptability, embracing the company's inspiring spirit in every behaviour and every action: trying to see further, ahead of time, never afraid to challenge the status quo; thinking and acting by the ideal of honesty, giving high value to our words, keeping our promises; taking advantage from being part of a network which is both technological and geographically global; being eager to share and open to the change, thrilled to drive out solutions.

Sustainability

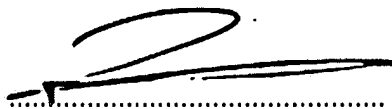
We aim to create long-term value and focus on safeguarding the environment and the communities in which we are active. The health and safety of the people who work with and for us, respect for human rights, ethics and transparency are paramount.

We promote a broad portfolio of initiatives for local communities in those Countries in which it operates with the aim of producing a positive impact over the long term.

Code of Conduct

This Code is a collection of regulations addressed to every single member the Company, to be used in promoting attitudes and behaviours based on ethics, appropriateness and respect for both the environment and future generations (available in the Company web site at <https://www.faistgroup.com/who-we-are/sustainability/>).

This report was approved by the board and signed on its behalf.



Mr R Nava
Director

Date: 29.09.2021

FAIST LIMITED

DIRECTOR'S REPORT FOR THE YEAR ENDED 31 DECEMBER 2020

The director presents his report and the financial statements for the year ended 31 December 2020.

Director's responsibilities statement

The director is responsible for preparing the Group Strategic Report, the Director's Report and the consolidated financial statements in accordance with applicable law and regulations.

Company law requires the director to prepare financial statements for each financial year. Under that law the director has elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the director must not approve the financial statements unless he is satisfied that they give a true and fair view of the state of affairs of the Company and the Group and of the profit or loss of the Group for that period.

In preparing these financial statements, the director is required to:

- select suitable accounting policies for the Group's financial statements and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Group will continue in business.

The director is responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and the Group and to enable him to ensure that the financial statements comply with the Companies Act 2006. He is also responsible for safeguarding the assets of the Company and the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Results and dividends

The loss for the year, after taxation and minority interests, amounted to €3,518,945 (2019 - profit €3,339,656).

During the period under review, dividends of €nil (2019: €784,974) were paid by the group.

Director

The director who served during the year was:

Mr R Nava

Future developments

No significant changes are anticipated.

Engagement with employees

The Directors take an active and open approach to engaging with employees. This is achieved through a number of initiatives.

FAIST LIMITED

**DIRECTOR'S REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2020**

Greenhouse gas emissions, energy consumption and energy efficiency action

The Group has not disclosed information in respect of greenhouse gas emissions, energy consumption and energy efficiency action as its energy consumption in the United Kingdom for the year is 40,000kWh or lower.

Disclosure of information to auditor

The director at the time when this Director's Report is approved has confirmed that:

- so far as he is aware, there is no relevant audit information of which the Company and the Group's auditor is unaware, and
- he has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company and the Group's auditor is aware of that information.

Post balance sheet events

There are no post balance sheet events affecting the company.

Auditor

The auditor, Hillier Hopkins LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board and signed on its behalf.



.....
Mr R Nava
Director

Date: 29.09.2021

FAIST LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF FAIST LIMITED

Opinion

We have audited the financial statements of Faist Limited (the 'parent Company') and its subsidiaries (the 'Group') for the year ended 31 December 2020, which comprise the Group Statement of Comprehensive Income, the Group and Company Balance Sheets, the Group Statement of Cash Flows, the Group and Company Statement of Changes in Equity and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Group's and of the parent Company's affairs as at 31 December 2020 and of the Group's loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. 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 Group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, including the Financial Reporting Council's Ethical Standard 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.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the director's use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Group's or the parent Company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the director with respect to going concern are described in the relevant sections of this report.

FAIST LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF FAIST LIMITED (CONTINUED)

Other information

The other information comprises the information included in the Annual Report other than the financial statements and our Auditor's Report thereon. The director is responsible for the other information contained within the Annual Report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. 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.

Opinion on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Group Strategic Report and the Director's Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Group Strategic Report and the Director's Report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the Group and the parent Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Group Strategic Report or the Director's Report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept by the parent Company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent Company financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of director's remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

FAIST LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF FAIST LIMITED (CONTINUED)

Responsibilities of directors

As explained more fully in the Director's Responsibilities Statement set out on page 4, the director is responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the director 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, the director is responsible for assessing the Group's and the parent 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 director either intends to liquidate the Group or the parent Company or to cease operations, or have no realistic alternative but to do so.

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 ISAs (UK) 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 Group financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

- the primary responsibility for the prevention and detection of fraud rests with both those charged with governance of the entity and management. We consider the results of our enquiries of management, internal audit and component auditors about their own identification and assessment of the risks of irregularities;
- any matters we identified having obtained and reviewed the Group's documentation of their policies and procedures relating to:
 - identifying, evaluating and complying with laws and regulations and whether they were aware of any instances of non-compliance;
 - detecting and responding to the risks of fraud and whether they have knowledge of any actual, suspected or alleged fraud;
 - the internal controls established to mitigate risks of fraud or non-compliance with laws and regulations;
- the matters discussed among the audit engagement team and component auditors regarding how and where fraud might occur in the financial statements and any potential indicators of fraud.

As a result of these procedures, we considered the opportunities and incentives that may exist within the organisation for fraud and identified the greatest potential for fraud. In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override, including testing journals and evaluating whether there was evidence of bias by the directors that represented a risk of material misstatement due to fraud.

FAIST LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF FAIST LIMITED (CONTINUED)

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our Auditor's Report.

Use of our report

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an Auditor's Report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members, as a body, for our audit work, for this report, or for the opinions we have formed.



Jonathan Franks FCA (Senior Statutory Auditor)

for and on behalf of
Hillier Hopkins LLP

Chartered Accountants
Statutory Auditor

45 Pall Mall
St James's
London

SW1Y 5JG

Date: 30/09/2021

FAIST LIMITED

**CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2020**

	Note	2020 €	2019 €
Turnover	4	301,292,786	376,295,026
Cost of sales		(256,745,748)	(322,321,350)
Gross profit		44,547,038	53,973,676
Distribution costs		(8,122,741)	(9,955,103)
Administrative expenses		(32,981,777)	(37,797,636)
Other operating income	5	1,298,204	1,832,892
Operating profit	6	4,740,724	8,053,829
Income from participating interests		-	441,984
Currency translation differences		(4,125,461)	(2,041,089)
Interest receivable and similar income	10	56,624	1,147,273
Interest payable and similar expenses	11	(3,472,406)	(3,270,544)
(Loss)/profit before taxation		(2,800,519)	4,331,453
Tax on (loss)/profit	12	(1,298,226)	(655,418)
(Loss)/profit for the financial year		(4,098,745)	3,676,035
Foreign exchange movements		(5,440,250)	(1,077,552)
Revaluation of tangible fixed assets		14,696,819	-
Other comprehensive income for the year		9,256,569	(1,077,552)
Total comprehensive income for the year		5,157,824	2,598,483
(Loss)/profit for the year attributable to:			
Non-controlling interests		(579,800)	336,379
Owners of the parent Company		(3,518,945)	3,339,656
		(4,098,745)	3,676,035
Total comprehensive income for the year attributable to:			
Non-controlling interest		(579,800)	336,379
Owners of the parent Company		5,737,624	2,262,104
		5,157,824	2,598,483

FAIST LIMITED
REGISTERED NUMBER: 02081194

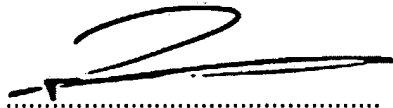
CONSOLIDATED BALANCE SHEET
AS AT 31 DECEMBER 2020

	Note	2020 €	2019 €
Fixed assets			
Intangible assets	14	11,470,150	13,195,889
Tangible assets	15	177,522,301	158,190,042
Investments	16	1,084,295	1,084,295
		<u>190,076,746</u>	<u>172,470,226</u>
Current assets			
Stocks	17	63,471,575	69,765,412
Debtors	18	97,792,123	107,944,438
Cash at bank and in hand	19	29,826,601	20,008,073
		<u>191,090,299</u>	<u>197,717,923</u>
Creditors: amounts falling due within one year	20	141,112,006)	172,832,611)
Net current assets		<u>49,978,293</u>	<u>24,885,312</u>
Total assets less current liabilities		<u>240,055,039</u>	<u>197,355,538</u>
Creditors: amounts falling due after more than one year	21	109,306,789)	(71,765,112)
Provisions for liabilities			
Net assets excluding pension asset		<u>130,748,250</u>	<u>125,590,426</u>
Net assets		<u>130,748,250</u>	<u>125,590,426</u>
Capital and reserves			
Called up share capital	26	44,458,133	44,458,133
Share premium account	27	1,283,346	1,283,346
Foreign exchange reserve	27	(10,834,657)	(5,394,407)
Other reserves	27	23,990,442	20,255,701
Profit and loss account	27	65,700,729	58,257,596
Equity attributable to owners of the parent Company		<u>124,597,993</u>	<u>118,860,369</u>
Non-controlling interests		6,150,257	6,730,057
		<u>130,748,250</u>	<u>125,590,426</u>

FAIST LIMITED
REGISTERED NUMBER: 02081194

CONSOLIDATED BALANCE SHEET (CONTINUED)
AS AT 31 DECEMBER 2020

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:



Mr R Nava
Director

Date: 29.09.2021

The notes on pages 23 to 47 form part of these financial statements.

FAIST LIMITED
REGISTERED NUMBER: 02081194

COMPANY BALANCE SHEET
AS AT 31 DECEMBER 2020

	Note	2020 €	2019 €
Fixed assets			
Intangible assets	14	92,950	1,292,950
Investments	16	67,868,588	67,658,586
		<u>67,961,538</u>	<u>68,951,536</u>
Current assets			
Debtors	18	16,837,567	18,018,467
Cash at bank and in hand	19	75,315	377,214
		<u>16,912,882</u>	<u>18,395,681</u>
Creditors: amounts falling due within one year	20	(723,644)	(12,871,377)
Net current assets		<u>16,189,238</u>	<u>5,524,304</u>
Total assets less current liabilities		<u>84,150,776</u>	<u>74,475,840</u>
Creditors: amounts falling due after more than one year	21	(12,314,487)	-
Net assets excluding pension asset		<u>71,836,289</u>	<u>74,475,840</u>
Net assets		<u><u>71,836,289</u></u>	<u><u>74,475,840</u></u>
Capital and reserves			
Called up share capital	26	44,458,133	44,458,133
Share premium account	27	1,283,346	1,283,346
Merger reserve	27	5,748,265	5,748,265
Profit and loss account	27	20,346,545	22,986,096
		<u>71,836,289</u>	<u>74,475,840</u>

FAIST LIMITED
REGISTERED NUMBER: 02081194

COMPANY BALANCE SHEET (CONTINUED)
AS AT 31 DECEMBER 2020

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:



.....
Mr R Nava
Director

Date: 29.09.2021

The notes on pages 23 to 47 form part of these financial statements.

FAIST LIMITED

**CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2020**

	Called up share capital €	Share premium account €	Foreign exchange reserve €	Other reserves €	Profit and loss account €
At 1 January 2020	44,458,133	1,283,346	(5,394,407)	20,255,701	58,257,596
Comprehensive income for the year					
Loss for the year	-	-	-	-	(3,518,945)
Foreign exchange movements	-	-	(5,440,250)	-	-
Revaluation of tangible fixed assets	-	-	-	-	14,696,819
Total comprehensive income for the year	-	-	(5,440,250)	-	11,177,874
Transfer to/from profit and loss account	-	-	-	3,734,741	(3,734,741)
Total transactions with owners	-	-	-	3,734,741	(3,734,741)
At 31 December 2020	44,458,133	1,283,346	(10,834,657)	23,990,442	65,700,729

	Equity attributable to owners of parent Company €	Non- controlling interests €	Total equity €
At 1 January 2020	118,860,369	6,730,057	125,590,426
Comprehensive income for the year			
Loss for the year	(3,518,945)	(579,800)	(4,098,745)
Foreign exchange movements	(5,440,250)	-	(5,440,250)
Revaluation of tangible fixed assets	14,696,819	-	14,696,819
Total comprehensive income for the year	5,737,624	(579,800)	5,157,824
Transfer to/from profit and loss account	-	-	-
Total transactions with owners	-	-	-
At 31 December 2020	124,597,993	6,150,257	130,748,250

FAIST LIMITED

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2020

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FAIST LIMITED

**CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2019**

	Called up share capital	Share premium account	Foreign exchange reserve	Other reserves	Profit and loss account
	€	€	€	€	€
At 1 January 2019	44,458,133	1,283,346	(4,316,855)	17,036,539	58,922,076
Comprehensive income for the year					
Profit for the year	-	-	-	-	3,339,656
Foreign exchange movements	-	-	(1,077,552)	-	-
Total comprehensive income for the year	-	-	(1,077,552)	-	3,339,656
Dividends: Equity capital	-	-	-	-	(784,974)
Transfer to/from profit and loss account	-	-	-	3,219,162	(3,219,162)
Total transactions with owners	-	-	-	3,219,162	(4,004,136)
At 31 December 2019	44,458,133	1,283,346	(5,394,407)	20,255,701	58,257,596

FAIST LIMITED

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2019

	Equity attributable to owners of parent Company €	Non- controlling interests €	Total equity €
At 1 January 2019	117,383,239	6,393,678	123,776,917
Comprehensive income for the year			
Profit for the year	3,339,656	336,379	3,676,035
Foreign exchange movements	(1,077,552)	-	(1,077,552)
Total comprehensive income for the year	2,262,104	336,379	2,598,483
Dividends: Equity capital	(784,974)	-	(784,974)
Transfer to/from profit and loss account	-	-	-
Total transactions with owners	(784,974)	-	(784,974)
At 31 December 2019	118,860,369	6,730,057	125,590,426

The notes on pages 23 to 47 form part of these financial statements.

FAIST LIMITED

COMPANY STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2020

	Called up share capital €	Share premium account €	Merger reserve €	Profit and loss account €	Total equity €
At 1 January 2019	44,458,133	1,283,346	5,748,265	22,571,355	74,061,099
Profit for the year	-	-	-	414,741	414,741
	<hr/>	<hr/>	<hr/>	<hr/>	<hr/>
At 1 January 2020	44,458,133	1,283,346	5,748,265	22,986,096	74,475,840
Loss for the year	-	-	-	(2,639,551)	(2,639,551)
	<hr/>	<hr/>	<hr/>	<hr/>	<hr/>
At 31 December 2020	<u>44,458,133</u>	<u>1,283,346</u>	<u>5,748,265</u>	<u>20,346,545</u>	<u>71,836,289</u>

The notes on pages 23 to 47 form part of these financial statements.

FAIST LIMITED

**CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 DECEMBER 2020**

	2020 €	2019 €
Cash flows from operating activities		
(Loss)/profit for the financial year	(4,098,745)	3,676,035
Adjustments for:		
Amortisation of intangible assets	2,783,557	2,090,302
Depreciation of tangible assets	19,879,921	19,334,093
Impairments of intangible fixed assets	800,000	-
Government grants	(22,993)	-
Interest paid	3,472,406	3,270,544
Interest received	(56,624)	(1,147,273)
Taxation charge	1,298,226	655,418
Decrease in stocks	6,293,837	4,385,335
Decrease in debtors	16,680,263	18,797,458
(Decrease) in creditors	(8,851,430)	(18,400,564)
Corporation tax received/(paid)	1,930,572	(3,866)
FX movement	4,125,461	(1,077,562)
(Loss) from investments in related companies	-	(441,984)
Net cash generated from operating activities	44,234,451	31,137,936
Cash flows from investing activities		
Purchase of intangible fixed assets	(2,218,235)	(3,443,658)
Sale of intangible assets	141,446	66,617
Purchase of tangible fixed assets	(32,665,109)	(26,775,974)
Sale of tangible fixed assets	720,093	3,507,157
Government grants received	22,993	-
Purchase of share in joint ventures	-	(280,000)
Interest received	56,624	1,147,273
Exchange movement on intangible assets	218,970	(40,763)
Exchange movement on tangible assets	4,315,714	(2,464,772)
Revaluation of tangible fixed assets	(14,696,819)	-
Net cash from investing activities	(44,104,323)	(28,284,120)
Cash flows from financing activities		
New secured loans	-	1,192,304
Repayment of loans	(4,388,008)	-
Other new loans	7,938,313	129,844
Repayment of/new finance leases	9,610,501	2,474,637
Dividends paid	-	(784,974)
Interest paid	(3,472,406)	(3,270,544)

FAIST LIMITED

CONSOLIDATED STATEMENT OF CASH FLOWS (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2020

	2020 €	2019 €
Net cash used in financing activities	9,688,400	(258,733)
Net increase in cash and cash equivalents	9,818,528	2,595,083
Cash and cash equivalents at beginning of year	20,008,073	17,412,990
Cash and cash equivalents at the end of year	29,826,601	20,008,073
Cash and cash equivalents at the end of year comprise:		
Cash at bank and in hand	29,826,601	20,008,073
	29,826,601	20,008,073

The notes on pages 23 to 47 form part of these financial statements.

FAIST LIMITED

CONSOLIDATED ANALYSIS OF NET DEBT
FOR THE YEAR ENDED 31 DECEMBER 2020

	At 1 January 2020 €	Cash flows €	New finance leases €	At 31 December 2020 €
Cash at bank and in hand	20,008,073	9,818,528	-	29,826,601
Debt due after 1 year	(50,621,977)	(17,183,717)	-	(67,805,694)
Debt due within 1 year	(68,071,302)	13,633,412	-	(54,437,890)
Finance leases	(11,611,601)	-	(9,610,501)	(21,222,102)
	<u>110,296,807</u>	<u>6,268,223</u>	<u>(9,610,501)</u>	<u>113,639,085</u>

The notes on pages 23 to 47 form part of these financial statements.

FAIST LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

1. General information

Faist Limited is a limited company incorporated in the United Kingdom, registered office Northern & Shell Building, 8th Floor, 10 Lower Thames Street, London, EC3R 6AF. The principal activity of the Company is that of a holding and management company.

The principal activity of the group is the manufacturing and assembly of technical components for several industrial sectors, including automotive, telecommunications and renewable energy.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention as modified by the revaluation of land & buildings and plant & machinery and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires Group management to exercise judgment in applying the Group's accounting policies (see note 3).

The principal accounting policies set out below have been applied:

2.2 Basis of consolidation

The consolidated financial statements present the results of the Company and its subsidiaries ("the Group") as if they formed a single entity. Intra-group transactions and balances between group companies are therefore eliminated in full.

The consolidated financial statements incorporate the results of business combinations using the purchase method. In the Balance Sheet, the acquiree's identifiable assets, liabilities and contingent liabilities are initially recognised at their fair values at the acquisition date. The results of acquired operations are included in the Consolidated Statement of Comprehensive Income from the date on which control is obtained. They are deconsolidated from the date control ceases.

In accordance with the transitional exemption available in FRS 102, the Group has chosen not to retrospectively apply the standard to business combinations that occurred before the date of transition to FRS 102, being 01 January 2014. Therefore, the Group continues to recognise a merger reserve which arose on a past business combination that was accounted for as a merger in accordance with UK GAAP as applied at that time.

2.3 Going concern

Following the outbreak of the coronavirus pandemic during the year, the group has seen a reduction in activity, in common with many businesses throughout the world. The directors remain satisfied that the going concern basis is appropriate for the preparation of these financial statements.

FAIST LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

2. Accounting policies (continued)

2.4 Foreign currency translation

The Group's and the company's functional and presentational currency is Euros.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the Statement of Comprehensive Income.

On consolidation, the results of overseas operations are translated into Euros at rates approximating to those ruling when the transactions took place. All assets and liabilities of overseas operations are translated at the rate ruling at the reporting date. Exchange differences arising on translating the opening net assets at opening rate and the results of overseas operations at actual rate are recognised in other comprehensive income.

2.5 Revenue

Turnover comprises revenue in respect of manufacturing and assembly components and services supplied during the year, exclusive of Value Added Tax (and the equivalent sales taxes outside of the EU) and trade discounts.

2.6 Operating leases: the Group as lessee

Rentals paid under operating leases are charged to profit or loss on a straight line basis over the lease term.

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight line basis over the lease term, unless another systematic basis is representative of the time pattern of the lessee's benefit from the use of the leased asset.

2.7 Leased assets: the Group as lessee

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible fixed assets. Assets acquired by finance lease are depreciated over the shorter of the lease term and their useful lives. Assets acquired by hire purchase are depreciated over their useful lives. Finance leases are those where substantially all of the benefits and risks of ownership are assumed by the company. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to profit or loss so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

FAIST LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

2. Accounting policies (continued)

2.8 Government grants

Grants are accounted under the accruals model as permitted by FRS 102. Grants relating to expenditure on tangible fixed assets are credited to profit or loss at the same rate as the depreciation on the assets to which the grant relates. The deferred element of grants is included in creditors as deferred income.

Grants of a revenue nature are recognised in the Consolidated Statement of Comprehensive Income in the same period as the related expenditure.

2.9 Interest income

Interest income is recognised in the Consolidated Statement of Comprehensive Income as the interest becomes receivable.

2.10 Finance costs

Finance costs are charged to the Profit and Loss Account over the term of the related debt as the interest becomes payable. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

2.11 Pensions

Defined contribution pension plan

The Group operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity. Once the contributions have been paid the Group has no further payment obligations.

The contributions are recognised as an expense in profit or loss when they fall due. Amounts not paid are shown in accruals as a liability in the Balance Sheet. The assets of the plan are held separately from the Group in independently administered funds.

FAIST LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

2. Accounting policies (continued)

2.12 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in profit or loss except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the Company and the Group operate and generate income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Balance Sheet date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits;
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met; and
- Where they relate to timing differences in respect of interests in subsidiaries, associates, branches and joint ventures and the Group can control the reversal of the timing differences and such reversal is not considered probable in the foreseeable future.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

2.13 Intangible assets

Goodwill represents the difference between the cost of a business combination and the Group's interest in the fair value of the Group's share of the identifiable assets and liabilities of the acquired entity at the date of acquisition. Subsequent to initial recognition, Goodwill is measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill is amortised on a straight line basis to the Profit and Loss Account over its useful economic life.

Other intangible assets

Intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

All intangible assets are considered to have a finite useful life. If a reliable estimate of the useful life cannot be made, the useful life shall not exceed five years.

FAIST LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

2. Accounting policies (continued)

2.14 Development costs

Research and development costs are recognised in the profit and loss account in the year in which they arise.

Research and development costs are capitalised from the development phase of a project, when projects are won, but are not yet in mass production.

2.15 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Freehold property	- 3% per annum
Plant & machinery	- 15-25% per annum

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in profit or loss.

2.16 Impairment of fixed assets and goodwill

Assets that are subject to depreciation or amortisation are assessed at each balance sheet date to determine whether there is any indication that the assets are impaired. Where there is any indication that an asset may be impaired, the carrying value of the asset (or cash-generating unit "CGU" to which the asset has been allocated) is tested for impairment. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's (or CGU's) fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (CGUs). Non-financial assets that have been previously impaired are reviewed at each balance sheet date to assess whether there is any indication that the impairment losses recognised in prior periods may no longer exist or may have decreased.

2.17 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

Investments in associates are stated at the amount of the company's share of net assets. The Profit and Loss Account includes company's share of the associated companies' profits after taxation using the equity accounting basis.

FAIST LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

2. Accounting policies (continued)

2.18 Stocks

Stocks and work in progress are valued at the lower of cost and net realisable value after making due allowance for obsolete and slow-moving stocks. Cost includes all direct costs and an appropriate proportion of fixed and variable overheads.

2.19 Debtors

Short term debtors are measured at transaction price, less any impairment.

2.20 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours.

In the Consolidated Statement of Cash Flows, cash and cash equivalents are shown net of bank overdrafts that are repayable on demand and form an integral part of the Company's cash management.

2.21 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost.

2.22 Holiday pay accrual

A liability is recognised to the extent of any unused holiday pay entitlement which is accrued at the Balance Sheet date and carried forward to future periods. This is measured at the undiscounted salary cost of the future holiday entitlement so accrued at the Balance Sheet date.

2.23 Provisions for liabilities

Provisions are made where an event has taken place that gives the Group a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to profit or loss in the year that the Group becomes aware of the obligation, and are measured at the best estimate at the Balance Sheet date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the Balance Sheet.

FAIST LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

2. Accounting policies (continued)

2.24 Financial instruments

The Group only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in non-puttable ordinary shares.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received.

Investments in non-convertible preference shares and in non-puttable ordinary and preference shares are measured:

2.25 Dividends

Equity dividends are recognised when they become legally payable.

3. Judgments in applying accounting policies and key sources of estimation uncertainty

The preparation of the financial statements requires management to make judgments, estimates and assumptions that affect the amounts reported for assets and liabilities at the balance sheet date and the amounts reported for revenues and expenses during the year. However, the nature of estimation means that actual outcomes could differ from those estimates. The following judgments (apart from those involving estimates) have had the most significant effect on amounts recognised in the financial statements:

Depreciation, amortisation and residual values

The Directors have reviewed the asset lives and associated residual values of all fixed asset classes, and have concluded that asset lives and residual values are appropriate.

Impairment

The Directors have considered the valuation of investments in intangible fixed assets, tangible fixed assets and group undertakings. Changes in the circumstances or expectations of future performance of an individual asset may be an indicator that the asset is impaired requiring the book value to be written down to its recoverable amount. Impairments are reversed if conditions for impairment are no longer present. Due to their nature, evaluating whether an asset is impaired or not requires a significant degree of judgement and may to a large extent depend on the assumptions made in its evaluation. The Directors have concluded that the valuation of assets as at the year end are appropriate.

Deferred taxation

Deferred tax assets are raised to the extent that it is probable that future taxable profit will be available against which the unused tax losses and unused tax credits can be utilised. Assessment of future taxable profit is performed at every reporting date, in the form of future cash flows using a suitable growth rate.

FAIST LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020

4. Turnover

An analysis of turnover by class of business is as follows:

	2020 €	2019 €
General Industrial	300,246,928	376,295,026
Class 2	1,045,858	-
	<u>301,292,786</u>	<u>376,295,026</u>

Analysis of turnover by country of destination:

	2020 €	2019 €
United Kingdom	27,506,950	33,673,937
Rest of Europe	187,411,913	274,222,247
Rest of the world	86,373,923	68,398,842
	<u>301,292,786</u>	<u>376,295,026</u>

5. Other operating income

	2020 €	2019 €
Other operating income	1,275,211	1,832,892
Government grants in relation to COVID-19	22,993	-
	<u>1,298,204</u>	<u>1,832,892</u>

6. Operating profit

The operating profit is stated after charging:

	2020 €	2019 €
Research & development charged as an expense	4,738,763	5,815,902
Depreciation	19,879,921	19,334,093
Amortisation	2,783,557	2,090,302
Impairment of intangible fixed assets	800,000	-
	<u></u>	<u></u>

FAIST LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020**

7. Auditor's remuneration

	2020 €	2019 €
Fees payable to the Group's auditor and its associates for the audit of the Group's annual financial statements	<u>21,801</u>	<u>21,801</u>
Fees payable to the Group's auditor and its associates in respect of:		
Taxation compliance services	750	750
All other services	2,500	2,500
	<u>3,250</u>	<u>3,250</u>

8. Employees

Staff costs, including director's remuneration, were as follows:

	Group 2020 €	Group 2019 €	Company 2020 €	Company 2019 €
Wages and salaries	60,190,751	71,946,444	43,946	46,865
Social security costs	10,584,150	13,633,418	-	3,933
Cost of defined contribution scheme	1,871,310	2,448,573	29	42
	<u>72,646,211</u>	<u>88,028,435</u>	<u>43,975</u>	<u>50,840</u>

The average monthly number of employees, including the director, during the year was as follows:

	Group 2020 No.	Group 2019 No.	Company 2020 No.	Company 2019 No.
Staff	3,853	4,054	1	1
Directors	1	1	1	1
	<u>3,854</u>	<u>4,055</u>	<u>2</u>	<u>2</u>

FAIST LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020

9. Director's remuneration

	2020 €	2019 €
Director's emoluments	8,400	12,493
Company contributions to defined contribution pension schemes	-	42
	<u>8,400</u>	<u>12,535</u>

During the year retirement benefits were accruing to no directors (2019 - NIL) in respect of defined contribution pension schemes.

10. Finance income

	2020 €	2019 €
Other interest receivable	56,624	1,147,273
	<u>56,624</u>	<u>1,147,273</u>

11. Finance expenses

	2020 €	2019 €
Bank interest payable	3,472,406	3,270,544
	<u>3,472,406</u>	<u>3,270,544</u>

FAIST LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020**

12. Taxation

	2020 €	2019 €
Foreign tax		
Foreign tax on income for the year	2,498,076	1,505,794
	<u>2,498,076</u>	<u>1,505,794</u>
Total current tax	<u>2,498,076</u>	<u>1,505,794</u>
Deferred tax		
Origination and reversal of timing differences	(1,199,850)	(850,376)
Total deferred tax	<u>(1,199,850)</u>	<u>(850,376)</u>
Taxation on profit on ordinary activities	<u>1,298,226</u>	<u>655,418</u>

Factors affecting tax charge for the year

The tax assessed for the year is higher than (2019 - lower than) the standard rate of corporation tax in the UK of 19% (2019 - 19%). The differences are explained below:

	2020 €	2019 €
(Loss)/profit on ordinary activities before tax	<u>(2,800,519)</u>	<u>4,331,453</u>
(Loss)/profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2019 - 19%)	(532,099)	822,976
Effects of:		
Non-tax deductible amortisation of goodwill and impairment	76,000	76,000
Utilisation of tax losses	-	(75,114)
Higher rate taxes on overseas earnings	2,498,076	-
Short term timing difference leading to an increase (decrease) in taxation	(1,199,850)	-
Dividends from UK companies	-	(67,714)
Other differences leading to an increase (decrease) in the tax charge	456,099	(100,730)
Total tax charge for the year	<u>1,298,226</u>	<u>655,418</u>

FAIST LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020

12. Taxation (continued)

Factors that may affect future tax charges

The tax charge for overseas taxes includes an historic tax credit of €2,079,200 which has no longer been considered recoverable by management and therefore has been written off to the Profit and Loss Account.

The standard rate of corporation tax applicable to the Company for the year ended 31 December 2020 was 19.0%. The Government has indicated that the rate of corporation tax may be increased to 25% with effect from 1 April 2023. Should legislation increasing the rate to 25% be substantively enacted, any timing differences which exist at that point would reverse at 25% rather than 19%.

13. Dividends

	2020 €	2019 €
Dividends	-	784,974
	<hr/>	<hr/>
	-	784,974
	<hr/>	<hr/>

FAIST LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020

14. Intangible assets

Group

	Patents €	Goodwill €	Total €
Cost			
At 1 January 2020	47,205,636	3,455,351	50,660,987
Additions	2,218,235	-	2,218,235
Disposals	(166,340)	-	(166,340)
Foreign exchange movement	(400,409)	-	(400,409)
At 31 December 2020	<u>48,857,122</u>	<u>3,455,351</u>	<u>52,312,473</u>
Amortisation			
At 1 January 2020	35,641,295	1,823,803	37,465,098
Charge for the year on owned assets	2,610,790	172,767	2,783,557
On disposals	(24,894)	-	(24,894)
Impairment charge	800,000	-	800,000
Foreign exchange movement	(181,439)	-	(181,439)
At 31 December 2020	<u>38,845,752</u>	<u>1,996,570</u>	<u>40,842,322</u>
Net book value			
At 31 December 2020	<u>10,011,370</u>	<u>1,458,781</u>	<u>11,470,151</u>
At 31 December 2019	<u>11,564,341</u>	<u>1,631,548</u>	<u>13,195,889</u>

FAIST LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020

14. Intangible assets (continued)

Company

	Patents €
Cost	
At 1 January 2020	4,892,950
At 31 December 2020	<u>4,892,950</u>
Amortisation	
At 1 January 2020	3,600,000
Charge for the year	400,000
Impairment charge	800,000
At 31 December 2020	<u>4,800,000</u>
Net book value	
At 31 December 2020	<u>92,950</u>
At 31 December 2019	<u>1,292,950</u>

FAIST LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020

15. Tangible fixed assets

Group

	Freehold property €	Plant & machinery €	Total €
Cost or valuation			
At 1 January 2020	90,007,086	208,858,796	298,865,882
Additions	9,361,995	23,303,114	32,665,109
Disposals	-	(2,557,127)	(2,557,127)
Revaluations	14,766,968	(70,149)	14,696,819
Exchange adjustments	(1,695,049)	(5,790,649)	(7,485,698)
At 31 December 2020	112,441,000	223,743,985	336,184,985
Depreciation			
At 1 January 2020	20,688,633	119,987,207	140,675,840
Charge for the year on owned assets	3,686,949	19,306,913	22,993,862
Disposals	-	(1,837,034)	(1,837,034)
Exchange adjustments	(279,876)	(2,890,108)	(3,169,984)
At 31 December 2020	24,095,706	134,566,978	158,662,684
Net book value			
At 31 December 2020	88,345,294	89,177,007	177,522,301
At 31 December 2019	69,318,453	88,871,589	158,190,042

FAIST LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020

16. Fixed asset investments

Group

	Investments in associates €	Other fixed asset investments €	Total €
Cost or valuation			
At 1 January 2020	1,020,271	64,024	1,084,295
At 31 December 2020	<u>1,020,271</u>	<u>64,024</u>	<u>1,084,295</u>

FAIST LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020

16. Fixed asset investments (continued)

Company

	Investments in subsidiary companies €
Cost or valuation	
At 1 January 2020	67,658,586
Additions	210,000
At 31 December 2020	<u>67,868,586</u>

Details of group companies are set on the next page.

FAIST LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020

16. Fixed asset investments (continued)

Direct subsidiary undertakings

The following were direct subsidiary undertakings of the Company:

Name	Registered office	Class of shares	Holding
Faist Componenti Spa	Italy	Ordinary	100%
Faist Light Metals Limited	England and Wales	Ordinary	85%
Scattolini Otomotiv	Turkey	Ordinary	100%
Scattolini Spa	Italy	Ordinary	100%
Moor of Venice Srl	Italy	Ordinary	100%
Faist Electronics Srl	Italy	Ordinary	100%

FAIST LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020**

16. Fixed asset investments (continued)**Indirect subsidiary undertakings**

The following were indirect subsidiary undertakings of the Company:

Name	Registered office	Class of shares	Holding
Faist Light Metals Tennessee LLC	United States of America	Ordinary	85%
Faist Alucast S. de. R.L. de C.V.	Mexico	Ordinary	85%
Faist Systeme GmbH	Germany	Ordinary	85%
Faist Light Metals Switzerland GmbH	Switzerland	Ordinary	85%
Faist Light Metals Engineering Srl	Italy	Ordinary	85%
Faist Mekatronic Srl	Romania	Ordinary	85%
Scattolini FBT GmbH	France	Ordinary	100%
Scattolini Iberica Slu	Spain	Ordinary	100%
VFS Southampton	England and Wales	Ordinary	100%
Scattolini France SARL	France	Ordinary	100%
Cabreta SARL	France	Ordinary	100%
Sanmarco Industrial Srl	Italy	Ordinary	100%
Faist Greentek LLC	United States of America	Ordinary	100%
Faist MetalMex S.de.R.L.	Mexico	Ordinary	100%
Faist Emission Controls (Suzhou) Co. Ltd	China	Ordinary	100%
Faist Romania Srl	Romania	Ordinary	100%
Faist Metalworking Srl	Romania	Ordinary	99.98%
Faist Precision Technology Suzhou Co. Ltd	China	Ordinary	50%

FAIST LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
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17. Stocks

	Group 2020 €	Group 2019 €
Raw materials and consumables	32,803,509	36,639,342
Work in progress (goods to be sold)	15,854,979	16,743,929
Finished goods and goods for resale	14,813,087	16,382,141
	<u>63,471,575</u>	<u>69,765,412</u>

The difference between purchase price or production cost of stocks and their replacement cost is not material.

18. Debtors

	Group 2020 €	Group 2019 €	Company 2020 €	Company 2019 €
Due after more than one year				
Prepayments and accrued income	1,054,461	1,702,353	-	-
	<u>1,054,461</u>	<u>1,702,353</u>	<u>-</u>	<u>-</u>
Due within one year				
Trade debtors	72,733,330	76,607,305	-	-
Amounts owed by group undertakings	-	-	16,149,577	14,597,892
Other debtors	9,265,921	9,682,880	78,263	1,226
Prepayments and accrued income	5,396,852	9,596,244	515,506	1,116,307
Tax recoverable	3,819,184	6,033,131	-	2,208,821
Deferred taxation	5,522,375	4,322,525	94,221	94,221
	<u>97,792,123</u>	<u>107,944,438</u>	<u>16,837,567</u>	<u>18,018,467</u>

19. Cash and cash equivalents

	Group 2020 €	Group 2019 €	Company 2020 €	Company 2019 €
Cash at bank and in hand	29,826,601	20,008,073	75,315	377,214
	<u>29,826,601</u>	<u>20,008,073</u>	<u>75,315</u>	<u>377,214</u>

FAIST LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020**

20. Creditors: Amounts falling due within one year

	Group 2020 €	Group 2019 €	Company 2020 €	Company 2019 €
Bank loans	54,437,890	68,071,302	-	-
Trade creditors	73,027,069	77,262,844	243,028	80,553
Corporation tax	4,396,501	2,884,805	-	-
Obligations under finance lease and hire purchase contracts	3,469,779	2,343,295	-	-
Other creditors	2,645,295	19,770,817	258	12,790,824
Accruals and deferred income	3,135,472	2,499,548	480,358	-
	141,112,006	172,832,611	723,644	12,871,377

21. Creditors: Amounts falling due after more than one year

	Group 2020 €	Group 2019 €	Company 2020 €	Company 2019 €
Bank loans	59,581,463	50,336,059	-	-
Other loans	8,224,231	285,918	-	-
Net obligations under finance leases and hire purchase contracts	17,752,323	9,268,306	-	-
Other creditors	22,432,969	10,341,713	12,314,487	-
Accruals and deferred income	1,315,803	1,533,116	-	-
	109,306,789	71,765,112	12,314,487	-

Bank loans payable in more than five years after the balance sheet date are payable in installments. Each loan is payable at a different rate of interest, with the effective interest rate ranging from 1.6% to Euribor 3m +3%.

FAIST LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020**

22. Loans

Analysis of the maturity of loans is given below:

	Group 2020 €	Group 2019 €
Amounts falling due within one year		
Bank loans	54,437,890	68,071,302
	<u>54,437,890</u>	<u>68,071,302</u>
Amounts falling due 1-2 years		
Bank loans	17,874,438	15,100,818
Other loans	8,224,231	285,918
	<u>26,098,669</u>	<u>15,386,736</u>
Amounts falling due 2-5 years		
Bank loans	29,790,732	25,168,029
	<u>29,790,732</u>	<u>25,168,029</u>
Amounts falling due after more than 5 years		
Bank loans	11,916,293	10,067,212
	<u>11,916,293</u>	<u>10,067,212</u>
	<u><u>122,243,584</u></u>	<u><u>118,693,279</u></u>

23. Hire purchase and finance leases

Minimum lease payments under hire purchase fall due as follows:

	Group 2020 €	Group 2019 €
Within one year	3,469,779	2,343,295
Between 1-5 years	14,224,880	7,414,644
Over 5 years	3,527,443	1,853,661
	<u><u>21,222,102</u></u>	<u><u>11,611,600</u></u>

FAIST LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020**

24. Financial instruments

	Group 2020 €	<i>Group 2019 €</i>	Company 2020 €	<i>Company 2019 €</i>
Financial assets				
Financial assets measured at fair value through profit or loss	29,826,601	<i>20,008,073</i>	75,315	<i>377,214</i>
Financial assets that are debt instruments measured at amortised cost	82,514,756	<i>87,406,491</i>	16,743,348	<i>15,715,427</i>
	<u>112,341,357</u>	<u><i>107,414,564</i></u>	<u>16,818,663</u>	<u><i>16,092,641</i></u>
Financial liabilities				
Financial liabilities measured at amortised cost	<u>220,829,275)</u>	<u><i>226,068,653)</i></u>	<u>-</u>	<u><i>-</i></u>

Financial assets measured at fair value through profit or loss comprise cash at bank and in hand.

Financial assets that are debt instruments measured at amortised cost comprise trade receivables and other debtors.

Financial liabilities measured at amortised cost comprise third party loans, trade payables, other creditors and accruals.

25. Deferred taxation

Group

	2020 €
At beginning of year	4,322,525
Charged to profit or loss	1,199,850
At end of year	<u>5,522,375</u>

FAIST LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020**

25. Deferred taxation (continued)

Company

	2020			
	€			
At beginning of year				94,221
At end of year				94,221
	Group	Group	Company	Company
	2020	2019	2020	2019
	€	€	€	€
Tax losses carried forward	5,522,375	4,322,525	94,221	94,221
	5,522,375	4,322,525	94,221	94,221

26. Share capital

	2020	2019
	€	€
Allotted, called up and fully paid		
44,458,133 (2019 - 44,458,133) ordinary shares of €1.00 each	44,458,133	44,458,133

27. Reserves

Share premium account

Share premium includes any premiums received on issue of share capital. Any transaction costs associated with the issuing of shares are deducted from share premium.

Foreign exchange reserve

The foreign exchange reserve comprises translation differences arising from the translation of financial statements of the Group's foreign entities into Euros (€).

Other reserves

Other reserves comprise legal and other reserves arising during the normal course of business.

Profit & loss account

Includes all current and prior period retained profits and losses. Included within the Profit and Loss Account is €11,107,729 (2019: €11,107,729) of non-distributable reserves.

FAIST LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020

28. Pension commitments

The group operates defined contribution pension schemes. The assets of the schemes are held separately from those of the Group in an independently administered fund. The pension cost charge represents the contributions payable by the Group to the fund. The total pension charge for the group for the year was €1,871,281 (2019: €2,448,573).

29. Related party transactions

The company has taken advantage of the exemptions available under FRS102 "Related Party Disclosures" from disclosing transactions entered into between members of a group who are wholly owned within that group.

At the balance sheet date, the company owed €nil (2019: €nil) to the directors of the company. This balance is included in other creditors.

During the year, the company had transactions with the ultimate controlling party, totalling €455,000 (2019: €150,000) in relation to consultancy services provided to Faist Limited. At the balance sheet date, the company owed €176,195 (2019: €nil). This balance is included in trade creditors.

During the year, the group and company had the following transactions with the ultimate controlling party in relation to loans:

	Group 2018 €	Company 2020 €	Group 2019 €	Company 2019 €
Loans received	300,001	300,001	1,974,341	1,974,341
Loans repaid	(959,925)	(500,000)	(2,055,488)	(2,055,488)
Amounts due at the balance sheet date	<u>(12,314,475)</u>	<u>(12,314,475)</u>	<u>(12,974,413)</u>	<u>(12,514,488)</u>

30. Controlling party

The controlling party is Mr G. Natali by virtue of his majority shareholding.