

Registered Number 08948912

**SMR Mirrors UK Limited
Annual report and financial statements
for the year ended 31 March 2020**

SMR Mirrors UK Limited

Annual report and financial statements for the year ended 31 March 2020

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SMR Mirrors UK Limited

Strategic report for the year ended 31 March 2020

The directors present their strategic report on the company for the year ended 31 March 2020.

Review of business and future developments

The principal activity of the company is that of an investment holding company. The company engages in investment activities which are, by their nature, non-recurrent events. The company will continue to monitor each investment it holds together with any potential opportunities as they arise.

The results for the prior period have been restated. Refer to note 17 for more details and the effect of the restatements.

Key performance indicators (KPIs)

The company had no other activity other than that of an investment holding company and the directors do not envisage that this will change in the foreseeable future. For this reason the company's directors believe that further key performance indicators of the company are not necessary for an understanding of the performance position of the business.

Principal risk and uncertainties

The principal risks and uncertainties of the company relate to the performance of its subsidiary companies. The directors have assessed this risk to be minimal due to group policy which requires risk management and operational policies and procedures to be implemented in all areas of business. Furthermore, there is a robust supervision structure which allows management to account for the delivery of the company's contracts and to oversee relationships with its key stakeholders.

Section 172(1) statement

In accordance with Section 172 of the Companies Act 2006 the directors consider to have acted in a manner that considers, in good faith, would be most likely to promote the success of the company for the benefit of its members as a whole (having regard to the stakeholders and matters set out in s172(1)(a-f) of the act) in the decisions taken during the year ended 31 March 2020.

On behalf of the Board



R Jain
Director

Date: 1 October 2020

SMR Mirrors UK Limited

Directors' report for the year ended 31 March 2020

The directors present their annual report and the audited financial statements of the company for the year ended 31 March 2020.

Future developments and financial risk management

Future developments and financial risk management details of the company are noted in the Strategic report.

Results and dividends

The profit for the year, amounted to €51.7 million (2019: €13.8 million).

Dividends distributed in the year amounted to €50.2 million (2019: €1.8 million as restated).

The results for the prior period have been restated. Refer to note 17 for more details and the effect of the restatements.

COVID-19

The company has not been impacted by the outbreak of COVID-19.

Going concern

Based on the company's latest forecasts the directors have deemed that it is appropriate to prepare the financial statements under the going concern basis. Using the latest information available forecasts have been adjusted to reflect the impact of COVID-19. In addition Samvardhana Moterson Automotive Systems Group B.V. registered in the Netherlands have committed to support the company to fulfil all of its obligations for a period of at least 12 months from the date of approval of the financial statements. Further details of which can be found in the statement of accounting policies in the financial statements (note 3).

Post balance sheet events

After reviewing all available information due to the impact of COVID-19 the company has determined no impairments were required or reflected in the financial statements.

Directors

The following directors served during the year and up to the date of signing this report, unless otherwise stated:

L V Sehgal	
A Heuser	
C Zawadzinski	resigned 30 July 2019
R Jain	appointed 30 July 2019

Directors' indemnities

The company has directors' and officers' liability insurance in place for the company and for subsidiary companies against liability in respect of proceedings brought by third parties, subject to the conditions set out in the section 234 of the Companies Act 2006. Such qualifying third party indemnity provision was in force during the year and is in force as at the date of approving the directors' report.

SMR Mirrors UK Limited

Directors' report for the year ended 31 March 2020 (cont'd)

Statement of directors' responsibilities in respect of the financial statements

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors are 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 enable them to ensure that the financial statements comply with the Companies Act 2006.

Directors' confirmations

Each of the persons who are directors at the date of approval of this report confirms that:

- so far as each director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- they have taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Independent auditors

The auditors, Ernst and Young LLP, have indicated their willingness to continue in office and a resolution concerning their re-appointment will be proposed at the next Directors' Board Meeting.

On behalf of the Board



R Jain
Director

Date: 1 October 2020

SMR Mirrors UK Limited

Independent auditors' report to the members of SMR Mirrors UK Limited

Opinion

We have audited the financial statements of SMR Mirrors UK Limited for the year ended 31 March 2020 which comprise the Statement of comprehensive income, the Statement of financial position, the Statement of changes in equity and the related notes 1 to 18, 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 FRS 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 company's affairs as at 31 March 2020 and of its profit 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 below. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC'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.

Emphasis of Matter

We draw attention to Note 3 and Note 18 of the financial statements, which describes the economic and operational consequences the company is facing as a result of COVID-19. Our opinion is not modified in respect of this matter.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

SMR Mirrors UK Limited

Independent auditors' report to the members of SMR Mirrors UK Limited (cont'd)

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 directors are responsible for the other information.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in this report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, 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 audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of the other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions 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 strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and directors' 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 company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or directors' 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 or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement set out on page 3, the directors are 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 directors determine 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 directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

SMR Mirrors UK Limited

Independent auditors' report to the members of SMR Mirrors UK Limited (cont'd)

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 financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at <https://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.

ERNST & YOUNG LLP

Neil Corry (Senior statutory auditor)
for and on behalf of Ernst & Young LLP, Statutory Auditor
Belfast
Date: 01 OCTOBER 2020

SMR Mirrors UK Limited

Statement of comprehensive income for the year ended 31 March 2020

		2020	As restated 2019
	Note	€'000	€'000
Income from shares in subsidiary undertakings	7	60,450	32,915
Interest receivable and similar income	8	1,246	10
Interest payable and similar expenses	9	(9,996)	(19,136)
Profit before taxation		51,700	13,789
Tax on profit	10	-	-
Profit for the financial year		51,700	13,789
Total comprehensive income for the year		51,700	13,789

All amounts relate to continuing operations.

Refer to note 17 for details of the restatement.

The notes on pages 10 to 17 are an integral part of these financial statements.

SMR Mirrors UK Limited


Statement of financial position as at 31 March 2020

	Note	2020 €'000	As restated 2019 €'000
Fixed assets			
Investments	11	142,723	142,723
Current assets			
Debtors	12	26,796	23,150
Creditors – amounts falling due after more than one year	13	(126,936)	(124,809)
Net assets		42,583	41,064
Capital and reserves			
Called up share capital	14	41,054	41,054
Accumulated income		1,529	10
Total equity		42,583	41,064

The notes on pages 10 to 17 are an integral part of these financial statements.

Refer to note 17 for details of the restatement.

The financial statements on pages 7 to 17 were approved by the Board of directors on 1 October 2020 and were signed on its behalf by:



R Jain
Director
SMR Mirrors UK Limited
Registered Number 08948912

SMR Mirrors UK Limited

Statement of changes in equity for the year ended 31 March 2020

	Called up share capital €'000	As restated Accumulated income €'000	As restated Total equity €'000
Balance as at 1 April 2018	41,054	(11,957)	29,097
Profit for the financial year as restated	-	13,789	13,789
Total comprehensive income for the year as restated	-	13,789	13,789
Dividends paid as restated	-	(1,822)	(1,822)
Balance as at 31 March 2019 as restated	41,054	10	41,064
Profit for the financial year	-	51,700	51,700
Total comprehensive income for the year	-	51,700	51,700
Dividends paid	-	(50,181)	(50,181)
Balance as at 31 March 2020	41,054	1,529	42,583

Accumulated income represents accumulated comprehensive income for the year and prior periods.

The notes on pages 10 to 17 are an integral part of these financial statements.

Refer to note 17 for details of the restatement.

SMR Mirrors UK Limited

Notes to the financial statements for the year ended 31 March 2020

1 General information

SMR Mirrors UK Limited ("the company") is a private company limited by shares, domiciled and incorporated in England. The address of its registered office is Castle Trading Estate, East Street, Portchester, Hampshire, PO16 9SD.

The principal activity of the company during the year was that of a holding company.

2 Statement of compliance

These financial statements have been prepared in compliance with United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (FRS 102) and in accordance with the Companies Act 2006.

3 Summary of significant accounting policies

The principal accounting policies, which have been applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated. The company has applied FRS 102 in these financial statements.

Basis of preparation

These financial statements are prepared on the going concern basis, under the historical cost convention as modified by the recognition of certain financial assets and liabilities at fair value. The directors have considered all available information relating to the future of the business and confirm their assessment that preparing the financial statements on a going concern basis is appropriate.

The preparation of financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant in these financial statements are disclosed in note 4.

Reduced disclosures

In accordance with FRS 102, the Company has taken advantage of the exemptions from the following disclosure requirements on the basis that the information is provided in the consolidated financial statements of Samvardhana Motherson Automotive Systems Group B.V., which is registered in the Netherlands. Samvardhana Motherson Automotive Systems Group B.V. prepares consolidated financial statements which are publicly available and can be obtained from the address given in note 16.

- Section 4 'Statement of Financial Position' – Reconciliation of the opening and closing number of shares;
- Section 7 'Statement of Cash Flows' – Presentation of a Statement of Cash Flow and related notes and disclosures;
- Section 11 'Basic Financial Instruments' & Section 12 'Other Financial Instrument Issues' – Carrying amounts, interest income/expense and net gains/losses for each category of financial instrument; basis of determining fair values; details of collateral, loan defaults or breaches, details of hedges, hedging fair value changes recognised in the statement of comprehensive income.
- Section 33 'Related Party Disclosures'
Paragraphs 33.7 and 33.1A, Disclosure of compensation for key management personnel and related party transactions.

Related party transactions

The company discloses transactions with related parties which are not wholly owned within the same group. It does not disclose transactions with members of the same group that are wholly owned.

SMR Mirrors UK Limited

Notes to the financial statements for the year ended 31 March 2020 (cont'd)

3 Summary of significant accounting policies (cont'd)

Group financial statements

The company is exempt from the requirement to prepare and deliver consolidated financial statements under the provisions of Section 400 of the Companies Act 2006 as it is a wholly owned subsidiary undertaking of Samvardhana Motherson Automotive Systems Group B.V., which is registered in The Netherlands and which itself prepares consolidated financial statements which are publicly available and can be obtained from the address given in note 16. Accordingly consolidated financial statements have not been prepared and the financial information presented for the current year is for the company as an individual undertaking.

Going concern

Based on the company's latest forecasts the directors have deemed that it is appropriate to prepare the financial statements under the going concern basis. Using the latest information available forecasts have been adjusted to reflect the impact of COVID-19. In addition Samvardhana Motherson Automotive Systems Group B.V., which is registered in the Netherlands have committed to support the company to fulfil all of its obligations for a period of at least 12 months from the date of approval of these financial statements, it will continue to make available such funds as are needed by the company to settle obligations as they fall due.

Functional and presentational currency

The company's functional and presentational currency is the euro.

Foreign currencies

Transactions in currencies other than the functional currency (foreign currencies) are initially recorded at the exchange rate prevailing on the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the reporting date. Non-monetary assets and liabilities denominated in foreign currencies are translated at the rate ruling at the date of the transaction or, if the asset or liability is measured at fair value, the rate when that fair value was determined. All translation differences are taken to profit or loss, except to the extent that they relate to gains or losses on non-monetary items recognised in other comprehensive income, when the related translation gain or loss is also recognised in other comprehensive income.

Taxation

The tax charge represents the sum of the current tax charge and deferred tax charge.

Current tax

Current tax is the amount of income tax payable in respect of the taxable profit for the year or prior years.

Deferred tax

Deferred tax arises from timing differences that are differences between taxable profits and total comprehensive income as stated in the financial statements. These timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements.

Deferred tax is recognised on all timing differences at the reporting date, unless it is not considered probable that deferred tax assets will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the period end and that are expected to apply to the reversal of the timing difference.

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Notes to the financial statements for the year ended 31 March 2020 (cont'd)

3 Summary of significant accounting policies (cont'd)

Investments

Fixed assets investments are stated at cost plus incidental expenses less provisions for impairment in value. The company reviews the carrying value of investments when there has been an indication of potential impairment. If it is determined that the carrying value exceeds the recoverable amount, the excess is written off to the statement of comprehensive income.

The calculations for determining the carrying value of investments involves the use of estimates including projected future cashflows and other future events.

Financial instruments

Financial assets

Basic financial assets, including debtors, cash and bank balances and loans to fellow group companies are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest.

Such assets are subsequently carried at amortised cost using the effective interest rate method and are assessed annually for evidence of impairment. Any impairment loss or reversal of an impairment loss is recognised in the statement of comprehensive income.

Financial liabilities

Basic financial liabilities, including creditors, bank loans and loans from fellow group companies, are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Such debt instruments are subsequently carried at amortised cost using the effective interest rate method.

Trade creditors are obligations to pay for goods and services that have been acquired in the ordinary course of business from suppliers. Trade creditors are classed as current liabilities if payment is due within one year or less.

Offsetting

Financial assets and liabilities are offset and the net amounts presented in the financial statements when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

4 Critical accounting judgements and estimation uncertainty

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. There are no areas of critical accounting judgements.

Critical accounting estimates and assumptions

The company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have significant risk of causing a material adjustment to the carrying value of assets and liabilities with the next financial year are addressed below.

Investments

As per the accounting policy fixed asset investments are reviewed for indicators of impairment. The value-in-use (VIU) of relevant groups of income generating units (IGUs) for impairment testing purposes is determined using calculations of cash flow projections from the financial plans approved by the Board. These calculations involve the use of estimates including projected future cash flows and other future events.

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Notes to the financial statements for the year ended 31 March 2020 (cont'd)

5 Profit before taxation

Audit fee of €5,000 (2019: €5,000) was borne by a fellow group company.

6 Directors and employees

The directors received no remuneration (2019: nil) in respect of their services to the company during the year as their services as directors of the company were incidental to the other services within the Samvardhana Motherson Automotive Systems Group B.V. group of companies. Directors' remuneration costs are borne by other members of the Samvardhana Motherson Automotive Systems Group B.V. group of companies. The average monthly number of employees is nil (2019: nil).

7 Income from shares in subsidiary undertakings

	2020	As restated 2019
	€'000	€'000
Dividends received	60,450	32,915

During the year the company received multiple dividends totalling €60.5 million (2019: €32.9 million) from its subsidiary SMR Automotive Mirror International USA Inc.

8 Interest receivable and similar income

	2020	As restated 2019
	€'000	€'000
Interest receivable from group undertakings	1,246	10

Refer to note 17 for details of the restatement.

9 Interest payable and similar expenses

	2020	As restated 2019
	€'000	€'000
Interest payable to group undertakings	8,309	7,953
Foreign exchange losses	1,687	11,183
	9,996	19,136

Refer to note 17 for details of the restatement.

SMR Mirrors UK Limited

Notes to the financial statements for the year ended 31 March 2020 (cont'd)

10 Tax on profit

	2020	As restated 2019
	€'000	€'000
Current tax		
Corporation tax charge	-	-
Total current tax	-	-

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

	2020	As restated 2019
	€'000	€'000
Profit before taxation	51,700	13,789
Profit multiplied by standard rate of corporation tax in the UK of 19% (2019: 19%)	9,823	2,620
Effects of:		
Income from group undertakings not taxable	(11,486)	(6,254)
Expenses not deductible for tax purposes	1,579	1,511
Group relief surrendered	-	2,123
Recognition of deferred tax asset previously not recognised	84	-
Total credited for the year	-	-

Changes to the UK corporation tax rate were substantively enacted as part of the Finance Bill 2016 (on 7 September 2016). These reductions to the main rate to reduce the rate to 17% from 1 April 2020. Deferred taxes at the balance sheet date have been measured using these enacted tax rates and reflected in these financial statements. At Budget 2020, the government announced that the Corporation Tax main rate (for all profits except ring fence profits) for the years starting 1 April 2020 and 2021 would remain at 19%.

Legislation will be introduced in Finance Bill 2020 to amend the main rate of Corporation Tax for all non-ring fence profits to 19% for financial year 2020. The Corporation Tax charge and the main rate will also be set at 19% for all non-ring fence profits for financial year 2021.

Refer to note 17 for details of the restatement.

SMR Mirrors UK Limited

Notes to the financial statements for the year ended 31 March 2020 (cont'd)

11 Fixed asset investments

Shares in subsidiary undertakings	Total	
	€'000	
Cost		
At 1 April 2019 and 31 March 2020		142,723
Analysed as:	2020	2019
	€'000	€'000
SMR Automotive Mirror International USA Inc.	142,723	142,723

At 31 March 2020 the company had the following investments in subsidiary undertakings:

Company	Class of shares	Nature of business	Proportion of nominal value of shares issued held by:		Registered office
			The company	Owned indirectly	
SMR Automotive Mirror International USA Inc.	Ordinary	Holding company	100%	-	1855 Busha Highway, Marysville, MI 48040 USA
SMR Automotive Systems USA Inc.	Ordinary	Manufacture of mirrors and vehicle components	-	100%	1855 Busha Highway, Marysville, MI 48040 USA
SMP Automotive Systems Alabama Inc.	Ordinary	Manufacture of vehicle components	-	100%	511 Energy Centre Blvd, Suite 701, Northport, AL 35473 USA

12 Debtors

	2020	As restated 2019
	€'000	€'000
Amounts owed by group undertakings	26,796	23,150

Included in the amounts owed by group undertakings, are unsecured loans totalling €25.5 million (2019: €23.1 million) which bear interest at a rate of 5% and is repayable on demand.

Refer to note 17 for details of the restatement.

13 Creditors – amounts falling due after more than one year

	2020	2019
	€'000	€'000
Amounts owed to group undertakings	126,936	124,809

Included in the amounts owed by group undertakings, is an unsecured amount of \$140 million (2019: \$140 million) which bears interest at a rate of 6.576% and is repayable on 28 March 2024.

SMR Mirrors UK Limited

Notes to the financial statements for the year ended 31 March 2020 (cont'd)

14 Called up share capital

	2020	2019
Allotted and fully paid	€'000	€'000
56,537,000 Ordinary shares of \$1 each (2019: 56,537,000)	41,054	41,054

15 Commitments

The company has one outstanding charge assigned to Wilmington Trust (London) Limited acting as security agent for Standard Chartered Bank (and its successors it Title and permitted transferees), the fixed and floating charge covers all the assets of the company.

16 Ultimate parent undertaking and controlling party

The immediate parent undertaking and controlling party during the financial year was Samvardhana Motherson Reflectec Group Holdings Limited, a company incorporated in Jersey. This company is owned by Samvardhana Motherson Automotive Systems Group B.V. group. This group is a joint venture between Motherson Sumi Systems Limited (MSSL) and Samvardhana Motherson International Limited (SMIL) in the ratio 51:49. Therefore the directors consider MSSL, a company incorporated in India to be the ultimate parent undertaking and controlling party.

The financial statement of Samvardhana Motherson Automotive Systems Group B.V. are the smallest group of undertakings to consolidate these financial statements. The consolidated financial statements are available from:

Hoogoorddreef 15
1101 BA Amsterdam
The Netherlands

The financial statement of Motherson Sumi Systems Limited are the largest group of undertakings to consolidate these financial statements. The consolidated financial statements are available from:

Unit 705, C Wing
ONE BKC. G Block
Bandra Kurla Complex
Bandra East, Mumbai – 400051
Maharashtra, India

17 Prior year adjustment

Subsequent to the balance sheet date the Directors became aware that the company did not have sufficient distributable reserves from which to pay the distribution of €24.9 million in March 2019. Since this was discovered, the company has undertaken rectification steps to regularise the position. This involved the reclassification of €23.1 million of the €24.9 million distribution as a loan due to the parent company.

SMR Mirrors UK Limited

Notes to the financial statements for the year ended 31 March 2020 (cont'd)

17 Prior year adjustment (cont'd)

The net effect of the restatement on the prior period financial statements are summarised as follows:

	2019 €'000
Profit for the financial year as reported previously	13,003
Interest receivable from group undertaking	10
Income from shares in subsidiary undertakings	776
Restated total comprehensive income for the year	13,789

	2019 €'000
Accumulated expense as reported previously	(23,140)
Dividends paid converted to a loan	23,140
Interest receivable from group undertakings	10
Restated accumulated income	10

	2019 €'000
Amounts owed by group undertakings previously reported	-
Dividends paid converted to a loan	23,140
Interest receivable from group undertakings	10
Restated amounts owed to group undertakings	23,150

18 Post Balance Sheet Event

The company is an investment holding company with no employees and therefore has not been impacted by the outbreak of COVID-19. After reviewing all available information due to the impact of COVID-19 the company has determined no impairments are required or reflected in the financial statements.