Belle Terre Realty Limited

FINANCIAL STATEMENTS

FOR THE YEAR ENDED

31 MARCH 2015

# FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2015

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## **COMPANY INFORMATION**

		Date of appointment
DIRECTORS	: Abdool Fareed Soreefan	4 June 2008
	Mitrajeet D. Maraye	4 June 2008
	Gaurav Goel	25 July 2008
	Satyapal Jain	25 July 2008

REGISTERED OFFICE

: IFS Court TwentyEight Cybercity Ebene Mauritius

ADMINISTRATOR, SECRETARY AND TAX AGENT : International Financial Services Limited

IFS Court TwentyEight Cybercity Ebene Mauritius

**AUDITORS** : Nexia Baker & Arenson

Chartered Accountants 5<sup>th</sup> Floor, C&R Court Labourdonnais Street

Port Louis Mauritius

**BANKER** : HSBC Bank (Mauritius) Limited

6<sup>th</sup> Floor, HSBC Centre

18 Cybercity Ebene Mauritius

# COMMENTARY OF THE DIRECTORS FOR THE YEAR ENDED 31 MARCH 2015

The directors present the audited financial statements of **Belle Terre Realty Limited** (the "Company") for the year ended 31 March 2015.

#### PRINCIPAL ACTIVITY

The principal activity of the Company is investment holding.

#### **RESULTS**

The results for the year are shown in the statement of profit or loss and other comprehensive income and related notes.

#### **DIRECTORS**

The present membership of the Board is set out on page 2.

#### DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS

Company law requires the directors to prepare financial statements for each financial year, which present fairly the financial position, financial performance and cash flows of the Company. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements; 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 have confirmed that they have complied with the above requirements in preparing the financial statements.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that the financial statements comply with the Mauritius Companies Act 2001. They 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.

#### **AUDITORS**

The auditors, **Nexia Baker & Arenson**, have indicated their willingness to continue in office until the next Annual Meeting.

# CERTIFICATE FROM THE SECRETARY UNDER SECTION 166 (d) OF THE MAURITIUS COMPANIES ACT 2001

We certify to the best of our knowledge and belief that we have filed with the Registrar of Companies all such returns as are required of **Belle Terre Realty Limited** under the Mauritius Companies Act 2001 during the year ended 31 March 2015.

Sd/....

for International Financial Services Limited
Secretary

# **Registered Office:**

IFS Court TwentyEight Cybercity Ebene Mauritius

Date: 16 April 2015

#### INDEPENDENT AUDITORS' REPORT

### TO THE MEMBERS OF Belle Terre Realty Limited

#### **Report on the Financial Statements**

We have audited the financial statements of **Belle Terre Realty Limited** (the "Company") set out on pages 7 to 26, which comprise the statement of financial position as at 31 March 2015 and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory notes.

#### Directors' Responsibility for the Financial Statements

The directors are responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards and in compliance with the requirements of the Mauritius Companies Act 2001, 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.

### Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified audit opinion.

#### Basis of Qualified Opinion

As stated in Note 6 to the financial statements, the Company accounted its investment in associate at cost, which is contrary to the requirements of International Accounting Standard 28 – Investments in Associates and Joint Ventures, which stipulates that a company should account investment in associated company using equity method of accounting. In our opinion, for a proper understanding of the Company's state of affairs, equity method of accounting should have been used as required by the International Accounting Standard 28.

#### INDEPENDENT AUDITORS' REPORT

### TO THE MEMBERS OF Belle Terre Realty Limited

#### **Report on the Financial Statements (continued)**

#### Qualified opinion arising for failure to use equity method of accounting

In our opinion, except for any adjustments that might be required had the Company accounted its investment in associate using the equity method of accounting, the financial statements set out on pages 7 to 26 give a true and fair view of the financial position of the Company at 31 March 2015, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards as modified by the exemption from consolidation in the Mauritius Companies Act 2001 for companies holding a Category 1 Global Business Licence and comply with the Mauritius Companies Act 2001.

#### Other Matter

This report, including the opinion, has been prepared for and only for the Company's members in accordance with Section 205 of the Mauritius Companies Act 2001 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

#### Report on Other Legal and Regulatory Requirements

#### Mauritius Companies Act 2001

We have no relationship with or interests in the Company other than in our capacity as auditors.

We have obtained all information and explanations we have required.

In our opinion, proper accounting records have been kept by the Company as far as it appears from our examination of those records.

Sd/-	Sd/-
Nexia Baker & Arenson	Ouma Shankar Ochit FCCA
<b>Chartered Accountants</b>	Licensed by FRC

**Date**:16 Apr. 2015

# STATEMENT OF PROFIT OR LOSS AND OTHER COMPRENSIVE INCOME FOR THE YEAR ENDED 31 MARCH 2015

	Note	2015 USD	2014 USD
INCOME		<u> </u>	<u>-</u> _
EXPENSES Licence fee Professional fees Audit fee Bank charges		2,300 8,768 2,300 1,550 14,918	2,400 9,918 2,600 100 15,018
OPERATING LOSS FOR THE YEAR		(14,918)	(15,018)
Taxation	9	-	-
LOSS FOR THE YEAR		(14,918)	(15,018)
Other comprehensive income Items that will not be reclassified subsequently to profit or loss		-	-
Items that may be classified subsequently to profit or loss		-	-
TOTAL COMPREHENSIVE LOSS FOR THE YEAR		(14,918)	(15,018)

# STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2015

	Notes	2015	2014
		USD	USD
ASSETS			
Non-current assets			
Investment in subsidiary	5	30,654	30,654
Investment in associate	6	20,436	20,436
Advances to investee companies	7	22,254,564	22,154,564
		22,305,654	22,205,654
Current assets			
Prepayments		1,625	1,625
Cash and cash equivalents		165,400	280,618
•		167,025	282,243
Total assets		22,472,679	22,487,897
EQUITY AND LIABILITY			
Capital and reserves			22 504 222
Stated capital	8	22,584,233	22,584,233
Revenue deficit		(115,354)	(100,436)
		22,468,879	22,483,797
Current liability			
Accruals		3,800	4,100
Total equity and liability		22,472,679	22,487,897
Approved by the Board on 16 April 2015 and	signed on its behalf	by:	
Sd/-	Sd/-		
Director	Direc	ctor	

The notes on pages 11 to 26 form an integral part of these financial statements. The auditors' report is on pages 5 and 6.

# STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2015

	Stated capital USD	Revenue deficit USD	Total USD
At 1 April 2013	22,584,233	(85,418)	22,498,815
Total comprehensive loss for the year	-	(15,018)	(15,018)
At 31 March 2014	22,584,233	(100,436)	22,483,797
Total comprehensive loss for the year	-	(14,918)	(14,918)
At 31 March 2015	22,584,233	(115,354)	22,468,879

# STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2015

	Note	2015 USD	2014 USD
Cash flows from operating activities			
Operating loss for the year		(14,918)	(15,018)
Operating loss before working capital changes		(14,918)	(15,018)
(Decrease)/increase in accruals		(300)	900
Net cash used in operating activities		(15,218)	(14,118)
Cash flows from investing activity			
Advance to investee company	11	(100,000)	_
Net cash used in investing activity		(100,000)	-
Net decrease in cash and cash equivalents		(115,218)	(14,118)
Cash and cash equivalents at beginning of the year		280,618	294,736
Cash and cash equivalents at end of the year		165,400	280,618

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2015

#### 1. GENERAL INFORMATION

The Company was incorporated in Mauritius on 4 June 2008 as a private company limited by shares. The Company holds a Category 1 Global Business Licence issued by the Financial Services Commission and has its registered office at IFS Court, TwentyEight, Cybercity, Ebene, Mauritius.

The principal activity of the Company is to act as investment holding company.

The financial statements of the Company are presented in United States Dollars (USD).

#### 2. BASIS OF PREPARATION

#### (a) <u>Statement of compliance</u>

The financial statements are prepared in accordance with and comply with International Financial Reporting Standards ("IFRS") except for the requirement to prepare consolidated financial statements in compliance with requirements of the Mauritius Companies Act applicable to any company holding a category 1 Global Business Licence and non compliance with IAS 28 – Investment in Associates and Joint Ventures.

#### (b) Basis of measurement

The financial statements have been prepared on a historical cost basis except for financial assets and liabilities which are measured at fair value.

#### (i) Functional and presentation currency

The Company's functional and presentation currency is USD and all values are rounded to the nearest Dollar. USD is the currency of the primary economic environment in which it operates and the Company's performance is evaluated and its liquidity is managed in USD.

#### (ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies are retranslated at year-end exchange rates and differences in exchange are accounted for in the statement of profit or loss and other comprehensive income.

# (c) <u>Use of estimates and judgment</u>

The preparation of financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the end of the reporting period and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2015

#### 2. BASIS OF PREPARATION (CONTINUED)

## (c) <u>Use of estimates and judgment</u> (continued)

Estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates are recognised in the period in which the estimate is revised and in any future period affected.

#### (d) Going concern

The Company's management has made an assessment of the Company's ability to continue as a going concern and is satisfied that the Company has the resources to continue in business for the foreseeable future. Furthermore, the management is not aware of any material uncertainties that may cast significant doubt upon the Company's ability to continue as a going concern. Therefore, the financial statements continue to be prepared on a going concern basis.

#### 3. SIGNIFICANT ACCOUNTING POLICIES

#### (a) Application of new and revised International Financial Reporting Standards (IFRSs)

Amendments to IFRSs and the new Interpretation that is mandatorily effective for the current year

In the current year, the Company has applied a number of amendments to IFRSs and new Interpretation issued by the International Accounting Standards Board (IASB) that are mandatorily effective for an accounting period that begins on or after 1 January 2014.

Amendments to IFRS 10, IFRS 12 and IAS 27 Investment Entities

The amendments to IFRS 10 define an investment entity and require a reporting entity that meets the definition of an investment entity not to consolidate its subsidiaries but instead to measure its subsidiaries at fair value through profit or loss in its consolidated and separate financial statements.

To qualify as an investment entity, a reporting entity is required to:

- Obtain funds from one or more investors for the purpose of providing them with investment management services;
- Commit to its investor(s) that its business purpose is to invest funds solely for returns from capital appreciation, investment income, or both; and
- measure and evaluate performance of substantially all of its investments on a fair value basis.

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2015

#### 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(a) Application of new and revised International Financial Reporting Standards (IFRSs) (continued)

Amendments to IFRS 10, IFRS 12 and IAS 27 Investment Entities (continued)

Consequential amendments have been made to IFRS 12 and IAS 27 to introduce new disclosure requirements for investment entities.

As the Company is not an investment entity (assessed based on the criteria set out in IFRS 10 as at 1 January 2014), the application of the amendments has had no impact on the disclosure or the amounts recognised in the Company's financial statements.

Amendments to IAS 32 offsetting Financial Assets and Financial Liabilities

The amendments to IAS 32 clarify the requirements relating to the offset of financial assets and financial liabilities. Specifically, the amendments clarify the meaning of 'currently has a legally enforceable right of set-off' and 'simultaneous realisation and settlement'.

As the Company does not have any financial assets and financial liabilities that qualify for offset, the application of the amendments has had no impact on the disclosure or on the amounts recognised in the Company's financial statements.

Amendments to IAS 36 Recoverable Amount Disclosures for Non-Financial Assets

The Company has applied the amendments to IAS 36 Recoverable Amount Disclosures for Non-Financial Assets for the first time in the current year. The amendments to IAS 36 remove the requirement to disclose the recoverable amount of a cash-generating unit (CGU) to which goodwill or other intangible assets with indefinite useful lives had been allocated when there has been no impairment or reversal of impairment of the related CGU. Furthermore, the amendments introduce additional disclosure requirements applicable to when the recoverable amount of an asset or a CGU is measured at fair value less costs of disposal. These new disclosures include the fair value hierarchy, key assumptions and valuation techniques used which are in line with the disclosures required by IFRS 13 Fair Value Measurements.

The application of these amendments has had no material impact on the disclosures in the Company's financial statements.

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2015

# 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(a) Application of new and revised International Financial Reporting Standards (IFRSs) (continued)

Amendments to IAS 39 Novation and Derivatives and Continuation of Hedge Accounting

The amendments to IAS 39 provide relief from the requirement to discontinue hedge accounting when a derivative designated as a hedging instrument is novated under certain circumstances. The amendments also clarify that any change to the fair value of the derivative designated as a hedging instrument arising from the novation should be included in the assessment and measurement of hedge effectiveness.

As the Company does not have any derivatives that are subject to novation, the application of these amendments has had no impact on the disclosures or on the amounts recognised in the Company's financial statements.

IFRIC 21 Levies

IFRIC 21 addresses the issue as to when to recognise a liability to pay a levy imposed by a government. The Interpretation defines a levy, and specifies that the obligating event that gives rise to the liability is the activity that triggers the payment of the levy, as identified by legislation. The Interpretation provides guidance on how different levy arrangements should be accounted for, in particular, it clarifies that neither economic compulsion nor the going concern basis of financial statement preparation implies that an entity has a present obligation to pay a levy that will be triggered by operating in a future period.

The application of this Interpretation has had no material impact on the disclosures or on the amounts recognised in the Company's financial statements

### (b) New and revised IFRSs in issue but not yet effective

The Company has not applied the following new and revised IFRSs that have been issued but are not yet effective.

IFRS 9 Financial Instruments (effective for annual periods beginning on

or after 1 January 2018, with earlier application permitted)

IFRS 15 Revenue from Contracts with Customers (effective for annual

periods beginning on or after 1 January 2017, with earlier

*application permitted)* 

Amendments to IFRS 11 Accounting for acquisition of interest in Joint Operations

(effective for annual periods beginning on or after 1 January

2016, with earlier application permitted)

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2015

#### 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

New and revised IFRSs in issue but not yet effective (continued) (b)

Amendments to IAS 16 and IAS 38	Clarification of Acceptable Methods of Depreciation and Amortisation (effective for annual periods beginning on or after 1 January 2016, with earlier application permitted)
Amendments to IAS 16 and IAS 41	Agriculture: Bearer Plants (effective for annual periods beginning on or after 1 January 2016, with earlier application permitted)
Amendments to IAS 19	Defined Benefit Plans: Employee Contributions (effective for annual periods beginning on or after 1 July 2014, with earlier application permitted)

Annual improvements to IFRS 2010-2012 Cycle (effective for annual periods beginning on or after 1 July 2014, with limited exceptions. Earlier application permitted)

IFRS 2 (Amendment) – Change the definitions of 'vesting condition' and 'market condition' and add definitions for 'performance condition' and 'service condition'. Effective for sharebased payment transactions for which the grant date is on or after 1 July 2014.

IFRS 3 (Amendment) – Clarify that contingent consideration that is classified as an asset or a liability should be measured at fair value at each reporting date irrespective of whether the contingent consideration is a financial instrument within the scope of IFRS 9 or IAS 39 or a non-financial asset or liability. Effective for business combinations for which the acquisition date is on or after 1 July 2014.

IFRS 8 (Amendment) – Require an entity to disclose the judgements made by management in applying the aggregation criteria to operating segments and clarify that a reconciliation of the total of the reportable segments' assets to the entity's assets should only be provided if the segment assets are regularly provided to the chief operating decision-maker.

IFRS 13 (Amendment) – Clarify that the issue of IFRS 13 and the consequential amendments to IAS 39 and IFRS 9 did not remove the ability of short-term receivables and payables with no stated interest rate at their invoice amounts without discounting, if the effect of discounting is immaterial. The amendment is immediately affective.

IAS 16 and IAS 38 (Amendments) - Remove perceived consistencies in the accounting for accumulated depreciation/amortisation when an item of property, plant and equipment or an intangible asset is revalued.

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2015

#### 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

## (b) New and revised IFRSs in issue but not yet effective (continued)

Annual improvements to IFRS 2010-2012 Cycle (effective for annual periods beginning on or after 1 July 2014, with limited exceptions. Earlier application permitted) (continued)

IAS 24 (Amendment) – Clarify that a management entity providing key management personnel services to a reporting entity is a related party of the reporting entity.

IFRS 3 (Amendments) - Clarify that the standard does not apply to the accounting for the formation of all types of joint arrangement in the financial statements of the joint arrangement itself.

IFRS 13 (Amendments) – Clarify that the scope of the portfolio exception for measuring the fair value of a group financial assets and financial liabilities on a net basis includes all contracts that are within the scope of, and accounted for in accordance with, IAS 39 or IFRS 9, even if those contracts do not meet the definitions of financial assets or financial liabilities within IAS 32.

IAS 40 (Amendments) – Clarify that IAS 40 and IFRS 3 are not mutually exclusive and application of both standards may be required. Consequently, an entity acquiring investment property must determine whether:

- (a) The property meets the definition of investment property in terms of IAS 40; and
- (b) The transaction meets the definition of a business combination under IFRS 3.

The directors of the Company do not anticipate that the application of the amendments will have a significant impact on the Company's financial statements.

#### (c) <u>Investment in subsidiary</u>

Subsidiary undertakings are those entities in which the Company has an interest of more than one half of the voting rights or otherwise has power to exercise control over the operations.

Investment in subsidiary is shown at cost. Where an indication of impairment exists, the recoverable amount of the investment is assessed. Where the carrying amount is greater than the estimated recoverable amount, it is written down immediately to its recoverable amount and the difference is charged to the statement of profit or loss and other comprehensive income. On disposal of an investment, the difference between the net disposal proceeds and the carrying amount is charged or credited to the statement of profit or loss and other comprehensive income.

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2015

#### 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### (d) Investment in associate

Associates are those entities in which the Company has significant influence, but not control, over the financial and operating policies. Significant influence is presumed to exist when the Company holds between 20 and 50 percent of the voting power of another entity. The investment has been stated at cost as the directors consider that the fair value approximates at least the cost.

### (e) <u>Cash and cash equivalents</u>

Cash comprises of currency and current deposits with banks. Cash equivalents are short term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of change in value and are held for the purpose of meeting short term cash commitments rather than investment or other purpose.

#### (f) Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market and are approximately equal to their fair values.

### (g) <u>Financial instruments</u>

Financial instruments carried on the statement of financial position include advances to investee companies, cash and cash equivalents and accruals. The particular recognition methods adopted are disclosed in the individual policy statements associated with each item.

#### (h) Taxation

Income tax expense comprises current and deferred tax. Current tax and deferred tax are recognised in profit or loss except to the extent that it relates to items recognised directly in equity or in other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at end of the reporting period, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for the following temporary differences: the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss, and differences relating to investments in subsidiaries and jointly controlled entities to the extent that it is probable that they will not reverse in the foreseeable future. In addition, deferred tax is not recognised for taxable temporary differences arising on the initial recognition of goodwill. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the end of the reporting period.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2015

#### 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

# (h) <u>Taxation</u> (continued)

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

A deferred tax asset is recognised for unused tax losses, tax credits and deductible temporary differences, to the extent that it is probable that future taxable profits will be available against which they can be utilised. Deferred tax assets are reviewed at end of each reporting period and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

#### (i) Related parties

Related parties are individuals and companies where the individual or company has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions.

#### (i) Trade and other payable

Payables are stated at their nominal value.

### (k) Revenue recognition

Interest income is recognised on a time proportion basis unless collectibility is in doubt.

#### (l) Expense recognition

All expenses are accounted for in the statement of profit or loss and other comprehensive income on the accruals basis.

### (m) Stated capital

Ordinary shares and optionally convertible preference shares are classified as equity.

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2015

#### 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### (n) <u>Provisions</u>

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate of the amount can be made. At time of effective payment, the provision is deducted from the corresponding expenses.

## (o) Impairment

At end of each reporting period, the Company reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows.

## 4. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

Critical accounting judgements in applying the Company's accounting policies

In the process of applying the Company's accounting policies, which are described in Note 3, the directors have made the following judgements that have the most significant effect on the amounts recognised in the financial statements.

Determination of functional currency

The determination of the functional currency of the Company is critical since recording of transactions and exchange differences arising thereon are dependent on the functional currency selected. As described in note 2 (b), the directors have considered those factors therein and have determined that the functional currency of the Company is the United States Dollar.

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2015

#### 5. INVESTMENT IN SUBSIDIARY

	2015	2014
	USD	USD
(Unquoted)		
At beginning and end of the year	30,654	30,654

The details of the investment in subsidiary as at 31 March 2015 are as follows:

Name of subsidiary	Country of incorporation	Number and type of shares	% Holding	Cost
•	•			USD
	United Arab	75 equity shares of		
Oasis Holding FZC	Emirates	AED 1,500 each	75%	30,654

Oasis Holding FZC is engaged in investment of own financial resources and has incurred expenses for plot of land and development thereof for construction of labour accommodation.

The directors are of opinion that there is no impairment on the value of the investment at 31 March 2015 and that the fair value approximates at least its cost.

No consolidated accounts have been prepared as the directors of the Company have taken advantage of the exemption under the Mauritius Companies Act 2001, which exempts a company holding a Global Business Licence 1 from preparing consolidated financial statements when it is a wholly owned or a virtually wholly owned subsidiary of any company.

#### 6. INVESTMENT IN ASSOCIATE

	2015	2014
	USD	USD
(Unquoted)		
At beginning and end of the year	20,436	20,436

The details of the investment in associate as at 31 March 2015 are as follows:

Name of associated company	Country of incorporation	Number and type of shares	% holding	Cost
				USD
Searock Developers	United Arab Emirates	50 equity shares of AED 1,500 each	50%	20,436

Searock Developers FZC is engaged in Real Estate Development and related activities.

The investment in associate has been valued at cost.

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2015

#### 7. ADVANCES TO INVESTEE COMPANIES

	2015	2014
	USD	USD
At beginning of the year	22,154,564	22,154,564
Advances made during the year	100,000	
At end of the year (see note 11)	22,254,564	22,154,564

The advances to investee companies are unsecured, interest free and are expected to be settled in cash after more than one year. During the year under review, an advance of USD100,000 was made to Oasis Holding FZC for the development of labour camps on plot purchased in Al Khawaneej in 2008.

#### 8. STATED CAPITAL

	2015	2014
	USD	USD
Issued and fully paid		
Ordinary shares of USD1 each		
At beginning and end of the year	9,933	9,933
Optionally convertible preference shares of USD1 each		
At beginning and end of the year	22,574,300	22,574,300
Total	22,584,233	22,584,233

Ordinary shares are non-redeemable shares and have right to distribution. Holders of the ordinary shares have the right to vote on all matters submitted to shareholders except those requiring approval of the optionally convertible preference shareholders.

Optionally convertible preference shares ("OCPS") are redeemable at par by the Company to its holders and are not to be redeemed below its issue price. The OCPS can be converted into ordinary shares at the option of its holder as well as at the option of the Company at any time after issue of OCPS. The OCPS can be converted within 10 years in the ratio of one OCPS for one ordinary share. The OCPS do not have any voting rights at shareholders' meetings of the Company except on matters affecting their rights. The OCPS have priority for distribution over ordinary shares on winding up.

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2015

#### 9. TAXATION

#### Income tax

The Company is under current laws and regulations, liable to pay income tax on its net income at a rate of 15%. The Company is, however, entitled to a tax credit equivalent to the higher of actual foreign tax suffered or 80% of Mauritius tax payable in respect of its foreign source income tax thus reducing its maximum effective tax rate to 3%.

The Company has received a Tax Residence Certificate from the Mauritius Revenue Authority which entitles it to certain reliefs pursuant to the treaty concluded between Mauritius and India for the avoidance of double taxation. The tax residence certification is renewable on an annual basis, subject to the tax residency conditions being satisfied.

No Mauritian capital gain tax is payable on profits arising from sale of securities, and any dividends and redemption proceeds paid by the Company to its shareholders will be exempt in Mauritius from any withholding tax.

At 31 March 2015, the Company had accumulated tax losses of **USD73,186** (2014: USD81,918) and, therefore, no provision for income tax has been made.

#### Deferred tax

A deferred tax asset of **USD2,196** (2014: USD2,458) has not been recognised in respect of the tax losses carried forward as the directors consider that it is not probable that future taxable profit will be available against which the unused tax losses can be utilised.

The reconciliation between the actual tax expense and the tax calculated at the applicable rate of 15% for the year under review is as follows:

	2015	2014	
	USD	USD	
Operating loss for the year	(14,918)	(15,018)	
Tax at the rate of 15% Tax effect of:	(2,238)	(2,253)	
Unauthorised deduction	(8,740)	(10,035)	
Tax credit of 80%	8,782	9,830	
Deferred tax not recognised	2,196	2,458	
Tax expense	<u>-</u>		

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2015

#### 10. FINANCIAL INSTRUMENTS AND ASSOCIATED RISKS

The Company is exposed to various types of risks that are associated with the financial instruments. The most important types of financial risk to which the Company is exposed are market risk, credit risk and liquidity risk.

The nature and extent of the financial instruments outstanding at end of the reporting period and the risk management policies employed by the Company are discussed below.

### (a) Market risk

Market risk embodies the potential for both loss and gains and includes currency risk, interest rate risk and price risk. The Company's market risk is managed by the Company in accordance with policies and procedures in place.

#### (i) Currency risk

The Company may enter into transactions denominated in currencies other than its functional currency. Consequently, the Company is exposed to risks that the exchange rate of its currency relative to other foreign currencies may change in a manner that has an adverse effect on the value of that portion of the Company's assets or liabilities denominated in currencies other than the USD.

#### Currency profile

The Company's total net exposure to fluctuations in foreign currency exchange rates at the end of the reporting period was as follows:

	2015		2014	
	Financial	Financial	Financial	Financial
	assets	liabilities	assets	liabilities
	USD	USD	USD	USD
Dirhams	22,254,564	-	22,154,564	-
<b>United States Dollars</b>	165,400	3,800	280,618	4,100
	22,419,964	3,800	22,435,182	4,100

#### Sensitivity analysis

The following table details the Company's sensitivity to a 5% increase and decrease in Dirhams against the USD. 5% is the sensitivity rate used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the monetary items and adjusts their translation at the period end for a 5% change in foreign currency rates. A positive number below indicates an increase in profit and other equity where the Dirhams strengthens 5% against the USD. For a 5% weakening of Dirhams against the USD, there would be an equal and opposite impact on the profit and other equity, and the balances below would be negative.

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2015

#### 10. FINANCIAL INSTRUMENTS AND ASSOCIATED RISKS (CONTINUED)

- (a) Market risk (continued)
- (i) Currency risk (continued)

Sensitivity analysis (continued)

	Increase /(decrease) in foreign	Effect on	eanity
	exchange rate	2015	2014
		USD	USD
Depreciation of USD			
in relation to Dirhams	+5%	(1,059,741)	(1,054,979)
Appreciation of USD			
in relation to Dirhams	-5%	1,171,293	1,166,030

#### (ii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

The Company's financial assets (except bank deposits) and liabilities are non-interest-bearing. As such, the Company is not subject to significant risk due to fluctuations in the prevailing levels of the market interest rates. Interest income from bank deposits may fluctuate in amount, in particular due to changes in the interest rates. However, the interest rate risk of the Company was insignificant on its cash at bank as at 31 March 2015.

# (iii) Price risk

Price risk is the risk that the value of the instrument will fluctuate as a result of changes in market prices, whether caused by factors specific to the investment or all factors affecting all instruments traded in the market.

The Company is not exposed to price risk as the shares of the investee companies are not quoted.

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2015

#### 10. FINANCIAL INSTRUMENTS AND ASSOCIATED RISKS (CONTINUED)

#### (b) Credit risk

Credit risk represents the potential loss that the Company would incur if counter parties fail to perform pursuant to the terms of their obligations to the Company. The maximum exposure to credit risk is represented by the carrying amount of each financial asset in the statement of financial position.

The maximum exposure of financial assets to credit risk for the year is as follows:

	2015	2014
	USD	USD
Advances to investee companies	22,254,564	22,154,564
Cash and cash equivalents	165,400	280,618
	22,419,964	22,435,182

## (c) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The following are the contractual maturities of financial liabilities:

At 31 March 2015	Less than one year USD	Between 1 and 5 years USD	
Accruals	3,800		
At 31 March 2014			
Accruals	4,100		

#### (d) Capital risk management

The Company's primary objectives when managing capital are to safeguard the Company's ability to continue as a going concern.

The Company defines "capital" as including all components of equity.

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2015

## 10. FINANCIAL INSTRUMENTS AND ASSOCIATED RISKS (CONTINUED)

#### (d) Capital risk management (continued)

The Company's capital structure is regularly reviewed and managed with due regard to the capital management practices of the Company. Adjustments are made to the capital structure in light of changes in economic conditions affecting the Company, to the extent that these do not conflict with the directors' fiduciary duties towards the Company or the requirements of local regulation.

The Company was not subject to externally imposed capital requirements during the year under review.

#### 11. RELATED PARTY TRANSACTIONS

The following transactions were carried out with related parties during the year ended 31 March:

			Volume	e Balance	
		Nature of	2015	2015	2014
Related parties	Relationship	transactions	USD	USD	USD
Oasis Holding FZC	Subsidiary	Amount advanced	100,000	6,600,075	6,500,075
Searock Developers FZC	Associate	Amount advanced	100,000	15,654,489 22,254,564	15,654,489 22,154,564

#### 12. HOLDING AND ULTIMATE HOLDING COMPANIES

The directors regard Jai Realty Ventures Limited as the Company's holding company and Jai Corp Limited as its ultimate holding company, both companies incorporated in India. Jai Corp Limited is listed on the National Stock Exchange and Bombay Stock Exchange in India.

#### 13. EVENTS AFTER THE REPORTING PERIOD

There have been no material events since the end of the reporting period which would require disclosures or adjustments to the financial statements for the year ended 31 March 2015.