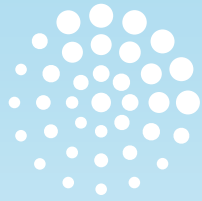


ANNUAL REPORT  
**2022**



# MDIT







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**CORPORATE INFORMATION**

		<b>Date of appointment</b>
<b>DIRECTORS:</b>	Catherine Ahnee-Gouerec	07 November 2011
	Roger Leung Shin Cheung	22 December 2000
	Georges Leung Shing	03 April 1995
	Grace Sarah Leung Shing	23 April 2019
	Tahen Kumar Servansingh	25 November 2014
	Cheong Shaow Woo (Marc) Ah Ching	24 May 2018
	Jean Noel Fabrice Parsooramen	25 September 2020
	Banoomatee Veerasamy	07 July 2021
<b>CIS MANAGER:</b>	Golden Fund Management Services Ltd	
<b>NOTARY:</b>	Jean Pierre Montocchio	
<b>ACCOUNTANT:</b>	Jade Ng Chieng Hin	
<b>COMPANY SECRETARY:</b>	Karnaby Corporate Services Ltd - up to 26 October 2021	
	Ah Vee Kwet Chee Li Chun Fong - as from 26 October 2021	
<b>INTERNAL AUDITOR:</b>	Mazars	
	Tylers	
<b>EXTERNAL AUDITOR:</b>	Deloitte	
<b>BANKERS:</b>	The Mauritius Commercial Bank Ltd	
	SBM Bank (Mauritius) Ltd	
	ABSA Bank (Mauritius) Limited	
<b>REGISTERED OFFICE AND</b>	7 <sup>th</sup> Floor, Newton Tower	
<b>POSTAL ADDRESS:</b>	Sir William Newton Street	
	Port Louis	



The Mauritius Development Investment Trust Company Limited (MDIT), incorporated in 1967, is the first approved Investment Trust in Mauritius and a Collective Investment Scheme (CIS), authorised as a Closed-end Fund by the Financial Services Commission under the Securities Act 2005.

MDIT is one of the first companies to be listed on the Official List of The Stock Exchange of Mauritius Ltd (SEM) on 29 June 1989, at the same time as The Mauritius Commercial Bank Limited, now MCB Group Ltd, Mon Trésor and Mon Désert Ltd, now Omnicane Ltd, which was MDIT's main shareholder until 31 March 2010, and United Basalt Products Ltd.

At 30 June 2022, MDIT had 4,861 shareholders, with Golden Foundation Limited (GFL) as a substantial shareholder. The board of MDIT is made up of executive and non-executive independent directors who have a vast experience in their respective fields of expertise and participate actively in the board and committee meetings. MDIT is managed by Golden Fund Management Services Limited, formerly Omnicane Fund Management Services Limited, a wholly owned subsidiary of GFL.

MDIT's objective is to secure for investors the benefits of a good dividend yield as well as long-term capital growth. Its portfolio of investments was, on 30 June 2022 well spread in 96 local companies covering all sectors of the Mauritian economy, with Official Market (OM), Development and Enterprise Market (DEM) and Unquoted shares accounting for 77.5% of

the total portfolio value and the balance of 22.5% held in diversified overseas securities.

MDIT has been playing a major role over the last 55 years in the development of the financial sector as well as capital markets in Mauritius. Through its active involvement on the SEM, placing daily buy and sell orders through investment dealing companies, MDIT exerts significant influence in the advancement of an industry which is one of the main contributors to the country's economic growth. Before total dividend of 19 cents (2021: Rs 0.07), MDIT's Net Asset Value (NAV) per share increased during the year ended 30 June 2022 by 8.58% from Rs 3.38 to reach Rs 3.67.

At 30 June 2022, MDIT's portfolio value was in the sectors of Investments (48%), Foreign investments (23%) Banks, Insurances and Finance (19%), Leisure and hotels (3%), Industry (2%), Property Development (1%) and Others (4%). MDIT's share price of Rs 2.80 on 30 September 2022 was at a discount of 14.4% to its NAV per share of Rs 3.27 ex final dividend of Rs 0.12 whereas, at 30 June 2018, it was Rs 4.42 at a premium of 27.38% to its then NAV per share of Rs 3.47.

The main income streams of MDIT are derived from dividends and profits on sales of investments. Its well diversified portfolio, has enabled good dividend distributions, yielding a 6.93% p.a. return for investors at the share price of Rs 2.74 at 31 October 2022. MDIT shares ranked amongst the top Official List securities, with a high annualised return of 13.87% since its listing.

**FINANCIAL HIGHLIGHTS****YEAR ENDED 30 JUNE**

<b>COMPANY</b>	<b>2022</b>	<b>2021</b>	<b>2020</b>	<b>2019</b>	<b>2018</b>
Earnings/(loss) per share (Rs)	<b>0.36</b>	0.65	(0.77)	0.34	0.05
Dividend per share* (Rs)	<b>0.19</b>	0.07	0.09	0.24	0.24
Net asset value per share (Rs)*	<b>3.60</b>	3.38	2.73	3.48	3.47
Share price (Rs)	<b>3.08</b>	2.66	2.39	4.12	4.42
Dividend yield (%)	<b>6.17</b>	2.63	3.77	5.83	5.17
(Discount)/ Premium (%)	<b>(14.44)</b>	(21.30)	(12.45)	18.39	27.38

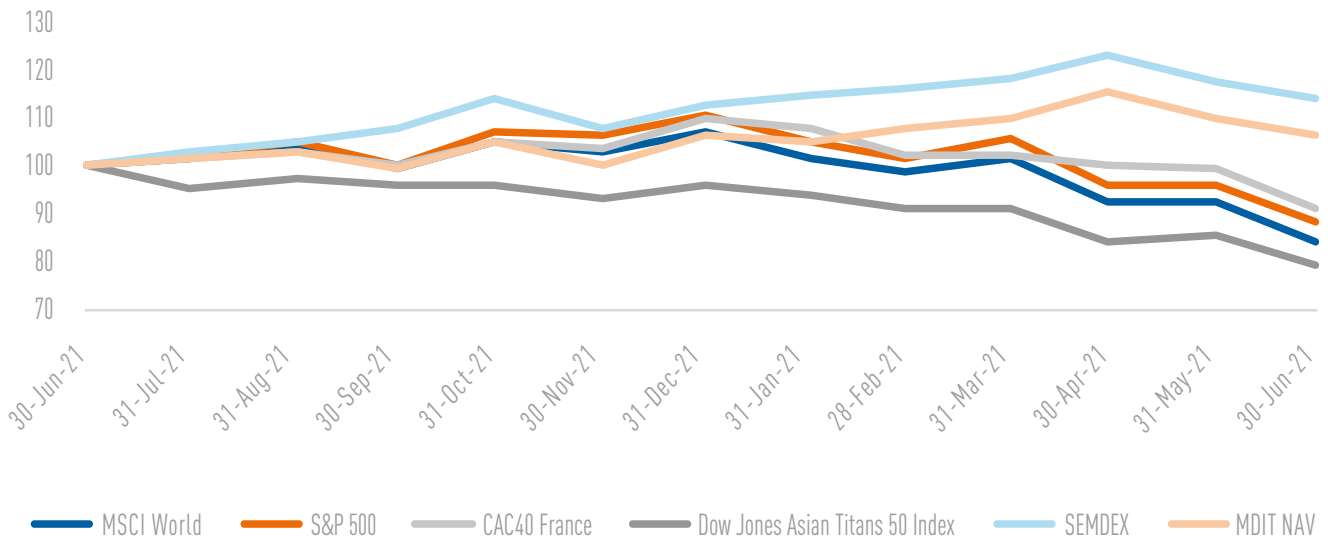
\* Includes dividend declared in June 2018 to 2022

For the year ended 30 June 2022, EPS decreased to Rs 0.36 (2021: Rs 0.65), mainly due to a fall in the unrealised gain on revaluation of investments of Rs 119.6M (2021: Rs 268.2M). Total dividends declared per share amounted to Rs 0.19 (2021: Rs 0.07): interim of Rs 0.07 on 11 March 2022 and paid on 10 June 2022 and final of Rs 0.12 on 24 June 2022 for payment on or about 30 September 2022. Before total dividends, NAV per share increased by 8.6% from Rs 3.38 to Rs 3.67.

<b>LOCAL MARKET</b>	<b>2022</b>	<b>2021</b>	<b>2020</b>	<b>2019</b>	<b>2018</b>
<b>SEMDEX</b>	<b>2,127</b>	1,863	1,663	2,128	2,245
<b>SEM-10 (Previously SEM-7)</b>	<b>387</b>	347	314	418	430
<b>SEMTRI</b>	<b>8,567</b>	7,275	6,391	7,932	8,124
<b>DEMEX</b>	<b>296</b>	284	207	228	240
<b>DEMTRI</b>	<b>451</b>	423	301	324	329



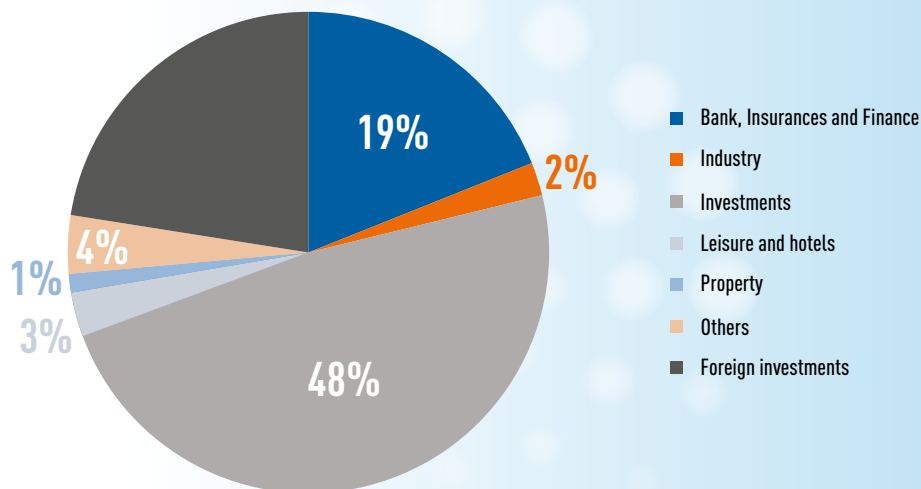
### World Markets Period 01 July 2021 to 30 June 2022



After a global rebound post-covid, global equity markets were adversely impacted by the war which started on 24 February 2022 between Russia and Ukraine, two major world exporters of commodities. The latter prices rose sharply and led to rising inflation world-wide and a fall in the MSCI World Index by 15.6%, the US S&P 500 by 11.9%, the CAC 40 by 9.0% and Dow Jones Asian Titans 50 Index by 21.1% during the year ended 30 June 2022. The SEMDEX, on the other hand, rose by 14.2%, due to local economic growth forecast to exceed 7% in 2022, amid much higher exports, including freeport exports, and the opening of borders and lifting of covid restrictions greatly boosting the arrivals of tourists whose average length of stay and spending are also increasing substantially.



## PORTFOLIO BY SECTOR



## PORTFOLIO ALLOCATION

At 30 June 2022, MDIT's portfolio allocation consisted of 77.5% and 22.5% in local and foreign investments respectively. On a quarterly basis, the Management reassesses the local economy and forecasts the individual company's performance. The macroeconomic forecasts, combined with those of companies, are analysed based on their fundamentals, growth potential while considering any government measures or other external factors that might affect their performance. The portfolio allocation is then amended to reflect the economic and individual securities' circumstances.

## INVESTMENT STRATEGY

The strategy of MDIT remains the constant re-balancing of its local investment portfolio to reduce the historic over-concentration in companies or any one sector of the economy and the selling of those investments which have increased significantly above the average to realise fair value gains, particularly where their margins on costs are high. Trading activities being also one of the main characteristics of the Fund, the strategy on the trading side is to ensure that local securities are bought at low prices and sold at high prices.

The amalgamation of ENL Limited, ENL Finance Limited, ENL Land Ltd and ENL Commercial Limited with and into La Sablonniere Limited, or ENLG, effective 01 January 2019, had resulted in a high proportion of the MDIT portfolio in ENLG, with NAV per share exceeding Rs 70.00 and an introduction price of Rs 40.00 on the first day of trading on 23 January 2019. Since then, the reduction of over-concentration in ENLG, 32.6% of total portfolio at 30 June 2022, has been under continuous review by Management in its monthly report to the MDIT Board.

The Company invests in stocks where their respective prices have fallen below their fundamentals and subscribes to rights issues of shares, bonds, and depositary receipts with good growth potentials. Moreover, disinvestments could occur in shares of companies involved in medium term projects which would adversely impact their profitability and share prices and re-investments in such companies could be made after project completion.

The Investment Committee is consulted in respect of substantial transactions and meets regularly to monitor movements in the securities' portfolio and consider the factors that may affect not only the value of the investments but also their profitability in the short and long term.





## MARKET REVIEW

For the year ended 30 June 2022, the SEMDEX and DEMEX increased by 14.2% (2021: 12.0%) and 4.1% (2021: 37.5%) respectively. Before total dividends, MDIT NAV per share, adversely affected by the sharp fall in overseas markets, was up by 8.6%, a lower increase than the SEMDEX but higher than the DEMEX increase.

The year 2021-2022 was marked by the re-opening of the borders but new variants of the covid-19, Omicron, led to closing of the borders for direct flights from source regional markets, particularly South Africa and Reunion during high season months. However, post-January, with the re-opening of borders and lifting of the Code Rouge Ecarlate in France, European markets were boosted by optimism of operators and 4 to 5-star hotels realised a solid rebound.

At 30 June 2022, MDIT's gearing ratio was 1.53% (2021: 2.87%) with total liabilities and assets of Rs 138.0M and Rs 1,613M respectively. The latter comprised the investment portfolio of Rs 1,551.5M (2021: Rs 1,468.4M), cash position Rs 37.5M (2021 Rs22.9M) and loans at call of Rs 11.4M (2021: Rs 17.2M). The assets base has strengthened and enabled MDIT to navigate through the challenging times during the Covid-19 pandemic.

## STOCK EXCHANGE OF MAURITIUS (SEM)

### Official Market (OM)

The SEMDEX stood at 1,863.22 on 30 June 2021 and closed on 30 September 2021 at 2,008.17, above the psychological mark of 2,000, mainly due to the expectation of opening of borders. It fell thereafter to 2,007.58 in early December 2021, on the back of Omicron variant, and was up to a peak of 2,297.35 on 02 May 2022 before moving down to 2,127.14 on 30 June 2022, with a 14.2% increase over the year.

Blue-chip banks MCBG and SBMH were up 12.6%, from Rs 273.00 to Rs 307.50, and 7.9%, from Rs 4.45 to Rs 4.80 respectively. The banks' performance lagged other financial services with CIM and MUA increases of 27.4% to Rs 9.50 and 19.6% to Rs 135.75 respectively. SWAN was the outlier, with a 45.6% rise to Rs 446.75.

In the commerce sector, VIVO increased by 2.5% whilst HML rebounded by 7.5%, after a fall the previous year. IBL, the second largest company by market capitalisation, rose by 9.5% to Rs 52.00 as consumer growth jumped after almost two years of covid-19 related lockdown and restrictions. Innodis Ltd, on the other hand, was down by 6.7% to Rs 42.00 as margins were squeezed, particularly due to higher feed costs and lower demand from hotels and restaurants.

Industrial companies PIM and UBP recorded drops of 2.6% and 4.0% respectively. PBL was flat at 0% while GCL increased by 6.2%. MOR and MCFI were slightly positive at 1.0% each.

In the investment sector, performance was mixed with falls for CAUD and NITL of 13.3% and 8.6% respectively and 2.1% for POL, with a substantial exposure to foreign investments impacted negatively by global equity markets. On the other hand, the star performers were CIEL (+31.4%), ENL (+30.1%), Rogers (+29.1%), PAD (+23.9%) and ALTG (+23.3%). Lower returns were on UTDL (+18.3%), BMHL (+11.3%), TERA (+7.8%), MSE (+5.7%) and FINC (+2.4%).

The hotels sector underwent a turbulent year depressed at the start but closed as one of the best performers with LUX\*, NMHL and SUN posting strong double-digit figures of +55.3%, +45.1% and +35.2% respectively partly attributable also to the prior sharp adverse impact of the covid pandemic. However, on the leisure side, ASL and LOTO both fell by -6.5% and -16.2% respectively.

ASCE, in the property sector, migrated on 22 August 2021 from the DEM to the Official Market and, at 30 June 2022, had the third largest market capitalisation of Rs 14.3B. Over the year ended 30 June 2022, ASCE posted negative returns of -2.8% as the covid-related restrictions reduced the volume of business in the shopping centres.

## DEVELOPMENT AND ENTERPRISE MARKET (DEM)

The DEMEX, at 284.38 on 30 June 2021, had a mixed year. It decreased to a low of 273.78 mid-August 2021 before rallying post-September 2021, with the opening of the borders, to reach a peak of 313.53 on 04 May 2022 but thereafter moved down to close 30 June 2022 at 295.92, with a return of 4.1% over the year.



In the financial sector, ABCB recouped the 20.0% loss of the previous year and rose by +31.3% to Rs 21.00 (2021: Rs 16.00). In the industry sector, GIL positive return nearly doubled, from Rs 30.50 to Rs 60.75, due to increased profitability whilst QBL fell by -10.6% to an all-time low of Rs 10.50 (2021: Rs 11.75). On the Investments side, FIDE posted returns of +75.7% (Rs 27.60 to Rs 48.50), due to the disposal of assets announcement, UIL +20.4% (Rs 4.90 to Rs 5.90) and EUDC +6.9%, (Rs 15.20 to Rs 16.25) whilst RHT, which rose from Rs 19.50 to Rs 23.00 on 30 June 2021, fell back by 13.0% to Rs 20.00 at 30 June 2022.

The Leisure & Hotels sector followed the optimism of the OM hotel stocks and yielded positive returns: CHSL +61.5% (Rs 13.00 to Rs 21.00), TPL (0) +13.9% (Rs 3.60 to Rs 4.10) and MOLI +10.0% (Rs 20.00 to Rs 22.00) except SCT which was down by -15.6% (Rs 2.75 to Rs 2.32). Rising sugar export price and bagasse transfer price were reflected in the good performance of sugar estate companies which also own lands with higher value potential than their agricultural book values. CSE and UNSE share prices posted treble-digit returns of +100% and +180% to reach Rs 140.00 (2021: Rs 70.00) and Rs 28.00 (Rs 10.00) respectively.

Two new companies were added to the DEM: Velogic Holding Company Ltd (VELG) on 15 December 2021 and Oceanarium (Mauritius) Ltd (OCEA)

on 8 February 2022, but both were down -0.4% and -33.3% respectively from day of listing to 30 June 2022.

### OVERSEAS MARKET

Global equity markets were under pressure over the last year and global indices registered steep falls as mentioned earlier. Commodity prices soared after the invasion of Ukraine by Russia, as both countries are key exporters of agricultural commodities, including wheat, barley, corn and sunflower seed, whereas Russia is also a major exporter of oil and gas. The covid pandemic and the Russo-Ukrainian war led to inflationary pressures in many advanced economies. In June 2022, annual inflation rate in the US stood at 9.1% (largest increase in 40 years), hit a record high of 8.6% in the Eurozone and was 9.4% in the UK (40-year high). As the crisis unfolded, many central banks turned more hawkish and tightened their monetary policies to curb inflation. During 2021-2022, the Fed hiked its interest rates by 1.5%, the BoE by 1.15% and the ECB announced it would start to normalise its interest rates policies as from July 2022. China's zero-covid policy with stringent lockdowns in major cities such as Shanghai, Beijing and other parts of China, rattled investor's sentiment, raising the prospect of a global supply chain disruption. Moreover, China's regulatory crackdown on its technology and education sectors contributed to heightened volatility in emerging markets.

## PERFORMANCE REVIEW

### Income and Dividend

During the year ended 30 June 2022, dividend income rose 3.6 times, from Rs 13.2M to Rs 47.8M, as companies resumed dividend payments which were postponed or suspended during the covid-19 pandemic. 79.2% of the total dividend of Rs 47.8M was received from the following three companies:

COMPANY	DIVIDEND
ENL Limited	Rs 24.6M
MCB Group Ltd	Rs 8.5M
Alteo Limited	Rs 4.0M



### Profit on sale of investments

Net sale proceeds from investments more than doubled to Rs 65.4M (2021: Rs 32.0M) and generated a total net profit of Rs6.8M, Rs 4.1M of which were from:

COMPANY	PROFIT ON SALE OF INVESTMENTS
ENL Limited	Rs 2.3M
Swan General Ltd	Rs 1.0M
Alteo Limited	Rs 0.8M

### Top twenty holdings

Top twenty holdings at 30 June 2022, were:

COMPANY	VALUE RSM	PERCENTAGE OF TOTAL HOLDINGS %
ENL Limited (ENLG)	505.20	32.56
MCB Group Limited (MCBG)	170.54	10.99
Alteo Limited (ALTG)	166.12	10.71
Fidelity Funds - Global Thematic Opportunities Fund	59.12	3.81
FP Cogefi Flex Dynamic	52.27	3.37
Pleion Investment Partners	47.48	3.06
SBM Holdings Ltd	41.36	2.67
Swan Investment Managers	41.29	2.66
JPM Asia Growth Fund	36.13	2.33
African Export-Import Bank - Depositary Receipts	29.85	1.92
Compagnie Des Villages De L'isle de France Ltée	20.86	1.34
JPM Asia Pacific Income Fund	19.80	1.28
JPM Pacific Equity Fund	18.67	1.20
JPM ASEAN Fund	17.51	1.13
Terra Mauricia Ltd	17.07	1.10
United Basalt Products Limited	15.37	0.99
Sun Limited	14.50	0.94
Medine Limited	14.47	0.93
Teleperformance SE	13.56	0.87
Attitude Property Ltd	13.48	0.87
<b>TOTAL</b>	<b>1,314.68</b>	<b>84.73</b>

**FUTURE PROSPECTS**

In the quarter to 30 September 2022, the fall in MSCI World Index was 6.6% to 2,378.65, 0.5% in the SEMDEX to 2,115.51 and 6.3% in the DEMEX to 277.40. In October 2022, the MSCI World Index rose slightly by 0.6% whilst the SEMDEX and the DEMEX continued to fall by a further 1.3% and 1.4% respectively.

During the first three months ended 30 September 2022, MDIT LPS amounted to 21 cents (2021: EPS 4 cents), mainly attributable to fair value loss of Rs 90.3M (2021: Gain Rs 6.7M) and dividend income of Rs 7.2M (2021: Rs 15.0M). Ex-final dividend of 12 cents paid on 30 September 2022, MDIT's NAV per share fell by 6.0%, from Rs 3.48 to Rs 3.27, while its share price fell by 6.2%, from Rs 3.08 to Rs 2.80, which is at discount to NAV of 14.4%.

At 30 September 2022, MDIT total portfolio amounted to Rs 1.461B and prospects are good for its three main holdings, namely, ENLG (Rs 505.2M), MCBG (Rs 170.5M) and ALTG (Rs 160.1M), or 54.3% of the total. During the year ended 30 June 2022, ENLG revenue rose by 38.0%, from Rs 12.8B to Rs 17.8B, mainly due to hotels, and changed its negative EPS of -Rs 1.96 to an EPS of +Rs 2.12. Its share price of Rs 25.00 at 30 September 2022, at a huge discount of 64.7% to NAV of Rs 70.73 at 30 June 2022, is expected to be favourably impacted not only by the success of its Bagatelle, Telfair, Vivea Park and other Moka Smart City property developments covering a total area of over 1,000 arpents, but also by the extension of the Metro Express from Rose Hill to Reduit by the end of 2022, and then to Cote D'Or, and the Verdun Bypass under construction from Hermitage to Alma, all surrounded mostly by ENLG land.

For MCBG, despite the impact of volatile market conditions, the group profit attributable to ordinary shareholders for the year ended 30 June 2022 grew by 20.2%, from Rs 8.019B to Rs 9.637B, reflecting improved operating results across business clusters as well as lower impairment charges. The share of profit of associates rose by 115% to Rs 799M, mainly due to enhanced performance of Promotion and Development Ltd and the banking associates, BFCOI and Société Générale Moçambique. At its share price of Rs 318.25 at 30 September 2022, MCBG PE ratio of 7.93 is the best amongst SEM listed companies and its total dividend of Rs 13.90 provides an excellent yield of 4.4% p.a. A further improvement in MCBG profit is expected for FY 2022-23, supported by improving yields on the international markets and the diligent execution of its diversification strategy across markets and products.

At its share price of Rs 26.10 on 30 September 2022, ALTG EPS of Rs 3.13 and Dividend of Rs 0.79 for the year ended 30 June 2022 provide a very good PE ratio of 8.33 and a higher dividend yield of 3.0% p.a. than the average for all listed companies. ALTG is restructuring into two distinct listed groups to further develop its regional cane footprint through Miwa Sugar Limited (Miwa Sugar), whilst increasing the market visibility and value contribution of its property development activities in Mauritius. ATLG is distributing, to all shareholders registered on 14 November 2022, shares of Miwa Sugar in the ratio of 1:1 and a special dividend of Rs 0.30 per share with the option to receive, in lieu of cash, one Class A share of Miwa Sugar for every ALTG share. The introduction price of Miwa Sugar shares will be USD 0.46 on first trading day on 28 November 2022. It is expected that, after distributions, the fair value of ALTG and Miwa shares plus the cash dividend, will trend higher than Rs 26.10, the ALTG share price of on 30 September 2022.

The overall operating environment remains highly uncertain, with the risk of a global recession having increased amidst simultaneous and aggressive interest rate hikes worldwide in response to heightened inflationary pressures resulting from the Russo-Ukrainian war. However, the economic growth forecast for Mauritius exceeding 7% in 2022 and the positive momentum observed on the back of sharp recovery in tourism, which accounted for Rs 63B of earnings in 2019, and higher exports, including freeport exports, are encouraging.

In the light of the above, the Company's performance is likely to improve over the remaining period of the current financial year to 30 June 2022.

By order of the Board

**Georges Leung Shing**

Chairperson



The Mauritius Development Investment Trust Company Limited ('MDIT' or the 'Company'), incorporated in 1967, is the first approved Investment Trust in Mauritius and a Collective Investment Scheme (CIS), authorised as a Closed-end Fund by the Financial Services Commission under the Securities Act 2005. The Company is listed on the Official Market of the Stock Exchange of Mauritius Ltd (SEM).

MDIT's objective is to secure for investors the benefits of a good dividend yield as well as long-term capital growth. MDIT has a management agreement with Golden Fund Management Services Ltd ('GFMS'), the CIS Manager, to provide management, financial and company secretarial services. MDIT has no employee and its day-to-day affairs are managed by the personnel of GFMS headed by its CEO.

MDIT, a Public Interest Entity as defined under the Financial Reporting Act 2004, is required to adopt the guiding principles embodied in The National Corporate Governance Code for Mauritius 2016 (the 'Code'). Its board of directors is committed to best corporate governance practices, business integrity, transparency and professionalism in all its activities.

The Company is headed by an effective Board of directors (the 'Board'), with a Charter that provides guidance to its directors.

### Compliance

For the year under review, MDIT complied with all the provisions of the Code, except for the following:

Non-compliance	Reasons for non-compliance
<b>Principle 2</b> <ul style="list-style-type: none"> <li>Board Composition - Executive directors</li> </ul>	<ul style="list-style-type: none"> <li>The Board considers the CEO of GFMS, who is also a director of MDIT, to be an Executive Director. The Manager and/or Accountant is in attendance at all the MDIT Board and Committee meetings. In the particular context of MDIT, the Board is of the view that having a sole Executive Director is adequate and in line with the spirit of the Code.</li> </ul>
<b>Principle 4</b> <ul style="list-style-type: none"> <li>Individual Directors evaluation</li> </ul>	<ul style="list-style-type: none"> <li>Individual Directors evaluation will be performed at the end of the next financial year.</li> </ul>

### The Board of MDIT

The Board of MDIT is responsible for the successful running of the Company and to ensure that the Company complies with all relevant legislation, the regulatory requirements of the Stock Exchange of Mauritius, the Financial Services Commission and Financial Reporting Council and adheres to the principles of good governance embodied in the Code.

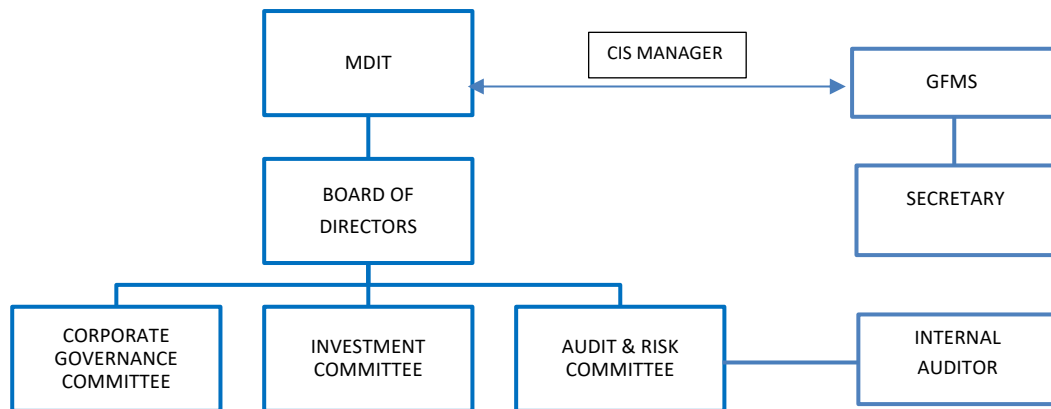
MDIT's management contract with its CIS Manager, GFMS, is for a rollover period of five years. GFMS has outsourced the company secretarial function and the same service provider acts as Secretary of the Company. The CEO of GFMS has also been appointed Director of the Company and, in pursuance of the management contract, the Manager and/or Accountant of GFMS is in attendance at all the MDIT Board and Committee meetings.

The role of the Chairperson and the CIS Manager are distinct and separate. The Chairperson is primarily responsible for the management and effective performance of the Board and the implementation of good governance practices. The Chairperson ensures the implementation of the Company's strategic objectives and acts as the link between the Board and the CIS Manager which is responsible for the implementation of the Board's strategy.

The Board meets as often as is necessary, but not less than, four (4) times a year. The meetings are usually scheduled in advance according to a circulated calendar. Prior to convening the meeting, the Secretary consults with the Chairperson and the CIS Manager on the contents of the Agenda. The Board also takes decisions by way of written resolutions as authorised by the Company's Constitution.



## Organisational Structure



The officers occupying key positions in the Company are namely the Chairperson, the CIS Manager and the Secretary. The main responsibilities of these key officers are described as per below.

### Chairperson

The Chairperson of the Board is primarily responsible for the management and effective performance of the Board and the implementation of good governance practices. He acts as the spokesperson of the Board and presides over the Annual Meeting of shareholders.

The Chairperson ensures that:

- the Board meets its set objectives;
- Board members participate in an induction programme, after appointment, and, as needed, in additional education or training programmes;
- the Board members receive all necessary information to perform their duties;
- the Agenda of Board meetings are determined;
- the Board meetings are chaired in an effective manner;
- the Board has sufficient time for consultation and decision-making;
- minutes are kept of meetings of the Board and Committees and the Annual Meeting of Shareholders (the 'Annual Meeting');
- the Committees function properly;
- there is consultation with external advisors appointed by the Board;
- the performance of the Board is evaluated periodically;
- internal disputes and conflicts of interest concerning individual Board members are addressed, as well as the possible resignation of such members as a result; and
- the Board has regular contacts with the CEO of the CIS Manager and her team.

### CIS Manager - GFMS Management Team

The CIS Manager is responsible to:

- ensure that the decisions taken by the Board are implemented within the acceptable and approved risk tolerance / appetite levels;
- ensure that MDIT continues to play a major role in the development of the financial sector as well as capital markets in Mauritius;
- review the buy and sell orders of securities before they are placed through stock-broking companies;
- communicate with investment analysts and other company executives to discuss financial matters, carry out research on companies and perform appropriate due diligence on investments;



### CIS Manager - GFMS Management Team (Continued)

- oversee portfolio management responsibilities and develop appropriate investment management strategies in accordance with MDIT policies and guidelines;
- oversee the accounting, administration and reporting functions;
- oversee the company secretarial, compliance, custodian and share registry functions;
- review offer documents and present investment information for the Board and Investment Committee to take investment decisions;
- ensure that the commercial banking facilities are adequate and are renewed at competitive interest rates;
- ensure that the Board and Committees are periodically and adequately appraised about MDIT operations through presentation of relevant papers;
- ensure that MDIT complies with all regulatory requirements and legislation.

### Secretary

The Secretary ensures that the Board follows correct procedures and that MDIT complies with its Constitution and the law, including the Companies Act 2001 (the 'Act'). Amongst others, the Secretary attends to the following:

- providing the Board with guidance as to its duties, responsibilities and powers;
- informing the Board of new relevant legislation and reporting on them at meetings;
- ensuring that the minutes of meetings of shareholders or directors are properly recorded in accordance with paragraph 8 of the Fifth Schedule and that statutory registers are properly maintained;
- required filing of documents to the Stock Exchange of Mauritius, Financial Services Commission, and Financial Reporting Council;
- acting as the Authorised Officer under s.190(6) of the Act and certifying the return, together with the annual audited financial statements to be filed, with the Registrar of Companies and any other returns required;
- ensuring that a copy of the annual report is sent, in accordance with sections 219 and 220, to every shareholder;
- assisting the Chairperson in organising the Board's activities, including providing information, preparing an agenda, reporting of meetings, evaluations and training programs; and
- maintaining an interest register which is available for consultation to shareholders upon written request.

### Key documents

MDIT has a Constitution, a Board Charter as well as terms of reference for its respective Committees. The Company has a Code of Ethics (<http://www.mdit.mu/corporate-governance>) applicable to its directors and the employees of GFMS follow a similar Code of Ethics. These documents have been approved by the Board and are regularly reviewed, with the assistance of the respective Committees. A copy of these documents is posted on the Company's website.

The Company's Constitution is in conformity with the provisions of the Companies Act 2001 and the Stock Exchange regulations. A copy is available for consultation at the Company's registered office. The salient features of the Company's Constitution are:

- The Company may purchase or otherwise acquire its shares.
- If the Company proposes to purchase or otherwise acquire more than twenty five percent (25%) of a Class of Shares, it must make a tender offer to all the holders of the relevant Class of Shares.
- Shares to be freely transferable.
- The Board may refuse or delay the registration of a transfer.
- The Board may, if it is satisfied on reasonable grounds that the Company will satisfy the Solvency Test immediately after the Distribution, authorise a Distribution by the Company to Shareholders of any amount and to any Shareholder as it thinks fit.



### Key documents (Continued)

- The directors on making a Distribution and/or on declaring a Dividend may resolve that the payment of such Distribution or Dividend be made wholly or in part by the Distribution of specific assets, and in particular of paid-up shares, debentures, debenture stock, bonds or other obligations of any other company or in any one or more or such ways.
- A quorum for a General Meeting shall be present where two (2) Shareholders, their representatives, or proxies are representing at least twenty-five per cent (25%) of the voting rights present, or have cast postal votes, on the business to be transacted at the Annual Meeting.
- The directors shall have power at any time, and from time to time to appoint any person to be a director, either to fill a casual vacancy or as an addition to the existing directors but so that the total number of directors shall not at any time exceed twelve (12) directors. The director appointed to fill up the vacancy shall hold office only until the next following Annual Meeting and shall then be eligible for re-election.
- At the next Annual Meeting and at each subsequent Annual Meeting, a total of four (4) of the directors for the time being appointed by the Annual Meeting shall retire from office.
- Subject to any restrictions in the Act or this Constitution, the business and affairs of the Company shall be managed by or under the direction or supervision of the Board.
- The directors shall elect one of their number as Chairperson of the Board and determine the period for which he is to hold office.

The Board wishes to point out that the new website of the Company was still under construction and hence, certain documents are yet to be published. Assurance has been received from management that publication will be done in the governance section as soon as the new website is up and running.

## THE STRUCTURE OF THE BOARD AND ITS COMMITTEES

### Board Structure and size

The Company has a unitary Board. The Board of MDIT comprises of independent\*, non-independent\*, executive and non-executive directors having a vast experience in their respective fields of expertise and who participate actively in Board meetings which are held on a quarterly basis. The Board periodically reviews its size, composition, skills of its members to ensure that there is an appropriate balance and range of knowledge, experience, competencies, and gender diversity. The Board is fully aware of its fiduciary duties towards the shareholders of the Company, but it also acknowledges that the Company is accountable to a wider range of stakeholders, namely its clients, employees, regulators, and the public at large.

As per the Constitution, the Board shall consist of not less than nine (9) or more than twelve (12) directors and the quorum shall be six (6) directors. The Board currently comprises eight (8) directors with one vacant position.

*\*As defined by the Code*

### Board and Committees

The Board is headed by a Chairperson, a Non-Executive Director, not independent as recommended per the Code in that he has been a Director for more than nine (9) years. The three (3) committees established by the Board are: Audit and Risk Committee (ARC), Corporate Governance Committee (CGC) and Investment Committee (IC).

The Company has only one Executive Director, the CEO of GFMS. The Manager and/or Accountant is in attendance at all the MDIT Board and Committee meetings.

The current Board is composed of the following independent directors of which three (3) female and five male (5), who are all resident in Mauritius.





### Board and Committees (Continued)

Names of Directors	Board	Committee
Georges Leung Shing	Chairperson and Non-Executive Director	Member of the CGC and IC
Catherine Ahnee-Gouérec	Non-Executive Director	Member of the CGC
Cheong Shaow Woo (Marc) Ah Ching	Independent Non-Executive Director	Chairperson of the ARC and IC member
Kim Foong (Roger) Leung Shin Cheung	Non-Executive Director	Chairperson of the IC and ARC member
Grace Sarah Leung Shing	Executive Director	-
Jean Noel Fabrice Parsooramen (from 25 September 2020)	Independent Non-Executive Director	Member of the ARC
Tahen Kumar (Benu) Servansingh	Independent Non-Executive Director	-
Banoomatee (Rita) Veerasamy (from 07 July 2021)	Independent Non-Executive Director	Chairperson of the CGC (from 15 July 2021)

The profiles of the directors are disclosed on pages [9] to [10].

### Board Committees

The ARC, CGC and IC assist in the decision-making process and help the Board to carry out its duties and responsibilities:

Each Committee acts according to its respective terms of reference approved by the Board and reports to the Board on matters discussed at Committee meetings. The terms of reference are reviewed by the respective Committee every year. The Secretary acts as secretary to the Board Committees.

### ARC

The ARC was set up to provide a link between the Board, internal audit and external auditors and is also responsible for the Company's Risk Management function. The ARC comprises three (3) directors, two (2) of which are considered as being independent under the Code whilst the third director is not after serving more than nine (9) years.

The ARC terms of reference were approved by the Board. Its Chairperson reports to the Board on any matter which, in his opinion, the Board should be made aware of.

The members of the ARC are:

- Cheong Shaow Woo (Marc) Ah Ching (Chairperson)
- Kim Foong (Roger) Leung Shin Cheung
- Jean Noel Fabrice Parsooramen

The ARC roles and responsibilities include reviewing the appropriateness of the Company's accounting policies, assessing the effectiveness of the internal control processes, reviewing the financial statements and the reporting function, ensuring compliance with relevant laws and regulations, discussing the results of the external audit processes with the external auditors, and, with the support of the internal and external auditors, directing the Risk Management function.

As and when required, the ARC also meets with the internal and external auditors without the presence of the CIS Manager. The internal and external auditors have free access to the ARC to report on any matters or findings.



## CGC

The CGC was set up to also act as Nomination and Remuneration Committee and has terms of reference approved by the Board.

The members of the CGC are:

- Banoomatee (Rita) Veerasamy (Chairperson) (from 15 July 2021)
- Catherine Ahnee-Gouérec
- Georges Leung Shing

The main objective of the CGC is to review and make recommendations to the Board in relation to corporate governance matters including fulfilling its oversight responsibilities for the Company's compliance with the Code.

## IC

The IC was set up to review that the investment policies adopted by the CIS Manager regarding its investment portfolio are in line with the Board's strategy. It also examines purchases and sales of local securities and reviews loans and substantial investments. It also ensures proper liaison with the Fund Managers responsible to look after the Company's interests, oversees and considers avenues which may give opportunities for growth.

The members of the IC are:

- Kim Foong (Roger) Leung Shin Cheung (Chairperson)
- Cheong Shaow Woo (Marc) Ah Ching
- Georges Leung Shing

## Board and Committee meetings and attendance

The Board meets on a quarterly basis to review business operations and monthly reports are circulated to the directors by the CIS Manager. The Chairperson in collaboration with the CIS Manager and the Secretary, agree on meeting agendas and board packs are usually sent to directors in advance.

The minutes of proceedings of Board and Committee meetings are recorded by the Secretary and are submitted at the next meeting for approval and signature by the Chairperson and the Secretary.

The directors' attendance at Board and Committee meetings held during the year ended 30 June 2022 is shown below:

Names of Directors	Board	ARC	CGC	IC
Cheong Shaow Woo (Marc) Ah Ching	4 out of 4	2 out of 2	N/A	4 out of 4
Catherine Ahnee-Gouérec	4 out of 4	N/A	2 out of 2	N/A
Kim Foong (Roger) Leung Shin Cheung	2 out of 4	2 out of 2	N/A	4 out of 4
Georges Leung Shing	4 out of 4	N/A	2 out of 2	4 out of 4
Grace Sarah Leung Shing	4 out of 4	2 out of 2	2 out of 2	4 out of 4
Jean Noel Fabrice Parsooramen	4 out of 4	2 out of 2	N/A	N/A
Tahen Kumar (Benu) Servansingh	4 out of 4	N/A	N/A	N/A
Banoomatee (Rita) Veerasamy (from 07 July 2021)	4 out of 4	N/A	2 out of 2	N/A



### Directorships held by Board Members in other listed companies

Names of Directors	Name of Listed Company	Director Category
Kim Foong (Roger) Leung Shin Cheung	Vivo Energy Mauritius Ltd	Non-Executive
Grace Sarah Leung Shing	Swan General Ltd	Non-Executive
Grace Sarah Leung Shing	Swan Life Ltd	Non-Executive

### Secretary

The Secretary was Kamaby Corporate Services Ltd, represented by Ms. Jenifer Chung Wong Tsang (FCA), up to 26 October 2021 when Ah Vee Kwet Chee Li Chun Fong (FCCA), took over. All directors have access to the advice and services of the Secretary and also have the authority to request independent professional advice at the reasonable expense of the Company. The Secretary administers, attends and prepares minutes of Board, Committee and Shareholders' meetings. The Secretary is responsible for the external communication of the Company and assists the Chairperson and the Board in implementing good governance practices and processes to maximise shareholders' wealth.

### DIRECTOR APPOINTMENT PROCEDURES

The Board is responsible for succession planning and for recommending the appointment of new board members to shareholders.

#### Election and re-election

The process of directors' election and re-election is set out in the Constitution. The CGC usually makes recommendations to the Board which then finalises the Board nominations for election or re-election to be put before the Annual Meeting.

Per the Constitution, at each Annual Meeting, four (4) directors retire from office and are eligible for re-election by separate resolutions. Before recommending re-appointment, the Board carefully considers past performance and the Chairperson ensures that the individual member has maintained effective performance and commitment as a Director.

#### Induction and orientation

An induction pack, which includes an overview of the Company's profile and operations as well as key Company documents, is provided by the Secretary to all new directors. The induction pack is regularly reviewed by the Chairperson to ensure continued quality and relevance.

#### Professional development

The Board have considered regular training and development needs of directors, as appropriate, to ensure constant professional update.

#### Succession Planning

The Board, with the assistance of the CGC, reviews succession planning of directors to ensure continued balance of knowledge, skills and experience whilst also ensuring gradual renewal of the Board.

The profiles of the directors of the Company are set below.

The Chairperson of the Board is also the Chairperson of the Company's substantial shareholder, namely Golden Foundation Ltd (GFL). Six (6) out of current eight (8) directors of the Board do not have any relationship with GFL.



### **Georges Leung Shing**

*Appointed to the Board in 1995*

Georges holds a Bachelor's degree in Economics and is a Chartered Tax Adviser and a Fellow Chartered Accountant. He was the Senior Economist of the Mauritius Chamber of Agriculture (MCA), Executive Chairman of Lonrho and Illovo Mauritius and Managing Director of Omnicane Limited. He is a former Chairman of the MCA and the Mauritius Institute of Directors (MIoD) and its Audit Committee Forum (ACF), the Chairman of the Review Committee of the Financial Reporting Council (FRC), and has served as Chairman/Director of companies in the Banking, Commercial, Construction, Energy, Hotel, Industrial and Insurance sectors and of the Mauritius Sugar Syndicate, Stock Exchange of Mauritius and Sugar Insurance Fund Board. He is presently a Director of Pharmacie Nouvelle Ltd and a member of the MIoD ACF and Directors' Forum.

### **Catherine Ahnee-Gouérec**

*Appointed to the Board in 2011*

Catherine Ahnee-Gouérec holds a DESS (Master) d'Affaires Internationales and a Maitrise d'Economie Appliquée of Université Paris IX-Dauphine. She started her career in Mauritius in 1988 as Consultant at Price Waterhouse before joining the Eclasia Group (formerly Food and Allied Group) as Economist of Management and Development Company. Since 2008, she is Chargée d'Etudes at Les Moulins de la Concorde Ltée, contributing to projects and marketing strategy and is in charge of corporate communication and CSR activities. She is also a member of the Women Directors Forum and is a Trustee on Eclasia Group Pension Fund.

### **Cheong Shaow Woo (Marc) Ah Ching**

*Appointed to the Board in 2018*

Marc Ah Ching is a member of the Chartered Institute of Management and Accountants (CIMA) and a member of the Chartered Institute of Bankers UK (ACIB). He has a strong grasp on corporate finance, deal structuring and financing, with thorough knowledge in risk assessment and management, international banking and trade finance. Marc has been with the Rogers Group since 2005.

### **Kim Foong (Roger) Leung Shin Cheung**

*Appointed to the Board in 2000*

Roger Leung Shin Cheung is an Associate of the Chartered Institute of Bankers in UK and a Fellow of the Mauritius Institute of Directors. He retired from Barclays Bank Plc as Regional Corporate Director (Africa) and was a Director of Barclays Leasing Company (Mauritius) Ltd and a trustee of the Barclays Employees' Pension Fund (Mauritius). He was an Independent Non-Executive Chairman of Bank One Ltd and a previous Independent Non-Executive Director of Banque BNI (Madagascar), Dolberg Asset Finance Ltd, Dolberg Financial Holding Ltd, Indian Financial Holding Ltd and IPRO Funds Ltd. He is presently a Consultant in business restructuring and performance optimisation and a Non-Executive Director of Vivo Energy Mauritius Ltd.

### **Grace Sarah Leung Shing**

*Appointed to the Board in 2019*

Grace Sarah Leung Shing holds a BA Econ (Hons) Accounting & Finance from the University of Manchester, an International MBA from Georgia University, USA and a Masters in Enterprise Management of Pantheon Paris Sorbonne and is an ACCA Affiliate. She previously worked as a Stock Trader at Ramet & Associés Ltée from October 2009 to January 2011 and was a Zera-Allen Scholar. She became, in 2014, an Associate of DFJ Dragon Fund China, a Draper Fisher Jurvetson (DFJ) affiliate venture fund focused on investments in China and the USA. In 2016, she co-founded Startwise Inc, licensed as Crowdfunding (Reg CF) by the US Securities and Exchange Commission and Financial Industry Regulatory Authority (FINRA) and is a technology pioneer that enabled non-accredited individuals to invest in revenue sharing deals. She was a MergeLane Accelerator Cohort in 2016, a Milestone Maker at NASDAQ Entrepreneurial Center in 2017 and is a Beta Gamma Sigma Member. She serves as the Executive Director of the Company since 23 April 2019.



### **Tahen Kumar (Benu) Servansingh**

*Appointed to the Board in 2014*

Benu Servansingh holds a Bachelor's degree in Physics and started his career as Physics Teacher. He served as Adviser in 1992 to the Minister of Finance and as Senior Adviser from 2005 to 2010 where he contributed in the formulation and implementation of national economic policies, capacity building, national economic empowerment programme and corporate social responsibility framework. He is a former Chairman of SICOM Group and Mauritius Institute of Directors and has been a Director of the State Investment Corporation Ltd, the Mauritius Duty Free Paradise Ltd, the National Equity Fund, the Real Estate Investment Trust, and a member of the Gambling Regulatory Authority and the Financial Reporting Council. He is presently the Chairman of AXIS Fiduciary Ltd and special Adviser to the Multi-Act Realty Enterprises Ltd.

### **Jean Noel Fabrice Parsooramen**

*Appointed to the Board in 2020*

Fabrice is a Fellow of the Association of Chartered Certified Accountants (FCCA) and started his career in 1997 in the audit department of De Chazal Du Mée. He thereafter worked as Financial Controller for the VLH Group (previously Veranda Resorts) and Cogir Ltée (now amalgamated into BCE Ltd). He is a past Manager of MDIT from 2010 to 2012 and was previously acting as its Company Secretary on behalf of JLP Company Secretarial Services Ltd. He is currently the Chief Financial Officer of Ducray Lenoir Group since 2017.

### **Banoomatee (Rita) Veerasamy**

*Appointed to the Board on 07 July 2021*

Rita holds a Masters' degree in law from the University of London and is a Fellow member of the ICSA/The Chartered Governance Institute. She has a strong background in strategic investment, having worked at the State Investment Corporation for 34 years and having served as Director and Independent Director on a multitude of Board of high-profile companies such as the Mauritius Duty Free Paradise Ltd; Air Mauritius Ltd; Airports of Mauritius Ltd; Lottotech, and Employees Real Investment Trust. Rita is a qualified stockbroker and played an active role in the setting up of the Stock Exchange in Mauritius of which she was also a member. Rita is presently consultant to a team of qualified and experienced professionals specializing in compliance and company secretaries.

### **CIS Manager**

#### **Grace Sarah Leung Shing**

*Chief Executive Officer (CEO)*

Grace Sarah Leung Shing, the CIS Manager, is an Executive Director of the Company and her Profile is included in the above Profiles of the Directors of the Company.

#### **Jade Ng Chieng Hin**

*Accountant*

Jade Ng Chieng Hin holds a First-Class Honours BEng Medical Engineering degree, from Queen Mary University of London, United Kingdom, and is an ACA associate. Jade was employed as an Audit Senior Associate at EY Mauritius until December 2020 and joined the CIS Manager of the Company in January 2021.



### Legal duties

The directors are aware of their legal duties as described in the Act and the Company's Board Charter.

### Code of Ethics

The Company does not have any employee and has a Code of Ethics for its directors. The Board monitors and evaluates compliance with the Code of Ethics for its directors.

### Conflicts of Interest

The Board Charter sets out the guidelines for dealing with conflicts of interests that may be faced by the directors. This includes the duty of a director to immediately report to the Chairperson any conflict of interest or potential conflict of interest and not take part in any discussion or decision-making regarding any subject or transaction in which he/she has a conflict of interest with the Company. Decisions to enter into transactions where Board members may potentially be conflicted of interest are dealt with by the Board.

The Board confirms that all conflicts of interest and related party transactions have been conducted in accordance with the conflicts of interest and related party transactions sections of the Board Charter and the Code of ethics. The Secretary maintains an Interests' register which is available for consultation to shareholders upon written request.

### Interest of Directors in the Equity Capital & Dealing in shares by Directors

Directors ensure that their dealings in the Company's shares are conducted in accordance with the principles of the Model Code for Securities Transactions by directors, as detailed in Appendix 6 of the Listing Rules issued by the SEM and the Companies Act 2001.

### Shares held by Directors at 30 June 2022

Name of Directors	% holding	Directly	Indirectly
Cheong Shaow Woo (Marc) Ah Ching	-	-	-
Catherine Ahnee-Gouerec	0.10	340,215	78,987
Kim Foong (Roger) Leung Shin Cheung	-	-	-
Georges Leung Shing	1.30	5,304	5,517,944
Grace Sarah Leung Shing	0.73	-	3,090,473
Jean Noel Fabrice Parsooramen	-	-	-
Tahen Kumar (Benu) Servansingh	-	-	-
Banoomatee (Rita) Veerasamy	-	-	-

### Information, Information Technology and Information Security Governance

The Board is responsible for the information governance function and has put in place an information technology and security policy. The Board is assisted by the ARC in the regular review of the effectiveness of the policy ensuring that any associated risks are addressed and mitigated as well as the monitoring of any significant expenditure on information technology.

### Board Information

At Board meetings, a report is presented by the CIS Manager, which comprises a review of the local market and an analysis of the Company's performance. Corporate Announcements as well as the Purchases and Sales during the quarter are also commented on.



### Board Information (Continued)

The Board and its members each have responsibility for obtaining all information needed from the CIS Manager as well as the Internal and External Auditors to carry out their duties. If the Board thinks it is necessary, it may obtain information from officers and external advisers of the Company.

In accordance with the Companies Act 2001, directors shall not disclose any information of a confidential nature regarding the business of the Company, unless required to do so by law. Board members are also required not to use any confidential information for his or her personal benefit and to return, at the term of their office, all confidential documents to the Company in a manner that ensures confidentiality is preserved.

The Company has a Directors' and Other Officers' Liability insurance in place.

### Board Evaluation and Development

The collective evaluation of the Board and its Committees, through an internal Board Evaluation Questionnaire, was carried out during the year under review with the assistance of the Secretary. The questionnaire included the following areas:

- Duties and responsibilities of the Board
- Board size, composition, frequency and materials
- The Board's relationship with its committees
- The Board's relationship with its shareholders
- Board improvement areas

The CGC as well as the Board has reviewed and addressed the areas of concern highlighted by the comments of directors. The results indicated that the Board is viewed as effective for the year under review. An evaluation of Directors on an individual basis will be performed at the end of the next financial year.

### Remuneration of Directors

The present directors' fee structure, as approved by the Board, following the recommendations of the CGC, consists of a fixed fee and an attendance fee per meeting for Board and Committee members. The remuneration received by directors for the year under review is disclosed below:

Names of Directors	2021/2022	2020/2021
	Rs'000	Rs'000
Cheong Shaow Woo (Marc) Ah Ching	172	161
Catherine Ahnee-Gouérec	108	111
Kim Foong (Roger) Leung Shin Cheung	171	168
Georges Leung Shing	243	227
Grace Sarah Leung Shing	92	88
Aruna Radhakeesoon	-	111
Tahen Kumar (Benu) Servansingh	93	82
Jean Noel Fabrice Parsooramen (appointed on 25 September 2020)	116	75
Banoomatee (Rita) Veerasamy	117	-
<b>Total</b>	<b>1,112</b>	<b>1,023</b>

Directors do not receive any salary or benefits in kind from the Company which does not have any share option plan.



## RISK GOVERNANCE AND INTERNAL CONTROL

### Risk Governance

The directors acknowledge the ultimate responsibility of the Board for the risk governance and for determining the nature and extent of the principal risks it is willing to take in achieving its strategic objective as well as the necessity of having the relevant processes in place within the Company. Risk issues are systematically addressed at both the ARC and IC meetings and reviewed at Board level.

The Company's approach to risk management is to make it an integral part of the conduct of every aspect of its business. Proactive management ensures that decisions are taken to achieve the most appropriate balance between risks and returns at all times, to transfer risks wherever possible, and to take the necessary measures to mitigate the key risks.

Some of the more prominent risks to which the Company is exposed are:

- **Compliance Risk:** Failure to comply with laws and regulations may lead to penalties.
- **Political, Economic and Financial Market Events:** Investment values and returns which may adversely affect the Company's operation and financial results.
- **Technologies and Systems:** To varying degrees, the Company is reliant upon certain technologies and systems for the smooth and efficient running of its business. Disruption to these technologies could adversely affect its operating costs and efficiency.
- **Reputation:** Any event capable of damaging the reputation of the Company and its appeal to its shareholders and putting at risks the market value and attractiveness of the Company.

The Board, assisted by the ARC and IC regularly monitors and reviews the following, with the risks identified on a yearly basis:

- risk identification, measurement and prioritisation methodologies, internal control systems and procedures for reporting unusual high-risk transactions;
- the management reports on the adequacy and overall effectiveness of the Company's Risk Management and Internal Control and ensure the implementation of any recommendations to remedy weaknesses; and
- approve any changes to the Company's Investment Policies, Procedures and Strategy, including Risk Tolerance, overall asset allocation ranges/concentration limits.

### Internal Control System

The Company has put in place policies and procedures to implement strong internal control and identify measure and control risk as well solutions to mitigate risks exposures, at strategic and operational level. The ARC provides assurance to the Board on the performance of the internal control system, after examination of internal and external audit reports. The internal controls are regularly reviewed by the Internal auditors.

The Company has put in place a whistle-blowing policy during the year under review. Stakeholders are still encouraged to report any complaints or suspected wrong practice within the Company to the ARC.

## REPORTING WITH INTEGRITY

### Financial Statements

In respect of the preparation of Financial Statements, directors acknowledge their responsibilities for:

- adequate accounting records and maintenance of effective internal control systems;
- the preparation of financial statements which fairly present the state of affairs of the Company as at the end of the financial year and the financial performance and cash flows for that period and which comply with International Financial Reporting Standards (IFRS) and the Companies Act 2001; and
- the selection of appropriate accounting policies supported by reasonable and prudent judgements.

The full version of the Annual Report is published on the Company's website.





### Environmental, Social and Health & Safety

In its endeavour to achieve sustainable growth and return on capital, MDIT has laid emphasis on managing corporate reputation to maintain its financial credibility and credit worthiness by implementing measures to improve its operational efficiency through a:

- Reduction in waste from operation through paper saving and intensive usage of mails;
- Reduction of energy use in operations;
- Leveraging sustainability of existing products to reach new investors and retain existing ones;
- Mitigating operational risk related to climate change especially in Mauritius where major disturbances within the environment such as natural calamities can impact on performances on share in specific sectors hence investments;
- Promotion of health and safety compliance framework; and
- Non-discriminatory policy on Board appointments.

### Corporate Social Responsibility (CSR)

As per the CGC's recommendations, the Board approved that CSR contributions of Rs 5,460 be disbursed equally to Quartier de Lumière.

### Charitable and Political Contributions

The Company made no charitable or contributions donations during the year other than the CSR contributions.

### Related party transactions

The related party transactions are set out in Note [21] of the Financial Statements.

## AUDIT

### Internal Audit Function

The Board is ultimately responsible for the Company's internal control system and assessing its effectiveness. The Internal Audit Function has been outsourced by the Board since June 2011 to Advisory Services who had unrestricted access to all information required and the full co-operation of management in the course of their audits. The Internal Auditors independently and objectively report to the ARC on the Company's financial and internal controls and review the extent to which its recommendations have been implemented. They are entitled to meet the ARC Chairperson or its members without management presence.

During the year 2021/2022, the Internal Auditor assessed the internal control system and procedures put in place by the Company and their compliance with laws and regulations. The audited areas were:

- By Mazars: Loans
- By Tylers: Information Technology

The findings highlighted by Tylers and Mazars following the audits are being addressed by the CIS Manager.

### External Audit Function

The ARC regularly reviews the independence of the external auditors including the nature and scope of any non-audit services which might have an impact on their independence. In line with the requirements of Financial Reporting Act regarding rotation of auditors, the Board appointed Deloitte as new external auditors of the Company as from the financial year ended 30 June 2022.

The external auditors independently report to the ARC on the financial statements including accounting principles, critical judgements and estimates used in reporting. They also review the effectiveness and adequacy of the Company's internal controls and advise the ARC on any material non-compliance and weaknesses noted during the course of their audit, and proposed recommendations. The ARC has reviewed the effectiveness of the external audit process and has recommended to the Board that Deloitte be nominated for re-appointment at the next Annual Meeting.

**Independent Auditors' Remuneration**

Fees paid to Deloitte and Ernst & Young for:	2021/2022	2020/2021
	Rs'000	Rs'000
External Audit services	600	400
<b>Fees paid for:</b>		
Internal Audit services	55	125

**RELATIONS WITH SHAREHOLDERS AND KEY STAKEHOLDERS****Shareholders' Analysis at 30 June 2022**

	Number of shareholders	%	Number of shares held	%
1 – 500	789	16.23	159,470	0.04
501 – 1,000	382	7.86	301,739	0.07
1,001 – 5,000	1,163	23.92	3,027,905	0.72
5,001 – 10,000	552	11.35	4,094,263	0.97
10,001 – 50,000	1,072	22.05	25,342,258	5.99
50,001 – 100,000	328	6.75	23,969,063	5.66
100,001 – 250,000	290	5.97	45,756,809	10.80
250,001 & Above	285	5.87	320,736,011	75.75
<b>Total</b>	<b>4,861</b>	<b>100.00</b>	<b>423,387,518</b>	<b>100.00</b>

The above number of shareholders is indicative, due to consolidation of multi-portfolios for reporting purposes. The number of active shareholders as at 30 June 2022 was 4,861 with only one substantial shareholder, Golden Foundation Ltd holding 13.90%.

**Share Option Plan**

The Company does not have any employee or share option plan.

**Shareholders' information****Dividend Policy**

The Board on an annual basis assesses the Company's financial position and cashflow, before declaring a dividend. The policy is to ensure a good dividend yield to its investors while ensuring the Company's sustainability.

The Board ensures that the Company satisfies the solvency test prior to each declaration of dividend and a certificate of compliance with the solvency test is signed in accordance with the provisions of the Companies Act 2001.

**Share Price Information**

The evolution of the share price over the past five years was:

30 June	Share Price Rs
2018	4.42
2019	4.12



### Share Price Information (Continued)

2020	2.39
2021	2.66*
2022	3.08**

\* 2021 cum dividend of Rs 0.07

\*\* 2022 cum final dividend of Rs 0.12

### Communication with shareholders

The Company communicates with its shareholders through its Annual Report, Press Communiqués and Annual Meeting. The calendar of events during the year is set out below:

<b>Financial year end</b>	June
<b>Annual meeting</b>	December
<b>Reports and profit statements</b>	
Half-yearly	March
Preliminary report for the year	September
Annual report and financial statements	December
<b>Dividend</b>	
<b>Interim</b>	
- Declared	11 March 2022
- Paid	10 June 2022
<b>Final</b>	
- Declared	23 June 2022
- Paid	30 September 2022

### Annual Meeting

At the Annual Meeting, the CIS Manager reports on the Company's financial performance during the year and the Chairperson comments on the various sectors of the economy and their impact on performance and future prospects.

Directors are encouraged to attend the Annual Meeting while the shareholders are invited to share their views with the Board and request relevant clarifications. The next Annual Meeting will be held on 17 December 2022. The Board ensures that notice of the Annual Meeting and related papers are sent to shareholders at least (21) twenty-one days before the meeting in accordance with the Companies Act 2001.

The following items are placed on the Agenda of the Annual Meeting by way of separate resolutions:

- Consideration of the Annual report including the adoption of the audited financial statements and the receipt of the Independent Auditor's report to the Company's Members.
- The election and re-election of directors in accordance with the Company's Constitution and the Act.
- Approval of the payment of dividends declared by the directors and paid.
- Fixing of the directors' fees.
- Re-appointment of the external auditors under section 200 of the Act.

### Interest of Directors in Contracts

All the Directors have confirmed that they are not, either directly or indirectly, materially interested in any contract of significance with the Company. The Company has no service contract with any of its directors.

### Agreements with third parties

MDIT has a management contract with its CIS Manager, GFMS, to provide management and company secretarial services.

The Registrar and Custody services are undertaken by MCB Registry & Securities Ltd and MCB Capital Markets Ltd respectively.

The Company does not have any agreement with its shareholders.



### STATEMENT OF DIRECTORS' RESPONSIBILITIES

In respect of the preparation of Financial Statements, directors acknowledge their responsibilities for:

- i) adequate accounting records and maintenance of effective internal control systems;
- ii) the preparation of financial statements which fairly present the state of affairs of the Company as at the end of the financial year and the financial performance and cash flows for that period and which comply with International Financial Reporting Standards (IFRS);
- iii) the selection of appropriate accounting policies supported by reasonable and prudent judgements.

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

The directors report 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) applicable accounting standards have been adhered to. Any departure has been disclosed, explained and quantified.
- iv) the Code of Corporate Governance has been adhered to in all material aspects and reasons provided in case of non-compliance.



**STATEMENT OF COMPLIANCE**  
(Section 75 (3) of the Financial Reporting Act)

Name of Public Interest Entity ('PIE') : **The Mauritius Development Investment Trust Company Limited (MDIT)**

Reporting Period : **1<sup>st</sup> July 2021 to 30<sup>th</sup> June 2022**

We, the directors of MDIT confirm to the best of our knowledge that the PIE has complied with all of its obligations and requirements under The National Code of Corporate Governance, except for those mentioned below.

Non-compliance	Reasons for non-compliance
<b>Principle 2</b> <ul style="list-style-type: none"> <li>Board Composition: Executive directors</li> </ul>	<ul style="list-style-type: none"> <li>The Board considers the CEO of GFMS, who is also a director of MDIT, to be an Executive Director. The Manager and/or Accountant is in attendance at all the MDIT Board and Committee meetings. In the particular context of MDIT, the Board is of the view that having a sole Executive Director is adequate and in line with the spirit of the Code.</li> </ul>
<b>Principle 4</b> <ul style="list-style-type: none"> <li>Individual Directors evaluation</li> </ul>	<ul style="list-style-type: none"> <li>Individual Directors evaluation will be performed at the end of the next financial year.</li> </ul>

SIGNED BY:

**Georges Leung Shing**  
Chairperson

**Banoomatee (Rita) Veerasamy**  
Director

Date: 16 September 2022  
Date: .....



This is to certify that, in accordance with Section 166(d) of the Companies Act 2001, all such returns as required by the Company under the Companies Act 2001 have been filed with the Registrar of Companies.

**Ah Vee Kwet Chee Li Chun Fong, FCCA**  
Company Secretary

Date: 16 September 2022



## Report on the audit of the financial statements

### Opinion

We have audited the financial statements of **The Mauritius Development Investment Trust Company Limited** (the “Company” and the “Public Interest Entity”) set out on pages 23 to 52, which comprise the statement of financial position as at 30 June 2022, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Company as at 30 June 2022, and of its financial performance and cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs) and comply with the requirements of the Mauritius Companies Act 2001 and the Financial Reporting Act 2004.

### 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 Company in accordance with the International Ethics Standard Board for Accountants' *Code of Ethics for Professional Accountants (including International Independence Standards)* (the “IESBA Code”), and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Key audit matters

Key audit matters are those matters that, in our professional judgment, 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 financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key Audit Matters	How the matter was addressed in the audit
<p><b>Financial assets at fair value through Profit or loss (FVTPL) – Unquoted investment</b></p> <p>The Company has applied valuation techniques to determine the fair value of financial assets that are not quoted in active markets which include equity investments. These valuation techniques, particularly those requiring significant unobservable inputs, usually involve subjective judgement and assumptions. Valuation results can vary significantly when different valuation techniques and assumptions are applied.</p> <p>As at 30 June 2022, included in financial assets measured at fair value through profit or loss (FVTPL) are unquoted investments of Rs. 25.6m representing 1.6% of the Company's total assets. These investments are measured at fair value and categorised within level 3 of the fair value hierarchy as they require significant unobservable inputs in estimating their fair values and therefore involve higher degree of uncertainty in their valuation.</p> <p>Due to estimation uncertainty in valuation involving significant judgement, the valuation of unquoted investments is considered as a key audit matter. Relevant disclosures are included in Note 6 and Note 26 to the financial statements.</p>	<p>We evaluated and tested the design and operating effectiveness of key controls related to valuation of financial instruments, independent price verification, and independent model validation and approval.</p> <p>We evaluated the valuation techniques, inputs and assumptions through comparison with the valuation techniques commonly used in the markets, validation of observable inputs using external market data, and comparison with valuation outcomes obtained from various pricing sources.</p> <p>For valuations which used significant unobservable inputs, we involved our internal valuation specialists in assessing the models used, re-performing independent valuations, and analysing the sensitivities of valuation results to key inputs and assumptions.</p> <p>We evaluated and tested the design and operating effectiveness of internal controls related to disclosures of fair value.</p>



### **Other matter - comparative information**

The financial statements of the Company for the year ended 30 June 2021 were audited by another auditor who expressed an unmodified opinion on those statements on 17 September 2021.

### **Other information**

The directors are responsible for the other information. The other information comprises the Corporate Information, the Corporate Governance Report and the Secretary's Certificate, but, does not include the financial statements and our auditor's report thereon which we obtained prior to the date of this auditors report and the Annual Report which is expected to be made available to us after that date.

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. We have nothing to report in this regard.

### **Responsibilities of directors 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 Mauritius Companies Act 2001 and the Financial Reporting Act 2004 and they are also responsible for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

The directors are responsible for overseeing 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 skepticism 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 Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of the directors' use of the 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 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. However, future events or conditions may cause the Company to cease to continue as a going concern.





### Auditor's responsibilities for the audit of the financial statements (cont'd)

- 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.

#### *Other information*

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 those matters in our auditor's report unless laws 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

#### *Mauritius Companies Act 2001*

In accordance with the requirements of the Mauritius Companies Act 2001, we report as follows:

- we have no relationship with, or interest in, the Company other than in our capacity as auditor;
- we have obtained all information and explanations that we have required; and
- in our opinion, proper accounting records have been kept by the Company as far as appears from our examination of those records.

#### *Financial Reporting Act*

Our responsibility under the Financial Reporting Act 2004 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 2004, complied with the requirements of the Code.

### Use of this report

This report is made solely to the Company's shareholders, as a body, in accordance with section 205 of the Mauritius Companies Act 2001. Our audit work has been undertaken so that we might state to the Company's shareholders 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 shareholders as a body, for our audit work, for this report, or for the opinions we have formed.

**Deloitte**

**Chartered Accountants**

30 September 2022

**Rajeev Tatiah, FCCA**

**Licensed by FRC**



		2022	2021
	Notes	Rs'000	Rs'000
<b>ASSETS</b>			
Financial assets at fair value through profit or loss	6	1,551,543	1,468,423
Loans receivable at call	7	11,143	17,158
Trade and other receivables	8	12,678	8,769
Cash and cash equivalents	9	37,517	22,851
<b>Total assets</b>		<b>1,612,881</b>	<b>1,517,201</b>
<b>LIABILITIES AND EQUITY</b>			
<b>LIABILITIES</b>			
Trade and other payables	12	26,638	23,638
Borrowings	11	60,066	63,083
Current tax liabilities	13	503	480
Dividends payable	14	50,807	29,637
<b>Total liabilities</b>		<b>138,014</b>	<b>116,838</b>
<b>EQUITY</b>			
Stated capital	10	423,388	423,388
Retained earnings		1,051,479	976,975
<b>Total equity</b>		<b>1,474,867</b>	<b>1,400,363</b>
<b>Total liabilities and equity</b>		<b>1,612,881</b>	<b>1,517,201</b>
<b>Net asset value per share (Rs)</b>	15	<b>3.48</b>	<b>3.31</b>

Approved by the Board of Directors and authorised for issue on 16 September 2022

Georges Leung Shing  
Director

Marc Ah Ching  
Director

The notes on pages 36 to 61 form part of these financial statements.  
Auditor's report on pages 29 to 31



# STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME – 30 JUNE 2022

	Notes	2022 Rs'000	2021 Rs'000
<b>Dividend income</b>	16	47,806	13,241
<b>Finance income</b>			
<b>Financial Instrument measured at FVTPL:</b>			
Bond Interest		1,490	1,779
<b>Financial Instrument measured at amortised cost:</b>			
Interest from loan receivables at call		2,144	2,525
Net foreign exchange gains	17	567	1,861
<b>Total income</b>		52,007	19,407
<b>Realised and unrealised gain on financial assets at fair value through profit or loss:</b>			
Realised gains on disposal of investments	6	6,819	3,513
Unrealised gain on revaluation of investments	6	119,561	268,170
<b>Net gain on financial assets at fair value through profit or loss</b>		126,380	271,683
<b>Expenses</b>			
Management fees	18	15,946	9,381
Directors' fees & Secretarial fees		1,112	937
Listing fees		448	487
Closed-end fund expenses	19	1,775	1,617
Professional fees		796	899
Other expenses		2,251	2,584
Reversal of impairment loss on loans receivables at call	7	(75)	(1,202)
Finance costs	20	1,871	2,247
		24,124	16,950
<b>Profit before tax</b>		154,263	274,140
Income tax expenses	13	(309)	(200)
<b>Profit after tax</b>		153,954	273,940
<b>OTHER COMPREHENSIVE INCOME</b>		-	-
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>		153,954	273,940
<b>Basic and diluted earnings cents per share</b>	21	36.36	64.70

The notes on pages 36 to 61 form part of these financial statements.  
Auditor's report on pages 29 to 31



	Notes	Stated capital Rs'000	Retained earnings Rs'000	Total Rs'000
<b>Balance at 1 July 2020</b>		423,388	731,947	1,155,335
Profit for the year		-	273,940	273,940
Other comprehensive income		-	-	-
Total comprehensive profit for the year		-	273,940	273,940
Dividends for the year	14	-	(29,637)	(29,637)
Dividend write back	12	-	725	725
<b>Balance at 30 June 2021</b>		<u>423,388</u>	<u>976,975</u>	<u>1,400,363</u>
<b>Balance at 1 July 2021</b>		423,388	976,975	1,400,363
Profit for the year		-	153,954	153,954
Other comprehensive income		-	-	-
Total comprehensive profit for the year		-	153,954	153,954
Dividends for the year	14	-	(80,444)	(80,444)
Dividend write back	12	-	994	994
<b>Balance at 30 June 2022</b>		<u>423,388</u>	<u>1,051,479</u>	<u>1,474,867</u>

The notes on pages 36 to 61 form part of these financial statements.  
Auditor's report on pages 29 to 31



	Notes	2022 Rs'000	2021 Rs'000
<b>Operating activities</b>			
Profit before tax		154,263	274,140
<i>Adjustments to reconcile profit before tax to net cash flows:</i>			
Realised gain on disposal of investments	6	(6,819)	(3,513)
Unrealised gain on revaluation of investments	6	(119,561)	(268,170)
Net foreign exchange gains	17	(567)	(1,861)
Finance costs	20	1,871	2,247
Interest income		(3,634)	(4,305)
Dividend income	16	(47,806)	(13,241)
Reversal of expected credit loss	7	(75)	(1,202)
Operating loss before working capital adjustments		(22,328)	(15,905)
<b>Adjustments for:</b>			
Decrease/ (increase) in trade and other receivables		3,429	(3,677)
Decrease/ (increase) in loans receivables		6,090	(586)
Increase/ (decrease) in trade and other payables		3,654	(18,302)
Proceeds from sales of investments		65,350	32,047
Purchases of investments		(22,090)	(23,842)
Net increase in investments		43,260	8,205
		56,433	(14,360)
Interest received		3,849	4,055
Interest paid		(1,549)	(1,697)
Income tax paid		(285)	(372)
Dividend received		40,253	9,151
<b>Net cash flows generated/ (used in) from operating activities</b>		76,373	(19,128)
<b>Financing activities</b>			
Proceeds from borrowings		545,800	679,200
Repayment of borrowings		(548,800)	(666,200)
Dividends paid		(59,274)	-
<b>Net cash flows (used in)/ generated from financing activities</b>		(62,274)	13,000
Net increase/ (decrease) in cash and cash equivalents		14,099	(6,128)
Cash and cash equivalents at the beginning of the year		22,851	27,118
Net foreign exchange difference		567	1,861
<b>Cash and cash equivalents at 30 June</b>	9	37,517	22,851
Cash and cash equivalents		37,517	22,851

The notes on pages 36 to 61 form part of these financial statements.

Auditor's report on pages 29 to 31



## 1. PRINCIPAL ACTIVITIES

The Mauritius Development Investment Trust Company Limited (the “Company” or “MDIT”) is a public company incorporated in Mauritius and listed on the Stock Exchange of Mauritius. Its registered office and principal place of business is situated at 7<sup>th</sup> floor, Newton Tower, Sir William Newton Street, Port Louis.

The Company is a Collective Investment Scheme (CIS) with the objective of holding and managing securities and is a Closed-end Fund authorised by the Financial Services Commission under the Securities Act 2005.

## 2. BASIS OF PREPARATION

The financial statements of the Company have been prepared in accordance with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB) and in compliance with the requirement of the Mauritius Companies Act 2001 and the Financial Reporting Act 2004. The financial statements are prepared under the historical cost convention, except for financial assets held at fair value through profit or loss which are stated at fair value.

The financial statements are prepared in Mauritian Rupees (Rs) which is the functional currency of the Company and all values are rounded to the nearest thousand rupees (Rs'000), except where otherwise stated.

## 3. APPLICATION OF NEW AND REVISED INTERNATIONAL FINANCIAL REPORTING STANDARDS (IFRSs)

In the current year, the Company have applied all of the new and revised Standards and Interpretations issued by the International Accounting Standards Board (“IASB”) and the International Financial Reporting Interpretations Committee (“IFRIC”) of the IASB that are relevant to its operations and effective for accounting periods beginning on 1 July 2021.

### 3.1 New and revised Standards applied with no material effect on the financial statements

The following relevant revised Standards have been applied in these financial statements. Their application has not had any significant impact on the amounts reported for the current and prior periods but may affect the accounting treatment for future transactions or arrangements.

IAS 1	Presentation of Financial Statements - Amendments regarding the definition of material
IAS 8	Accounting Policies, Change in Accounting Estimates and Errors - Amendments regarding the definition of material
IFRS 7	Financial Instruments: Disclosures - Amendments regarding replacement issues in the context of the IBOR reform
IFRS 9	Financial Instruments - Amendments regarding replacement issues in the context of the IBOR reform
Conceptual Framework	Amendments to IAS 1, IAS 8, IAS 34, IAS 37 and IAS 38 to update those pronouncements with regards to references to and quotes from the framework or to indicate where they refer to a different version of the Conceptual Framework

### 3.2 New and revised Standards in issue but not yet effective

At the date of authorisation of these financial statements, the following relevant Standards were in issue but effective on annual periods beginning on or after the respective dates as indicated:

IAS 1	Presentation of Financial Statements - Amendments regarding the classification of liabilities (effective January 01, 2023)
IAS 1	Presentation of Financial Statements - Amendments regarding the disclosure of accounting policies (effective January 01, 2023)
IAS 8	Accounting Policies, Change in Accounting Estimates and Errors - Amendments regarding the definition of accounting estimates (effective January 01, 2023)
IAS 12	Income Taxes - Amendments regarding deferred tax on leases and decommissioning obligations (effective January 01, 2023)
IAS 37	Provisions, Contingent Liabilities and Contingent Assets - Amendments regarding the costs to include when assessing whether a contract is onerous (effective January 01, 2022)
IFRS 9	Financial Instruments - Amendments resulting from Annual Improvements to IFRS Standards 2018-2020 (fees in the '10 per cent' test for derecognition of financial liabilities) (effective January 01, 2022)

The directors anticipate that these standards and interpretation will be applied on their effective dates in future periods. The directors have not yet assessed the potential impact of the application of these amendments.



#### 4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies of the Company are:

##### (a) Financial instruments

###### *Financial assets*

All recognised financial assets are measured subsequently in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

###### *Classification of financial assets*

Debt instruments that meet the following conditions are measured subsequently at amortised cost:

- the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Debt instruments that meet the following conditions are measured subsequently at fair value through other comprehensive income (FVTOCI):

- the financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling the financial assets; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

By default, all other financial assets are measured subsequently at fair value through profit or loss (FVTPL).

Despite the foregoing, the Company may make the following irrevocable election/ designation at initial recognition of a financial asset:

- the Company may irrevocably elect to present subsequent changes in fair value of an equity investment in other comprehensive income if certain criteria are met; and
- the Company may irrevocably designate a debt investment that meets the amortised cost or FVTOCI criteria as measured at FVTPL if doing so eliminates or significantly reduces an accounting mismatch.

##### (i) Amortised cost and effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument of allocating interest income over the relevant period.

For financial assets other than purchased or originated credit-impaired financial assets (i.e. assets that are credit-impaired on initial recognition), the effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums, or discounts) excluding expected credit losses, through the expected life of the debt instrument, or, where appropriate, a shorter period, to the gross carrying amount of the debt instrument on initial recognition. For purchased or originated credit-impaired financial assets, a credit-adjusted effective interest rate is calculated by discounting the estimated future cash flows, including expected credit losses, to the amortised cost of the debt instrument on initial recognition.

The amortised cost of a financial asset is the amount at which the financial asset is measured at initial recognition minus the principal repayments, plus the cumulative amortisation using the effective interest method of any difference between that initial amount and the maturity amount, adjusted for any loss allowance. The gross carrying amount of a financial asset is the amortised cost of a financial asset before adjusting for any loss allowance.

**4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)****(a) Financial instruments (Continued)*****Financial assets (Continued)*****(ii) Financial assets at FVTPL**

Financial assets that do not meet the criteria for being measured at amortised cost or FVTOCI are measured at FVTPL. Specifically:

- Investments in equity instruments are classified as at FVTPL, unless the Company designates an equity investment that is neither held for trading nor a contingent consideration arising from a business combination as at FVTOCI on initial recognition.
- Debt instruments that do not meet the amortised cost criteria or the FVTOCI criteria are classified as at FVTPL. In addition, debt instruments that meet either the amortised cost criteria or the FVTOCI criteria may be designated as at FVTPL upon initial recognition if such designation eliminates or significantly reduces a measurement or recognition inconsistency (so called 'accounting mismatch') that would arise from measuring assets or liabilities or recognising the gains and losses on them on different bases. The Company has not designated any debt instruments as at FVTPL.
- Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any fair value gains or losses recognised in profit or loss to the extent they are not part of a designated hedging relationship. The net gain or loss recognised in profit or loss includes any dividend or interest earned on the financial asset and is included in the 'Other gains and losses'.
- Net gains or losses on financial assets at FVTPL are changes in the fair value of financial assets and exclude interest and dividend income and expenses.
- Unrealised gains and losses comprise changes in the fair value of financial instruments for the period and from reversal of the prior period's unrealised gains and losses for financial instruments which were realised in the reporting period. Realised gains and losses on disposals of financial instruments classified as at FVTPL are calculated using the difference between an instrument's average cost of acquisition and disposal amount.

**(iii) Foreign exchange gains and losses.**

The carrying amount of financial assets that are denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period. Specifically:

- For financial assets measured at amortised cost that are not part of a designated hedging relationship, exchange differences are recognised in profit or loss in the 'Other gains and losses'
- For debt instruments measured at FVTOCI that are not part of a designated hedging relationship, exchange differences on the amortised cost of the debt instrument are recognised in profit or loss in the 'Other gains and losses'. As the foreign currency element recognised in profit or loss is the same as if it was measured at amortised cost, the residual foreign currency element based on the translation of the carrying amount (at fair value) is recognised in other comprehensive income in the investment's revaluation reserve
- For financial assets measured at FVTPL that are not part of a designated hedging relationship, exchange differences are recognised in profit or loss in the 'Other gains and losses' line item as part of the fair value gain or loss
- For equity instruments measured at FVTOCI, exchange differences are recognised in other comprehensive income in the investment's revaluation reserve

**(iv) Impairment of financial assets**

The Company recognises an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation of the original effective interest rate. An impairment analysis is performed at each reporting date using a provision matrix to measure expected credit losses. The provision rates are based on days past due for groupings of various customer segments with similar loss patterns. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms. ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

The 12-months ECL (12mECL) is the portion of the lifetime ECL (LTECL) that represent the ECL that result from defaults on a financial instrument that are possible within the 12 months after reporting date.





#### 4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

##### (a) Financial instruments (Continued)

###### *Financial assets (Continued)*

###### (iv) Impairment of financial assets (continued)

Both LTECL and 12mECL are calculated on either an individual basis or a collective basis, depending on the nature of the underlying portfolio of financial instruments. The Company's policy for grouping financial assets measured on a collective basis. The Company has established a policy to perform an assessment, at the end of each reporting period. The Company groups its loans into Stage 1, Stage 2 and Stage 3, as described below:

Stage 1: When loans are first recognised, the Company recognises an allowance based on 12mECL. Stage 1 loans may also include facilities where the credit risk has improved, and the loan has been reclassified from Stage 2.

Stage 2: When the loan has shown significant increase in credit risk since origination, the Company records an allowance for the LTECL. Stage 2 loans may also include facilities, where the credit risk has improved, and the loan has been reclassified from Stage 3.

Stage 3: Loans considered credit-impaired. The Company records an allowance for the LTECL.

The Company considers a financial asset in default when contractual payments are 90 days past due. However, in certain cases, the Company may also consider a financial asset to be in default when internal or external information indicates that the Company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Company. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

###### (v) Significant Increase in Credit Risk

In assessing whether the credit risk on a financial instrument has increased significantly since initial recognition, the Company compares the risk of a default occurring on the financial instrument at the reporting date with the risk of a default occurring on the financial instrument at the date of initial recognition. In making this assessment, the Company considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information that is available without undue cost or effort.

In particular, the following information is taken into account when assessing whether credit risk has increased significantly since initial recognition:

- An actual or expected significant deterioration in the financial instrument's external (if available) or internal credit rating.
- Significant deterioration in external market indicators of credit risk for a particular financial instrument, e.g. a significant increase in the credit spread, the credit default swap prices for the debtor, or the length of time or the extent to which the fair value of a financial asset has been less than its amortised cost.
- Existing or forecast adverse changes in business, financial or economic conditions that are expected to cause a significant decrease in the debtor's ability to meet its debt obligations.
- An actual or expected significant deterioration in the operating results of the debtor.
- Significant increases in credit risk on other financial instruments of the same debtor.
- An actual or expected significant adverse change in the regulatory, economic, or technological environment of the debtor that results in a significant decrease in the debtor's ability to meet its debt obligations

###### (vi) Definition of default

The Company considers a financial asset in default when internal or external information indicates that the Company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Company.

###### (vii) Write off policy

A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows. Financial assets written off may still be subject to enforcement activities under the Company's recovery procedures. Any recoveries made are recognised in profit or loss.



#### 4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

##### (a) Financial instruments (Continued)

###### (viii) Recognition of expected credit losses

The Company recognises an impairment gain or loss in profit or loss for all financial instruments with a corresponding adjustment to their carrying amount through a loss allowance account, except for investments in debt instruments that are measured at FVTOCI, for which the loss allowance is recognised in other comprehensive income and accumulated in the investment revaluation reserve and does not reduce the carrying amount of the financial asset in the statement of financial position.

###### (ix) Derecognition of financial assets

The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset measured at amortised cost, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in statement of comprehensive income.

#### Financial liabilities and equity

##### *Classification as debt or equity*

Debt and equity instruments are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

##### Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in statement of comprehensive income on the purchase, sale, issue or cancellation of the Company's own equity instruments.

All financial liabilities are initially measured at fair value and subsequently measured at amortised cost using the effective interest method or at FVTPL.

However, financial liabilities that arise when a transfer of a financial asset does not qualify for derecognition or when the continuing involvement approach applies, and financial guarantee contracts issued by the Company, are measured in accordance with the specific accounting policies set out below.

###### (i) Financial liabilities measured subsequently at amortised cost

Financial liabilities that are not (i) contingent consideration of an acquirer in a business combination, (ii) held-for-trading, or (iii) designated as at FVTPL, are measured subsequently at amortised cost using the effective interest method.

The effective interest method is a method of calculating the amortised cost of financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability or (where appropriate) a shorter period, to the amortised cost of a financial liability.

###### (ii) Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled, or have expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.



#### 4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

##### (b) Determination of fair value

Fair value is the amount for which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arm's length transaction. The fair value for financial instruments traded in active markets at the reporting date is based on their quoted price or dealer price quotations (bid price for long position and ask price for short positions), without any deduction for transaction costs. For all other financial instruments not listed in an active market, the fair value is determined by using appropriate valuation technique, comparison to similar instruments for which market observable prices exist, options pricing model and other relevant valuation models and following International Private Equity and Venture Capital guidelines.

Fair value investments are measured at subsequent reporting dates at fair value. Realised and unrealised gains and losses on such investments are included in profit or loss in the period in which they arise. On disposal, the profit or loss recognised in profit or loss is the difference between the proceeds and the carrying amount of the asset.

##### (c) 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 asset and settle the liability simultaneously. This is generally not the case with master netting agreements unless one party to the agreement defaults and the related assets and liabilities are presented gross in the statement of financial position.

##### (d) Investment income

Investment Income is made up of dividend income. Dividend income is recognised in profit or loss when the Company's right to receive payment is established.

Dividend income is presented gross of any non-recoverable withholding taxes which are disclosed separately in the statement of profit or loss.

##### (e) Interest income

Interest income is accounted for on a time basis using the effective interest method which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

##### (f) Functional and Presentation Currency

The functional currency is the currency of the primary economic environment in which the Company operates. The Company's majority of returns are Mauritian rupee based, the capital is raised in rupees and the performance is evaluated and its liquidity is managed in rupees. Therefore, the Company concludes that the Mauritian Rupee is its functional currency.

The Company's presentation currency is also Mauritian Rupee.

##### (g) Foreign currency transactions

Monetary assets and liabilities outstanding at year-end in foreign currencies are translated into Mauritian rupees at the closing rates of exchange. Revenue items denominated in foreign currencies are converted into rupee at the rates of exchange ruling at the date of the transaction. Exchange differences arising on the settlement and retranslation of monetary assets and liabilities are recognised in profit or loss in the period in which they arise. Non-monetary items carried out at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

##### (h) Cash and cash equivalents

Cash and cash equivalents comprises cash at bank and in hand, net of bank overdraft.



#### 4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

##### (i) Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

###### *Current income tax*

Current income tax assets and liabilities for the current period are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Company operates and generates taxable income.

Current income tax relating to items recognised directly in equity or other comprehensive income is recognised in equity or other comprehensive income and not profit or loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

###### *Deferred tax*

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

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.

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 deferred tax asset relating to the deductible temporary difference arises from the initial recognition 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.

The carrying amount of deferred 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 tax asset to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transaction either in profit or loss or directly in equity. Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current income tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

##### (j) Stated capital

Stated capital classified as equity consists of issued ordinary shares.

##### (k) Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received, and the amount of the receivable can be measured reliably.



#### 4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

##### (l) Related party transactions

Parties are considered to be related to the Company if they have the ability directly or indirectly, to control the Company or exercise significant influence over the Company in making financial and operating decisions, or where the Company is subject to common significant influence. Related parties may be individuals or other entities.

#### 5. ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

The preparation of financial statements in accordance with IFRS requires the directors and management to exercise judgements in the process of applying the accounting policies. It also requires the use of accounting estimates and assumptions that may affect the reported amounts and disclosures in the financial statements. Judgements and estimates are continuously evaluated and are based on historical experience and other factors, including expectations and assumptions concerning future events that are believed to be reasonable under the circumstances. Uncertainty about these assumptions and estimates could result in outcomes that could require a material adjustment to the carrying amount of the asset or liability affected in future periods.

Where applicable, the notes to the financial statements set out areas where management has applied a higher degree of judgement that has a significant effect on the amounts recognised in the financial statements, or estimations and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

##### Estimates and assumptions

The key assumptions 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 period. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. However, existing circumstances and assumptions about future developments may change due to market changes or circumstances arising beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

##### *Fair value of financial instruments*

The fair value of financial instruments is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principal (or most advantageous) market at the measurement date under current market conditions (i.e. an exit price) regardless of whether that price is observable or estimated using another valuation technique. When the fair values of financial assets and financial liabilities recorded in the statement of financial position cannot be derived from active markets, they are determined using a variety of valuation techniques that include the use of valuation models. The inputs to these models are taken from observable markets where possible, but where this is not feasible, estimation is required in establishing fair values. For further details about determination of fair value please see Note 26.

##### *Impairment assessment of loans receivables*

In addition to the IFRS 9, impairment provision raised as per the accounting policies, refer to note 4(a) Impairment of financial assets, the Company reviews its individually significant loans at each reporting date to assess the reasonability of the impairment loss recognised.

The Company's impairment methodology for assets at amortised cost results in the recording of provisions for:

Specific impairment losses on individually significant or specifically identified exposures in addition to the forward-looking expected credit losses recognised in terms of IFRS 9 on the entire trade receivable or loan receivable balance.

This exercise includes an element of management's judgement, in particular for the estimation of the amount and timing of future cash flows and collateral values when determining impairment losses. These estimates are driven by a number of factors, the changing of which can result in different levels of allowances.



**6. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS (FVTPL)**

**30 June 2022**

-----Listed in Mauritius-----

	Official Market	Development & Enterprise Market	Unquoted	Overseas Quoted Investment	Total
	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
At beginning of year	915,454	86,609	17,899	448,461	1,468,423
Additions	10,853	1,142	4,000	6,095	22,090
Disposals	(49,104)	(3,184)	(9)	(13,054)	(65,350)
Transfer from DEM to OM	1,648	(1,648)	-	-	-
Unrealised gain/ (loss) on revaluation of investments	197,446	11,231	3,765	(92,880)	119,561
Realised gains on investments	6,580	528	-	(289)	6,819
At end of year	<u>1,082,877</u>	<u>94,678</u>	<u>25,655</u>	<u>348,333</u>	<u>1,551,543</u>

**30 June 2021**

-----Listed in Mauritius-----

	Official Market	Development & Enterprise Market	Unquoted	Overseas Quoted Investment	Total
	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
At beginning of year	783,090	93,762	21,644	306,024	1,204,520
Additions	3,871	348	-	20,048	24,267
Disposals	(17,459)	(1,902)	(52)	(12,634)	(32,047)
Unrealised gain on revaluation of investments	144,049	(6,133)	(3,700)	133,954	268,170
Realised gains on investments	1,903	534	7	1,069	3,513
At end of year	<u>915,454</u>	<u>86,609</u>	<u>17,899</u>	<u>448,461</u>	<u>1,468,423</u>

- (a) The revaluation of the local and overseas investments resulted in a net gain of Rs 119.6M (2021: net gain of Rs 268.2M).
- (b) Purchases of local and overseas investments amounted to Rs 22.1M (2021: Rs 24.3M). No dividend in specie was received during the year (2021: Rs 0.4M).

**2022**

	Official Market	Development & Enterprise Market	Unquoted	Overseas Quoted Investment	Total
	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
<b>Additions</b>	<b>10,853</b>	<b>1,142</b>	<b>4,000</b>	<b>6,095</b>	<b>22,090</b>
<b>Dividend in Specie:</b>					
- Foreign Investment	-	-	-	-	-
<b>Transfer from DEM to OM</b>	<b>1,648</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1,648</b>
	<u><b>12,501</b></u>	<u><b>1,142</b></u>	<u><b>4,000</b></u>	<u><b>6,095</b></u>	<u><b>23,738</b></u>

**2021**

	Official Market	Development & Enterprise Market	Unquoted	Overseas Quoted Investment	Total
	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
Additions	3,871	348	-	19,622	23,841
Dividend in Specie:					
- Foreign Investment	-	-	-	426	426
	<u>3,871</u>	<u>348</u>	<u>-</u>	<u>20,048</u>	<u>24,267</u>



**6. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS (FVTPL) (CONTINUED)**

(c) The net proceeds on sales of local and overseas investments amounted to Rs 65.4M (2021: Rs 32.0M).

(d) Holdings in excess of 5% in nominal value of the issued class of shares:

<u>Name</u>	<u>Main business</u>	<u>shares</u>	<u>2022</u> <u>% Held</u>	<u>2021</u> <u>% Held</u>
Ace Engineering Co Ltd	Automotive	Ordinary	7.9%	7.9%
Ace Motors Co Ltd	Automotive	Ordinary	7.8%	7.8%
Allied Motors Co Ltd	Automotive	Ordinary	6.5%	6.5%

(e) Geographical breakdown of financial assets is as follows:

**Geographic breakdown**

	<u>2022</u> <u>Rs'000</u>	<u>2021</u> <u>Rs'000</u>
Mauritius	1,203,210	1,019,962
Europe	194,088	291,291
United Kingdom	9,289	13,003
United States	43,755	20,190
Asia	101,144	123,902
South Africa	57	75
	<u>1,551,543</u>	<u>1,468,423</u>

**7. LOANS RECEIVABLE AT CALL**

	<u>2022</u> <u>Rs'000</u>	<u>2021</u> <u>Rs'000</u>
At beginning of year	17,158	16,542
Repaid	(6,090)	(586)
	<u>11,068</u>	<u>15,956</u>
Reversal of expected credit losses	75	1,202
At end of year	<u>11,143</u>	<u>17,158</u>

(i) The loans receivable at call earn average interest of 10% (2021:10%) per annum.

(ii) The collaterals received on the above loans include personal guarantee of the directors and corporate guarantee up to the value of the loans.

(iii) The loans are advanced to companies in Mauritius and with the object to sustain their working capital needs. The loans are repayable on demand with expected repayment within 30 days of call.



**7. LOANS RECEIVABLE AT CALL (CONTINUED)**

**30 June 2022**

	<b>Stage 1</b>	<b>Stage 2</b>	<b>Stage 3</b>	<b>Total</b>
	<b>Rs'000</b>	<b>Rs'000</b>	<b>Rs'000</b>	<b>Rs'000</b>
Gross carrying amount as at 1 July 2021	13,934	3,763	-	17,697
New assets originated or purchased	-	-	-	-
Assets derecognised or repaid (excluding write offs)	(6,090)	-	-	(6,090)
Transfers to Stage 1	3,763	(3,763)	-	-
Transfers to Stage 2	-	-	-	-
Transfers to Stage 3	-	-	-	-
Amounts written off	-	-	-	-
<b>At 30 June 2022</b>	<b>11,607</b>	<b>-</b>	<b>-</b>	<b>11,607</b>

	<b>Stage 1</b>	<b>Stage 2</b>	<b>Stage 3</b>	<b>Total</b>
	<b>Rs'000</b>	<b>Rs'000</b>	<b>Rs'000</b>	<b>Rs'000</b>
ECL allowance as at 1 July 2021	539	-	-	539
New assets originated or purchased	-	-	-	-
Assets derecognised or repaid (excluding write offs)	(75)	-	-	(75)
Transfers to Stage 1	-	-	-	-
Transfers to Stage 2	-	-	-	-
Transfers to Stage 3	-	-	-	-
Impact on year end ECL of exposures transferred between stages during the year	-	-	-	-
Remeasurement of ECL at year end	-	-	-	-
Amount written off	-	-	-	-
<b>At 30 June 2022</b>	<b>464</b>	<b>-</b>	<b>-</b>	<b>464</b>

**30 June 2021**

	<b>Stage 1</b>	<b>Stage 2</b>	<b>Stage 3</b>	<b>Total</b>
	<b>Rs'000</b>	<b>Rs'000</b>	<b>Rs'000</b>	<b>Rs'000</b>
Gross carrying amount as at 1 July 2020	18,283	-	-	18,283
New assets originated or purchased	-	-	-	-
Assets derecognised or repaid (excluding write offs)	(586)	-	-	(586)
Transfers to Stage 1	-	-	-	-
Transfers to Stage 2	(3,763)	3,763	-	-
Transfers to Stage 3	-	-	-	-
Amounts written off	-	-	-	-
<b>At 30 June 2021</b>	<b>13,934</b>	<b>3,763</b>	<b>-</b>	<b>17,697</b>

	<b>Stage 1</b>	<b>Stage 2</b>	<b>Stage 3</b>	<b>Total</b>
	<b>Rs'000</b>	<b>Rs'000</b>	<b>Rs'000</b>	<b>Rs'000</b>
ECL allowance as at 1 July 2020	1,741	-	-	1,741
New assets originated or purchased	-	-	-	-
Assets derecognised or repaid (excluding write offs)	-	-	-	-
Transfers to Stage 1	-	-	-	-
Transfers to Stage 2	(1,240)	1,240	-	-
Transfers to Stage 3	-	-	-	-
Impact on year end ECL of exposures transferred between stages during the year	-	-	-	-
Remeasurement of ECL at year end	38	(1,240)	-	(1,202)
Amounts written off	-	-	-	-
<b>At 30 June 2021</b>	<b>539</b>	<b>-</b>	<b>-</b>	<b>539</b>

Amount recognised in the statement of profit or loss is the sum of the new assets originated or purchased, assets derecognised or repaid (excluding write off), impact on year end ECL of exposures transferred between stages during the year, remeasurement of ECL at year end and amount written off.





## 8. TRADE AND OTHER RECEIVABLES

	<u>2022</u> Rs'000	<u>2021</u> Rs'000
Dividend Receivables	12,054	4,500
Amount due from Broker	350	3,744
Interest receivable	38	254
Prepayments	<u>236</u>	<u>271</u>
	12,678	8,769
Less: Allowance for expected credit losses	-	-
At end of year	<u><u>12,678</u></u>	<u><u>8,769</u></u>

Trade receivables are non interest bearing and consist of dividends receivable from investments and proceeds receivable from sales of local investments. The Company did not recognise any provision for ECL as most of the receivables have been recovered after the year end. For proceeds receivable from sales of investment, they are settled within T+3 days after year end.

## 9. CASH AND CASH EQUIVALENTS

	<u>2022</u> Rs'000	<u>2021</u> Rs'000
Bank accounts with local banks	9,682	6,445
Cash held with local custodian	22,273	7,425
Cash held with foreign custodian	<u>5,562</u>	<u>8,981</u>
	<u><u>37,517</u></u>	<u><u>22,851</u></u>

## 10. STATED CAPITAL

	<u>2022</u> Rs'000	<u>2021</u> Rs'000
Issued share capital	<u>423,388</u>	<u>423,388</u>
Ordinary shares authorised, issued and fully paid	<u><u>423,387,518</u></u>	<u><u>423,387,518</u></u>

Ordinary shares are not redeemable, carry voting rights, and carry entitlement to dividends or distributions and on winding up to any surplus assets of the Company.

## 11. BORROWINGS

		<u>2022</u> Rs'000	<u>2021</u> Rs'000
Bank loans	(i)	60,000	63,000
Accrued interest on bank loans		<u>66</u>	<u>83</u>
		<u><u>60,066</u></u>	<u><u>63,083</u></u>

### (i) Bank loans

The bank loans are payable within one to three months, carry average interest rates of 2.77% (2021: 2.78%) per annum.

## 12. TRADE AND OTHER PAYABLES

		<u>2022</u> Rs'000	<u>2021</u> Rs'000
Trade payables	(i)	123	-
Accrued expenses	(ii)	5,566	5,859
Amount due to related parties (Note 22)		<u>20,949</u>	<u>17,779</u>
		<u><u>26,638</u></u>	<u><u>23,638</u></u>

**12. TRADE AND OTHER PAYABLES (CONTINUED)**

- (i) The average credit period on trade payables is 60 days and no interest is charged on trade payables. The Company has policies in place to ensure that all payables are paid within the credit timeframe.
- (ii) Accrued expenses include dividend payable Rs4.1m (2021: Rs4.0m), of which Rs1.0m (2021: Rs0.7m) have been written back as at 30 June 2022. The dividend write back for 2022 was with respect to dividend declared in 2017. The dividend write back for 2021 relates to dividend declared in 2016.

**13. TAXATION****(i) Income tax**

Income tax is calculated at the rate of 15% (2021: 15%) on the profit for the year before income tax as adjusted for income tax purposes, and CSR which is calculated at 2% of the prior year's chargeable income.

	<b>2022</b>	2021
	<b>Rs'000</b>	Rs'000
Income Tax Expense:		
Provision for the year	<b>64</b>	18
Corporate Social Responsibility Contribution	<b>5</b>	20
Foreign tax on investment income	<b>240</b>	162
	<b>309</b>	200

**(ii) Current tax liabilities**

	<b>2022</b>	2021
	<b>Rs'000</b>	Rs'000
Balance at beginning of year	<b>480</b>	652
Provision for the year	<b>303</b>	18
Less: Income tax paid	<b>(285)</b>	(210)
Corporate Social Responsibility due	<b>5</b>	20
Balance at end of year	<b>503</b>	480

Tax paid recognised in the Statement of Cash Flows amount to Rs285k (2021: Rs372k) which is made up of income tax paid and foreign tax on investment income.

**(iii) Reconciliation of the total tax charge**

A reconciliation between the tax expense and the accounting profit multiplied by the domestic tax rate for the years ended 30 June 2022 and 30 June 2021 is, as follows:

	<b>2022</b>	2021
	<b>Rs'000</b>	Rs'000
Accounting profit before tax	<b>154,263</b>	274,140
Tax at applicable rate 15%	<b>23,139</b>	41,121
Tax effect of:		
- Exempt income*	<b>(24,930)</b>	(43,367)
- Non-allowable expenses**	<b>1,935</b>	2,287
- CSR fund	<b>5</b>	20
- Credit for foreign tax on foreign source income	<b>(80)</b>	(23)
	<b>69</b>	38
Foreign tax on investment income	<b>240</b>	162
	<b>309</b>	200



### 13. TAXATION (CONTINUED)

\*Main items of exempt income relate to Dividend income received from companies resident in Mauritius and surplus on revaluation of investments.

\*\*Main items of non-allowable expenses include expenses attributable to exempt income and expected credit losses on loans receivables at call.

### 14. DIVIDENDS PAYABLE

#### (a) DIVIDEND

	<u>2022</u> Rs'000	<u>2021</u> Rs'000
Dividend at the beginning of year	29,637	-
Declared during the year	80,444	29,637
Paid during the year	<u>(59,274)</u>	<u>-</u>
	<u><u>50,807</u></u>	<u><u>29,637</u></u>

The interim dividend declared for the year ended 30 June 2022 is 7 cents per share and was paid on 10 June 2022.

The final dividend declared for the year ended 30 June 2022 is 12 cents per share and will be paid in September 2022.

The Company declared final dividend of 7 cents per share for the year ended 30 June 2021 and was paid in September 2021.

### 15. NET ASSET VALUE PER SHARE

Net Asset Value (NAV) per share is based on the net assets of Rs 1,475M (2021: Rs 1,400M) and on 423,387,518 ordinary shares in issue throughout the two years ended 30 June 2022 and 30 June 2021.

### 16. DIVIDEND INCOME

	<u>2022</u> Rs'000	<u>2021</u> Rs'000
Dividend income from investments:		
<i>Local:</i>		
Listed - Official Market	44,093	10,854
Listed – Development & Enterprise Market	2,350	521
Unquoted	<u>447</u>	<u>749</u>
	46,890	12,124
Overseas: Quoted	<u>916</u>	<u>1,117</u>
	<u><u>47,806</u></u>	<u><u>13,241</u></u>

#### Geographic Breakdown

	<u>2022</u> Rs'000	<u>2021</u> Rs'000
Mauritius	46,890	12,124
Asia	-	426
Europe	324	316
USA	591	375
South Africa	<u>1</u>	<u>-</u>
	<u><u>47,806</u></u>	<u><u>13,241</u></u>

**17. NET FOREIGN EXCHANGE GAINS**

	<u>2022</u>	<u>2021</u>
	Rs'000	Rs'000
Net exchange gains arising on cash and cash equivalents	<u>567</u>	<u>1,861</u>

The foreign exchange gain on foreign investments is included in the unrealized gain on revaluation of investments.

**18. MANAGEMENT FEES**

Expenses do not include any staff costs as the Company had no employees during the two years ended 30 June 2022 and 30 June 2021. Management fees are paid to the CIS Manager, Golden Fund Management Services Ltd, to provide management and company secretarial services to the Company. For year ended 30 June 2021, management fees were based on Net Asset value whereas for year ended 30 June 2022, management fees were based on investment.

	<u>2022</u>	<u>2021</u>
	Rs'000	Rs'000
Management fees	<u>15,946</u>	<u>9,381</u>

**19. CLOSED-END FUND EXPENSES**

	<u>2022</u>	<u>2021</u>
	Rs'000	Rs'000
Share registry fees	1,059	1,048
Custodian & other fees	716	569
	<u>1,775</u>	<u>1,617</u>

**20. FINANCE COSTS**

	<u>2022</u>	<u>2021</u>
	Rs'000	Rs'000
Interest on bank loans	1,525	1,676
Interest on intercompany loans	339	31
Interest on bank overdraft	7	540
	<u>1,871</u>	<u>2,247</u>

**21. BASIC AND DILUTED EARNINGS PER SHARE**

Basic and diluted earnings per share for the year is based on the profit for the year of Rs 154M (2021: Profit 274M) and on 423,387,518 ordinary shares in issue throughout the two years ended 30 June 2022 and 30 June 2021.



## 22. RELATED PARTY TRANSACTIONS

During the year, the Company had the following transactions/balances receivable from and payable to related parties.

Name of company	Relationship	Nature of transaction	Value of Transactions		Receivable/(Payable)	
			2022 Rs'000	2021 Rs'000	2022 Rs'000	2021 Rs'000
<b>At 30 June</b>						
		Management Fees	<b>15,946</b>	9,381	-	-
Golden Fund Management Services Ltd (GFMS)	CIS Manager	Share of Office Expenses under common Management	<b>1,601</b>	1,588	<b>(1,811)</b>	(1,384)
		Inter-Company A/C balance			<b>(1,811)</b>	(1,384)
Golden Foundation Ltd (GFL)	Holding company of GFMS	Loan payable	<b>(2,404)</b>	18,532	<b>(17,938)</b>	(15,534)
		Interest	<b>(339)</b>	(540)	<b>(1,200)</b>	(861)
		Inter-Company A/C balance			<b>(19,138)</b>	(16,395)

Loan from Golden Foundation Ltd (GFL) carries an average interest rate of 3.10% (2021: 3.10%).

## 23. CHANGES FROM LIABILITIES ARISING FROM FINANCING ACTIVITY

	At 01 July 2021 Rs'000	Additions Rs'000	Repaid Rs'000	At 30 June 2022 Rs'000
Interest bearing loans and borrowings	<b>63,083</b>	<b>545,783</b>	<b>(548,800)</b>	<b>60,066</b>
Dividend payable	<b>29,637</b>	<b>80,444</b>	<b>(59,274)</b>	<b>50,807</b>
Total	<b>63,083</b>	<b>545,783</b>	<b>(548,800)</b>	<b>60,066</b>
	At 01 July 2020 Rs'000	Additions Rs'000	Repaid Rs'000	At 30 June 2021 Rs'000
Interest bearing loans and borrowings	50,072	679,211	(666,200)	63,083
Dividend payable	-	29,637	-	29,637
Total	<b>50,072</b>	<b>708,848</b>	<b>(666,200)</b>	<b>92,720</b>

**24. CURRENT AND NON-CURRENT ASSETS AND LIABILITIES**

	2022			2021		
	No more than 12 months	More than 12 months	Total	No more than 12 months	More than 12 months	Total
	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
Financial assets at fair value through profit or loss	1,521,450	30,093	1,551,543	1,428,740	39,683	1,468,423
Loans receivable at call	11,143	-	11,143	13,395	3,763	17,158
Trade and other receivables	12,678	-	12,678	8,769	-	8,769
Cash and cash equivalents	37,517	-	37,517	22,851	-	22,851
Trade and other payables	26,638	-	26,638	23,638	-	23,638
Borrowings	60,066	-	60,066	63,083	-	63,083
Current tax liabilities	503	-	503	480	-	480
Dividends payable	50,807	-	50,807	29,637	-	29,637

**25. CAPITAL RISK MANAGEMENT**

The Company's objectives when managing capital are:

- To safeguard the Company's ability to continue as a going concern in order to provide returns to shareholders and benefits to other stakeholders;
- To secure a good dividend yield as well as long term capital appreciation.

The capital structure of the Company consists of debt, net of cash and cash equivalents and equity. The Company manages its capital structure and make such adjustments that are required in light of changes in economic conditions. The Board meets on a quarterly basis to monitor the operations of the Company so as to ensure that it is able to continue as a going concern, while maximising returns to shareholders.

The Company monitors capital using gearing ratio, which is net debt divided by total equity. The strategy is to maintain the debt-to-adjusted capital ratio at a low level, in order to secure finance at the most competitive rates. The net debt consists of borrowings less cash at bank and in hand. Equity relates to share capital and retained earnings as disclosed in the Statement of Financial Position.

	2022	2021
	Rs'000	Rs'000
Borrowings	60,066	63,083
Less cash and cash equivalents	(37,517)	(22,851)
Net debt	22,548	40,232
Total equity	1,474,867	1,400,363
Gearing ratio	1.53%	2.87%

The Company has no capital commitments at 30 June 2022.



## 26. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

### Fair value

Except as stated elsewhere, the carrying amounts of financial assets and liabilities approximate their fair values due to the short term nature of the balances involved.

### Fair value measurements

#### Valuation techniques and assumptions applied for the purposes of measuring fair value

The fair values of financial assets are determined as follows:

The fair values of financial assets with standard terms and conditions and traded on active liquid markets are determined with reference to quoted market prices.

The unquoted financial assets have been valued as per valuation techniques described below.

### Fair value hierarchy

Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and

Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The following table shows an analysis of financial instruments recorded at fair value by level of the fair value hierarchy:

	30 June 2022			
	Level 1	Level 2	Level 3	Total
<u>Financial assets at FVTPL</u>	Rs'000	Rs'000	Rs'000	Rs'000
Quoted equities				
Local Official Market	1,082,877	-	-	1,082,877
Development & Enterprise Market	94,678	-	-	94,678
Overseas Markets	348,333	-	-	348,333
Unquoted equities	-	-	25,655	25,655
Total	1,525,888	-	25,655	1,551,543
	30 June 2021			
	Level 1	Level 2	Level 3	Total
<u>Financial assets at FVTPL</u>	Rs'000	Rs'000	Rs'000	Rs'000
Quoted equities				
Local Official Market	915,454	-	-	915,454
Development & Enterprise Market	86,609	-	-	86,609
Overseas Markets	448,461	-	-	448,461
Unquoted equities	-	8	17,891	17,899
Total	1,450,524	8	17,891	1,468,423



## 26. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

## Fair value measurements (Continued)

## Reconciliation of Level 3 fair value measurements

Sector	2022					
	At start of year	Additions	Disposals	Reclassification	Fair value gain/(loss) to profit or loss	At end of year
	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
Financial Services	5,240	-	-	-	2,105	7,345
Investment	540	-	-	-	(2)	538
Investment property	1,564	-	-	-	(3)	1,561
Manufacturing	237	-	-	-	1,611	1,848
Retail	10,310	-	-	-	4,053	14,363
<b>Total</b>	<b>17,891</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>7,764</b>	<b>25,655</b>

Sector	2021					
	At start of year	Additions	Disposals	Reclassification	Fair value gain/(loss) to profit or loss	At end of year
	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
Financial Services	4,153	-	-	-	1,087	5,240
Investment	517	-	-	-	23	540
Investment property	1,523	-	-	-	41	1,564
Manufacturing	805	-	-	-	(568)	237
Retail	14,580	-	-	-	(4,270)	10,310
<b>Total</b>	<b>21,578</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(3,687)</b>	<b>17,891</b>

There was no transfer to/(from) Level 3 for the two years ended 30 June 2022 and 30 June 2021.

For financial assets under Level 2, the entity uses a directly or indirectly observable market data available over the entire period of the instrument's life. Such inputs include quoted prices for similar assets in active markets, quoted prices for identical instruments in inactive markets and observable input other than quoted prices such as interest rates and yield curves, implied volatilities and credit spreads.

The following table gives information about how the fair value of significant financial assets under Level 3 are determined and inputs used.

The sensitivity analysis below has been determined based on an increase/decrease of 5% change to the variable inputs with all other variables held constant.

At each reporting date, Management analyses the movements in the values of assets to be remeasured or re-assessed as per the Company's accounting policies. For this analysis, Management verifies the major inputs applied by agreeing the information in the valuation computation to relevant documents. Management also compare the change in the fair value of each asset with relevant external sources to determine whether the change is reasonable.





## 26. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

## Fair value measurements (Continued)

30 June 2022

Sector of activity	Valuation technique	Significant unobservable input to fair value	Effect on fair value (+/- 5%) Rs'000
Financial Services	Average of adjusted NAV, P/E & P/NAV multiple of peers discounted by 48% to account for market condition and liquidity	Discount to account for market condition and liquidity	367
Investment	Average of adjusted NAV, P/E & P/NAV multiple of peers discounted by 10% to account for market condition and liquidity	Discount to account for market condition and liquidity	27
Investment property	Average of adjusted NAV, P/E & P/NAV multiple of peers discounted by 20% to account for market condition and liquidity	Discount to account for market condition and liquidity	78
Manufacturing	Average of adjusted NAV, P/E & P/NAV multiple of peers discounted by 50% to account for market condition and liquidity	Discount to account for market condition and liquidity	92
Retail	Average of adjusted NAV, P/E & P/NAV multiple of peers discounted by 40% to account for market condition and liquidity	Discount to account for market condition and liquidity	718

30 June 2021

Sector of activity	Valuation technique	Significant unobservable input to fair value	Effect on fair value (+/- 5%) Rs'000
Financial Services	Average of adjusted NAV, P/E & P/NAV multiple of peers discounted by 48% to account for market condition and liquidity	Discount to account for market condition and liquidity	262
Investment	Average of adjusted NAV, P/E & P/NAV multiple of peers discounted by 10% to account for market condition and liquidity	Discount to account for market condition and liquidity	27
Investment property	Average of adjusted NAV, P/E & P/NAV multiple of peers discounted by 20% to account for market condition and liquidity	Discount to account for market condition and liquidity	78
Manufacturing	Average of adjusted NAV, P/E & P/NAV multiple of peers discounted by 20% to account for market condition and liquidity	Discount to account for market condition and liquidity	12
Retail	Average of adjusted NAV, P/E & P/NAV multiple of peers discounted by 40% to account for market condition and liquidity	Discount to account for market condition and liquidity	516

**26. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)****Categories of financial instruments**

	<u>2022</u>	<u>2021</u>
	Rs'000	Rs'000
Financial assets		
Assets at fair value through profit or loss:		
Financial Assets at FVTPL	1,551,543	1,468,423
<i>Amortised cost:</i>		
Loans receivable at call	11,143	17,158
Trade and other receivables	12,092	8,499
Cash and cash equivalents	37,517	22,851
	<u>1,612,295</u>	<u>1,516,931</u>

Prepayments have been excluded from Trade and other receivables.

	<u>2022</u>	<u>2021</u>
	Rs'000	Rs'000
Financial Liabilities		
<i>Financial Liabilities at amortised cost:</i>		
Borrowings	60,066	63,083
Trade and other payables	22,553	19,671
	<u>82,619</u>	<u>82,754</u>

Dividends payable and current tax liabilities have been excluded. Amount due to related parties are classified under trade and other payables.

**Financial risk management objectives**

The Company holds both domestic and overseas investments and manages the financial risks relating to its operations by monitoring the risks and implementing policies to mitigate these risk exposures. These risks include market risk (including currency risk, interest rate risk and price risk), credit risk and liquidity risk.

**Market risk**

Market risk represents the potential loss that can be caused by a change in the market value of financial instruments. The Company's exposure to market risk is determined by a number of factors, including interest rates, foreign currency exchange rates and market volatility.

**(i) Currency Risk**

The Company is exposed to the risk that the carrying amounts of financial assets and liabilities denominated in foreign currencies, namely USD, EUR and ZAR, may change due to fluctuations in foreign exchange rates. Foreign currency trends are monitored by Management on a regular basis.



## 26. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

### Market risk

#### (i) Currency Risk

The currency profile of the Company's financial assets and financial liabilities at 30 June is summarised as follows:

Currency	2022		2021	
	Financial Assets	Financial Liabilities	Financial Assets	Financial Liabilities
	Rs'000	Rs'000	Rs'000	Rs'000
MUR	1,181,488	82,613	1,003,651	82,754
USD	349,440	6	409,889	-
EUR	80,292	-	103,316	-
ZAR	57	-	75	-
	<b>1,611,277</b>	<b>82,619</b>	1,516,931	82,754

The following table details the Company's sensitivity to a 10% movement in MUR against the relevant foreign currencies. 10% represents management's assessment of the reasonably possible change in foreign exchange rates. A negative number below indicates a decrease in profit after tax where the MUR strengthens 10% against the relevant foreign currencies. For a 10% weakening of the MUR against the relevant foreign currencies, there would be an equal and opposite impact on the profit and the balance below would be negative.

Impact on profit & Equity	USD Impact	
	2022	2021
	Rs'000	Rs'000
	<b>34,944</b>	40,989
Impact on profit & Equity	EUR Impact	
	2022	2021
	Rs'000	Rs'000
	<b>8,029</b>	10,332
Impact on profit & Equity	ZAR Impact	
	2022	2021
	Rs'000	Rs'000
	<b>6</b>	4

#### USD and EUR Impact

This is mainly attributable to the foreign currency exposure on both bank and investment balances.

#### ZAR Impact

This is mainly attributable to the foreign currency exposure on investments held at year-end.

#### (ii) Interest rate risk management

The Company is exposed to interest rate risk as the Company has short term loan facility at floating interest rates. The risk is managed by the Company by providing floating rate loans against market average Prime Lending Rate (PLR).

**26. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)****Market risk (Continued)***(ii) Interest rate risk management (Continued)*

The interest rate profile of the Company's financial assets and financial liabilities as at 30 June was:

	<u>2022</u>	<u>2021</u>
	%	%
Average interest rate per annum		
<i>Financial assets</i>		
Loans receivable at call	10	10
<i>Financial liabilities</i>		
Borrowings	2.77	2.78
Amount due to related parties	3.10	3.10

**Interest rate sensitivity analysis**

The sensitivity analysis below has been determined based on the exposure to interest rates at the reporting date. The analysis is prepared assuming the amount of these instruments at the end of the reporting date was outstanding for the whole year. A 200 basis points increase or decrease is used and represents management's assessment of the reasonably possible change in interest rates.

If interest rates had been 200 basis points higher and all other variables were held constant, the Company's results would be increased as follows:

	<u>2022</u>	<u>2021</u>
	Rs'000	Rs'000
Impact on profit & Equity	<u>(37)</u>	<u>41</u>

Had the interest rates been 200 basis points lower and all other variables were held constant, there would be an equal and opposite impact on profit.

*(iii) Equity price risks*

The Company is exposed to equity price risks arising from equity investments. The Company manages the equity price risk through diversification. Reports on the equity portfolio are submitted to the Board of Director's on a monthly basis.

**Equity price sensitivity analysis**

The sensitivity analysis below has been determined based on the exposure to equity price risks at the reporting date. If equity prices had been 5% higher/lower:

Profit and equity would increase/decrease by Rs 77.6M (2021: Rs 73.6M) as a result of the changes in fair value of the equity investments.

**Liquidity risk management**

The Company manages liquidity risk by maintaining adequate reserves and banking facilities, by continuously monitoring forecast and actual cash flows.



## 26. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

### Liquidity risk management (Continued)

#### Liquidity and interest risk tables

The following tables detail the Company's remaining contractual maturity for its financial assets and liabilities.

<b>2022</b>	<b>Interest</b>	<b>Interest rate</b>	<b>At call</b>	<b>Less than 1 month</b>	<b>Less than 3 month</b>	<b>3 months to 1 year</b>	<b>More than 1 year</b>	<b>Total</b>
		% p.a	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
<b>Financial assets</b>								
Non interest bearing:								
Trade and other receivables			-	12,430	11	-	-	12,441
<i>Financial assets at FVTPL: Equity instruments</i>								
			1,521,450	-	-	-	-	1,521,450
<i>Interest rate instruments:</i>								
<i>Financial assets at FVTPL: Debt instruments</i>								
Loans receivable at call			-	-	-	-	30,093	30,093
Cash and cash equivalents	Fixed	10%	9,207	-	-	-	1,936	11,143
			-	-	-	-	-	37,517
			<b>1,568,174</b>	<b>12,430</b>	<b>11</b>	<b>-</b>	<b>32,029</b>	<b>1,612,644</b>
<b>2022</b>								
<b>Interest</b>	<b>Interest rate</b>	<b>At call</b>	<b>Less than 1 month</b>	<b>Less than 3 month</b>	<b>3 months to 1 year</b>	<b>More than 1 year</b>	<b>Total</b>	
	% p.a	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
<b>Financial Liabilities</b>								
Non interest bearing:								
Trade and other payables			-	323	351	930	-	1,604
<i>Interest rate instruments:</i>								
Amount due to related parties								
Borrowings	Fixed	3.10%	20,949	-	-	-	-	20,949
	Floating	2.77%	-	50,050	10,016	-	-	60,066
			<b>20,949</b>	<b>50,374</b>	<b>10,367</b>	<b>930</b>	<b>-</b>	<b>82,619</b>



**26. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)**

**Liquidity risk management (Continued)**

*Liquidity and interest risk tables (Continued)*

		<u>2021</u>		Less than 1	Less than 3	3 months to 1	More than 1	Total
		Interest rate	At call	month	month	year	year	
		% p.a	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
<b>Financial assets</b>								
Non interest bearing:								
Trade and other receivables								
			-	8,499	-	-	-	8,499
<i>Financial assets at FVTPL: Equity instruments</i>								
			1,428,740	-	-	-	-	1,428,740
<i>Interest rate instruments:</i>								
<i>Financial assets at FVTPL: Debt instruments</i>								
Loans receivable at call	Fixed	10%	-	-	-	-	39,683	39,683
Cash and cash equivalents		-	13,395	-	-	-	3,763	17,158
			22,851	-	-	-	-	22,851
			1,464,986	8,499	-	-	43,446	1,516,931
<u>2021</u>								
		Interest rate	At call	Less than 1	Less than 3	3 months to 1	More than 1	Total
		% p.a	Rs'000	month	month	year	year	Rs'000
<b>Financial Liabilities</b>								
Non interest bearing:								
Trade and other payables								
			-	-	-	1,892	-	1,892
<i>Interest rate instruments:</i>								
Amount due to related parties	Fixed	3.10%	17,779	-	-	-	-	17,779
Borrowings	Floating	2.78%	-	-	63,083	-	-	63,083
			17,779	-	63,083	1,892	-	82,754



## 26. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

### Credit risk management

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company.

Wherever possible, credit risks are secured by guarantees.

The Company does not have significant concentration of credit risk which is attributable to its trade and other receivables.

Trade and other receivables consist mainly of dividend receivable from a large number of investee companies spread across diverse industries.

Bank balances are held with reputable financial institutions.

The table below shows the credit quality by class of assets for all financial assets exposed to credit risk.

The amounts presented are net of impairment allowances:

2022	Assets Rs'000	Current Rs'000	< 30 days Rs'000	Days past due			Total Rs'000
				30 - 60 days Rs'000	61 - 90 days Rs'000	> 91 days Rs'000	
Trade and other receivables	12,092	12,092	12,092	-	-	-	12,092
Loan receivables at call	11,143	11,143	11,143	-	-	-	11,143
Cash and cash equivalents	37,517	37,517	37,517	-	-	-	37,517
2021				Days past due			
	Assets Rs'000	Current Rs'000	< 30 days Rs'000	30 - 60 days Rs'000	61 - 90 days Rs'000	> 91 days Rs'000	Total Rs'000
Trade and other receivables	8,499	8,499	8,499	-	-	-	8,499
Loan receivables at call	17,158	17,158	12,156	-	5,002	-	17,158
Cash and cash equivalents	22,851	22,851	22,851	-	-	-	22,851

## 27. SEGMENT INFORMATION

For management purposes, the Company is organised into one main operating segment, which invests in quoted and unquoted securities both on the local and overseas market. All significant operating decisions are based upon analysis of the Company as one segment. The financial results from this segment are equivalent to the financial statements of the Company as a whole.

Refer to Note 6 for further details of the split of the financial assets at fair value through profit or loss between the local and overseas markets and to Note 16 for the detailed split of the income derived the financial assets held locally and overseas.

## 28. SUBSEQUENT EVENT DISCLOSURES

Following the invasion of Ukraine by Russia on 24 February 2022, on the international markets from 25 February 2022 to 8 March 2022 the S&P500 dropped from 4,384.65 to 4,170.70, the FTSE100 dropped from 7,498.50 to 6,964.10 and the Nikkei225 dropped from 25,970.82 to 24,790.95. On the local market, the SEMDEX dropped 2,162.84 to 2,121.36. As the fears of world recession has subsided the markets have partly recovered with the markets closing 30 June 2022 as follows S&P500 at 3,785.38, the FTSE100 at 7,169.30, the Nikkei225 at 26,393.04 and the SEMDEX at 2,127.14. The markets are expected to remain difficult due to increasing fears of food insecurity and higher inflation.







ANNUAL REPORT

2022



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