

FC030858
03083/20

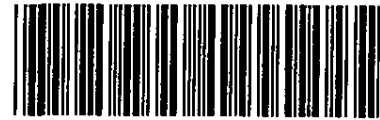
In accordance with
Regulation 32 of the
Overseas Companies
Regulations 2009

OS AA01

Statement of details of parent law and other
information for an overseas company



Companies House



A3M3JB42

A18

05/12/2014

#89

COMPANIES HOUSE

☒ **What this form is for**
You may use this form to
accompany your accounts
disclosed under parent law

☒ **What this form is NOT for**
You cannot use this form to
an alteration of manner of
with accounting requirements

Part 1 Corporate company name

Corporate name of
overseas company ①

Pilkington International Holdings B V

UK establishment
number

B R 0 1 5 9 3 0

→ **Filling in this form**

Please complete in typescript or in
bold black capitals

All fields are mandatory unless
specified or indicated by *

① This is the name of the company in
its home state

**Part 2 Statement of details of parent law and other
information for an overseas company**

A1 Legislation

Please give the legislation under which the accounts have been prepared and,
if applicable, the legislation under which the accounts have been audited

Legislation ②

Dutch Civil Code, Title 9, Book 2

② This means the relevant rules or
legislation which regulates the
preparation and, if applicable, the
audit of accounts

A2 Accounting principles

Accounts

Have the accounts been prepared in accordance with a set of generally accepted
accounting principles?

Please tick the appropriate box

☐ **No** Go to Section A3

☒ **Yes.** Please enter the name of the organisation or other
body which issued those principles below, and then go to Section A3

③ Please insert the name of the
appropriate accounting organisation
or body

Name of organisation
or body ③

Dutch Civil Code, Title 9, Book 2



A3 Accounts

Accounts


Have the accounts been audited? Please tick the appropriate box

☒ **No** Go to Section A5

☐ **Yes** Go to Section A4

OS AA01

Statement of details of parent law and other information for an overseas company

A4 Audited accounts	
Audited accounts	<p>Have the accounts been audited in accordance with a set of generally accepted auditing standards?</p> <p>Please tick the appropriate box</p> <p><input type="checkbox"/> No Go to Part 3 'Signature'</p> <p><input type="checkbox"/> Yes. Please enter the name of the organisation or other body which issued those standards below, and then go to Part 3 'Signature'</p>
Name of organisation or body ①	<p>① Please insert the name of the appropriate accounting organisation or body</p>
A5 Unaudited accounts	
Unaudited accounts	<p>Is the company required to have its accounts audited?</p> <p>Please tick the appropriate box</p> <p><input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes</p>
Part 3 Signature	
Signature	<p>I am signing this form on behalf of the overseas company</p> <p>Signature</p> <p>X  X</p> <p>This form may be signed by Director, Secretary, Permanent representative</p>

OS AA01

Statement of details of parent law and other information for an overseas company



Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name	Carolyn Jones
Company name	c/o Pilkington Group Limited
Address	European Technical Centre
	Hall Lane
	Lathom
Post town	Nr Ormskirk
County/Region	Lancashire
Postcode	L 4 0 5 U F
Country	England
DX	
Telephone	01744 693108



Checklist

We may return forms completed incorrectly or with information missing

Please make sure you have remembered the following

- ☐ The company name and, if appropriate, the registered number, match the information held on the public Register
- ☐ You have completed all sections of the form, if appropriate
- ☐ You have signed the form



Important information

Please note that all this information will appear on the public record



Where to send

You may return this form to any Companies House address

England and Wales

The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ
DX 33050 Cardiff

Scotland

The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post)

Northern Ireland

The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG
DX 481 N R Belfast 1



Further information

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk

030831/20

NOT AUDITED

Page 1

**Annual report and accounts for
the year ended March 31, 2014**

Pilkington International Holdings B.V.

Amsterdam



A18

"A3M3JB4A"
05/12/2014
COMPANIES HOUSE

#90

Contents

1	Directors' report	3
2	Annual accounts	5
2 1	Balance sheet as at March 31, 2014 (after proposed appropriation of results)	5
2 2	Profit and loss account for the year ended March 31, 2014	6
2 3	Notes to the annual accounts	7
3	Other information	12
3 1	Profit appropriation according to articles of association	12
3 2	Proposed profit appropriation	12
3.3	Financial instruments	12

1 Directors' report

Directors' report – March 31, 2014

The company has operated in the year as a holding company in accordance with the Articles of Association and the wishes of the shareholder

1. Result for the year

The net result for the year amounted to a loss of EUR 4,825,553.57 against a loss of EUR 37,485,215.75 for the year before. The loss for the year to March 2014 mainly resulted from a contribution to the assets of Pilkington Distribution and Sales LLC in Russia (EUR 4,954,340.41) to offset this subsidiary's debt before it was liquidated on 27 May 2013. For the year to March 2014, the company received EUR 372,317.86 dividends from its investments (year to March 2013 EUR 56,245,946.71). The previous year was hit by an exceptional loss of EUR 93,601,739.17 as the difference between book value and market value of various investments disposed of in the period.

2. Movements in investments and other developments

In addition to the liquidation of Pilkington Distribution and Sales LLC as mentioned above, there were also the following changes to the company's investments:

On 30 December 2013, Shanghai Yaohua Pilkington Glass Co Limited issued a placing of new shares in which the company did not participate. As a result, the company's shareholding in this entity reduced from 19.4132 percent to 15.1841 percent.

On 26 March 2014, Holding Concorde SA also issued a placing of new shares in which the company did not participate. As a result, the company's shareholding in this entity reduced from 49 percent to 23.8 percent. The company also has a minority interest shareholding in a subsidiary of Holding Concorde SA, namely Vidrio Andino SA. This shareholding also consequently reduced from 3.10 percent to 1.48 percent.

3. Appropriation of profit

The directors propose to add the current year's loss amounting to EUR 4,825,553.57 to distributable reserve.

This appropriation of profit has been incorporated within the annual accounts in adherence of the approval of the shareholders in the general meeting.

4. Future prospects

There are no current plans for further investments or disposals.

The Directors are satisfied with the performance of the business and they continue to adopt the going concern basis of accounting in preparing the annual financial statement



R. Hales
Director



J A Massa
Director



I M Smith
Director

2 Annual accounts

2.1 Balance sheet as at March 31, 2014 (after proposed appropriation of results)

Assets

(in thousands of Euros)

	<u>2013</u>	<u>2014</u>
Financial fixed assets		
Investments in subsidiary companies	1,521,491	1,521,491
Investments in associated companies	21,817	21,817
Trade investments	28,105	28,105
	<u>1,571,413</u>	<u>1,571,413</u>
Current assets		
Receivables from affiliated companies	44	0
Other receivables (incl. fixed assets)	12	0
Taxes and social security premiums	225	224
Financial receivables	0	0
Cash and bank balances	76	106
	<u>357</u>	<u>330</u>
Total assets	<u>1,571,770</u>	<u>1,571,743</u>

Shareholders' equity and liabilities

(in thousands of Euros)

	<u>2013</u>	<u>2014</u>
Shareholders' equity		
Issued capital	139,820	139,820
Additional paid-in capital	943,421	943,421
Dividend paid	(577,647)	-
Retained earnings	1,066,118	483,645
	<u>1,571,712</u>	<u>1,566,886</u>
Current liabilities		
Payables to affiliated companies	0	4,847
Taxes and social security premiums	5	0
Other payables	7	0
Accrued expenses	46	10
	<u>58</u>	<u>4,857</u>
Total shareholders' equity and liabilities	<u>1,571,770</u>	<u>1,571,743</u>

2.2 Profit and loss account for the year ended March 31, 2014

(in thousands of Euros)	<u>2013</u>	<u>2014</u>
Dividend income from investments		
Subsidiary companies	55 930	-
Associated companies	-	-
Trade investments	<u>316</u>	<u>372</u>
	56,246	372
Expenses		
General expenses	(154)	(3)
Exchange profits/(losses)	1	-
Interest income/(expenses)	<u>8</u>	<u>(147)</u>
Result from ordinary activities before taxation	56,101	222
Taxation		
Corporate income tax	15	(93)
Other taxes	<u>-</u>	<u>-</u>
Result from ordinary activities after taxation	56,116	129
Extra ordinary items		
Loss from disposal or liquidation of subsidiaries	(93,602)	(4,955)
Net result	<u>(37,486)</u>	<u>(4,826)</u>

2.3 Notes to the annual accounts

2.3.1 General

The company is a wholly-owned subsidiary of NSG UK Enterprises Limited, a 100 % owned subsidiary within Nippon Sheet Glass Co., Limited, Japan. The financial information of Pilkington International Holdings B.V. is included in the consolidated annual accounts of the NSG UK Enterprises Limited Group. The activity of the company is principally that of a holding company. These annual accounts have been prepared in accordance with the Dutch Civil Code, Title 9, Book 2.

The company has used the exemption available under Article 408 of the Dutch Civil Code, Title 9, Book 2, and accordingly, consolidated financial information is not presented in the notes to these annual accounts. The consolidated annual accounts of NSG UK Enterprises Limited Group are filed with the Trade Register in Amsterdam.

2.3.2 Statement on accounting policies

Financial fixed assets

- Subsidiary companies are those investments in which the company holds more than 50 % of the voting rights
- Associated companies are those investments in which the company has a long-term investment with voting rights between 20 % and 50 % and normally with Board representation
- Trade investments are investments in which the company owns less than 20 % of the capital and voting rights or investments in which the company owns between 20 % and 50 % of the voting rights, but which are not accounted for as an associated company
- Financial fixed assets are valued at the lower of cost or market value based on the total of financial fixed assets. The cost of investments acquired from the parent company is principally based on:
 - Net asset values at March 31, 1980 using Pilkington Group accounting policies
 - Actual cost to the parent company if acquired after March 31, 1980
 - Market value where available.

Basis of valuation

Unless otherwise stated, assets and liabilities are carried at the amounts at which they were originally acquired or incurred

Foreign currencies

Accounts receivable or payable denominated in foreign currencies are translated at rates of exchange ruling at the year end. Differences arising on exchange are taken to income. Foreign exchange results on long-term loans which are used to finance subsidiary companies are taken directly to shareholder's equity. This policy reflects the long-term investment nature of the loans involved.

Recognition of income

Dividends are recorded as income in the accounting period when they are actually received. Foreign currency amounts are translated into Euros at dividend declaration date. Exchange differences between date of declaration and date of actual receipt are charged to exchange profits/(losses) in the profit and loss account.

2.3.3 Investments in subsidiary companies

The only movement during the year in the company's investments in subsidiary companies was the liquidation of Pilkington Distribution and Sales LLC in Russia on 27 May 2013. Its book value amounted to EUR 322.37.

2.3.4 Investments in joint ventures and associated companies

There was only one movement in associated companies during the year.

On 26 March 2014, Holding Concorde SA issued a placing of new shares in which the company did not participate. As a result, the company's shareholding in this entity reduced from 49 percent to 23.8 percent. The company also has a minority interest shareholding in a subsidiary of Holding Concorde SA, namely Vidrio Andino SA. This also consequently reduced from 3.10 percent to 1.48 percent. This did not affect the carrying value of the investments as shown on the company's balance sheet.

2.3.5 Trade investments

There was only one movement in trade investments during the year. On 30 December 2013, Shanghai Yaohua Pilkington Glass Co Limited issued a placing of new shares in which the company did not participate. As a result, the company's shareholding in this entity reduced from 19.4132 percent to 15.1841 percent. This did not affect the carrying value of the investments as shown on the company's balance sheet.

At 31 March 2014, Pilkington International Holdings BV holds investments in the following subsidiaries

Name of Company	Country of Registration	% equity and voting rights held
Subsidiary Companies		
Pilkington Special Glass Shanghai Limited	China	100 00
Pilkington Solar (Taicang) Limited	China	100 00
Sesosbras Servicos e Comercio Ltda	Brazil	100 00
Pilkington Group Limited (preference shares)	United Kingdom	100 00
Joint Ventures/Associated Companies		
Holding Concorde SA (A)	Colombia	23 80
Vidrio Andino SA (A)	Columbia	1 48
Trade Investments		
Shanghai Yaohua Pilkington Glass Co Ltd	China	15 18
Continental Float Glass Ltd (in liquidation)	India	5 00
Vitro Global SA	Switzerland	20 96
Taiwan Autoglas Ind Corporation	Taiwan	10 00
Pilkington Automotive Romania SA	Romania	0 40
Vimexico SA de CV	Mexico	8 20
Pilkington Czech spol S r o	Czech	0 10

2 3 6 Shareholders' equity

The movements during the year were as follows

	Issued capital	Additional paid-in capital	Retained earnings	Total
(in thousands of Euros)				
At 31 March 2013	139,820	943,421	488,471	1,571,712
Net result 2013/2014	-	-	(4,826)	(4,826)
Dividend paid	-	-	-	-
At 31 March 2014	139,820	943,421	483,645	1,566,886

2 3 7 *Directors*

The company has no supervisory directors. Directors' remuneration amounted to EUR NIL (2012/13 EUR NIL)

2 3 8 *Employee information*

The average number of employees during the year was 0 (2012/13 0)

Personnel expenses during the year amount to EUR NIL (2012/13 EUR 56,367)

The total social charges included therein amount to EUR NIL (2012/13 EUR 1,093)
Pension costs included were EUR NIL (2012/13 EUR 403)

2 3 9 *Interest income/(expenses)*

Interest income/(expenses) from group companies was EUR (151,169) (2012/13 EUR 8,853)

NOT AUDITED

Page 11

24 NOVEMBER
Amsterdam, 2014

Board of Directors,

A stylized, cursive handwritten signature in black ink, consisting of several loops and a long horizontal stroke extending to the right.

I M Smith

A handwritten signature in black ink, featuring a large, stylized 'R' followed by 'Hales' and a long, sweeping horizontal stroke underneath.

R Hales

A handwritten signature in black ink, appearing to read 'J A Massa' in a cursive, slightly slanted script.

J A Massa

3 Other information

3.1 Profit appropriation according to articles of association

Loss for the year is at the disposal of the shareholders in general meeting

The directors may propose interim dividends at any time, provided the level of retained earnings so permits

3.2 Proposed profit appropriation

The Directors propose to deduct the result of the current year from distributable reserve

This proposal has already been included in the annual accounts in adherence of the approval of the shareholders in general meeting

3.3 Financial instruments

Financial risk management

The Company is exposed to changes in currency exchange rates, and uses financial instruments in connection with its risk management activities where felt necessary