2019

ANNUAL REPORT

United Investments Ltd

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CHAIRMAN'S & CEO'S REVIEW

Didier Merven

Michel Guy Rivalland

Dear Shareholder,

On behalf of the Board of Directors, we are pleased to present United Investments Ltd's (UIL) Annual report for the financial year ending 30th June 2019. The year under review produced mixed results.

Restructuring

We have unfortunately not been able to achieve our desired scheme of arrangement even though it was approved by a majority of shareholders, at a Special Meeting of Shareholders held on 19th November 2018. The ruling to consider the scheme petition and objections is yet to be delivered by the judge.

Investment Holding

Total Group Equity as at 30th June 2019 stood at Rs 2,394.2M (2018 – Rs 2,324.5M) representing an increase of 3.0 % over the previous year. The corresponding net asset value per share similarly increased to Rs 11.73 per share (2018 – Rs 11.39).

Group profit after tax increased by 21% to Rs 69.7M bringing the earnings per share to Rs 0.34 for the year under review.

We have embarked on an ambitious task of refocussing on our core competencies across our main investee companies. This re-focussing exercise, together with adequate cost control measures and aggressive marketing and commercial actions, should pave the way for a greater revenue generating capacity from our investee companies and ultimately improve our operational results.

Operations Overview and Outlook

Non-Financial Services Investees

The non-financial services investees, regrouped under the OXIA brand, had mitigated results.

Intego, (formerly known as Island Renewable Fertilizers and Island Chemicals) which regroups our fertilizer and chemical businesses, had a challenging year. With sugar prices at a record low and production in Mauritius constantly falling, both volumes and margins declined. We have extensively restructured the business in view of bringing it back to profitability this year.

La Moisson, whose main operations is the outsourcing to the cane industry, was adversely impacted by the low extraction levels in some parts of the country and low sugar output levels. Against this background, we have decided to review our operations and structure, to better position the business going forward. We are providing our full support to the management in the reorganisation process. All the big growers need to address ways to cut costs and the outsourcing of their infield and outfield operations to third parties will help to gain economies of scale. With these two companies, we are one of the biggest outsourcers to the cane industry and are already seeing the growing benefits of outsourcing this year. We believe this is a trend that will continue over the next few years and we are well placed strategically to benefit from this situation.

CHAIRMAN'S & CEO'S REVIEW

Mechanization Company (MECOM) and its subsidiaries, other than La Moisson, performed below par. Whilst we have a good business with solid commercial foundations, we believe that there is scope to further improve our efficiencies within our operations, with the use of technology. Therefore, a major revision of the operations has been carried out and will be implemented in the coming months. MECOM is a rough-cut diamond that demands to be polished now.

Quantilab is operating profitably for the second consecutive year. Excellence is always rewarded and Quantilab is an example of that. It now has clients in 27 countries. The company is growing its client base steadily and has several projects that will create economies of scale and help it grow substantially over the next few years. This is an operation where personnel are key and during the first 5 years of operations, we have not seen a major staff turnover. This stability has permitted it to grow steadily and consistently achieve international recognition for the work done.

Megabyte has had a positive year. We embarked five years ago, on a journey to break a quasi-monopoly that was present on the market with respect to banking hardware. This took some substantial investment and time, given the small size of the local market. We are glad to report that the first major contract concerning banking hardware has been obtained and we are now engaging clients to secure on other possible contracts. This will open the door to other business possibilities. Furthermore, we are now a gold partner for HP and have also started renting hardware to corporate clients. Megabyte and its subsidiaries (Multiglobal System and Industrial Coding Solution) operations performed as budgeted.

Attitude Hospitality performed very well again. Our strategy of focussing on the 3 to 4-star segment proved to be correct. We have exceeded our expectations with regards to occupancy and our rates have gone slightly up over the year. We have seen a lot of unfavourable press regarding the hotel industry recently. We have witnessed that the 5-star segment is suffering from a pricing issue, due to the oversupply of rooms, prices have increased too quickly and by too much. The 5-star segment's indebtedness is also a big problem. We are seeing a fall in service levels and overdue renovations being further delayed. This does not presage well for the tourism segment and will probably necessitate an inevitable re-equilibrium.

Mauritius can no longer afford to have half of its room capacity in the 5-star segment. This, on the other hand bodes well for Attitude, which has invested correctly, renovated at the right price and time, and has adequately priced its hotel rooms. Attitude is cash generative after capex, pays healthy dividends and we do not foresee any immediate threats to this 3-4-star business model in the current Mauritian context.

Spending per tourist has remained stagnant over the last 30 years. After readjustment for forex movements, Mauritius needs to realise that it is not a premium destination. There is an oversupply of 5-star rooms and the air access policy should be reviewed.

Attitude, on the back of its success in Mauritius, has started a regional expansion drive and we hope to see an Attitude hotel in one of the Indian Ocean islands soon.

Financial Services Investees

The financial services front, regrouped under the AXYS brand, has experienced some ups and downs this year.

At the beginning of the year, our **Geneva** operations continued to be over stretched with compliance restructuring due to CRS, especially with regards to clients in a certain geographic location. This is now behind us; the businesses are now focussed on new clients, and with a healthy pipeline we are back to a normal and sustainable profitability.

Our **stockbroking operations** in Mauritius and Kenya suffered from the downturn in their respective markets, especially with frontier asset managers pulling out of certain markets which had led to shrinking volumes. We have thus diversified our activities. Like other broking houses in developed countries, we are proposing investment products and are now also engaged in selling them to our client base in both these markets. We are aiming to bring in new clients for both the investment and brokerage services. Currently we have over 30,000 clients within these two countries.

Our Mauritian **global business operations** performed to budget. Several interesting new clients have been secured during the year, which should reflect on our profitability in the coming years. We have also heavily invested in technology to better serve our clients. We have no exposure to India's double taxation agreement (DTA) and this has been to our advantage. For most of our client base, our focus remains on Africa, Europe and the middle east. Our sister company in Dubai is making in-roads as the first licensed corporate service provider, which also acts as a conduit for both our Geneva and Mauritius corporate services operations. We are the first Mauritian group to have our own Sharia Board, on which we will capitalise to develop products for the region. This business operates within a very competitive environment and the fact that we are an integrated services group, this gives us an edge in providing value added services to our existing and potential client base. We have employed full time staff to cover our Southern African clients, to support the continuous development of our corporate finance offering for our international and local clients.

CHAIRMAN'S & CEO'S REVIEW

SPICE Finance, our leasing investee, performed positively during the year. This is mainly thanks to the rigorous approach to costs and reduction of non-performing leases. This business, although operating in a mature business environment, has some exciting developments which are being considered. Technology will change the way we interact with our clients. Therefore, we have further digitalised our main processes during the year. With our captive client base, we are planning to diversify the SPICE brand by offering consumer credit and other complementary services in the coming months. This comes on the back of an in-depth analysis of the market and the identification of what is currently lacking. Again, we believe that technology will be the main differentiating factor for our clients.

We have during the year launched **AXYS Private** which is our private wealth management offering to high net worth individuals (HNWI). Technology is at the forefront of the offering, we have opted for ERI's system, with exceptional security and modularity. Our main targets are the African continent where banking in Europe, due to new regulation, is becoming more cumbersome by the day and this offers a valuable opportunity for us. We are happy to report that the first quarter of the new financial year has been positive, with all our objectives being met.

Our asset management unit performed better than last year, however, it did not meet its forecasted budget for this year. We need scale to realise the full potential of this unit and expect that our new AXYS Private offering will achieve that.

Looking Forward

AXYS is a niche financial services group that has over US12 Billion worth of clients' assets, offers multiple and complementary services and is today, the only such entity in Mauritius. The next step is to focus on cross selling. We will aim to leverage further on our large existing client base, by creating more awareness around the multiple range of products and services we offer. This value proposition is a unique selling point and with the right strategy and execution, we are confident this will have a very positive effect on shareholder value.

Strategically, we have reviewed our focus and decided it was the right time for us to sell our stake in Attitude Hospitality, by seeking a listing on the official market of the Stock Exchange of Mauritius. This process is ongoing at the time of writing this report and will hopefully result in a very successful listing. Over the past eight years we have grown, with the help of our partners and an excellent management team, to become the second largest operator of hotel rooms in Mauritius. As we have said several times previously, we are not empire builders and are prepared to exit investments when we believe the time is right.

Indeed, the time to start thinking of exiting some investments has come and, other than the Attitude investment, we are also looking at several selling and buying opportunities within the group which may occur in the future.

We believe that these measures, both at operational and holding companies' level, will translate into better performances in the near future.

Acknowledgements

To conclude, we would like to thank the members of the Board of Directors for their guidance and contribution. We also extend our thanks to the Management and Staff of UIL and to our investees for their dedication and loyalty, as well as to our Shareholders and Stakeholders for their continued trust and support.

Jean Didier Merven
Chairman

Michel Guy Rivalland
Chief Executive Officer

CORPORATE PROFILE

The Directors have the pleasure of submitting the Annual Report of United Investments Ltd ("UIL" or "the Company") and its subsidiaries (the "Group") together with the audited financial statements for the year ended June 30, 2019.

Board of Directors

Mr. Jean Didier MERVEN (Executive - Chairperson)
Mr. Michel Guy RIVALLAND (Executive)
Mr. Kumar L. GUNNESS (Independent Non-Executive)
Mr. Pierre Arnaud Marc De MARIGNY-LAGESSE
(Independent Non-Executive)
Mr. Joseph Andre Philip Jean JUPPIN DE FONDAUMIERE
(Independent Non-Executive)
Mr. Nicolas Marie Edouard MAIGROT (Non-Executive)
Mr. Marie Donald Henri HAREL (Non-Executive)

Board Committees

Audit Committee

Mr. Joseph Andre Philip Jean JUPPIN DE FONDAUMIERE (Chairperson)
Mr. Kumar L. GUNNESS
Mr. Marie Donald Henri HAREL

Corporate Governance Committee

Mr. Pierre Arnaud Marc De MARIGNY-LAGESSE (Chairperson)
Mr. Didier MERVEN
Mr. Nicolas Marie Edouard MAIGROT

Company Secretary

NWT Secretarial Services Limited
6/7th Floor Dias Pier Building, Le Caudan Waterfront,
Caudan,
Port Louis

Registered Office

6/7th Floor Dias Pier Building, Le Caudan Waterfront,
Caudan,
Port Louis

Registrar and Transfer Agent

MCB Registry and Securities Ltd
Sir William Newton Street,
Port Louis

Auditors

BDO & CO
10 Frère Felix De Valois St,
Port Louis

Bankers

The Mauritius Commercial Bank Limited,
Sir William Newton Street,
Port Louis

AfrAsia Bank Limited
Bowen Square,
10 Dr Ferriere Street,
Port Louis

SBM Bank (Mauritius) Ltd
1, Queen Elisabeth II Avenue,
Port Louis 11328

ABC Banking Corporation Ltd
Weal House
Duke of Edinburgh Avenue
Place D'Armes
Port Louis 1132

Legal Adviser

BLC Robert & Associates
2nd Floor, the AXIS
26 Cybercity,
Ebene 72201

CORPORATE GOVERNANCE REPORT

INTRODUCTION

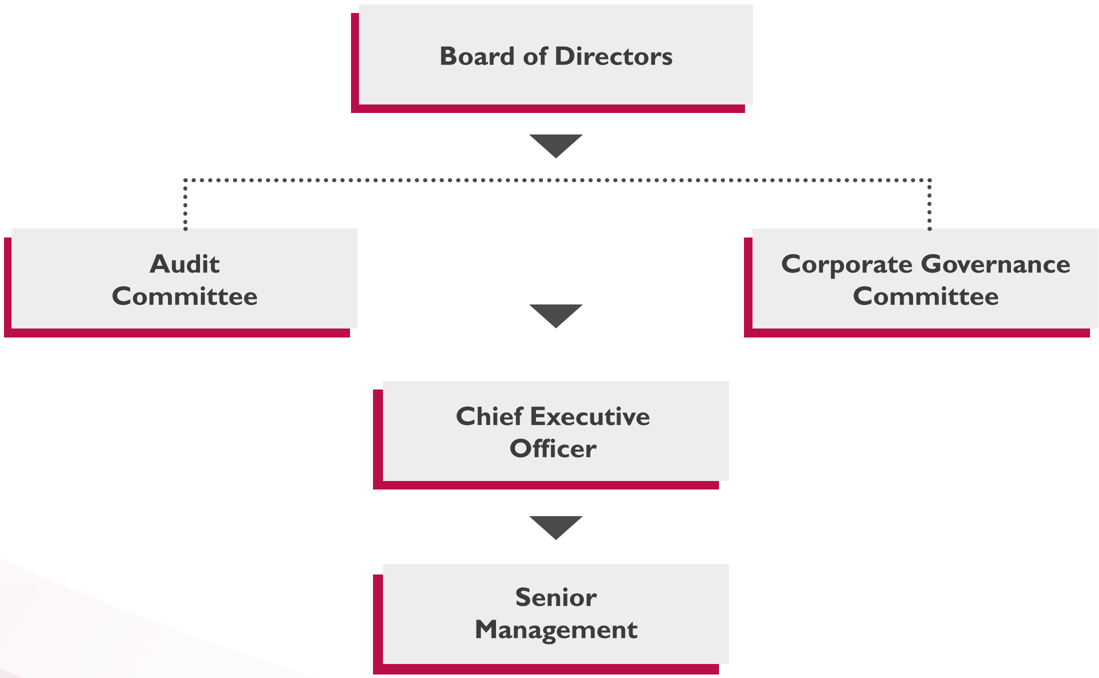
United Investments Ltd ('UIL' / the 'Company') and its subsidiaries (together referred to as the 'Group') are committed to achieving high standards of corporate governance and recognise the importance of good governance to ensure continued growth and create sustainable value for all its stakeholders. UIL is an investment holding company listed on the Development and Enterprise Market of the Stock Exchange of Mauritius and, as a Public Interest Entity ('PIE'), the Board of Directors (the 'Board') has made concerted effort to apply the principles as set out in the National Code of Corporate Governance for Mauritius (2016) (the 'Code') which is based on an 'apply and explain' basis.

PRINCIPLE 1: GOVERNANCE STRUCTURE

The Board is responsible in ensuring that the Group adheres to all relevant legal and regulatory requirements and remains committed to best governance practices for the benefit of all its stakeholders. The Board is also responsible in monitoring and assessing risks in order to ensure that the viability of the Group is sustained at all times. In addition, the Board ensures that its internal control systems and reporting arrangements are designed and set up so as to provide for the effective, prudent and efficient administration of its assets and liabilities. The Board is collectively responsible for the Group's leadership, strategy, values, standards, control, management and the long-term success of the Group.

The Company being in a restructuration phase, the Board initially agreed not to adopt a Board Charter and review the existing terms of reference of the sub committees. Since the Scheme of Arrangement is yet to be sanctioned by the Supreme Court, the Board considered that a Board Charter should be approved and the sub committees' terms of reference reviewed in the line with the requirements of the Code.

The following diagram depicts the relationship between the Board, Board Committees and Management:



CORPORATE GOVERNANCE REPORT

The Board has approved the following key governance documents which are available on the Company's website:

- Code of Ethics
- Organisational Chart
- Statement of major accountabilities
- Appointment and Nomination processes
- Position statements of key senior governance positions

Key Governance Positions

Chairman of the Board

The Chairman is responsible for the effective leadership, operation and governance of the Board and its Committees. He presides meetings of the Board and Shareholders. He ensures that the directors contribute to the development and implementation of the Group Strategy. The Chairman is also responsible for the Board evaluation, director's appraisal, succession planning, induction of new directors and their continuing development. He ensures that relations with the shareholders of the Company are maintained and information is clearly communicated to them through appropriate disclosure.

Mr Jean Didier Merven is the Chairman of the Board and a brief overview of his profile can be found on page 12.

Chief Executive Officer

The function and role of the Chief Executive Officer ('CEO') is separate from that of the Chairman. The CEO is responsible for the day to day management of the Company and acts as the main point of contact between the Board and Management. He is also responsible to develop and implement the Group's long and short-term strategy with a view of creating shareholder value.

Mr Michel Guy Rivalland is the Chief Executive Officer and a brief overview of his profile can be found on page 12.

Chairman of Audit Committee ('AC')

The Chairman of the Audit Committee provides support and advice to the Chairman of the Board. He is responsible to schedule an appropriate number of AC meetings each calendar year so as to enable the AC to carry out its responsibilities diligently and effectively. He also ensures that the AC receives all material to be discussed at the meeting in a timely manner in order to allow AC members sufficient amount of time to review the information provided with.

Mr Joseph Andre Philip Jean Juppin De Fondaumière is the Chairman of the AC and a brief overview of his profile can be found on page 13.

Chairman of Corporate Governance Committee ('CGC')

The Chairman of the CGC provides expertise in the areas of corporate governance and ensures that Board members receives regular and ongoing training and development. He has the responsibility to review on an annual basis the remuneration policy of the Group and oversee the production of the Annual Report.

Mr Pierre Arnaud Marc De Marigny Lagesse is the Chairman of the CGC and a brief overview of his profile can be found on page 12.

CORPORATE GOVERNANCE REPORT

Company Secretary

All Directors have access to the advice and services of the Company Secretary, NWT Secretarial Services Ltd, through its representative V.Oomadevi (Lavineea) Chetty, who is responsible for providing guidance to the Board as to their duties, responsibilities and powers. The Company Secretary is appointed by the Board in accordance with the Company's Constitution.

The Company Secretary ensures that the Board procedures are followed and that applicable rules and regulations as well as principles of good governance are adhered to.

Lavineea graduated in Economics and Finance from the University of Natal, South Africa. She is an Associate of the Institute of Chartered Secretaries and Administrators (UK). She previously worked as Underwriter in the Motor and General Insurance Department at Swan Insurance for ten years and as Company Secretary at Executive Services Ltd for 8 years. Lavineea joined NWT (Mauritius) Ltd as Company Secretary since 2015 and through NWT Secretarial Services Ltd provides company secretarial services to various companies within the AXYS Group.

Senior Management

AXYS Treasury Ltd an ultimate owned subsidiary of UIL, provides management, consultancy and accounting services to the Company. The senior management team of the Group is as follows:

Michel Guy Rivalland
Group Chief Executive Officer

Please refer to page 12 for his profile.

Christine Dove
Group Financial Accountant

Christine is a qualified member of the Association of Chartered Certified Accountants (UK). She has previously worked for three years in the Audit department with DCDM and a further 3 years in the accounting team of Rogers Group. She joined AXYS Group in 2005 as a Financial Accountant where she headed the Accounts and Financial Department. In August 2010, Christine was appointed Group Financial Accountant for UIL Group.

M.J.H.R.Roger Koenig
Chief Finance Executive

Roger Koenig is a Chartered Accountant (SA) and holds a certificate in Theory of Accountancy and Bachelor of Commerce from the University of Cape Town. He is also a member of the Society of Chartered Accountants Mauritius (ICAEW) and member of the Mauritius Institute of Directors (MIoD). After ten years of financial management, he has spent the last sixteen years in senior general management positions, of which twelve years in the capacity of Chief Executive Officer of a well-diversified local company and regional group. He has strong managerial background with local/regional experience and cross sector exposure and has acquired valuable experience serving as Board, Audit Committee and Investment Committee member of several companies during his career. He joined UIL as Chief Finance Executive in June 2016.

Omabhinavsingh Juddoo
Stragtegy and Investment Manager

Omabhinavsingh Juddoo holds a Masters in International Business from Curtin University of Australia and is a member of the ACCA (UK) and Member of the Chartered Institute of Bankers in Scotland. His fields of expertise are Project Management, Treasury and Transaction Advisory. He has been involved in the operations of the Company and its subsidiaries since he joined AXYS Group in 2013 and contributes to the expansion of the Group.

CORPORATE GOVERNANCE REPORT

PRINCIPLE 2: THE STRUCTURE OF THE BOARD AND ITS COMMITTEES

The aim of the Board of UIL is to create the right balance and composition in such a way as to best serve the Company. Given the size and the sector of activities of the Group, the Directors consider that the current Board is of reasonable size and possesses the appropriate mix of competencies, experience, skill and independence to efficiently manage the affairs of the Company. With regards to gender balance, the Board has identified a potential female candidate and her appointment will be proposed at the next annual meeting of shareholders.

The Company is currently managed by a unitary Board of seven members, all residents of Mauritius, out of whom two (2) are Executive Directors, two (2) are Non-Executive and three (3) are Independent Non-Executive Directors.

Directors' Profile

The profiles of the Board Members at 30 June 2019 are as follows:

Jean Didier Merven (Didier Merven)
Executive Director - Chairman

Didier Merven set up in 1992 Portfolio Investment Management Ltd (PIM), one of the very first professional portfolio management companies in Mauritius. Over the following 27 years, Didier Merven has significantly contributed to the diversification of the financial services activities of the Group and continues to oversee the investment management for the high net worth clients.

Directorship in other listed companies: Novus Properties Ltd, Novare Africa Fund PCC in respect of its cell Novare Africa Property Fund One.

Michel Guy Rivalland (Michel Rivalland)
Executive Director

Michel Rivalland is a graduate in Economics, Bsc (Hons), from UK. He joined AXYS Group in 1999 and became a shareholder and Director in 2002. Since 1st July 2010 he occupies the role of CEO of United Investments Ltd.

Michel Guy Rivalland has been instrumental in transforming what started off as an asset management company into a diversified financial services group whose services include securities brokerage, advisory services, fiduciary services, asset financing and deposit taking.

Directorship in other listed companies: Attitude Property Ltd and Les Gaz Industriels Ltd.

Pierre Arnaud Marc De Marigny Lagesse (Marc Lagesse)
Independent Director

Marc Lagesse currently holds directorship in several companies operating in different sectors of the Mauritian economy. He was until recently the Chief Executive Officer of the Hertshten Group, a Mauritian based holding company with operations in 7 countries across the globe involved in international derivatives markets and property. Marc Lagesse was previously the CEO of MCB Capital Markets, part of the MCB Group where he spent 15 years. Marc Lagesse has a BSc in Statistics and Economics from University College London and an MBA from the London Business School.

Directorship in other listed companies: Medine Ltd and Excelsior United Development Companies Limited.

CORPORATE GOVERNANCE REPORT

Joseph Andre Philip Jean Juppin De Fondaumière (Jean De Fondaumière)
Independent Director

Jean De Fondaumière is a Chartered Accountant of Scotland. He worked in Australia for eleven years and he retired as the Chief Executive Officer of the Swan Group at the end of 2006 after fifteen years with the group. He is a past Chairman of The Stock Exchange of Mauritius and his former directorships include companies operating in the African, Indian Ocean and Asia Pacific regions. Jean De Fondaumière currently holds a portfolio of directorships in Mauritius for companies operating in commerce, finance, power generation, sugar and tourism industry.

Directorship in other listed companies: Constance Hotels Services Ltd, Constance La Gaité Company Ltd and Hotelest Ltd.

Kumar L. Gunness
Independent Director

Kumar Gunness qualified as a pharmacist from John Moors University, Liverpool, UK. He has a wide ranging business experience locally and overseas. He is currently the Managing Director and the largest shareholder of the Unicorn Group of companies as well as being director of other local and overseas companies.

Directorship in other listed companies: None.

Nicolas Marie Edouard Maigrot (Nicolas Maigrot)
Non-Executive Director

Nicolas Maigrot is the Managing Director of Terra Mauricia Ltd since 1st January 2016. He started his career as Management Controller at Floreal Knitwear in 1989. He headed the Mauritius and Madagascar operations between 1995 and 1998 and was appointed as Chief Executive Officer of Floreal Knitwear in 2003 and of Ciel Textile (knits and knitwear division) in 2009. He was then recruited as Chief Executive Officer of Ireland Blyth Limited in 2010, a post he held until 2015.

Directorship in other listed companies: Terra Mauricia Ltd, Swan General Ltd and United Docks Ltd.

Marie Donald Henri Harel (Henri Harel)
Non-Executive Director

Henri Harel first worked in South Africa as an auditor with De Ravel, Boulle, Saad & Wyman (Chartered Accountants). He then occupied the post of Internal Auditor with Toyota S.A. Manufacturing and that of Financial Accountant at Amalgamated Beverage Industries Ltd (Coca-Cola). Upon his return to Mauritius in 1991, he worked for Société de Gérance de Mon Loisir as Financial Controller until 1996, when he joined Harel Frères Limited in a similar position. He is at present Terra's Group Chief Finance Officer and a Management Committee member. He has also been the Chairman of the Sugar Industry Pension Fund and of its Finance and Investment Committee.

Directorship in other listed companies: Terra Mauricia Limited and Swan Insurance Co. Ltd.

CORPORATE GOVERNANCE REPORT

DIRECTORSHIP OF THE GROUP AT 30 JUNE 2019

APEX Africa Capital Limited
- Azim Jamal VIRJEE
- Jitendrakumar Chhotabhai PATEL
- Charles Makori OMAGA
- Tejveer Singh RAI
- Louis Augustin Marie LALLIA
- Vikash TULSIDAS

AXYS Ltd
- V. Oomadevi CHETTY
- Omabhinavsingh JUDDOO
- Marie Joseph Henri R Roger KOENIG
- Didier MERVEN
- Michel Guy RIVALLAND

AXYS Group Ltd
- Didier MERVEN
- Michel Guy RIVALLAND

Attitude Hospitality Ltd
- Maxime Jean Francois DESVAUX DE MARIGNY
- Georges Vincent DESVAUX DE MARIGNY
- Vincent GRIMOND
- Didier MERVEN
- Jean Michel PITOT
- Marie Adrien Robert Michel PITOT
- Michel Guy RIVALLAND
- Deenesh SEEDOYAL
- Armelle BOURGAULT DU COUDRAY

AX East Africa Holdings Ltd
- Louis Augustin Marie LALLIA
- Vikash TULSIDAS

AXYS Corporate Advisory Ltd (Mauritius)
- Didier MERVEN
- Louis Augustin Marie LALLIA

AXYS Corporate Advisory Limited (Seychelles)
- Didier MERVEN
- Louis Augustin Marie LALLIA

AX Offshore Ltd
- Louis Augustin Marie LALLIA
- Didier MERVEN

AX International
- Didier MERVEN
- Michel Guy RIVALLAND
- Eendren VENCHARD
- Colin WALKER
- Thierry VALLET

AX Holding
- Michel Guy RIVALLAND
- Eendren VENCHARD

AXYS Holding Ltd
- Michel Guy RIVALLAND
- Sébastien PITOT

AXYS Investment Partners Ltd
- Constantin Robert Marie DE GRIVEL
- Marie Christine DOVE
- Louis Augustin Marie LALLIA
- Didier MERVEN
- Michel Guy RIVALLAND

AXYS Patrimoine Ltd
- Michel Guy RIVALLAND
- Sébastien PITOT

AXYS Stockbroking Ltd
- Michel Guy RIVALLAND
- Vikash TULSIDAS
- Melvyn Yao Tsen CHUNG KAI TO

Emineo Ltd
- Jacques Arnaud DOGER DE SPEVILLE
- Michel Guy RIVALLAND
- Charles Paul Luc HAREL
- Robert Edgar Joseph NOEL

Emineo Holding Ltd
- Jacques Arnaud DOGER DE SPEVILLE
- Michel Guy RIVALLAND
- Charles Paul Luc HAREL
- Robert Edgar Joseph NOEL
- Bernard COUTEAUX

Four Oaks Advisors Ltd
- Louis Augustin Marie LALLIA
- Richard Nicholas CHARRINGTON
- Reenu Jadaw LILKUNT
- Jesse Joe KOTI

Frontiere Corporate Administrators Ltd
- Marie Claire GOOLAM HOSSEN
- Jenny WONG WONG CHEUNG

Frontiere Finance International Limited
- Margot PIENAAR
- Michel Guy RIVALLAND
- Didier MERVEN

Frontiere Finance Holding Ltd
- Rory Kenneth Denoon KIRK
- Jenny WONG WONG CHEUNG

Frontiere Corporate Services Ltd
- Rory Kenneth Denoon KIRK
- Marie Claire GOOLAM HOSSEN
- Jenny WONG WONG CHEUNG

Frontiere Finance Ltd
- Rory Kenneth Denoon KIRK
- Marie Claire GOOLAM HOSSEN
- Jenny WONG WONG CHEUNG

Intego Ltd
- Noel Gerard DE RAVEL
- Didier MERVEN
- Michel Guy RIVALLAND
- Dani Desire Emmanuel JOSEPH
- Omabhinavsingh JUDDOO

Intego Green Ltd
- Dani Desire Emmanuel JOSEPH
- Michel Guy RIVALLAND
- Didier MERVEN
- Noel Gerard DE RAVEL
- Omabhinavsingh JUDDOO

Island Catch Ltd
- Didier MERVEN
- Michel Guy RIVALLAND

Island Fertilizers Logistics Ltd
- Didier MERVEN
- Michel Guy RIVALLAND

La Moisson Ltee
- Isabelle ADAM
- Luc BAX DE KEATING
- Joseph Claude Alain NOEL

CORPORATE GOVERNANCE REPORT

DIRECTORSHIP OF THE GROUP AT 30 JUNE 2019

Les Gaz Industriels Ltee
- Sivavalan MOODELEY
- Catherine MCILIRAITH
- Antoine Louis HAREL
- Johannes Kruger MARIUS
- Edouard Philippe Christopher HART DE KEATING
- Laurent BOURGAULT DE COUDRAY

Lombard Management Services Ltd
- Didier MERVEN
- Michel Guy RIVALLAND
- Vikash TULSIDAS
- Eendren VENCHARD

Mechanization Company Ltd
- Isabelle ADAM
- Luc BAX DE KEATING
- Laurent BOURGAULT DU COUDRAY
- Harold James MAYER
- Michel Guy RIVALLAND
- Joseph Claude Alain NOEL
- Denis Robert Wiehe LAGESSE
- Marie Joseph Henri R Roger KOENIG

Megabyte Investment Ltd
- Thierry GIRAUD
- Michel Guy RIVALLAND
- Omabhinavsingh JUDDOO

Megabyte Ltd
- Thierry GIRAUD
- Michel Guy RIVALLAND
- Omabhinavsingh JUDDOO

NWT (Mauritius) Limited
- Didier MERVEN
- Michel Guy RIVALLAND
- Vikash TULSIDAS
- Eendren VENCHARD

NWT Caversham SA
- Colin WALKER
- Michel Guy RIVALLAND
- Anna NYDEGGER

NWT Management SA
- Colin WALKER
- Judith CHATOO
- Anna NYDEGGER

NWT Suisse Conseil SA
- Colin WALKER
- Judith CHATOO
- Anna NYDEGGER
- Frederic RAGNO
- Benjamin VERNE

OXIA Ltd
- V. Oomadevi CHETTY
- Omabhinavsingh JUDDOO
- Didier MERVEN
- Michel Guy RIVALLAND
- Marie Joseph Henri R Roger KOENIG

OXIA Agro Ltd
- Didier MERVEN
- Michel Guy RIVALLAND
- Omabhinavsingh JUDDOO

OXIA Hospitality Ltd
- Didier MERVEN
- Michel Guy RIVALLAND
- Omabhinavsingh JUDDOO

OXIA Tech Ltd
- Didier MERVEN
- Michel Guy RIVALLAND
- Omabhinavsingh JUDDOO

Parts Supply Services Limited
- Bertrand QUEVAUVILLIERS

Quantilab Holding Ltd
- Didier MERVEN
- Michel Guy RIVALLAND
- Hubert G. G. J. LECLEZIO
- Geraldine Paule Freddy JAUFFRET

Quantilab Ltd
- Didier MERVEN
- Michel Guy RIVALLAND
- Hubert G. G. J. LECLEZIO
- Guy Joseph Bertrand BAUDOT
- Geraldine Paule Freddy JAUFFRET
- Antoine Joseph Frantz MERVEN
- Rajkamal TAPOSEEA

S.C.E.T.I.A Holding Ltd
- Luc BAX DE KEATING
- Michel Guy RIVALLAND
- Bertrand QUEVAUVILLIERS

SPICE Finance Ltd
- Laurent BOURGAULT DU COUDRAY
- Sébastien PITOT
- Albert Pierre Gilbert POISSON
- Vikash TULSIDAS
- P. J. P. Edouard ESPITALIER NOEL
- Marie D F Sylvain PASCAL
- Ouma Shankar OCHIT
- Vijeyalutchmee MOOTOOSAMY MONIEN

CORPORATE GOVERNANCE REPORT

Directors' and officers' interests in UIL's shares

The Directors follow the principles of the model code on securities transactions as detailed in the Mauritius Stock Exchange listing rules and in accordance with the Companies Act 2001, written records of the interests of the Directors and their closely related parties in the shares of the Company are kept in a Register of Directors' Interests ('The Register') by the Company Secretary. The Register is available to shareholders upon request to the Company Secretary.

As soon as a Director becomes aware that he is interested in a transaction or that his holdings or his associates' holdings have changed, the interest should be reported to the Group. The Register of Interests is updated with every transaction entered into by the Directors and persons closely associated with them. When it appears to be a conflict of interest, any Director who could have such a conflict of interest will abstain from discussions at Board meetings when the relevant matter is tabled.

Moreover, pursuant to the Securities Act 2005, UIL registered itself as a reporting issuer with the Financial Services Commission ('FSC') and makes every effort to follow the relevant disclosure requirements. The Group keeps a Register of its Insiders and the said register is updated with the notification of interest in securities submitted by the Directors, the officers and the other insiders of UIL.

List of Directors' Direct and Indirect Interest in UIL as at June 30, 2019

Directors	Direct Shareholding Percentage	Indirect Shareholding Percentage
Jean Didier Merven	-	5.552
Michel Guy Rivalland	8.695	-
Pierre Arnaud Marc De Marigny Lagesse	0.245	-
Joseph Andre Philip Jean Juppin De Fondaumière	-	-
Kumar L. Gunness	0.009	0.159
Nicolas Marie Edouard Maigrot	-	-
Marie Donald Henri Harel	0.004	-

Board Meetings

The Board holds a minimum of four meetings annually and Special Board meetings are convened when necessary. During the year under review a total of eight Board meetings (including Special Board meetings) were held.

Board Committees

In line with best practice and good corporate governance principles, the Board of Directors of UIL has delegated clearly defined responsibilities to Board Committees. These Board Committees operate within clearly defined Terms of Reference and provide assistance to the Board and its Directors in discharging their duties through a more comprehensive evaluation of specific issues. The Board Committees report regularly to the Board to whom they submit their recommendations. The Company Secretary also acts as secretary to all Board Committees.

CORPORATE GOVERNANCE REPORT

The salient points of the Terms of Reference of the Board Committees are as follows:

Audit Committee

The Audit Committee assists the Board of Directors in fulfilling part of its duties and responsibilities in relation to the safeguarding of assets, the operation of adequate systems, control processes and the preparation of accurate financial reporting and statements according to applicable legislations and accounting standards.

Composition of the Audit Committee:

- Joseph Andre Philip Jean Juppin De Fondaumière – Independent Director (Chairperson)
- Kumar L. Gunness – Independent Director
- Marie Donald Henri Harel – Non-Executive Director

The profiles and qualification of the members of the Audit Committee ('AC') are disclosed on page 13. The Board considers that the members of the AC are appropriately qualified to discharge the responsibilities their role requires. Reasonable resources are made available to the AC to discharge its functions properly with the cooperation of Management. The internal & external Auditors have unrestricted access to the members of the Audit Committee

The core functions of the Audit Committee are to:

- Review the appropriateness of the accounting policies and assess the effectiveness of the systems of internal controls and auditing processes in the day-to-day management of the Group;
- Determine the balance between the scope of financial and operational priorities to ensure, procedurally, a value-added contribution to the interactive processes governing both the economic imperatives and effectiveness of internal controls of UIL;
- Facilitate communication between the Board, Management and internal and external auditors; and
- Serve as an independent arbitrator to the stakeholders of the Group.

During the year under review, the Audit Committee met on 4 occasions and the external and internal auditors are requested to attend the meetings as and when required.

Corporate Governance Committee

The Corporate Governance Committee which also acts as the Remuneration Committee and Nomination Committee met on 1 occasion during the year.

Composition of the Corporate Governance Committee:

- Pierre Arnaud Marc De Marigny Lagesse – Independent Director (Chairperson)
- Jean Didier Merven – Executive Director
- Nicolas Marie Edouard Maigrot – Non-Executive Director

The Corporate Governance Committee is responsible for making recommendations to the Board of Directors on, inter alia, the following:

- All corporate governance provisions to be adopted so that the Board remains effective and complies with prevailing corporate governance principles;
- All the essential components of remuneration; and
- All new Board and senior executive nominations.

CORPORATE GOVERNANCE REPORT

Board and Committees Attendance

During the year under review, attendance at Board and Committees meetings were as follows:

	Board	Audit Committee	Corporate Governance Committee
Number of meetings	**8**	**4**	**1**
Jean Didier Merven	8		1
Michel Guy Rivalland	8		
Pierre Arnaud Marc De Marigny Lagesse	6		1
Joseph Andre Philip Jean Juppin De Fondaumière	8	4	
Kumar L. Gunness	8	4	
Nicolas Marie Edouard Maigrot	4		
Marie Donald Henri Harel	7	3	

PRINCIPLE 3: DIRECTOR APPOINTMENT PROCEDURES

The Corporate Governance Committee reviews the proposal for the appointment of prospective Directors and makes recommendation to the Board. Major factors that are considered in the appointment procedures are:

- Skills, knowledge and expertise required on the Board;
- Skills, knowledge and expertise of the proposed Director;
- Previous experience as a Director;
- Balance on the Board such as gender and age;
- Fees requested by prospective Director;
- Independence where required; and
- Potential conflict of interest.

The appointment of new directors is subject to confirmation by shareholders at the next Annual Meeting of Shareholders.

The Constitution of the Company does not provide for election of Directors on a regular basis at the Annual Meeting of Shareholders. However, shareholders' approval will be sought in the next Annual Meeting for a change in the Constitution so that the directors stand for election on a regular basis.

Succession planning, induction and Continuous Development Programme

The Board is responsible for succession planning of senior executives which involves the identification and development of candidates for leadership role in the Company in order to ensure continuity of management and leadership. The nomination process has been delegated to the Corporate Governance Committee which identifies potential new directors and senior executives. After considering the skills, knowledge, experience, age and gender of the candidates, the Corporate Governance Committee then makes necessary recommendations to the Board.

The Board is responsible for the induction of new Directors. Newly appointed Directors receive a complete induction pack which includes his or her duties and responsibilities under the respective legislations.

CORPORATE GOVERNANCE REPORT

Though the Board does not organize or enrol its members on specific training sessions, it encourages all its Directors to keep on enhancing their knowledge and competencies through development programmes offered by various institutions in Mauritius such as the Mauritius Institute of Directors.

Board Evaluation

Good governance encourages the Board to undertake a formal, regular and rigorous evaluation of its own performance and that of its Committees and individual Directors and produce a development plan on an annual basis.

No evaluation was carried out during the financial year ended 30 June 2019.

PRINCIPLE 4: DIRECTOR DUTIES, REMUNERATION AND PERFORMANCE

Legal Duties

The Group is committed to the highest standards of integrity and ethical conduct in dealing with all its stakeholders. This commitment, which is actively endorsed by the Board, is based on the fundamental belief that business should be conducted honestly, fairly and legally.

All the Directors on the Board are fully apprised of their fiduciary duties as laid out in the Companies Act 2001.

Code of Ethics

The Code of Ethics which includes a whistleblowing procedure was approved by the Board during the year under review and a copy is available on the Company's website.

Related party transactions

For the purpose of this financial statements, parties are considered to be related to the Group if they have the ability to directly or indirectly control the Group or exercise significant influence over the Group in making decisions. Related party transactions are disclosed in note 23 of the Financial Statements.

Statement of Remuneration Policy

The remuneration policy is focused on optimizing performance within the Group while taking into account the efforts and merits of the personnel. The remuneration of Directors is dealt with by the Corporate Governance Committee which is thereafter ratified by the Board upon the recommendations of the said committee.

Remuneration of Directors

Directors Remuneration and Benefits

The total fees earned by the Directors for the financial year ended 30 June 2019 are shown in the table below:

Directors	Category	Remuneration and benefits from the Company	Remuneration from Investee companies	Total
		MUR	MUR	MUR
Jean Didier Merven	ED	1,000,000	2,765,563	3,765,563
Michel Guy Rivalland	ED	-	7,427,756	7,427,756
Pierre Arnaud Marc De Marigny Lagesse	INED	160,000	-	160,000
Joseph Andre Philip Jean Juppin De Fondamière	INED	1,005,000	-	1,005,000
Kumar L. Gunness	INED	180,000	-	180,000
Nicolas Marie Edouard Maigrot	NED	-	-	-
Marie Donald Henri Harel	NED	-	-	-

ED: Executive Director; **NED:** Non - Executive Director; **INED:** Independent Non-Executive Director.

Information Technology and IT security

The Board of Directors is aware that a strategic alignment of information security with business strategy is important to achieve organisational goals. As such, it ensures that appropriate resources are allocated for the implementation of an information and IT security framework within the organisation.

The Board is responsible to ensure that adequate controls and information systems are in place to implement the Group's policy on IT which also falls under the Operational Risks of the Group.

PRINCIPLE 5: RISK GOVERNANCE AND INTERNAL CONTROL

The Directors are responsible for maintaining an effective system of risk management and internal control. The governance of risk, the nature and risk appetite of the Group remain the ultimate responsibility of the Board which is assisted by Management to monitor, implement and enforce internal controls to minimise risk as well as achieve strategic objectives.

While it is not possible to identify or anticipate every risk due to the changing business environment, the Group has an established risk management process to manage and mitigate those key risks which could impact on its activities. The process for identifying and managing risks are set by the Board and monitored by the AC.

The AC reports to the Board on a quarterly basis on the findings and recommendations of the independent internal auditors, amongst others, and recommends remedial actions on any material shortcomings that may have arisen. Significant issues, if any, are however raised at once with AC members.

CORPORATE GOVERNANCE REPORT

The main risks that have been identified are described below:

1. Operational Risks

The risk of loss or costs resulting from human errors, inadequate or failed internal processes and systems or external events and adverse market conditions. Operational risk includes, Human Resource, Business Continuity, Compliance and Reputational IT risks among others. These losses may be caused by one or more of the following:

(a) Human Resource risk

Personnel responsible for managing and controlling different business process do not possess the requisite knowledge, skills and experience needed to ensure business objectives are achieved and business risks are reduced to an acceptable level. A dedicated and relevant training programme has been implemented to ensure that human resource risk is reduced to an acceptable level within the Company and its investee companies.

(b) Business continuity risk

The capability of the Company and/or its investee companies to continue critical operations and processes is highly dependent on availability of information technologies, skilled personnel and other relevant resources. A dedicated and relevant business interruption plan has been set up, which involves amongst other things the duplication of records and information systems in order to continue operations in the event of an unforeseen event causing interruption of operations.

(c) Legal and Compliance risk

Laws, guidelines and regulations may change at any point in time. The risk of not complying with laws, regulations and policies, that results in lost revenue, higher costs, unnecessary delays and fines which may impact the operations and functioning of the business. Management of the investee companies and a compliance department monitor these risk issues regularly.

(d) Reputational risk

Losses and/or opportunity gain foregone resulting from damages to the reputation of the Group and/or its investee companies, by various factors such as compliance failures, underperformance, negative media coverage could result in revenue loss and destruction of shareholder value and breakdown of trust from clients and the public. Management of UIL and its investee companies proactively analyses trends that might lead to threats to the reputation of UIL and its investee companies and promptly act to mitigate the threats identified.

2. Financial Risks

UIL being an investment company, its performance is directly linked to the performance of its investee companies namely AXYS Group Ltd, Megabyte Ltd, Attitude Resorts Ltd, Quantilab Ltd, Les Gaz Industriels Ltee, AXYS Investment Partners Ltd, AX International Ltd, AX Holding Ltd as well as Mechanization Company Ltd.

Please refer to note 25 of the financial statements for details of the financial risks of the Group and how these are mitigated.

3. Strategic Risks

Strategic risks are risks that affect or are created by a company's business strategy and strategic objectives.

This risk might arise from making poor business decisions, from the substandard execution of decisions, from inadequate resource allocation, or from a failure to respond well to changes in the business environment.

CORPORATE GOVERNANCE REPORT

PRINCIPLE 6: REPORTING WITH INTEGRITY

The Board is responsible for the preparation of the financial statements in accordance to the International Financial Reporting Standards and the Companies Act 2001 which fairly present the state of affairs of the Company and the Group and the Companies Act 2001. The financial and operational performance of the Group are detailed in the Annual Report.

This report along with the Annual Report of the Group is published in its entirety on the Group's website http://www.uil.mu/.

Environment, Health, Safety and Social Issues & Sustainability Reporting

The Group is committed to social and environmental responsibility. It believes that a healthy and well cared society is essential to a sustainable future, one in which it endeavors to invest, as much financially as socially. To that end, the Group Corporate Social Responsibility commitments focus on three main areas of intervention, namely education and training, sports and leisure and the environment. The Group is also committed to providing and maintaining a healthy and safe working environment for its employees and to ensure compliance to group efforts in relation to environmental and social betterment.

UIL and its investee companies' staff were asked to think of ways and means to reduce the amount of paper used through copying and printing in order to help fight against deforestation and in order to help reduce their carbon footprint. Various contracts were reviewed, fonts were reduced, and a substantial amount of paper was saved through some basic and simple measures.

PRINCIPLE 7: AUDIT

Internal audit

The Board ensures that its internal control systems and reporting arrangements are such so as to provide for the effective, prudent and efficient administration of the Company's as well as the investee companies' assets and liabilities.

To ensure that the system of internal control is operating to an acceptable standard and that the risk management policies in place are adequate in managing risks in a manner acceptable to the Board, the Company has outsourced its internal audit function to Messrs UHY & CO who reports to the Audit Committee. The Audit Committee assesses the independence of the internal Audit function and is satisfied of its independence.

Internal audits of the Company and of its investee companies are done on a rotational basis depending on factors like materiality, risks involved, adequacy of controls with the intention that every entity's processes are covered at least every three years. UHY & CO have unlimited access to the Group's and to its non-reporting investee companies' accounting database, administrative systems and documents and to the Company directors and officials. In addition, UIL derives comfort from internal audits carried on separately by a number of its reporting investee companies.

Internal Audit reports prepared by Messrs UHY & CO are circulated to Management and members of the AC following which necessary recommendations are made to the Board.

During the year under review no material internal control failures have been identified which are likely to impact negatively on the identified risk factors mentioned in Principle 5 above.

External Audit

The current auditors are Messrs BDO & Co and their tenure of office will be reviewed in due course during the external audit tender exercise which will be carried out in future in line with good governance.

The AC is responsible for reviewing the external auditors' letter of engagement, terms and nature of the audit scope and approach and ensure that no restrictions or limitations have been placed on their scope. The external auditors report directly to the AC which is also responsible for monitoring the external auditors' independence, objectivity and compliance with ethical, professional and regulatory requirements.

The financial statements and accounting policies applicable are discussed in the audit committee. Auditors are expected to observe the highest standards of business and professional ethics and, in particular, that their independence is not impaired in any manner. Audit fees are set in a manner that enables an effective external audit and are as per table below for the year under review.

Non-audit services

The Audit Committee, has a process in place to ensure that there is no threat to the objectivity and independence of external auditors in the conduct of their audit, resulting from the provision of non-audit services by them. As such, non-audit services, which are limited to ad hoc advice and other assurance related services, are pre-approved by the Audit Committee.

The fees paid to the Auditors, for audit and non-audit services were:

	THE GROUP		THE COMPANY	
	2019	2018	2019	2018
	Rs'000	Rs'000	Rs'000	Rs'000
Audit fees	780,000	850,000	780,000	850,000
Other services	-	-	-	-
	780,000	850,000	780,000	850,000

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CORPORATE GOVERNANCE REPORT

PRINCIPLE 8: RELATIONS WITH SHAREHOLDERS AND OTHER KEY STAKEHOLDERS

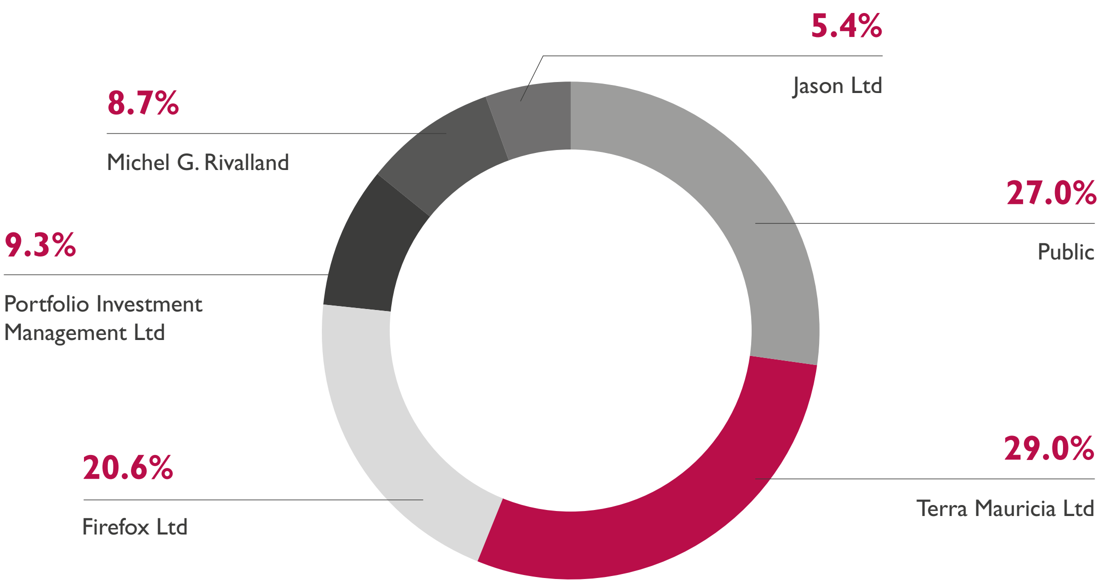
Shareholders' relation and communication

The Board of Directors places great importance on an open and transparent communication with all the stakeholders of the Group. The Group communicates with its shareholders through its Annual Report, circulars issued in compliance with the DEM Rules of the Stock Exchange of Mauritius, press announcements, publication of unaudited quarterly and audited abridged financial statements of the Group and Annual or Special Meeting of Shareholders.

In compliance with the Companies Act 2001, shareholders are invited to the Annual Meeting and are encouraged to raise questions and discuss matters relating to the Group.

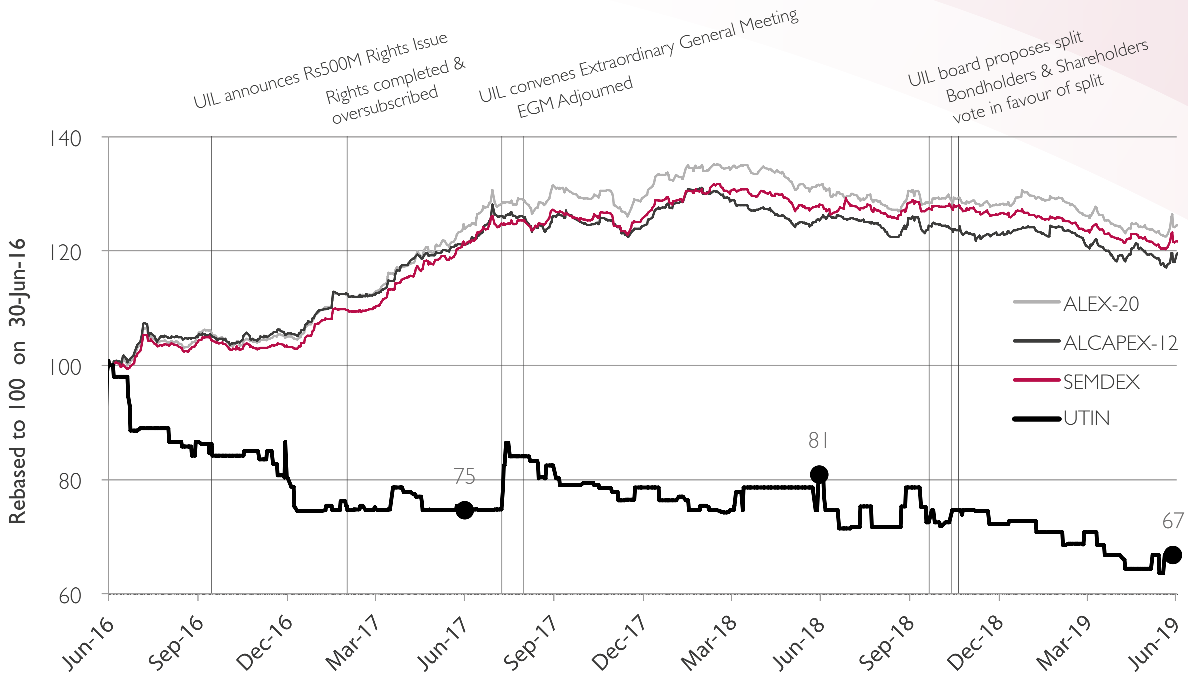
All shareholders are entitled to attend and vote at the general meetings, in person or in proxy. The shareholders receive the annual reports of the Company, notices of meetings and all relevant papers as appropriate.

The following shareholders held 5% or more of the shareholding of the Company as at 30 June 2019:



CORPORATE GOVERNANCE REPORT

Share Price Evolution



The twelve-month period ended June 30th 2019 was fairly turbulent both on domestic and international markets. Internationally growing populism is leading to increasing trade tensions and geopolitical risks. Thus, while the S&P 500 gained 8% during the period under review, it has since been effectively flat. The EUROSTOXX 50 gained 1% while the FTSE shed 3% reflecting the uncertainty surrounding the outcome/turn of events with regards to the modalities of UK's departure from the European Union. Closer to home, the S&P Pan Africa (-1.5%) and MSCI Frontier (-0.2%) indexes closed slightly lower reflecting the rather morose sentiment. Domestically, the SEMDEX (-4.9%), DEMEX (-4.9%), ALEX 20 (-5.7%) and ALCAPEX 12 (-6.0%) all closed deep in negative territory dragged down by plunging hospitality sector (-22% YoY) and sugar conglomerates (-19% YoY) who lost a combined Rs15bn in market capitalisation. By comparison therefore UIL's 17% drop is not as dramatic. That said, UIL's share price has been largely depressed by on-going delays in executing the segregation of its financial v/s non-financial operations. Investors are clearly waiting on the side-lines which is best exemplified by the reduction in trading on UIL with just Rs11M (FY-18: Rs86M) in value traded representing a mere 0.6% (FY-18: 4%) of total shareholding changing hands. Despite the steep YoY drop UIL's continued to rank 35th (FY-18: 35th) by market capitalisation excluding Global Business Licensees therein maintaining its status as a mid-cap

Share Option Plans

The Company does not have any Share Option Plan.

Shareholders' Agreement

There exists no Shareholders' Agreement to the knowledge of the Company.

Management Agreement

No major agreements, other than those in the ordinary course of business, were contracted by the Group during the year under review.

Dividend Policy

The Group does not have any formal predetermined dividend policy and the dividend payout is subject to the performance of the Group.

Salient points of the Constitution of the Company

The Company's Constitution is in conformity with the provisions of the Companies Act 2001 and the DEM Rules.

The salient features of the Constitution are:

- the Company has wide objects and powers;
- there are no pre-emptive rights attached to the shares;
- fully paid shares are freely transferable;
- the Board of Directors shall consist of not less than 5 but not more than 15 Directors;
- the quorum for a meeting of the Board is fixed by the Board and if not so fixed shall be at least 3 Directors;
- the Board may issue, at any time, a number of ordinary shares, and rights or options to acquire such shares, not exceeding fifteen per cent of the total number of ordinary shares in issue at the time of such issue of such shares, rights or options, to any person, whether already a shareholder of the Company or not, without any requirement that the said shares be first offered to existing shareholders and without the necessity of being authorised by the shareholders by ordinary resolution;
- there shall be a quorum for meetings of shareholders where 2 shareholders holding at least 40% of the ordinary shares are present or represented.

CORPORATE GOVERNANCE REPORT

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The Company's directors are responsible for the preparation and fair presentation of the financial statements, comprising the statement of financial position at 30 June 2019, the statement of profit or loss and other comprehensive income, the statement of changes in equity, and statement of cash flows, and the notes to the financial statements, which include a summary of significant accounting policies and other explanatory notes, in accordance with International Financial Reporting Standards and in compliance with the requirements of the Companies Act 2001 and Financial Reporting Act 2004.

The director's responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of these financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; ensuring completeness and making accounting judgments and estimates that have been used consistently.

In line with Scheme of Arrangement (the "Scheme" as disclosed under note 28), the Company has submitted its application to the Supreme Court on 23 Jan 2019 but the ruling to consider the scheme petition and objections has not yet been delivered.This indicates that the Company will no longer be a going concern. Since the Company is the holding company of the Group, the assets and liabilities of the Group, have been classified as held for distribution at the reporting date.

The directors report that the external auditors are responsible for reporting on whether the financial statements are fairly presented.

The directors confirm that

(i.) adequate accounting records and an effective system of internal controls and risk management have been maintained;
(ii.) appropriate accounting policies supported by reasonable and prudent judgements and estimates have been used consistently;
(iii.) International Financial Reporting Standards have been complied with.

The directors confirm that the Code of Corporate Governance has been adhered to, except to those principles disclosed in the Statement of Compliance on page 31.

Jean Didier Merven
Chairman

Michel Guy Rivalland
Chief Executive Officer

Date: 30 September 2019

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YOUR FLEXIBLE PARTNER

STATEMENT OF COMPLIANCE

Name of PIE: United Investments Ltd
Reporting Period: 30 June 2019

We, the Directors of United Investments Ltd, confirm that to the best of our knowledge United Investments Ltd has complied with all its obligations and requirements under the National Code Governance (2016) (the 'Code') except for the following:

Principles	Reasons for non-compliance
Board Charter	
Principle 1: Approval of Board Charter by the Board	The Board has approved the Board Charter at the Board meeting held on 30 September 2019
Gender Balance of the board	
Principle 2: Ensuring board diversity and Gender balance of the board	The Board has identifed a potential female candidate and her appointment will be proposed at the next annual meeting of shareholders.
Election of Directors	
Principle 3: Election of Directors on a regular basis	The approval of shareholders will be sought at the next Annual Meeting of Shareholders for a change in the Constitution so that the directors stand for election on a regular basis.
Board evaluation process and development plan	
Principle 4: Evaluation process of Board, Board Committees and Directors	No evaluation of the Board, Board Committees and Directors have been conducted for the year under review.

Jean Didier Merven
Chairman

Michel Guy Rivalland
Chief Executive Officer

Date: 30 September 2019

CERTIFICATE FROM THE COMPANY SECRETARY FOR THE YEAR ENDED JUNE 30, 2019

We hereby certify that to the best of our knowledge and belief, the Company has filed with the Registrar of Companies all such returns as are required of the Company under the Companies Act 2001.

NWT Secretarial Services Limited
Company Secretary

6/7th Floor, Dias Pier Building,
Le Caudan Waterfront
Caudan, Port Louis, Mauritius

Date: 30 September 2019

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF UNITED INVESTMENTS LTD

Report on the audit of the Financial Statements

Opinion

We have audited the consolidated financial statements of United Investments Ltd and its subsidiaries (the Group), and the Company's separate financial statements on pages 38 to 95 which comprise the statements of financial position as at June 30, 2019, and the statements of profit or loss and other comprehensive income, statements of changes in equity and statements of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the financial statements on pages 38 to 95 give a true and fair view of the financial position of the Group and of the Company as at June 30, 2019, and of their financial performance and their cash flows for the year then ended in accordance with International Financial Reporting Standards and comply with the Companies Act 2001.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Group and of the Company in accordance with the International Ethics Standards Board for Accountants' *Code of Ethics for Professional Accountants (IESBA Code)* together with the ethical requirements that are relevant to our audit of the financial statements in Mauritius, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. 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 29 in the financial statements, which indicates that the Company will no longer be a going concern following the restructure of the Company whereby all the assets and liabilities of the Company have been transferred into two separate entities, namely AXYS Ltd and OXIA Ltd, which will then be distributed to shareholders. As stated in note 29, these events or conditions indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

A Scheme of Arrangement (the 'Scheme') was approved by the shareholders on November 19, 2018, whereby every one share held in the Company will be exchanged for one share in AXYS Ltd and one share in OXIA Ltd. The resulting impact is that AXYS Ltd and OXIA Ltd will respectively hold 64% and 36% of the shareholding of UIL. This restructuring plan has been submitted for sanction to the Supreme Court on 23 January 2019. One of its main shareholders, Terra Mauricia Ltd (TML) has objected to the scheme of arrangement on 8 March 2019. The rulings to consider the scheme petition and objections is yet to be delivered from the Supreme Court.

Given the above restructuring plan and the objection lodged in court, the financial statements have been prepared on a basis other than going concern, same as in previous year as explained in note 2.3(ii).

Given the pervasive nature of the adjustments made and its impact on presentation and disclosures, we consider that an incorrect assessment could have a significant impact on the overall presentation of the financial statements.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF UNITED INVESTMENTS LTD

Related Disclosures

Refer to notes 28 and 29 of the accompanying financial statements.

Audit Response

We performed the following procedures:

- We have ensured that the financial statements have been prepared on a basis other than going concern in accordance with IAS 1 - Presentation of Financial Statements, IFRS 5 - Non-Current Assets Held for Sale and Discontinued Operations.
- We have ensured through discussions with those charged with governance and the legal counsel that the Group and the Company meet the held of sale classification criteria as defined under IFRS 5 - "Non-current Assets Held for Sale and Discontinued Operations" same as in previous year;
- We have assessed any possible impairment to assets irrespective of whether or not there has been an indication of impairment;
- We have ensured that any possible future costs upon winding up, even though the costs have not yet been incurred, have been accounted.
- We have ensured the adequate fair value disclosure on assets and liabilities and ensured the estimation uncertainty has been fully disclosed;
- We held discussions with the legal counsel as to the validity of the transfer of assets and liabilities as part of the group restructure;
- We have assessed the impact of these conditions on our audit report.

The investment portfolio as at June, 30 2019 was valued at Rs 2.362bn (2018: Rs 2.652bn).

The Group's investment portfolio is carried at fair value through profit and loss and mainly consists of unlisted investments. In assessing the fair value of unquoted financial assets, the Company uses a variety of methods and makes assumptions that are based on market conditions existing at each reporting date. Some of the inputs required can be obtained from readily available liquid market prices and rates. Where observable market data is not available, in particular for most of the investments classified as level 3 equity instruments, estimates are developed based on the most appropriate source data and are subject to significant judgement. Changes in assumptions about these factors could affect the fair value of the financial assets giving rise to significant risk of material misstatement. The valuation of the Company's financial assets held at fair value was a key area of audit focus due to its significance and complexity involved in the valuation process. The valuation of assets held in the investment portfolio is also the key driver of the Company's and the Group's net asset value and total return. Incorrect asset pricing could have a significant impact on portfolio valuation and, therefore, the return generated for shareholders.

Related Disclosures

Refer to note 6 of the accompanying financial statements.

Audit Response

We performed the following procedures:

- We understood, assessed and challenged management's process and methodology for valuing investments including, gaining an understanding of the key controls around the investment valuation process;
- We challenged the appropriateness of the valuation method and assumptions used in deriving the discounted cash flow;
- We met with management to discuss the valuation methodologies, investment performance and transactions which took place during the year ended June 30, 2019. We obtained supporting documentation to corroborate these discussions;
- We verified the completeness, adequacy and relevance of the information presented to us;
- We considered the nature and basis for valuation adjustments and calculations;
- We considered the reasonableness of the discount rate applied;
- We obtained an understanding of the significant events in the material underlying investee companies by having discussions with the key finance team members;
- We agreed the inputs used in the valuation models of the underlying investments to the latest audited financial statements and/or budgets as received from management;
- We performed an overall corroboration of the valuation of the underlying investments in the investment portfolio against industry benchmarks;
- Where unaudited financial information were used we reviewed historical trends and obtained explanation for significant variances. We also compared unaudited financial information used in prior years' valuation to audited financial statements obtained subsequently;

Other information

The Directors are responsible for the other information. The other information comprises the information included in the Chairman's & CEO's Review but does not include the financial statements and our auditor's report thereon. The Chairman's & CEO's Review is expected to be made available to us after the date of this auditor's report.

Our opinion on the financial statements does not cover the other information and 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, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact

When we read the Chairman's & CEO's Review, if we conclude there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Corporate Governance Report

Our responsibility under the Financial Reporting Act is to report on the compliance with the Code of Corporate Governance disclosed in the Annual Report and assess the explanations given for non-compliance with any requirement of the Code. From our assessment of the disclosures made on corporate governance in the Annual Report, the public interest entity has, pursuant to section 75 of the Financial Reporting Act, complied with the requirements of the Code.

Responsibilities of Directors and Those Charged with Governance for the Financial Statements

The directors are responsible for the preparation and fair presentation of the financial statements in accordance with International Financial Reporting Standards and in compliance with the requirements of the Companies Act 2001, and for such internal control as the directors determine is necessary to enable the preparation of the 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 Group and the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the other than going concern basis of accounting.

Those charged with governance are responsible for overseeing the Group and the Company's financial reporting process.

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 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

As part of an audit in accordance with ISAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit 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 Group and the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by directors.

- Conclude on the appropriateness of directors' use of the other than going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group and the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Auditor's Responsibilities for the Audit of the Financial Statements (cont'd)

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence and, where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

Companies Act 2001

We have no relationship with, or interests in, the Company or any of its subsidiaries, other than in our capacity as auditors and dealings in the ordinary course of business.

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.

Other matter

This report is made solely to the members of United Investments Ltd (the "Company"), as a body, in accordance with Section 205 of the Companies Act 2001. 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.

BDO & Co

BDO & CO
Chartered Accountants
Port Louis, Mauritius.

Ameenah Ramdin, FCCA, ACA
Licensed by FRC

Date: 30 September 2019

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION AS AT JUNE 30, 2019

	Notes	THE GROUP		THE COMPANY	
		2019	2018	**2019**	2018
		Rs'000	Rs'000	**Rs'000**	Rs'000
ASSETS					
Assets classified as held for distribution	3	**2,411,941**	2,780,085	**2,395,494**	2,768,293
TOTAL ASSETS		**2,411,941**	2,780,085	**2,395,494**	2,768,293
EQUITY AND LIABILITIES					
Share capital	12(a)	**651,462**	651,462	**651,462**	651,462
Share premium	12(b)	**920,386**	920,386	**920,386**	920,386
Retained earnings		**822,309**	752,617	**817,048**	757,815
Equity attributable to equity holders of the parent		**2,394,157**	2,324,465	**2,388,896**	2,329,663
Current liabilities					
Liabilities classified as held for distribution	3	**17,784**	455,620	**6,598**	438,630
Total liabilities		**17,784**	455,620	**6,598**	438,630
TOTAL EQUITY AND LIABILITIES		**2,411,941**	2,780,085	**2,395,494**	2,768,293
NAV per share	22	**11.73**	11.39	**11.70**	11.41

These consolidated financial statements have been approved for issue by the Board of directors on 30 September 2019 and signed on its behalf by:

Jean Didier Merven
Chairman

Michel Guy Rivalland
Chief Executive Officer

The notes on pages 44 to 95 form an integral part of these consolidated financial statements.
Auditor's report on pages 33 to 37.

CONSOLIDATED STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED JUNE 30, 2019

	Notes	THE GROUP		THE COMPANY	
		2019	2018	**2019**	2018
		Rs'000	Rs'000	**Rs'000**	Rs'000
Revenue	16	**20,126**	20,891	**166**	1,820
Administrative expenses	17	**(52,330)**	(44,811)	**(11,950)**	(10,580)
Operating loss		**(32,204)**	(23,920)	**(11,784)**	(8,760)
Fair value movements on investments designated at fair value through profit or loss	6	**121,899**	160,249	**121,899**	115,393
Fair value (losses)/gains on receivables and investment-related expenses	18	**(10,866)**	7,934	**(42,227)**	11,014
Loss on preference shares written-off		**-**	(63,777)	**-**	(63,777)
Other income		**-**	366	**-**	-
Finance income	19	**26**	7,144	**26**	7,144
Finance costs	20	**(9,157)**	(30,380)	**(8,675)**	(29,882)
Profit before tax		**69,698**	**57,616**	**59,239**	**31,132**
Income tax expense	10(a)	**(6)**	(134)	**(6)**	(134)
Profit for the year		**69,692**	**57,482**	**59,233**	**30,998**
Other comprehensive income		**-**	**-**	**-**	**-**
Total comprehensive income for the year, net of tax		**69,692**	57,482	**59,233**	30,998
Profit and total comprehensive income for the year attributable to:					
Owners of the parent		**69,692**	57,482		
Basic earnings per share for the year attributable to ordinary equity holders of the parent (Rs.)	21	**0.34**	0.28		

The notes on pages 44 to 95 form an integral part of these consolidated financial statements.
Auditor's report on pages 33 to 37.

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY FOR THE YEAR ENDED JUNE 30, 2019

THE GROUP

	Share capital Rs'000	Share premium Rs'000	Retained earnings Rs'000	Total Rs'000
At July 1, 2017	651,462	920,386	695,135	2,266,983
Profit for the year	-	-	57,482	57,482
Other Comprehensive income for the year	-	-	-	-
Total comprehensive profit for the year	-	-	57,482	57,482
At June 30, 2018	**651,462**	**920,386**	**752,617**	**2,324,465**
At July 1, 2018	651,462	920,386	752,617	2,324,465
Profit for the year	-	-	69,692	69,692
Other comprehensive income for the year	-	-	-	-
Total comprehensive income for the year	-	-	69,692	69,692
At June 30, 2019	**651,462**	**920,386**	**822,309**	**2,394,157**

The notes on pages 44 to 95 form an integral part of these consolidated financial statements.
Auditor's report on pages 33 to 37.

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED JUNE 30, 2019

THE COMPANY

	Share capital Rs'000	Share premium Rs'000	Retained earnings Rs'000	Total Rs'000
At July 1, 2017	651,462	920,386	726,817	2,298,665
Profit for the year	-	-	30,998	30,998
Other comprehensive income for the year	-	-	-	-
Total comprehensive loss for the year	-	-	30,998	30,998
At June 30, 2018	**651,462**	**920,386**	**757,815**	**2,329,663**
At July 1, 2018	651,462	920,386	757,815	2,329,663
Profit for the year	-	-	59,233	59,233
Other comprehensive income for the year	-	-	-	-
Total comprehensive income for the year	-	-	59,233	59,233
At June 30, 2019	**651,462**	**920,386**	**817,048**	**2,388,896**

The notes on pages 44 to 95 form an integral part of these consolidated financial statements.
Auditor's report on pages 33 to 37.

CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE YEAR ENDED JUNE 30, 2019

	Notes	THE GROUP		THE COMPANY	
		2019	**2018**	**2019**	**2018**
		Rs'000	Rs'000	**Rs'000**	Rs'000
Operating activities					
Profit before tax		**69,698**	57,616	**59,239**	31,132
Adjustments for:					
Depreciation of motor vehicles and equipment	4	**456**	459	**-**	-
Fair value movements on investments designated at fair value through profit or loss	6	**(121,899)**	(160,249)	**(121,899)**	(115,393)
Fair value losses/(gains) on receivables and investments	18	**10,866**	(7,934)	**42,227**	(11,014)
Scrapped assets		**-**	166	**-**	-
Retirement benefit obligation	14	**1,066**	-	**-**	-
Loss on preference shares written off/redeemed		**-**	63,777	**-**	63,777
Net unrealised (gain)/loss on foreign exchange	20	**(387)**	936	**(793)**	554
Profit on disposal of plant and equipment		**-**	(366)	**-**	-
Dividend income	16	**(166)**	(1,820)	**(166)**	(1,820)
Interest income	19	**(26)**	(7,144)	**(26)**	(7,144)
Interest expense	20	**9,544**	29,444	**9,468**	29,328
		(30,848)	(25,115)	**(11,950)**	(10,580)
Working capital adjustments:					
Trade and other receivables and prepayments		**55,093**	273,681	**28,913**	268,301
Trade and other payables		**(3,442)**	(15,900)	**3,174**	(26,031)
		20,803	232,666	**20,137**	231,690
Interest received		**26**	3,469	**26**	3,469
Interest paid		**(19,761)**	(30,663)	**(19,685)**	(30,663)
Tax refund	10(b)	**78**	715	**78**	715
Income tax and CSR paid	10(b)	**(7)**	(305)	**(7)**	(305)
Net cash flows from operating activities		**1,139**	205,882	**549**	204,906

The notes on pages 44 to 95 form an integral part of these consolidated financial statements.
Auditor's report on pages 33 to 37.

CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE YEAR ENDED JUNE 30, 2019

	Notes	THE GROUP		THE COMPANY	
		2019	2018	**2019**	2018
		Rs'000	Rs'000	**Rs'000**	Rs'000
Investing activities					
Proceeds from sale of investments designated at fair value through profit or loss		**-**	38,406	**-**	38,406
Purchase of motor vehicles and equipment	4	**(58)**	(1,730)	**-**	-
Proceeds from disposal of plant and equipment		**-**	366	**-**	-
Dividends received		**166**	1,774	**166**	1,774
Acquisition of investments	6	**-**	(10,372)	**-**	(10,372)
Acquisition of other financial assets	8	**-**	(28,034)	**-**	(28,034)
Net cash flows generated from investing activities		**108**	410	**166**	1,774
Financing activities					
Repayment of bank loan	32(b)	**-**	(150,000)	**-**	(150,000)
New leases	32(c)	**-**	1,396	**-**	-
Repayment of finance lease liabilities	32(c)	**(255)**	(235)	**-**	-
Net cash flows used in financing activities		**(255)**	(148,839)	**-**	(150,000)
Net increase in cash and cash equivalents		**992**	57,453	**715**	56,680
Cash and cash equivalents at July 1,		**1,255**	(56,198)	**391**	(56,289)
Cash and cash equivalents at June 30,	11(b)	**2,247**	1,255	**1,106**	391

The notes on pages 44 to 95 form an integral part of these consolidated financial statements.
Auditor's report on pages 33 to 37.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS YEAR ENDED JUNE 30, 2019

1. CORPORATE INFORMATION

United Investments Ltd (the "Company") is a public company incorporated and domiciled in the Republic of Mauritius and its shares are listed on the secondary market of Mauritius, the Development and Enterprise Market ("DEM") under the Stock Exchange of Mauritius. Its registered office and place of business are at 6th Floor, Dias Pier Building, Le Caudan Waterfront, Caudan, Port Louis, 11307, Mauritius.

The principal activity of the Group is investment holding.

The consolidated and separate financial statements for the year ended June 30, 2019 were authorised for issue by the Board of Directors on the date stamped on page 38.

2.1 BASIS OF PREPARATION

The financial statements include the consolidated financial statements of the parent company and its subsidiary company (the 'Group') and the separate financial statements of the parent company (the 'Company'). The financial statements are presented in Mauritian Rupees and all values are rounded to the nearest thousand (Rs'000), except when otherwise indicated.

Where necessary, comparative figures have been amended to conform with change in the presentation in the current year. The financial statements are prepared under the historical cost convention, except for financial assets at fair value through profit or loss.

Statement of compliance

The financial statements have been prepared in accordance with International Financial Reporting Standard (IFRS) as issued by the International Accounting Standard Board, in addition to the following:

- All possible liabilities meeting the requirement of IAS 37 Provisions, Contingent liabilities and Contingent assets that might arise from the winding up of the Company have been accrued for.

2.2 BASIS OF CONSOLIDATION

As explained in note 2.6 (a) the Company meets the definition of an investment entity under IFRS 10, Consolidated Financial Statements, which require the Company to account for its investment in subsidiaries and associates at fair value through profit or loss instead of consolidating or equity accounting for them. Accordingly, the Company only consolidates those subsidiaries that provide services that relate to the Company's investment activities.

The consolidated financial statements incorporate the financial statements of the Company and its subsidiaries that fall within the scope of consolidation as described above.

A subsidiary is an entity controlled by the Company. Control is achieved when the Group:

- has power over the investee;
- is exposed, or has rights, to variable returns from its involvement with the investee; and
- has the ability to use its power to affect its returns.

2.2 BASIS OF CONSOLIDATION (CONT'D)

Intermediate holding Companies

The intermediate holding companies have avail itself from the investment entity exception whereby intermediate holding companies owned by investment entities are exempted from presenting consolidated financial statements, when the investment entity measures all of its subsidiaries at fair value.

The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

When the Group has less than a majority of the voting rights of an investee, it has power over the investee when the voting rights are sufficient to give it the practical ability to direct the relevant activities of the investee unilaterally.

The Group considers all relevant facts and circumstances in assessing whether or not the Group's voting rights in an investee are sufficient to give it power, including:

- the size of the Group's holding of voting rights relative to the size and dispersion of holdings of the other vote holders;
- potential voting rights held by the Group, other vote holders or other parties;
- rights arising from other contractual arrangements; and
- any additional facts and circumstances that indicate that the Group has, or does not have, the current ability to direct the relevant activities at the time that decisions need to be made, including voting patterns at previous shareholders' meetings.

Consolidation of a subsidiary begins when the Company obtains control over the subsidiary and ceases when the Company loses control of the subsidiary. Specifically, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated statement of comprehensive income from the date the Company gains control until the date when the Company ceases to control the subsidiary.

Profit or loss and each component of other comprehensive income are attributed to the owners of the Group and to the non-controlling interests. Total comprehensive income of subsidiaries is attributed to the owners of the Group and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

When necessary, adjustments are made to the financial statements of subsidiary to bring its accounting policies in line with the Group's accounting policies.

All intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

2.3 CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

The preparation of the consolidated and separate financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities, at the end of the reporting year. However, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in future periods.

2.3 CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY (CONT'D)

Judgements

In the process of applying the Group's accounting policies, management has made the following judgements which have significant effect on the amounts recognised in the financial statements.

(i.) Assessing criteria for meeting the definition of an investment entity

Significant judgement has been exercised in determining whether the Group meets the definition of investment entity. Having considered the various criteria, as detailed in note 2.6(a) pertaining to Group's operations, management is of the opinion that the Group meets such definition.

(ii.) Going concern

The Group's management has made an assessment of the Group's ability to continue as a going concern and determined that the Group will no longer be a going concern following the winding up of the Group after the scheme of arrangement has been approved. Refer to notes 28 and 29.

The Group has borrowings and short-term commitments for an amount of Rs.789M which is due for repayment in the FY 2020. The Board is satisfied that the Group has the resources to meet their liabilities in foreseeable future given the level of undrawn facilities amounting to Rs.375M and the renewal of the bond with maturity date January 2020 for another Rs.425M. Furthermore, the Board is not aware of any uncertainties that may cast significant doubt upon the Group not being able to meet their short-term commitments.

Estimations and assumptions

The key assumption concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

(i.) Fair value of financial instruments

Where the fair value of financial assets recorded on the statement of financial position cannot be derived from active markets, their fair value is determined using valuation techniques including the discounted cash flow model. The inputs to those models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. The judgements include considerations of inputs such as discount rates, liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. Refer to note 9 for more details.

(ii.) Assets and liabilities classified as held for sale

An assessment was made at June 30, 2017 that the Group and the Company met the definition to be classified as held for sale in the Statement of Financial Positions following the structure plan being put in place. At June 30, 2019 the restructure is still under way and is subject to approval from the Supreme Court.

The directors have also considered the following:

- Any possible impairment to assets irrespective of whether or not there has been an indicator of impairment.
- Account for any possible future costs upon winding up, even though the costs have not yet been incurred.
- Adequate fair value disclosure on assets and liabilities and estimation uncertainty fully disclosed.

2.3 CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY (CONT'D)

Estimations and assumptions (cont'd)

The Directors conclude that based on their assessment above, the alternative basis for the preparation of the financial statements is not materially different from IFRS.

(iii.) Pension benefits

The present value of the pension obligation depends on a number of factors that are determined on an actuarial basis using a number of assumptions. The assumptions used in determining the net cost (income) for pension include the discount rate. Any changes in these assumptions will impact the carrying amount of pension obligations.

The Group determines the appropriate discount rate at the end of each year. This is the interest rate that should be used to determine the present value of estimated future cash outflows expected to be required to settle the pension obligations. In determining the appropriate discount rate, the Group considers the interest rates of high-quality corporate bonds that are denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating the terms of the related pension obligation.

Other key assumptions for pension obligations are based in part on current market conditions. Additional information is disclosed in note 14.

(iv.) Limitation of sensitivity analysis

Sensitivity analysis in respect of market risk demonstrates the effect of a change in a key assumption while other assumptions remain unchanged. In reality, there is a correlation between the assumptions and other factors. It should also be noted that these sensitivities are non-linear and larger and smaller impacts should not be interpolated or extrapolated from these results.

(v.) Asset lives and residual values

Motor vehicles and equipment are depreciated over its useful life taking into account residual values, where appropriate. The actual lives of the assets and residual values are assessed annually and may vary depending on a number of factors.

In reassessing asset lives, factors such as technological innovation, product life cycles and maintenance programmes are taken into account. Residual value assessments consider issues such as future market conditions, the remaining life of the asset and projected disposal values. Consideration is also given to the extent of current profits and losses on the disposal of similar assets.

(vi.) Depreciation policies

Motor vehicles and equipment are depreciated to their residual values over their estimated useful lives. The residual value of an asset is the estimated net amount that the Group would currently obtain from disposal of the asset, if the asset were already of the age and in condition expected at the end of its useful lives.

The directors therefore make estimates based on historical experience and use best judgment to assess the useful lives of assets and to forecast the expected residual values of the assets at the end of their expected lives.

2.4 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES

New and amended standards and interpretations

The accounting policies adopted are consistent with those of the previous financial year. There were a number of new standards and interpretations which were effective for this financial year, which are not expected to have a significant impact on the Group. The main one being:

IFRS 9 replaces the provisions of IAS 39 that relate to the recognition, classification and measurement of financial assets and financial liabilities, derecognition of financial instruments, impairment of financial assets and hedge accounting. The adoption of IFRS 9 Financial Instruments from January 1, 2018 resulted in changes in accounting policies and adjustments to the amounts recognised in the financial statements.
The new accounting policies are set out in note 2.6 (f). The Company has elected to apply the exemption in IFRS 9 paragraph 7.2.15 not to restate prior periods in the year of initial application of the standard. The Company has chosen to adopt the simplified expected credit loss model for trade receivables in accordance with IFRS 9 paragraph 5.5.15.

IFRS 15 Revenue from Contracts with Customers is based on the principle that revenue is recognised when control of a good or service transfers to a customer. The Company has adopted IFRS 15 Revenue from Contracts with Customers from January 1, 2018 which resulted in changes in accounting policies and adjustments to the amounts recognised in the financial statements.

The new accounting policies are set out in note 2.6 (j). In accordance with the transition provisions in IFRS 15, the Company has not restated comparatives for the 2018 financial year.

Classification and Measurement of Share-based Payment Transactions (Amendments to IFRS 2)
The amendments clarify the measurement basis for cash-settled share-based payments and the accounting for modifications that change an award from cash-settled to equity-settled. The amendment has no impact on the Company's financial statements.

Applying IFRS 9 Financial Instruments with IFRS 4 Insurance Contracts (Amendments to IFRS 4)
The amendment provides two different solutions for insurance companies: a temporary exemption from IFRS 9 for entities that meet specific requirements (applied at the reporting entity level), and the 'overlay approach'. Both approaches are optional. The amendment has no impact on the Company's financial statements.

Annual Improvements to IFRSs 2014-2016 Cycle

- IFRS 1 - deleted short-term exemptions covering transition provisions of IFRS 7, IAS 19 and IFRS 10 which are no longer relevant.
- IAS 28 - clarifies that the election by venture capital organisations, mutual funds, unit trusts and similar entities to measure investments in associates or joint ventures at fair value through profit or loss should be made separately for each associate or joint venture at initial recognition. The amendment has no impact on the Company's financial statements.

IFRIC 22 Foreign Currency Transactions and Advance Consideration. The interpretation clarifies how to determine the date of transaction for the exchange rate to be used on initial recognition of a related asset, expense or income where an entity pays or receives consideration in advance for foreign currency-denominated contracts. The amendment has no impact on the Company's financial statements.

Transfers of Investment Property (Amendments to IAS 40). The amendments clarify that transfers to, or from, investment property can only be made if there has been a change in use that is supported by evidence. A change in use occurs when the property meets, or ceases to meet, the definition of investment property. A change in intention alone is not sufficient to support a transfer. The amendment has no impact on the Company's financial statements.

2.5 ACCOUNTING STANDARDS AND INTERPRETATIONS ISSUED BUT NOT YET EFFECTIVE

Certain standards, amendments to published standards and interpretations have been issued that are mandatory for accounting periods beginning on or after January 1, 2019 or later periods, but which the Company has not early adopted.

At the reporting date of these financial statements, the following were in issue but not yet effective:

Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (Amendments to IFRS 10 and IAS 28)
IFRS 16 Leases
IFRS 17 Insurance Contracts
IFRIC 23 Uncertainty over Income Tax Treatments
Prepayment Features with negative compensation (Amendments to IFRS 9)
Long-term Interests in Associates and Joint Ventures (Amendments to IAS 28)
Annual Improvements to IFRSs 2015-2017 Cycle
Plan Amendment, Curtailment or Settlement (Amendments to IAS 19)
Definition of a Business (Amendments to IFRS 3)
Definition of Material (Amendments to IAS 1 and IAS 8)

Where relevant, the Group is still evaluating the effect of these Standards, Amendments to published Standards and Interpretations issued but not yet effective, on the presentation of its financial statements.

2.6 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A summary of the more important accounting policies, which have been applied consistently, is set out below:

(a) Investment entity

IFRS 10, Consolidated Financial Statements requires entities that meet the definition of an investment entity to account for its investments in subsidiaries at fair value through profit or loss instead of being consolidated.

The Group has multiple investors and indirectly holds multiple investments through the investee companies. The Group has been deemed to meet the definition of an investment entity per IFRS 10 as the following conditions exist:

(a) The Group has obtained funds for the purpose of providing investors with investment management services.
(b) The Group's business purpose, which was communicated directly to investors, is investing solely for returns from capital appreciation and investment income, through the investee companies.
(c) The performance of investments made through the investee companies are measured and evaluated on a fair value basis.

(b) Investment in subsidiaries

Subsidiaries are those entities controlled by the Company. Control is determined when the Company is exposed to, or has right to, variable returns from its investment with the entity and has the ability to affect those returns through its power over the entity.

2.6 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(b) Investment in subsidiaries (cont'd)

Separate financial statements

Investments in subsidiaries in the separate financial statements of the Company are carried at cost, net of any impairment. Where the carrying amount of an investment is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount and the difference is recognised in profit or loss. Upon disposal of the investment, the difference between the net disposal proceeds and the carrying amount is recognised in profit or loss.

(c) Investments in associates and joint arrangements

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but not control or joint control over these policies.

A joint venture is a type of arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The entity has elected to apply the exemption from applying the equity method, under this exemption. Investments in Associates and Joint Ventures are measured at fair value through profit and loss under IFRS 9.

(d) Foreign currency translation

The financial statements are presented in Mauritian Rupees, which is the Group's functional and presentation currency. The items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates (the "functional currency").

Transactions and balances

Transactions in foreign currencies are initially recorded in the functional currency rate of exchange ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the functional currency rate of exchange ruling at the reporting date.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined.

The gain or loss arising on retranslation of non-monetary items is treated in line with the recognition of gain or loss on change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in other comprehensive income or profit or loss is also recognised in other comprehensive income or profit or loss, respectively).

(e) Motor vehicles and equipment

Motor vehicles and equipment are stated at cost excluding the costs of the day to day servicing, net of accumulated depreciation and/or accumulated impairment losses, if any. Changes in the expected useful life and residual values, which are reviewed at least at the end of each financial year, are accounted for by changing the depreciation period or method, as appropriate, and treated as changes in accounting estimates.

2.6 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(e) Motor vehicles and equipment (cont'd)

Depreciation is calculated on the straight-line method to write down the cost of equipment to their residual values over their estimated useful life as follows:

Computer equipment	33%
Motor vehicles	20%

(f) Financial instruments - recognition and measurement

(i) Financial assets

The Group classifies its financial assets into one of the categories discussed below, depending on the purpose for which asset was acquired. The Group's accounting policy for each category is as follows:

Fair value through profit or loss

The Group classifies its investments in financial assets at fair value through profit or loss (FVPL).

Amortised cost

These assets arise principally from the provision of goods or services to customers (e.g. trade receivables), but also incorporate other types of financial assets where the objective is to hold these assets in order to collect contractual cash flows and the contractual cash flows are solely payments of principal and interests, They are initially recognised at fair value plus transaction costs that are directly attributable to their acquisition or issue, and are subsequently carried at amortised cost using the effective interest method, less provision impairment.

Impairment provisions for receivables from related parties and loans to related parties are recognised based on a forward-looking expected credit loss model. The methodology used to determine the amount of the provision is based on whether there has been a significant increase in credit risk sine initial recognition of the financial asset. For those where the credit risk has not increased significantly since initial recognition of the financial asset, twelve month expected credit losses along with gross interest income are recognised. For those for which credit risk has increased significantly, lifetime expected credit losses along with gross interest income are recognised. For those that are determined to be credit impaired, lifetime expected credit losses along with interest income on a net basis are recognised.

The Group's financial asset measured at amortised cost comprised trade and other receivables, other financial assets at amortised cost and cash and cash equivalent in the statement of financial position.

2.6 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(f) Financial instruments - recognition and measurement (cont'd)

(ii) Financial liabilities

The Group classifies its financial liabilities as follows:

Other than financial liabilities in a qualifying hedge relationship, the Group's accounting policy for each category is as follows:

Other financial liabilities

Other financial liabilities include the following terms:

- Borrowings are initially recognised at fair value net of any transaction costs directly attributable to the issue of the instrument. Such interest-bearing liabilities are subsequently measured at amortised cost using the effective interest rate method, which ensures that any interest expense over the period to repayment is at a constant rate on the balance of the liability carried in the statement of financial position. For those purposes of each financial liability, interest expense includes initial transaction costs and any premium payable on redemption, as well as any interest or coupon payable while the liability is outstanding.

- Trade payables and other short-term monetary liabilities, which are initially recognised at fair value and subsequently carried at amortised cost using the effective interest rate method.

(iii) Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible to by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

2.6 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(f) Financial instruments - recognition and measurement (cont'd)

(iii) Fair value measurement (cont'd)

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between Levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.
For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

(g) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount reported in the statement of financial position if, and only if, there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

(h) Retirement benefit obligations

Defined contribution plans

A defined contribution plan is a pension plan under within the Group pays fixed contribution into a separate entity. The Group/Company has no legal or constructive obligations to pay further contributions if the funds does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods.

Gratuity on retirement

For employees who are not covered (or who are insufficiently covered by the above pension plans), the net present value of a gratuity on retirement payable under Employment Rights Act 2008 is calculated by a (qualified) actuary and provided for. The obligations arising under this item are not funded.

Termination benefits

Termination benefits are payable when employment is terminated before the nominal retirement date, or whenever an employee accepts voluntary redundancy in exchange for these benefits. The Group/Company recognises termination benefits when it is demonstrably committed to either: terminating the employment of current employees according to a detailed formal plan without possibility of withdrawal; or providing termination benefits as a result of an offer made to encourage voluntary redundancy. Benefits falling due more than 12 months after the end of the reporting period are discounted to present value.

2.6 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(i) Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expense relating to any provision is presented in profit or loss net of any reimbursement.

(j) Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured, regardless of when payment is being made. Revenue is measured at the fair value of the consideration received or receivable taking into account contractually defined terms of payment excluding taxes or duty.

The following specific recognition criteria must also be met before revenue is recognised:

Rendering of services

Management fees are accounted for on an accrual basis in accordance with the terms of relevant agreements.

Interest income

For all financial instruments measured at amortised cost and interest-bearing financial assets, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset or liability. Interest income is included in finance income in profit or loss.

Dividend income

Revenue is recognised when the Group's right to receive the payment is established, which is generally when shareholders approve the dividend.

(k) Taxation

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit as reported in the statement of profit or loss and other comprehensive income because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's liability for current tax are calculated using tax rates that have been enacted or substantively enacted at year end.

Deferred tax

Deferred tax is provided using the liability method on all temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

2.6 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(k) Taxation (cont'd)

Deferred tax (cont'd)

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- Where the deferred tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, carry-forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry-forward of unused tax credits and unused tax losses can be utilised, except:

- Where the income tax asset relating to the deductible temporary difference arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

- In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures. Deferred income tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilized.

The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised. Unrecognised deferred income tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

The principal temporary differences arise from revaluations of certain non-current assets and tax losses carried forward.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates that have been enacted or substantively enacted at the reporting date.

Income tax relating to items recognised directly in other comprehensive income is recognised in other comprehensive income and not in profit or loss.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

2.6 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(k) Taxation (cont'd)

Value Added Tax

Revenues, expenses and assets are recognised net of the amount of value added tax except:

- where the value added tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case the value added tax is recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable; and
- receivables and payables that are stated with the amount of value added tax included.

The net amount of value added tax recoverable from, or payable to, the taxation authority is included as part of accounts receivables or payables in the statement of financial position.

Corporate Social Responsibility

In line with the definition within the Income Tax Act 1995, Corporate Social Responsibility (CSR) is regarded as a tax and is therefore subsumed with the income tax expense shown within the statement of profit or loss and other comprehensive income and the current tax liabilities on the statement of financial position.

The CSR charge for the current period is measured at the amount expected to be paid to the Mauritian tax authorities. The CSR rate and laws used to compute the amount are those charged or substantively enacted at year end.

(l) Dividends

Dividends on ordinary shares are recognised as a liability and deducted from equity when they are approved by the Group's shareholders. Interim dividends are deducted from equity when they are declared and no longer at the discretion of the Group.

(m) Segmental reporting

Following the restructure plan of the Company, Management now monitors the fair value of its business on a "cluster" basis for the purpose of making investment decisions and performance assessment. As such, Management has disclosed the fair value of each cluster (see note 31).

(n) Leases

Group as the Lessee

The determination of whether an arrangement is, or contains a lease is based on the substance of the arrangement and requires an assessment of whether the fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset. Operating lease payments are recognised as an administrative expense in profit or loss on a straight-line basis over the lease term.

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

2.6 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(n) Leases (cont'd)

Finance leases, which transfer to Group substantially all the risks and benefits incidental to ownership of the leased item, are capitalised at the inception of the lease at the fair value of the leased property or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between the finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. The interest balance should be recognised as a finance cost.

Capitalised leased assets are depreciated over the shorter of the estimated useful life of the asset and the lease term.

(o) Borrowing cost

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use, are capitalised to the cost of those assets, until such time as the assets are substantially ready for their intended use. All other borrowing costs are recognised as an expense when incurred. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

(p) Assets and liabilities classified as held for sale

The Group and the Company have classified all their assets and liabilities as held for sale following a restructure plan (see note 28) whereby the Group and the Company have been restructured and part of the assets and liabilities of the entity have now been transferred to two clusters segregating the entity's financial and non-financial activities through two wholly owned subsidiaries. The assets and liabilities are measured at the lower of their carrying amount, and fair value less costs to sell.

The criteria for held for sale classification are regarded as met only when the sale is expected to be completed within one year of the date of classification. Where the Group does not go through with its restructure plan within a year of classification and the circumstances to extend the one-year period have not occurred, the assets will be derecognised from held for sale and consolidated line by line in the Consolidated Statement of Financial Position. The restructure is still ongoing and is expected to be completed after the reporting date.

The Group considers the impact of IFRS 5 not to be significant as the assets and liabilities are already at fair value.

3. ASSETS AND LIABILITIES CLASSIFIED AS HELD FOR DISTRIBUTION

	Notes	THE GROUP 2019 Rs'000	THE GROUP 2018 Rs'000	THE COMPANY 2019 Rs'000	THE COMPANY 2018 Rs'000
Assets held for distribution					
Motor vehicles and equipment	4	**1,101**	1,499	**-**	-
Investment in subsidiaries	5	**-**	-	**-**	-
Investments designated at fair value through profit or loss	6	**2,362,268**	2,652,462	**2,362,268**	2,652,462
Other financial assets	8	**31,113**	30,534	**31,113**	30,534
Trade and other receivables	9	**14,892**	93,860	**968**	84,788
Prepayments		**312**	402	**34**	47
Current tax assets	10(b)	**-**	69	**-**	69
Cash and cash equivalents	11(a)	**2,255**	1,259	**1,111**	393
Total assets held for distribution		**2,411,941**	2,780,085	**2,395,494**	2,768,293
Liabilities classified as held for distribution					
Trade and other payables	13	**15,799**	29,458	**6,585**	13,628
Retirement benefit obligations	14	**1,066**	-	**-**	-
Current tax liabilities	10(b)	**8**	-	**8**	-
Interest-bearing loans and borrowings	15	**911**	426,162	**5**	425,002
Total liabilities held for distribution		**17,784**	455,620	**6,598**	438,630
		2,394,157	2,324,465	**2,388,896**	2,329,663

4. MOTOR VEHICLES AND EQUIPMENT

(a) THE GROUP

	Computer Equipment Rs'000	Motor Vehicles Rs'000	Total Rs'000
Cost:			
At July 1, 2017	604	1,500	2,104
Additions	135	1,595	1,730
Disposals	-	(1,500)	(1,500)
Assets scrapped	(166)	-	(166)
At June 30, 2018	573	1,595	2,168
Additions	58	-	58
At June 30, 2019	**631**	**1,595**	**2,226**

4. MOTOR VEHICLES AND EQUIPMENT (CONT'D)

(a) THE GROUP

	Computer Equipment Rs'000	Motor Vehicles Rs'000	Total Rs'000
Depreciation:			
At July 1, 2017	341	1,500	1,841
Charge for the year	140	319	459
Disposal adjustment	-	(1,500)	(1,500)
Assets scrapped	(131)	-	(131)
At June 30, 2018	350	319	669
Charge for the year	137	319	456
At June 30, 2019	**487**	**638**	**1,125**
Net book values:			
At June 30, 2019	**144**	**957**	**1,101**
At June 30, 2018	223	1,276	1,499

(b) Depreciation expense of Rs '000 456 (2018: Rs '000 459) has been charged in administrative Expenses.

(c) Leased Assets included above comprise Motor Vehicles as follows:

	2019 Rs'000	2018 Rs'000
Cost - Capitalised Finance Lease	**1,595**	1,595
Accumulated Depreciation	**(638)**	(319)
Net Book Amount	**957**	1,276

(d) Motor vehicles under finance lease are effectively secured as rights to the leased assets revert to the lessor in the event of default.

5. INVESTMENT IN SUBSIDIARIES

	THE COMPANY	
	2019	2018
Unquoted	**Rs'000**	Rs'000
At July 1,	**-**	362,733
Transfers	**-**	(362,733)
At June 30,	**-**	-

5. INVESTMENT IN SUBSIDIARIES (CONT'D)

Details of the subsidiaries are as follows:

Name	Activity	Year end	Indirect & effective holding & voting power		Carrying Value	
			2019	**2018**	**2019**	**2018**
			%	%	**Rs'000**	Rs'000
AXYS Treasury Ltd (note (a))	Management company	June 30	**100**	100	**-**	-

(a) The investment in AXYS Treasury Ltd was fully impaired during the year ended June 30, 2015. There are no changes for the year ended June 30, 2019.

(b) Other subsidiaries accounted for at fair value through profit or loss are disclosed as investee companies in note 6.

6. INVESTMENTS DESIGNATED AT FAIR VALUE THROUGH PROFIT OR LOSS

THE GROUP	**2019**	Quoted	Unquoted	2018
	Rs'000	Rs'000	Rs'000	Rs'000
At July 1,	**2,652,462**	35,347	2,617,115	3,178,584
Additions	**-**	-	-	10,372
Disposals	**-**	-	-	(38,259)
Fair value movement	**121,899**	3,617	118,282	160,249
Transfer in respect of follow on investments	**-**	-	-	(658,484)
Transfer from receivables	**12,907**	-	12,907	-
Transfer from borrowings	**(425,000)**	-	(425,000)	-
At June 30,	**2,362,268**	**38,964**	**2,323,304**	**2,652,462**

THE COMPANY	**2019**	Quoted	Unquoted	2018
	Rs'000	Rs'000	Rs'000	Rs'000
At July 1,	**2,652,462**	35,347	2,617,115	2,215,851
Additions	**-**	-	-	10,372
Disposal	**-**	-	-	(38,259)
Fair value movement	**121,899**	3,617	118,282	115,391
Follow on investments	**-**	-	-	349,107
Transfer from receivables	**12,907**	-	12,907	-
Transfer from borrowings	**(425,000)**	-	(425,000)	-
At June 30,	**2,362,268**	**38,964**	**2,323,304**	**2,652,462**

6. INVESTMENTS DESIGNATED AT FAIR VALUE THROUGH PROFIT OR LOSS (CONT'D)

Details of the material investee entities are given below:

(i) Included in investments at fair value through profit or loss are the following material investee entities and associates. The Group meets the definition of an investment entity. Therefore, it does not consolidate its subsidiaries and associates but rather, it recognises them as investments at fair value through profit or loss.

Name	Main business	Year end	Direct Holding	Indirect Holding	Effective holding and voting power
			%	%	%
Subsidiaries					
AXYS Ltd	Investment holding	June 30,	**100**	**-**	**100**
OXIA Ltd	Investment holding	June 30,	**100**	**-**	**100**
AXYS Treasury Ltd	Management Company	June 30,	**-**	**100**	**100**
AXYS Services Ltd	Management Company	June 30,	**-**	**100**	**100**
AX Holding	Investment holding	June 30,	**-**	**100**	**100**
AX International	Investment holding	June 30,	**-**	**65**	**65**
AXYS Holding Ltd	Investment holding	June 30,	**-**	**100**	**100**
AXYS Patrimoine Ltd	Investment holding	June 30,	**-**	**100**	**100**
AX Offshore Ltd	Investment holding	June 30,	**-**	**100**	**100**
AXYS Corporate Advisory Ltd	Consultancy and corporate advisory	June 30,	**-**	**51**	**51**
AXYS Corporate Advisory Limited	Consultancy and corporate advisory	December 31,	**-**	**51**	**51**
AXYS Group Ltd	Investment holding	June 30,	**-**	**80**	**80**
AXYS Investment Partners Ltd	Asset management	June 30,	**-**	**100**	**100**
Four Oaks Advisors Ltd	Fund Management	June 30,	**-**	**80**	**80**
Four Oaks Credit Fund PCC	Fund Management	June 30,	**-**	**80**	**80**
AXIOM (Mauritius) Equity Fund Ltd	Fund Management	June 30,	**-**	**100**	**100**
Dynamic Global Equity Fund Ltd	Fund Management	June 30,	**-**	**100**	**100**
AXYS Yield Fund Ltd	Fund Management	June 30,	**-**	**100**	**100**
Quant Data Fund Ltd	Dormant	June 30,	**-**	**100**	**100**
AXIOM Africa Fund Ltd	Dormant	June 30,	**-**	**100**	**100**
AXYS Stockbroking Ltd	Brokerage services	June 30,	**-**	**80**	**80**
OXIA Agro Ltd	Investment holding	June 30,	**-**	**100**	**100**
OXIA Hospitality Ltd	Investment holding	June 30,	**-**	**100**	**100**
OXIA Tech Ltd	Investment holding	June 30,	**-**	**100**	**100**
Frontiere Corporate Administrators Ltd	Trust and corporate service provider	June 30,	**-**	**80**	**80**
Frontiere Finance International Management Ltd	Trust and corporate service provider	June 30,		**80**	**80**

6. INVESTMENTS DESIGNATED AT FAIR VALUE THROUGH PROFIT OR LOSS (CONT'D)

Name	Main business	Year end	Direct Holding	Indirect Holding	Effective holding and voting power
			%	%	%
Subsidiaries					
Frontiere Finance International Ltd	Trust and corporate service provider	June 30,	-	**80**	**80**
Frontiere Finance Holding Ltd	Trust and corporate service provider	June 30,	-	**80**	**80**
Frontiere Corporate Services Ltd	Trust and corporate service provider	June 30,	-	**80**	**80**
Frontiere Finance Ltd	Trust and corporate service provider	June 30,	-	**80**	**80**
Kacper Ltd (Seychelles)	Trust and corporate service provider	June 30,	-	**80**	**80**
Fronfin LP	Trust and corporate service provider	June 30,	-	**80**	**80**
Frontiere Group Services LP	Trust and corporate service provider	June 30,	-	**80**	**80**
Level Seven Nominees Ltd	Trust and corporate service provider	June 30,	-	**80**	**80**
Azioni Nominees Ltd	Trust and corporate service provider	June 30,	-	**80**	**80**
Frontiere Reassurance Ltd PCC	Trust and corporate service provider	June 30,	-	**80**	**80**
Frontiere Asset Administrators Ltd PCC	Trust and corporate service provider	June 30,	-	**80**	**80**
Frontin Limited	Trust and corporate service provider	June 30,	-	**80**	**80**
Frontin LLC (Delaware)	Trust and corporate service provider	June 30,	-	**80**	**80**
Fronfin SS Ltd (Seychelles)	Trust and corporate service provider	June 30,	-	**80**	**80**
Intego Green Ltd (Previously known as Island Chemicals Ltd)	Selling of agro - chemicals and greenhouses	June 30,	-	**100**	**100**
Intego Ltd (Previously known as Island Renewable Fertilizers Ltd)	Manufacture and sale of liquid fertilizers	June 30,	-	**100**	**100**
Island Catch Ltd	Sale of industrial and agricultural products	June 30,	-	**100**	**100**
Gladius Ltd	Fishing	June 30,	-	**51**	**51**
Pelagic Process Ltd	Fishing	June 30,	-	**51**	**51**
Palangriers Ltd	Fishing	June 30,	-	**26**	**26**
Island Fertilisers Logistics Ltd	Dormant entity	June 30,	-	**100**	**100**
Island Fertilisers Ltd	Dormant entity	June 30,	-	**100**	**100**
Lombard Management Services Ltd	Trust and corporate service provider	June 30,	-	**90**	**90**
Waterford Nominees Ltd	Trust and corporate service provider	June 30,	-	**90**	**90**
Emerald Co Ltd	Trust and corporate service provider	June 30,	-	**90**	**90**
Mechanization Company Limited	Sale of industrial and agricultural machinery	June 30,	-	**58**	**58**
Megabyte Investment Ltd	Investment holding	June 30,	-	**70**	**70**
Megabyte Ltd	IT services	June 30,	-	**70**	**70**

6. INVESTMENTS DESIGNATED AT FAIR VALUE THROUGH PROFIT OR LOSS (CONT'D)

Name	Main business	Year end	Direct Holding	Indirect Holding	Effective holding and voting power
			%	%	%
Subsidiaries					
Multiglobal System Ltd	IT Solutions	June 30,	-	**70**	**70**
Industrial Coding Solution Ltd	IT Solutions	June 30,	-	**70**	**70**
Megabyte Finance Ltd	Dormant entity	June 30,	-	**70**	**70**
NWT (Mauritius) Ltd	Trust and corporate service provider	June 30,	-	**72**	**72**
NWCS (HK) Limited	Investment holding	June 30,	-	**65**	**65**
UIL Suisse SARL	Investment holding	June 30,	-	**65**	**65**
NWT Caversham SA	Investment holding	June 30,	-	**65**	**65**
NWT Management SA	Trust and corporate service provider	June 30,	-	**65**	**65**
NWT Trustee SARL	Trust and corporate service provider	June 30,	-	**65**	**65**
CH Trustee SA	Trust and corporate service provider	June 30,	-	**65**	**65**
Caversham SA	Dormant entity	June 30,	-	**65**	**65**
Caversham Trust Reg	Trust and corporate service provider	June 30,	-	**65**	**65**
New World Trust Corporation	Trust and corporate service provider	June 30,	-	**65**	**65**
Lombard Trust International SA	Trust and corporate service provider	June 30,	-	**65**	**65**
Lombard Directors SA	Trust and corporate service provider	June 30,	-	**65**	**65**
Atlas Directors Limited	Trust and corporate service provider	June 30,	-	**65**	**65**
NWT Directors Limited	Trust and corporate service provider	June 30,	-	**65**	**65**
NWT Services Limited	Trust and corporate service provider	June 30,	-	**65**	**65**
Minimic Limited	Trust and corporate service provider	June 30,	-	**65**	**65**
Lombard Trust SA	Trust and corporate service provider	June 30,	-	**65**	**65**
Mayo Nominees Limited	Trust and corporate service provider	June 30,	-	**65**	**65**
Mayo Secretaries Services	Trust and corporate service provider	June 30,	-	**65**	**65**
Vinocity Limited	Trust and corporate service provider	June 30,	-	**65**	**65**
Zephyr Trustees Limited	Trust and corporate service provider	June 30,	-	**65**	**65**
NWT Fund Administrators Limited	Trust and corporate service provider	June 30,	-	**65**	**65**
Lombard Nominees Limited	Trust and corporate service provider	June 30,	-	**65**	**65**
Lombard Directors Limited	Trust and corporate service provider	June 30,	-	**65**	**65**
Lombard Services Ltd	Trust and corporate service provider	June 30,	-	**65**	**65**
NWT Holding (HK) Limited	Investment holding	June 30,	-	**100**	**100**
NWT Holding Sàrl	Investment holding	June 30,	-	**100**	**100**
NWT Conseil SA	Trust and corporate service provider	June 30,	-	**100**	**100**

6. INVESTMENTS DESIGNATED AT FAIR VALUE THROUGH PROFIT OR LOSS (CONT'D)

Name	Main business	Year end	Direct Holding	Indirect Holding	Effective holding and voting power
			%	%	%
Subsidiaries					
Novalco SA	Trust and corporate service provider	June 30,	-	**100**	**100**
NW Trust (Switzerland) SA	Trust and corporate service provider	June 30,	-	**100**	**100**
Saturn Corporate Services	Trust and corporate service provider	June 30,	-	**100**	**100**
Vulcan Corporate Services	Trust and corporate service provider	June 30,	-	**100**	**100**
Sage Corporate Services Inc	Trust and corporate service provider	June 30,	-	**100**	**100**
Palmer Directors Inc.	Trust and corporate service provider	June 30,	-	**100**	**100**
Orkney Universal Corp.	Trust and corporate service provider	June 30,	-	**100**	**100**
Providence Uiversal S.A	Trust and corporate service provider	June 30,	-	**100**	**100**
Furman Management S.A	Trust and corporate service provider	June 30,	-	**100**	**100**
Belew Business Corp.	Trust and corporate service provider	June 30,	-	**100**	**100**
Zalkind Services Corp.	Trust and corporate service provider	June 30,	-	**100**	**100**
SPICE Finance Ltd	Leasing business	June 30,	-	**80**	**80**
SPICE Credit Ltd	Dormant entity	June 30,	-	**100**	**100**
NWT (Holding) Mauritius Ltd	Dormant entity	June 30,	-	**72**	**72**
NWT Secretarial Services Ltd	Trust and corporate service provider	June 30,	-	**80**	**80**
NWT (Mauritius) Ltd	Trust and corporate service provider	June 30,	-	**72**	**72**
FWM International Ltd	Trust and corporate service provider	June 30,	-	**72**	**72**
Horizon Company Ltd	Trust and corporate service provider	June 30,	-	**72**	**72**
FWM Trustees Ltd	Trust and corporate service provider	June 30,	-	**72**	**72**
Littlegate Nominees Ltd	Trust and corporate service provider	June 30,	-	**72**	**72**
Unity Company Ltd	Trust and corporate service provider	June 30,	-	**72**	**72**
Broadway Company Limited	Trust and corporate service provider	June 30,	-	**72**	**72**
Hold Attitude Ltd	Investment holding	June 30,	-	**100**	**100**
S.C.E.T.I.A Holding Ltd	Investment holding	June 30,	-	**58**	**58**
La Moisson Ltee	Rental of agricultural equipment	June 30,	-	**58**	**58**
Flexicom & Co. Ltd	Hydraulics supply	June 30,	-	**58**	**58**
Pex Hydraulics (Mauritius) Ltd	Hydraulics supply	June 30,	-	**58**	**58**
Turborenov Ltd	Turbos	June 30,	-	**58**	**58**
Powertech Ltd	Water Filters and Coolers	June 30,	-	**58**	**58**
S.C.E.T.I.A Limitee	Golf maintenance & supply	June 30,	-	**58**	**58**
Compagnie des Transports Commerciaux Limitee	Dormant entity	June 30,	-	**50**	**50**

6. INVESTMENTS DESIGNATED AT FAIR VALUE THROUGH PROFIT OR LOSS (CONT'D)

Name	Main business	Year end	Direct Holding	Indirect Holding	Effective holding and voting power
			%	%	%
Associates					
AX East Africa Holdings Ltd	Investment holding	June 30,	-	**50**	**50**
Mauritius Kenya Holdings Ltd	Investment holding	June 30,	-	**50**	**50**
APEX Africa Asset Management Ltd	Dormant entity	June 30,	-	**50**	**50**
APEX Africa Capital Ltd	Brokerage services	June 30,	-	**50**	**50**
NWT East Africa Ltd	Dormant entity	June 30,	-	**50**	**50**
Trust Exec Ltd	Trust and corporate service provider	June 30,	-	**30**	**30**
Attitude Hospitality Ltd	Hospitality	June 30,	-	**39**	**39**
Emineo Holding Ltd	Investment holding	June 30,	-	**25**	**25**
Emineo Ltd	Engineering	June 30,	-	**20**	**20**
Flexi Drive Ltd	Fleet management	June 30,	-	**50**	**50**
Helilagon (Mauritius) Ltd	Hospitality	June 30,	-	**35**	**35**
Neocloud Ltd	Dormant entity	June 30,		**50**	**50**
Part Supply Services Limited	Dormant entity	June 30,	-	**46**	**46**
Quantilab Holding Ltd	Investment holding	June 30,	-	**50**	**50**
Quantilab Ltd	Laboratory	June 30,	-	**35**	**35**
Hibridge Corporate Services Ltd	Trust and corporate service provider	June 30,	-	**40**	**40**
Terra Marketing Ltd	Sales of Tyres	June 30,	-	**44**	**44**
Friction Evolution Ltd	Vehicles Supplies	June 30,	-	**29**	**29**
Bajama Limitee	Equipment Supplies	June 30,	-	**28**	**28**
Island Renewable Energy Ltd	Dormant entity	June 30,	-	**50**	**50**
Island International Trade Ltd	Dormant entity	June 30,	-	**33**	**33**
Inside Equity Fund	Private equity	December 31,	-	**3**	**12**
Les Gaz Industriels Ltee	Energy	December 31,	-	**19**	**19**
Novus Properties Ltd	Investment property	June 30,	-	**7**	**7**

7. FAIR VALUE OF FINANCIAL INSTRUMENTS

Fair value hierarchy

The table below analyses recurring assets and liabilities carried at fair value. The different levels are defined as follows:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;

Level 2: Input other than quoted prices included in Level 1 that are observable for the asset or liability, either or directly or indirectly;

Level 3: techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data.

THE GROUP AND THE COMPANY	June 30, 2019			
	Level 1	Level 2	Level 3	Total
	Rs'000	Rs'000	Rs'000	Rs'000
Financial services ("AXYS")	-	-	1,041,134	1,041,134
Agriculture ("OXIA Agro")	-	-	35,570	35,570
Hospitality ("OXIA Hospitality")	-	-	1,244,273	1,244,273
Technology ("OXIA Tech")	-	-	2,327	2,327
Energy	30,181	-	-	30,181
Investment property	8,783	-	-	8,783
	38,964	-	2,323,304	2,362,268

THE GROUP AND THE COMPANY	June 30, 2018			
	Level 1	Level 2	Level 3	Total
	Rs'000	Rs'000	Rs'000	Rs'000
Financial services ("AXYS")	-	-	1,592,018	1,592,018
Agriculture ("OXIA Agro")	-	-	155,436	155,436
Hospitality ("OXIA Hospitality")	-	-	779,880	779,880
Technology ("OXIA Tech")	-	-	89,781	89,781
Energy	26,786	-	-	26,786
Investment property	8,561	-	-	8,561
	35,347	-	2,617,115	2,652,462

7. FAIR VALUE OF FINANCIAL INSTRUMENTS (CONT'D)

Fair value hierarchy (Cont'd)

Fair value measurement using significant unobservable inputs (Level 3):

THE GROUP	Balance at June 30, 2018	Fair value movement	Transfer from receivables	Transfer from borrowings	Balance at June 30, 2019
	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
Financial services ("AXYS")	1,592,018	(134,233)	8,348	(425,000)	1,041,133
Agriculture ("OXIA Agro")	155,436	(120,826)	960	-	35,570
Hospitality ("OXIA Hospitality")	779,880	463,197	1,197	-	1,244,274
Technology ("OXIA Tech")	89,781	(89,856)	2,402	-	2,327
	2,617,115	118,282	12,907	(425,000)	2,323,304

THE COMPANY	Balance at June 30, 2018	Fair value movement	Transfer from receivables	Transfer from borrowings	Balance at June 30, 2019
	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
Financial services ("AXYS")	1,592,018	(134,233)	8,348	(425,000)	1,041,133
Agriculture ("OXIA Agro")	155,436	(120,826)	960	-	35,570
Hospitality ("OXIA Hospitality")	779,880	463,197	1,197	-	1,244,274
Technology ("OXIA Tech")	89,781	(89,856)	2,402	-	2,327
	2,617,115	118,282	12,907	(425,000)	2,323,304

The entity's policies is to recognise transfers out of Level 3 as of the date of the event or change in circumstances that cause the transfer.

7. FAIR VALUE OF FINANCIAL INSTRUMENTS (CONT'D)

Fair value hierarchy (Cont'd)

The following table shows the valuation techniques used in the determination of fair values within Level 3 of the hierarchy as well as the key unobservable inputs used in the valuation model.

Type	Fair value at June 30, 2019	Valuation approach	Key unobservable inputs	Range of unobservable inputs (probability – weighted average)	Sensitivity of the input to fair value	
	Rs'000					Rs'000
THE GROUP AND THE COMPANY						
Financial services ("AXYS")	1,041,133	PE mutiple	Average of peers	8.47-9.88	± 0.5	28,260
		Turnover multiple	Average of peers	1.51	± 0.5	26,053
		EBIT Multiple	Discount rate	9.61	± 0.5	335
		EBITDA mutiple	Average of peers	7.00-9.80	± 0.5	59,989
		Net Asset Value	Adjusted Net Asset	-	-	-
Agriculture ("OXIA Agro")	35,570	Net Asset Value	Adjusted Net Asset	-	-	-
		EBITDA multiple	Average of peers	3.29-5.50	± 0.5	22,415
		PE multiple	Average of peers	10.11-10.32	± 0.5	2,684
Hospitality ("OXIA Hospitality")	1,244,274	Discounted cash flows	Discount rate	10.63%-11.84%	+1%	(149,418)
Technology ("OXIA Tech")	2,327	EBITDA multiple	Average of peers	7.19-10.98	± 0.5	6,741

The Group invests in unquoted equities. Given that there is no active market on which to trade the unquoted local equities, the Directors have assessed the NAV represent the best estimate of fair value at the measurement date. These investments have been classified as level 3 of the fair value hierarchy as they are neither quoted nor traded. Given that Management has used the net asset value of investees, no observable input has developed and as such no sensitivity analysis was performed.

7. FAIR VALUE OF FINANCIAL INSTRUMENTS (CONT'D)

Fair value hierarchy (Cont'd)

The following table shows the valuation techniques used in the determination of fair values within Level 3 of the hierarchy as well as the key unobservable inputs used in the valuation model.

Type	Fair value at June 30, 2019	Valuation approach	Key unobservable inputs	Range of unobservable inputs (probability – weighted average)	Sensitivity of the input to fair value	
	Rs'000					Rs'000
THE GROUP AND THE COMPANY						
Financial services ("AXYS")	1,592,018	PE mutiple	Average of peers	10	± 0.5	53,045
		EBIT Multiple	Discount rate	7.72 - 9.06	± 0.5	16,485
		EBITDA mutiple	Average of peers	7.9 - 8.0	± 0.5	10,029
		Net Asset Value	Adjusted Net Asset	-	-	-
Agriculture ("OXIA Agro")	155,436	Net Asset Value	Adjusted Net Asset	-	-	-
		EBITDA multiple	Average of peers	3.97 - 5.5	± 0.5	17,525
		PE multiple	Average of peers	10.74	± 0.5	2,529
Hospitality ("OXIA Hospitality")	779,880	Discounted cash flows	Discount rate	10.95% - 11.95%	+1%	(209,156)
Technology ("OXIA Tech")	89,781	EBITDA multiple	Average of peers	6.35 - 10.9	± 0.5	6,719

The Group invests in unquoted equities. Given that there is no active market on which to trade the unquoted local equities, the Directors have assessed the NAV represent the best estimate of fair value at the measurement date. These investments have been classified as level 3 of the fair value hierarchy as they are neither quoted nor traded. Given that Management has used the net asset value of investees, no observable input has developed and as such no sensitivity analysis was performed.

Valuation process and techniques applied by the Group:

The Board of Directors of the Company is responsible for the valuation of investments including the policies and procedures. The valuation of unlisted investments is carried out on a regular basis or when required in connection with investment or divestment activities of the Group.

For intermediate holding entities, being AXYS Ltd and OXIA Ltd, the fair value are derived mainly from the underlying assets, these are valued at fair value using appropriate valuation measures in accordance with IFRS 13.

The net assets value of the intermediate holding companies is representative of its fair value as other than the underlying equity investment held, the intermediate holding companies only hold debt which have been measured at fair value.

7. FAIR VALUE OF FINANCIAL INSTRUMENTS (CONT'D)

Fair value hierarchy (Cont'd)

The Group invests in equity securities which are not quoted in an active market. Transactions in such investments do not occur on a regular basis. Unlisted investments, which may not have readily ascertainable market values, are valued at fair value, which is the estimated amount that would be received on the investment in an orderly transaction between willing market participants on the measurement date. Generally, the fair value of unlisted investments are adjusted when a significant third-party investment or financing event has occurred or there is a significant change in the financial condition or operating performance of the portfolio company that would indicate either an increase or decrease in fair value. Various valuation techniques and inputs are considered in valuing unlisted investments, including purchase multiples paid in other comparable third-party transactions; comparable public company trading multiples; discounted cash flow analysis; market conditions; liquidity; current operating results; and other pertinent information. When utilising a multiples-based approach, multiples are applied to the most recent and relevant operating performance metric of the investment as appropriate, including historical and/or forecasted revenue, EBITDA, net income or other relevant operating performance metric. However, because of the inherent uncertainty of valuation, the recommended values may differ significantly from values that would have been used had a ready market for the unlisted investments existed, and may differ materially from the amounts realised upon disposal.

8. OTHER FINANCIAL ASSETS

	THE GROUP AND THE COMPANY	
	2019	2018
	Rs'000	Rs'000
At July 1,	**30,534**	2,500
New deposits	**-**	28,034
Foreign exchange gain	**579**	-
At June 30,	**31,113**	30,534

As at June 30, 2019, the deposit on shares represents share application money in Island Management Ltd (Rs. 2.5M) and Inside Equity Fund Ltd (Rs. 28.5M). The shares in Island Management Ltd are yet to be alloted due to a pending legal case. The share application monies in Inside Equity Fund are yet to be converted.

9. TRADE AND OTHER RECEIVABLES

	THE GROUP		THE COMPANY	
	2019	2018	**2019**	2018
	Rs'000	Rs'000	**Rs'000**	Rs'000
Receivable from other related parties	**14,306**	93,031	**968**	84,557
Other receivables	**586**	829	**-**	231
	14,892	93,860	**968**	84,788

(a) Trade and other receivables are considered as quasi-equity.

(b) For terms and conditions relating to related party receivables, refer to note 23.

9. TRADE AND OTHER RECEIVABLES (CONT'D)

(c) Receivable from other related parties of Rs'000 49 (2018: Rs'000 14,711) for the Group and Rs'000 31,410 (2018: Rs'000 11,631) for the Company have been written-off and charged to profit or loss during the year.

	THE GROUP		THE COMPANY	
	2019	2018	**2019**	**2018**
	Rs'000	Rs'000	**Rs'000**	Rs'000
Write-offs during the year (note 18)	**49**	14,711	**31,410**	11,631

(d) The receivables are neither past due nor impaired and due for 30-60 days.

(e) The carrying amount of trade and other receivables are denominated in the following currencies:

	THE GROUP		THE COMPANY	
	2019	2018	**2019**	2018
	Rs'000	Rs'000	**Rs'000**	Rs'000
Mauritian Rupees	**11,259**	92,777	**968**	84,788
Swiss Francs	**3,633**	874	**-**	-
United States Dollars	**-**	209	**-**	-
	14,892	93,860	**968**	84,788

(f) The Group applies the IFRS 9 simplified approach to measuring expected credit losses which used a lifetime expected loss allowance for all trade receivables.

In the previous years, the impairment of trade receivables was assessed based on the incurred loss model. Individual receivables which are known to be uncollectible were written off by reducing the carrying amount directly. The remaining receivables were grouped as a portfolio and categorised in buckets as per ageing of receivables. A percentage was applied to each of the bucket.

The expected loss rates are based on the payment profiles of sales over a period since incorporation before June 30, 2019 and June 30, 2018 respectively and the corresponding historical credit losses experienced within this period. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. The Group has identified the Gross Domestic Product (GDP) and the unemployment rate of Mauritius, the country in which it renders its services, to be the most relevant factors, and accordingly adjusts the historical loss rates based on expected changes in these factors.

The expected credit losses have been calculated but not accounted for as they are not significant.

10. INCOME TAX

(a) Statement of profit or loss and other comprehensive income

	THE GROUP		THE COMPANY	
	2019	2018	**2019**	2018
	Rs'000	Rs'000	**Rs'000**	Rs'000
Current tax on the profit for the year - 15% (2018: 15%)	**-**	114	**-**	114
CSR charge	**15**	15	**15**	15
(Over)/under-provision in prior year income tax and CSR liability	**(9)**	5	**(9)**	5
Income tax expense	**6**	134	**6**	134

(b) Statement of financial position

	THE GROUP		THE COMPANY	
	2019	2018	**2019**	2018
	Rs'000	Rs'000	**Rs'000**	Rs'000
At July 1,	**(69)**	(613)	**(69)**	(613)
Current tax on the profit for the year-15% (2018:15%)	**-**	114	**-**	114
CSR charge	**15**	15	**15**	15
(Over)/under-provision in prior year income tax and CSR liability	**(9)**	5	**(9)**	5
Tax refund	**78**	715	**78**	715
Tax and CSR paid	**(7)**	(305)	**(7)**	(305)
At June 30,	**8**	(69)	**8**	(69)

(c) Tax reconciliation

A reconciliation between the tax expense and the product of the accounting profit multiplied by the Group's and Company's applicable tax rates for the years ended June 30, 2019 and 2018 is as follows:

	THE GROUP		THE COMPANY	
	2019	2018	**2019**	2018
	Rs'000	Rs'000	**Rs'000**	Rs'000
Profit before tax	**69,698**	57,616	**59,239**	31,132
Tax at the rate of 15% (2018: 15%)	**10,455**	8,642	**8,886**	4,670
Income not subject to tax (note (i))	**(18,429)**	(26,115)	**(18,429)**	(19,653)
Expenses not deductible for tax purposes (note (ii))	**4,905**	15,404	**9,362**	15,097
Annual allowances	**(58)**	(75)	**-**	-
Balancing allowances on assets scrapped	**-**	(6)	**-**	-
CSR charge	**15**	15	**15**	15
(Over)/under-provision in prior year income tax and CSR liability	**(9)**	5	**(9)**	5
Tax losses for which no deferred income tax asset was recognised	**3,127**	2,264	**181**	-
	6	134	**6**	134

10. INCOME TAX (CONT'D)

(c) Tax reconciliation (Cont'd)

(i) Income not subject to tax relate mainly to dividend income and fair value gain on investments designated at fair value through profit or Loss.

(ii) Expenses not deductible for tax purposes include entertainment, gifts, donations and legal and professional expenses.

The Group does not recognised deferred tax asset on tax losses since there is no convincing evidence that there will be taxable profit in the forthcoming years. The tax losses can be deferred for five years. The tax losses available as at June 30, 2019 & 2018 are as follows:

	THE GROUP	
	2019	2018
	Rs'000	Rs'000
At July 1,	**71,746**	73,328
Tax losses for the year	**19,636**	15,087
Tax losses expired during the year	**(22,447)**	(16,669)
At June 30,	**68,935**	71,746

11. CASH AND CASH EQUIVALENTS

	THE GROUP		THE COMPANY	
	2019	2018	**2019**	2018
(a) Cash and short-term deposits	**Rs'000**	Rs'000	**Rs'000**	Rs'000
Cash and cash equivalents	**2,255**	1,259	**1,111**	393

(b) For the purpose of the statements of cash flows, cash and cash equivalents comprise of:

	THE GROUP		THE COMPANY	
	2019	2018	**2019**	2018
	Rs'000	Rs'000	**Rs'000**	Rs'000
Cash and short-term deposits	**2,255**	1,259	**1,111**	393
Bank overdrafts (note 15)	**(8)**	(4)	**(5)**	(2)
	2,247	1,255	**1,106**	391

12. SHARE CAPITAL AND RESERVES

(a) Share capital

THE COMPANY AND THE GROUP	2019 & 2018	
	Number of shares	Rs'000
Issued and fully paid:		
At June 30,	204,093,742	651,462

The shares issued last year confer upon the holder the same rights offered to ordinary shareholders which are as follows:

(a) The right to vote at meetings of shareholders and on a poll to cast one vote for each share held;

(b) Subject to the rights of any other class of shares, the right to an equal share in dividends and other distribution made by the Company; and

(c) Subject to the rights of any other class of shares, the right to an equal share in the distribution of the surplus assets of the Company on its liquidation.

(b) Share premium

THE GROUP AND THE COMPANY	Share premium Rs'000
At June 30, 2019 and June 30, 2018	**920,386**

The reserve represents the premium arising upon the issue of ordinary shares.

13. TRADE AND OTHER PAYABLES

	THE GROUP		THE COMPANY	
	2019	2018	2019	2018
	Rs'000	Rs'000	Rs'000	Rs'000
Trade payables	**4,179**	1,317	**1,680**	260
Amount due to related parties	**6,737**	13,606	**22**	-
Accruals and other payables	**4,883**	14,535	**4,883**	13,368
	15,799	29,458	**6,585**	13,628

Currency Profile

	THE GROUP		THE COMPANY	
	2019	2018	2019	2018
	Rs'000	Rs'000	Rs'000	Rs'000
Mauritian Rupees	**10,347**	15,852	**6,585**	13,628
Swiss Francs	**5,452**	13,606	**-**	-
	15,799	29,458	**6,585**	13,628

13. TRADE AND OTHER PAYABLES (CONT'D)

Terms and conditions:

- Trade payables are non-interest bearing and are normally settled on 30 - 60 day terms.
- For terms and conditions relating to related parties, refer to note 23.
- Other payables are non-interest bearing and have an average term of twelve months. Included in other payables are interest on bank loans and bonds amounting to nil for the Group and the Company (2018: Group and Company Rs 10.217M).

14. RETIREMENT BENEFIT OBLIGATIONS

Other post retirement benefits

(a) Other post retirement benefits comprise mainly of gratuity on retirement payable under the Employment Rights Act 2008 and other benefits.

(b) Movement in gratuity on retirement:

	THE GROUP	
	2019	2018
	Rs'000	Rs'000
At July 1,	**-**	-
Total expense charged in profit or loss	**1,066**	-
At June 30,	**1,066**	-

It has been assumed that the rate of future salary increases will be equal to the discount rate.

15. INTEREST-BEARING LOANS AND BORROWINGS

	THE GROUP		THE COMPANY	
	2019	2018	**2019**	2018
Current:	**Rs'000**	Rs'000	**Rs'000**	Rs'000
Bonds (note (a))	**-**	425,000	**-**	425,000
Bank overdrafts (note (b))	**8**	4	**5**	2
Obligations under finance lease (note (c))	**903**	1,158	**-**	-
TOTAL	**911**	426,162	**5**	425,002

(a) On November 16, 2018, the bonds have been transferred to AXYS Ltd, an intermediary holding subsidiary of the Company. They are an unsecured floating-rate bonds bearing an interest of 5.85% (Bank of Mauritius repo rate + 2.35%) per annum and will have matured on January 31, 2020.

(b) The Group and the Company have an overdraft facility amounting to Rs'000 8 (2018: Rs'000 4) for the Group and Rs'000 5 (2018: Rs'000 2) respectively at 30 June 2019.

15. INTEREST-BEARING LOANS AND BORROWINGS (CONT'D)

(c) Obligations under finance lease - minimum lease payments

	THE GROUP	
	2019	2018
	Rs'000	Rs'000
Within one year	**1,158**	1,339
Future finance changes	**(255)**	(181)
Disclosed as current	**903**	1,158

(d) Borrowings can be analysed as follows:

	THE GROUP		THE COMPANY	
	2019	2018	**2019**	2018
	Rs'000	Rs'000	**Rs'000**	Rs'000
Within one year	**911**	426,162	**5**	425,002
	911	426,162	**5**	425,002

All the above interest bearing loans and borrowings have been classified as current in line with the restucturing plan of the Group. Refer to note 28.

(e) The effective interest rates and initial maturity dates at the end of the reporting date were as follows:

	Initial maturity	THE GROUP	
		2019	2018
Bonds	Jan 20	**Repo rate + 2.35%**	Repo rate + 2.35%
Bank overdrafts	On demand	**PLR+1.9%**	PLR+1.9%
Obligations under finance lease	Jun 22	**7.25%**	7.25%

	Initial maturity	THE COMPANY	
		2019	2018
Bonds	Jan 20	**Repo rate + 2.35%**	Repo rate + 2.35%
Bank overdrafts	On demand	**PLR+1.9%**	PLR+1.9%

15. INTEREST-BEARING LOANS AND BORROWINGS (CONT'D)

(f) The carrying amounts of the Group and the Company's borrowings are denominated in the following currencies:

	THE GROUP		THE COMPANY	
	2019	2018	**2019**	2018
	Rs'000	Rs'000	**Rs'000**	Rs'000
Euro	**8**	2	**-**	-
Mauritian rupee	**903**	426,160	**5**	425,002
	911	426,162	**5**	425,002

16. REVENUE

	THE GROUP		THE COMPANY	
	2019	2018	**2019**	2018
	Rs'000	Rs'000	**Rs'000**	Rs'000
Dividend income	**166**	1,820	**166**	1,820
Management fees	**19,960**	18,977	**-**	-
Other revenue	**-**	94	**-**	-
	20,126	20,891	**166**	1,820

	THE GROUP		THE COMPANY	
	2019	2018	**2019**	2018
	Rs'000	Rs'000	**Rs'000**	Rs'000
Revenue from rendering of services	**19,961**	18,977	**-**	-
Other Income	**-**	94	**-**	-
Dividend Income	**166**	1,820	**166**	1,820
	20,127	20,891	**166**	1,820

17. ADMINISTRATIVE EXPENSES

	THE GROUP		THE COMPANY	
	2019	2018	**2019**	2018
	Rs'000	Rs'000	**Rs'000**	Rs'000
Staff costs (note (a))	**30,839**	26,435	**-**	-
Insurance	**181**	134	**23**	24
Motor vehicle expenses	**451**	444	**-**	-
Rent of motor vehicles	**1,146**	1,246	**-**	-
Office rental	**5,902**	3,774	**-**	-
Audit fees	**780**	850	**780**	850
Legal and professional fees	**6,703**	6,711	**6,714**	6,689
Annual report fees	**520**	128	**520**	128
Directors and chairmanship fees	**2,320**	2,015	**2,320**	2,015
Depreciation	**456**	459	**-**	-
Licence	**303**	266	**275**	229
Business trips	**1,236**	1,742	**2**	272
Other expenses	**1,493**	607	**1,316**	373
	52,330	44,811	**11,950**	10,580

(a) Staff costs

	THE GROUP	
	2019	2018
	Rs'000	Rs'000
Wages and salaries	**26,269**	23,393
Social security costs	**610**	439
Pension costs - defined contribution plans	**1,553**	1,255
Other post-retirement benefits (note 14(b))	**1,066**	-
Others	**1,341**	1,348
	30,839	26,435

18. FAIR VALUE (LOSSES)/GAINS ON RECEIVABLES AND INVESTMENT-RELATED EXPENSES

	THE GROUP		THE COMPANY	
	2019	2018	**2019**	2018
	Rs'000	Rs'000	**Rs'000**	Rs'000
Increase in fair value on receivables	**-**	22,645	**-**	22,645
Fair value losses on receivables from related parties	**(49)**	(14,711)	**(31,410)**	(11,631)
Investment-related expenses	**(10,817)**	-	**(10,817)**	-
	(10,866)	7,934	**(42,227)**	11,014

19. FINANCE INCOME

	THE GROUP		THE COMPANY	
	2019	2018	**2019**	2018
	Rs'000	Rs'000	**Rs'000**	Rs'000
Interest income on:				
- Loan to related parties	**35**	5,943	**35**	5,943
- Preference shares of related parties	**(9)**	1,197	**(9)**	1,197
- Bank savings	**-**	4	**-**	4
	26	7,144	**26**	7,144

20. FINANCE COSTS

	THE GROUP		THE COMPANY	
	2019	2018	**2019**	2018
	Rs'000	Rs'000	**Rs'000**	Rs'000
Foreign exchange (gain)/loss	**(387)**	936	**(793)**	554
Interest expense on:				
- bank overdrafts	**-**	1,988	**-**	1,966
- loans	**-**	2,104	**-**	2,104
- bonds	**9,468**	25,258	**9,468**	25,258
- finance leases	**76**	94	**-**	-
	9,157	30,380	**8,675**	29,882

21. EARNINGS AND DIVIDENDS PER SHARE

(a) Earnings per share

	THE GROUP		THE COMPANY	
	2019	2018	**2019**	2018
	Rs'000	Rs'000	**Rs'000**	Rs'000
Net gain attributable to ordinary equity holders of the parent	**69,692**	57,482	**59,233**	30,998
Number of shares ('000)				
Ordinary shares issued at June 30,	**204,094**	204,094	**204,094**	204,094
Earnings per share				
Basic	**0.34**	0.28	**0.29**	0.15

There have been no other transactions involving ordinary shares or potential ordinary shares between the reporting date and the date of completion of these financial statements.

(b) Dividends per share

	THE GROUP		THE COMPANY	
	2019	2018	**2019**	2018
	Rs'000	Rs'000	**Rs'000**	Rs'000
Amount recognised as distributions to equityholders in the year	**Nil**	Nil	**Nil**	Nil

22. NAV PER SHARE

	THE GROUP		THE COMPANY	
	2019	2018	**2019**	2018
	Rs'000	Rs'000	**Rs'000**	Rs'000
Net asset value	**2,394,157**	2,324,465	**2,388,896**	2,329,663
Number of shares ('000)				
Ordinary shares issued at June 30,	**204,094**	204,094	**204,094**	204,094
NAV per share				
Basic	**11.73**	11.39	**11.70**	11.41

23. RELATED PARTY TRANSACTIONS

(a) THE GROUP

	Interest income		Balance receivables		Balance payables	
	2019	2018	**2019**	2018	**2019**	2018
	Rs'000	Rs'000	**Rs'000**	Rs'000	**Rs'000**	Rs'000
Investee companies:						
APEX Africa Capital Ltd	**-**	-	**-**	21	**-**	-
AX International	**-**	-	**-**	71,664	**-**	-
AXYS Corporate Advisory Ltd	**-**	-	**-**	209	**-**	-
AXYS Consulting DMCC	**-**	441	**-**	-	**-**	-
AXYS Finance Ltd	**-**	-	**-**	8	**-**	-
AXYS Investment Partners Ltd	**-**	45	**1,350**	3,644	**-**	-
AXYS Services Ltd	**-**	-	**-**	-	**1,287**	-
Flexi Drive Ltd	**-**	-	**75**	-	**-**	-
FWM International Ltd	**-**	-	**-**	21	**-**	-
FWM Trustees Ltd	**-**	-	**-**	21	**-**	-
IFL Investment Holding Ltd	**-**	3,169	**-**	-	**-**	-
Lombard Management Services Ltd	**-**	-	**21**	21	**-**	-
Mauritius Kenya Invt Holdings Ltd	**-**	-	**-**	21	**-**	-
Mechanization Company Ltd	**-**	1,441	**-**	-	**-**	-
Megabyte Investments Ltd	**-**	506	**-**	-	**-**	-
NWT (Mauritius) Ltd	**-**	-	**-**	4,604	**-**	-
NWT Conseil SA	**-**	-	**-**	874	**5,450**	7,862
NWT Management SA	**-**	-	**3,641**	-	**-**	-
NWT Secretarial Ltd	**-**	-	**10**	21	**-**	-
Quantilab Holding Ltd	**35**	55	**937**	912	**-**	-
Quantilab Ltd	**-**	157	**-**	2,402	**-**	-
SPICE Finance Ltd	**-**	-	**-**	-	**-**	5,744
Enterprises with common management:						
Attitude Hospitality Ltd - Preference shares	**(9)**	1,197	**-**	1,197	**-**	-
Others:						
Director of subsidiary	**-**	129	**8,272**	7,391	**-**	-
	26	7,140	**14,306**	93,031	**6,737**	13,606

23. RELATED PARTY TRANSACTIONS (CONT'D)

(b) THE COMPANY	Interest income		Balance receivables		Balance payables	
	2019	2018	**2019**	2018	**2019**	2018
	Rs'000	Rs'000	**Rs'000**	Rs'000	**Rs'000**	Rs'000
Investee companies:						
APEX Africa Capital Ltd	**-**	-	**-**	21	**-**	-
AX International	**-**	-	**-**	71,664	**-**	-
AXYS Consulting DMCC	**-**	441	**-**	-	**-**	-
AXYS Finance Ltd	**-**	-	**-**	8	**-**	-
AXYS Investment Partners Ltd	**-**	45	**-**	3,644	**-**	-
AXYS Services Ltd	**-**	-	**-**	-	**22**	-
FWM International Ltd	**-**	-	**-**	21	**-**	-
FWM Trustees Ltd	**-**	-	**-**	21	**-**	-
IFL Investment Holding Ltd	**-**	3,169	**-**	-	**-**	-
Lombard Management Services Ltd	**-**	-	**21**	21	**-**	
Mauritius Kenya Invt Holdings Ltd	**-**	-	**-**	21	**-**	-
Mechanization Company Ltd	**-**	1,441	**-**	-	**-**	-
Megabyte Investments Ltd	**-**	506	**-**	-	**-**	-
NWT (Mauritius) Ltd	**-**	-	**-**	4,604	**-**	-
NWT Secretarial Ltd	**-**	-	**10**	21	**-**	-
Quantilab Holding Ltd	**35**	55	**937**	912	**-**	-
Quantilab Ltd	**-**	157	**-**	2,402	**-**	-
Enterprises with common management:				-		
Attitude Hospitality Ltd - Preference shares	**(9)**	1,197	**-**	1,197	**-**	-
Others:						
Director of subsidiary	**-**	129	**-**	-	**-**	-
	26	7,140	**968**	84,557	**22**	-

23. RELATED PARTY TRANSACTIONS (CONT'D)

(c) THE GROUP	Nature of transactions	Transactions	Net balance receivables / (payables) As at June 30, 2018	Advances to / (payments by)	Transfer to intermediary holding entities	Transfer from / (to) investments	Fair value losses	As at June 30, 2019
		Rs '000	Rs '000	Rs '000	Rs '000	Rs '000	Rs '000	Rs '000
Investee companies:								
APEX Africa Capital Ltd	Advances	21	21	(21)	-	-	-	**-**
AX International	Advances	71,664	71,664	(71,664)	-	-	-	**-**
AXYS Corporate Advisory Ltd	Management fees	209	209	(209)	-	-	-	**-**
AXYS Finance Ltd	Advances	8	8	(8)	-	-	-	**-**
AXYS Investment Partners Ltd	Advances	2,294	3,644	(2,294)	-	-	-	**1,350**
AXYS Services Ltd	Advances	1,287	-	(1,287)	-	-	-	**(1,287)**
Flexi Drive Ltd	Advances	75	-	75	-	-	-	**75**
FWM International Ltd	Advances	21	21	(21)	-	-	-	**-**
FWM Trustees Ltd	Advances	21	21	(21)	-	-	-	**-**
Lombard Management Services Ltd	Advances	-	21	-	-	-	-	**21**
Mauritius Kenya Invt Holdings Ltd	Advances	21	21	(21)	-	-	-	**-**
NWT (Mauritius) Ltd	Advances	4,604	4,604	(4,604)	-	-	-	**-**
NWT Conseil SA	Management fees	1,538	(6,988)	1,538	-	-	-	**(5,450)**
NWT Management SA	Management fees	3,641	-	3,641	-	-	-	**3,641**
NWT Secretarial Ltd	Advances	11	21	(11)	-	-	-	**10**
Quantilab Holding Ltd	Advances	26	912	25	-	-	-	**937**
Quantilab Ltd	Advances	2,402	2,402	(2,402)	-	-	-	**-**
SPICE Finance Ltd	Advances	5,744	(5,744)	5,744	-	-	-	**-**
Enterprises with common management:								
Attitude Hospitality Ltd - Preference shares	Interest income	1,197	1,197	(1,197)	-	-	-	-
Others:								
Director of subsidiary	Advances	129	7,391	881	-	-	-	8,272
		94,913	**79,425**	**(71,856)**	**-**	**-**	**-**	**7,569**

23. RELATED PARTY TRANSACTIONS (CONT'D)

(d) THE COMPANY	Nature of transactions	Transactions	Net balance receivables / (payables)					
			As at June 30, 2018	Advances to / (payments by)	Transfer to intermediary holding entities	Transfer from / (to) investments	Fair value losses	As at June 30, 2019
		Rs '000	Rs '000	Rs '000	Rs '000	Rs '000	Rs '000	Rs '000
Investee companies:								
APEX Africa Capital Ltd	Advances	21	21	(21)	-	-	-	**-**
AX International	Advances	-	71,664	-	-	(71,664)	-	**-**
AXYS Ltd	Advances	85,911	-	(85,911)		85,911	-	**-**
AXYS Finance Ltd	Advances	8	8	(8)	-	-	-	**-**
AXYS Treasury Ltd	Advances	31,752	-	31,752	(31,752)	-	-	**-**
AXYS Investment Partners Ltd	Advances	61	3,644	(61)	(3,583)	-	-	**-**
AXYS Services Ltd	Advances	22	-	(22)	-	-	-	**(22)**
FWM International Ltd	Advances	21	21	(21)	-	-	-	**-**
FWM Trustees Ltd	Advances	21	21	(21)	-	-	-	**-**
Lombard Management Services Ltd	Advances	-	21	-	-	-	-	**21**
Mauritius Kenya Invt Holdings Ltd	Advances	21	21	(21)	-	-	-	**-**
NWT (Mauritius) Ltd	Advances	409	4,604	409	(5,013)	-	-	**-**
NWT Secretarial Ltd	Management fees	11	21	(11)	-	-	-	**10**
OXIA Ltd	Advances	13,562	-	13,562	(13,562)	-	-	**-**
Quantilab Holding Ltd	Advances	25	912	25	-	-	-	**937**
Quantilab Ltd	Advances	2,402	2,402	(2,402)	-	-	-	**-**
Enterprises with common management:								
Attitude Hospitality Ltd - Preference shares	Interest income	1,197	1,197	(1,197)	-	-	-	**-**
		135,444	**84,557**	**(43,948)**	**(53,910)**	**14,247**	**-**	**946**

23. RELATED PARTY TRANSACTIONS (CONT'D)

(e) Key management personnel compensation

	THE GROUP	
	2019	2018
	Rs'000	Rs'000
Salaries and short-term employee benefits	**12,538**	13,100

(i) Key management personnel includes executive directors, non-executive directors and top level management personnel. The compensation includes short-term employee benefits only.

(ii) All the above transactions have been carried out at least under market terms and conditions. There have been no guarantees provided or received for any related party receivables or payables.

(iii) Outstanding balances at year end are unsecured and carry interest rates which vary from 7.75%. Settlement occurs in cash. The Group has made an impairment assessment by considering the previous repayment behaviours and the future cash flow forecasts covering the contractual period of receivables from related parties. The Group does not expect any default from them and is certain of their ability to pay their debts as they become due in the normal course of business and/or in any adverse economic and business conditions. Consequently, the probability of default is therefore negligible and the Group has not accounted for any impairment loss.

At company level, a receivable from the subsidiary company amounting to Rs'000 31,410 (2018: Rs'000 11,631) has been impaired during the year.

24. FINANCIAL INSTRUMENTS

Fair value of financial instruments

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

Except where stated elsewhere, the carrying amounts of the Group's and the Company's financial assets and liabilities approximate their fair values.

25. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

(a) Financial risk factors

The Group's principal financial liabilities comprise of obligations under finance leases, bank loans, bank overdrafts and trade and other payables. The main purpose of these financial liabilities is to raise finance for the Group and the Company's operations.

25. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONT'D)

(a) Financial risk factors (Cont'd)

The Group has various financial assets, such as investments designated at fair value through profit or loss, trade and other receivables and cash and short term deposits which arise directly from its operations.

The main risks arising from the Group's financial instruments are:
- Interest rate risk;
- Credit risk;
- Liquidity risk;
- Equity price risk

The Group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effect of the Group's financial performance.

The Board of Directors reviews and agrees policies for managing each of these risks. A description of the significant risk factors is given below together with the risk management policies applicable.

(i) Interest rate risk

The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's and Company's finance lease and bank overdraft with fixed and floating interest rates respectively. Interest rate risks are not hedged.

The Group's income and operating cash flows are exposed to interest rate risk as it sometimes borrows at variable rates. The Group's policy is to manage its interest rate risk by using a mix of fixed and variable rate debts. Changes in market interest rate would also impact on the interest income of the loan to related parties, which would mitigate the Group's and Company's exposure to interest costs.

25. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONT'D)

(a) Financial risk factors (Cont'd)

Interest rate risk table

The following table demonstrates the sensitivity to a reasonably possible change in interest rates, with all other variables held constant, of the Group's and Company's profit before tax. The impact on equity will be of the same amount.

- Impact on floating rate borrowings:	THE GROUP		THE COMPANY	
	Increase/ decrease in interest free	Effect on loss before tax	Increase/ decrease in interest free	Effect on loss before tax
	%	Rs'000	%	Rs'000
June 30, 2019	**+1**	**-**	**+1**	**-**
	-1	**-**	**-1**	**-**
June 30, 2018	+1	4,250	+1	4,250
	-1	(4,250)	-1	(4,250)

(ii) Credit risk

Credit risk arises from cash and cash equivalent, contractual cash flows of debt investment carried at amortised cost, and at fair value through profit or loss (FVPL) and as well as credit exposure to related party including outstanding receivables.

Credit risk is managed on a Company/Group basis. For banks and financial institutions, only independent related parties are accepted.

The Group being an investment holding deals mainly with related parties through advances and current accounts. Receivable balances are monitored on an ongoing basis with the result that the Group's exposure to bad debts is not significant.

25. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONT'D)

(a) Financial risk factors (Cont'd)

(ii) Credit risk (cont'd)

Since the Group and the Company trade mainly with related companies, there is no requirement for collateral.

The Group and the Company have no significant concentration of credit risk, with exposure spread over a large number of related entities.

(iii) Liquidity risk management

Prudent liquidity risk management implies maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities. The Group aims at maintaining flexibility in funding by keeping reliable credit lines available. Management is responsible for liquidity and funding. The Group has minimised its liquidity risk by ensuring that it has adequate banking facilities and reserve borrowing capacity.

The table below summarises the maturity profile of the Group's and Company's financial liabilities at year end based on contractual undiscounted payments.

	THE GROUP		
Financial Liabilities	**On demand**	**Less than 1 year**	**Total**
	Rs'000	**Rs'000**	**Rs'000**
June 30, 2019			
Financial guarantees	**-**	**72,700**	**72,700**
Trade payables	**-**	**10,916**	**10,916**
Bank overdrafts	**8**	**-**	**8**
	8	**83,616**	**83,624**

	THE GROUP		
Financial Liabilities	On demand	Less than 1 year	Total
	Rs'000	Rs'000	Rs'000
June 30, 2018			
Interest bearing loans and borrowings	-	474,725	474,725
Financial guarantees	-	76,700	76,700
Trade payables	-	14,923	14,923
Bank overdrafts	4	-	4
	4	566,348	566,352

25. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONT'D)

(a) Financial risk factors (Cont'd)

(iii) Liquidity risk management (cont'd)

	THE COMPANY		
Financial Liabilities	**On demand**	**Less than 1 year**	**Total**
	Rs'000	**Rs'000**	**Rs'000**
June 30, 2019			
Financial guarantees	**-**	**72,700**	**72,700**
Trade payables and accruals	**-**	**1,702**	**1,702**
Bank overdrafts	**5**	**-**	**5**
	5	**74,402**	**74,407**

	THE COMPANY		
Financial Liabilities	On demand	Less than 1 year	Total
	Rs'000	Rs'000	Rs'000
June 30, 2018			
Interest bearing loans and borrowings	-	474,725	474,725
Financial guarantees	-	76,700	76,700
Trade payables	-	260	260
Bank overdrafts	2	-	2
	2	551,685	551,687

(iv) Equity price risk management

The Group and Company are susceptible to equity market price risk arising from uncertainties about future prices of the equity securities because of investments designated at fair value through profit or loss. To manage its price risk arising from investments in equity securities, the Group and the Company diversify their portfolio.

Sensitivity analysis

Refer to note 7 on IFRS 13 disclosure.

25. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONT'D)

(a) Financial risk factors (Cont'd)

(v) Foreign currency risk

The Group operates internationally and are exposed to foreign exchange risk arising from currency exposures with respect to Swiss Franc ("CHF") and United States Dollar ("USD"). The Group has bank accounts, current accounts in these foreign currencies.

The following table demonstrates the sensitivity of the Group's profit before tax following a reasonable possible change only in the foreign exchange rates of CHF & USD vis a vis Mauritian Rupees. This exercise is based on revalued foreign currency balances at year end.

	Movement in exchange	THE GROUP		THE COMPANY	
		2019	2018	**2019**	2018
	%	**Rs'000**	Rs'000	**Rs'000**	Rs'000
CHF in relation to Rs.	+5	**(91)**	(349)	**-**	-
	-5	**91**	349	**-**	-
USD in relation to Rs.	+5	**1,960**	1,931	**1,960**	1,920
	-5	**(1,960)**	(1,931)	**(1,960)**	(1,920)

(b) Capital risk management

The Group and the Company manage their capital to ensure the Group and the Company is financially sustainable while maximising the return to stakeholders through the optimisation of the debt and equity balance.

The Group and the Company manage their capital structure and make adjustment to it, in light of changes in economic conditions. In order to maintain or adjust the capital structure, the Group and the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The Group and the Company monitor capital using a gearing ratio, which is net debt divided by total capital plus debt. The Group's and the Company's strategy was to maintain the debt-to-adjusted capital ratio at the lower end, in order to secure access to finance at a reasonable cost. The Group and the Company include within net debt, interest-bearing loans and borrowings, less cash in hand and at bank. Total capital is calculated as "equity" as shown in the statement of financial position less net unrealised gains reserves.

25. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONT'D)

(b) Capital risk management (Cont'd)

The gearing ratios at June 30, 2019 and June 30, 2018 were as follows:

	THE GROUP		THE COMPANY	
	2019	2018	**2019**	2018
	Rs'000	Rs'000	**Rs'000**	Rs'000
Interest-bearing loans and borrowings	**911**	426,162	**5**	425,002
Less cash in hand and bank balances	**(2,255)**	(1,259)	**(1,111)**	(393)
Net debt	**(1,344)**	424,903	**(1,106)**	424,609
Total equity	**2,394,157**	2,324,465	**2,388,896**	2,329,663
Capital and net debt	**2,392,813**	2,749,368	**2,387,790**	2,754,272
Gearing ratio	**N/A**	15%	**N/A**	15%

The Company's strategy, which is unchanged from 2018, is to maintain the debt-to-adjusted capital ratio at the lower end, in order to secure finance at a reasonable cost. The fall in the gearing level is in line with the proposed Scheme of Arrangement (refer to note 28) whereby the Company has reassigned during the year its bonds to its intermediary holding entities.

26. COMMITMENTS

(a) Capital commitments

At June 30, 2019, the Group had no capital commitments.

(b) Guarantees

The guarantees given at June 30, 2019 by the Company were as follows:

- Lease guarantee of Rs. 60.7M provided by the Company in favour of Gladius Limitee.
- Financial bank guarantee of Rs. 12M provided by UIL in favour of facilities taken by Pelagic Process Ltd.
- Floating Charge on assets of the Company for Rs. 15M in favour of facilities taken by S.C.E.T.I.A Limitee.

26. COMMITMENTS (CONT'D)

(c) Operating lease commitments

(i) The Group has commitments under non-cancellable operating leases as follows:

	THE GROUP	
	2019	2018
	Rs'000	Rs'000
Within one year	**807**	790
After one year and but not more than five years	**1,737**	2,261
	2,544	3,051

(ii) Operating lease commitments relate only to rental of motor vehicles with lease terms of 5 years.

The Group entered into a lease agreement for office space occupied by the Company with AXYS Services Ltd for the rental of premises, furniture, fixtures and fittings, other equipment and related expenses. The lease duration period is for 10 years. Office rental expense and recharge of expenses are based on the number of employees each month and utilities consumption for specific expenses. As such, rental expenses are variable and are recognised when invoices are received. Management believes that the Group's adoption of the invoicing amount on a systematic basis, rather than straight lining, duly reflects the time pattern of the user's benefits of the operating lease. In this effect, no disclosure has been made for the forthcoming commitments presented by this operating lease agreement. Hence, Management is of opinion that the future aggregate minimum lease payments for the lease agreement is difficult to forecast.

27. SUBSTANTIAL SHAREHOLDERS

	Direct	Indirect	Effective
	%	%	%
Terra Mauricia Ltd	**29.0**	**-**	**29.0**
Firefox Ltd	**20.6**	**-**	**20.6**
Portfolio and Investment Management Ltd	**9.3**	**-**	**9.3**
Michel Guy Rivalland	**8.7**	**-**	**8.7**
Jason Limited	**5.4**	**-**	**5.4**

28. RESTRUCTURING PLAN

At a special meeting on 19 November 2018, shareholders of United Investments Ltd ("UIL") approved a Scheme of Arrangement ("Scheme"), which entails a share exchange between the Company, AXYS Ltd and OXIA Ltd, whereby every one share held by the shareholders of the Company will be exchanged for one share in AXYS Ltd and one share in OXIA Ltd, and the resulting impact is that UIL will become a subsidiary of AXYS Ltd and OXIA Ltd.

In terms of that Scheme, UIL has submitted its application to the Supreme Court on 23 January 2019. One of its main shareholders, Terra Mauricia Ltd ("TML") has objected to the said Scheme on 8 March 2019. Since then, affidavits are still being exchanged between UIL and TML and the ruling to consider the scheme petition and objections is yet to be delivered

29. GOING CONCERN

In line with Scheme of Arrangement (the "Scheme" as disclosed under note 28), the Company has submitted its application to the Supreme Court on 23 January 2019 but the ruling to consider the scheme petition and objections has not yet been delivered. This indicates that the Company will no longer be a going concern. Since the Company is the holding company of the Group, the assets and liabilities of the Group, have been classified as held for distribution at the reporting date.

IAS 1- Presentation of financial statements and IAS 10- Events after reporting period require that the financial statements should not be prepared on a going concern basis if management determines that it intend to liquidate the entity or cease trading. The Directors have considered an alternative basis of preparation but believe that IFRS as a basis of preparation best reflects the financial position and performance of the entity. The carrying value of the assets, which were determined in accordance with the accounting policies, have been reviewed for possible impairment and changes which have occurred since the year end and consideration has been given to whether any additional provisions are necessary as a result of management intention to liquidate the Company in the foreseeable future. It is expected that all assets and liabilities will be transferred at least at the amounts at which they are included in the statement of financial position and there will be no material additional liabilities.

30. EVENTS AFTER THE REPORTING DATE

On 22 August 2019, the Competition Commission of Mauritius (CCM) has issued a press communique to the effect that the Executive Director has completed two investigations in the supply of chemical fertilisers in Mauritius and that the respective reports have been submitted to the Commissioners of the CCM for the determination of the case. The Company has issued a communique on 23 August 2019 to clarify on the said communique from the CCM. UIL has been communicated the Final Reports shortly after 29 June 2018. It is to be noted that Island Renewable Fertilizers Ltd (IRFL, now known as Intego Ltd) is the producer of fertilisers and UIL is, in fact, no more than an investor in IRFL. UIL has not been notified that the Final Findings of the Executive Director and his recommended penalties have been upheld by the Commissioners of the CCM. UIL strongly disagrees with the Findings of the Executive Director for reasons that will be fully thrashed out before the Commissioners at the hearing scheduled for 29 October 2019.

31. SEGMENTAL REPORTING

(a) Since the prior financial year, the Group is organised into financial and non-financial clusters.

(b) The Board of Directors is the Chief Operating Decision Maker (CODM) and monitors the operating results of its business by clusters for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on the fair value of investments portfolios.

31. SEGMENTAL REPORTING (CONT'D)

(c) The table below represents the fair value of investments per cluster.

	THE GROUP AND THE COMPANY	
	2019	2018
	Rs'000	Rs'000
Financial services ("AXYS")	**1,041,134**	1,592,018
Non-financial services		
Agriculture ("OXIA Agro")	**35,570**	155,436
Hospitality ("OXIA Hospitality")	**1,244,273**	779,880
Technology ("OXIA Tech")	**2,327**	89,781
Energy	**30,181**	26,786
Investment property	**8,783**	8,561
	2,362,268	2,652,462

(d) **Geographical**

2019	THE GROUP AND THE COMPANY			
	Mauritius	**Europe**	**Others**	**Total**
	Rs'000	**Rs'000**	**Rs'000**	**Rs'000**
Financial services ("AXYS")	**253,745**	**744,671**	**42,718**	**1,041,134**
Non-financial services				
Agriculture ("OXIA Agro")	**35,570**	**-**	**-**	**35,570**
Hospitality ("OXIA Hospitality")	**1,244,273**	**-**	**-**	**1,244,273**
Technology ("OXIA Tech")	**2,327**	**-**	**-**	**2,327**
Energy	**30,181**	**-**	**-**	**30,181**
Investment property	**8,783**	**-**	**-**	**8,783**
	1,574,879	**744,671**	**42,718**	**2,362,268**

2018	THE GROUP AND THE COMPANY			
	Mauritius	Europe	Others	Total
	Rs'000	Rs'000	Rs'000	Rs'000
Financial services ("AXYS")	714,243	842,775	35,000	1,592,018
Non-financial services				
Agriculture ("OXIA Agro")	155,436	-	-	155,436
Hospitality ("OXIA Hospitality")	779,880	-	-	779,880
Technology ("OXIA Tech")	89,781	-	-	89,781
Energy	26,786	-	-	26,786
Investment property	8,561	-	-	8,561
	1,774,687	842,775	35,000	2,652,462

31. SEGMENTAL REPORTING (CONT'D)

(e)

THE GROUP	Total Rs'000	Financial Rs'000	Non Financial Rs'000	Others Rs'000
Profit before tax	69,698	(152,355)	270,636	(48,583)
THE COMPANY				
Profit before tax	59,239	(152,355)	270,636	(59,042)

32. CHANGES IN LIABILITIES ARISING FROM FINANCING ACTIVITIES

(a) Bonds

	THE GROUP AND THE COMPANY	
	2019 Rs'000	2018 Rs'000
At July 1,	425,000	425,000
Transfer to investments designated at fair value through profit or loss	(425,000)	-
At June 30,	-	425,000

(b) Bank loans

	THE GROUP AND THE COMPANY	
	2019 Rs'000	2018 Rs'000
At July 1,	-	150,000
Repayment of loan	-	(150,000)
At June 30,	-	-

(c) Obligations under finance lease

	THE GROUP	
	2019 Rs'000	2018 Rs'000
At July 1,	1,158	-
New leases	-	1,393
Repayment of leases	(255)	(235)
At June 30,	903	1,158

NOTES

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