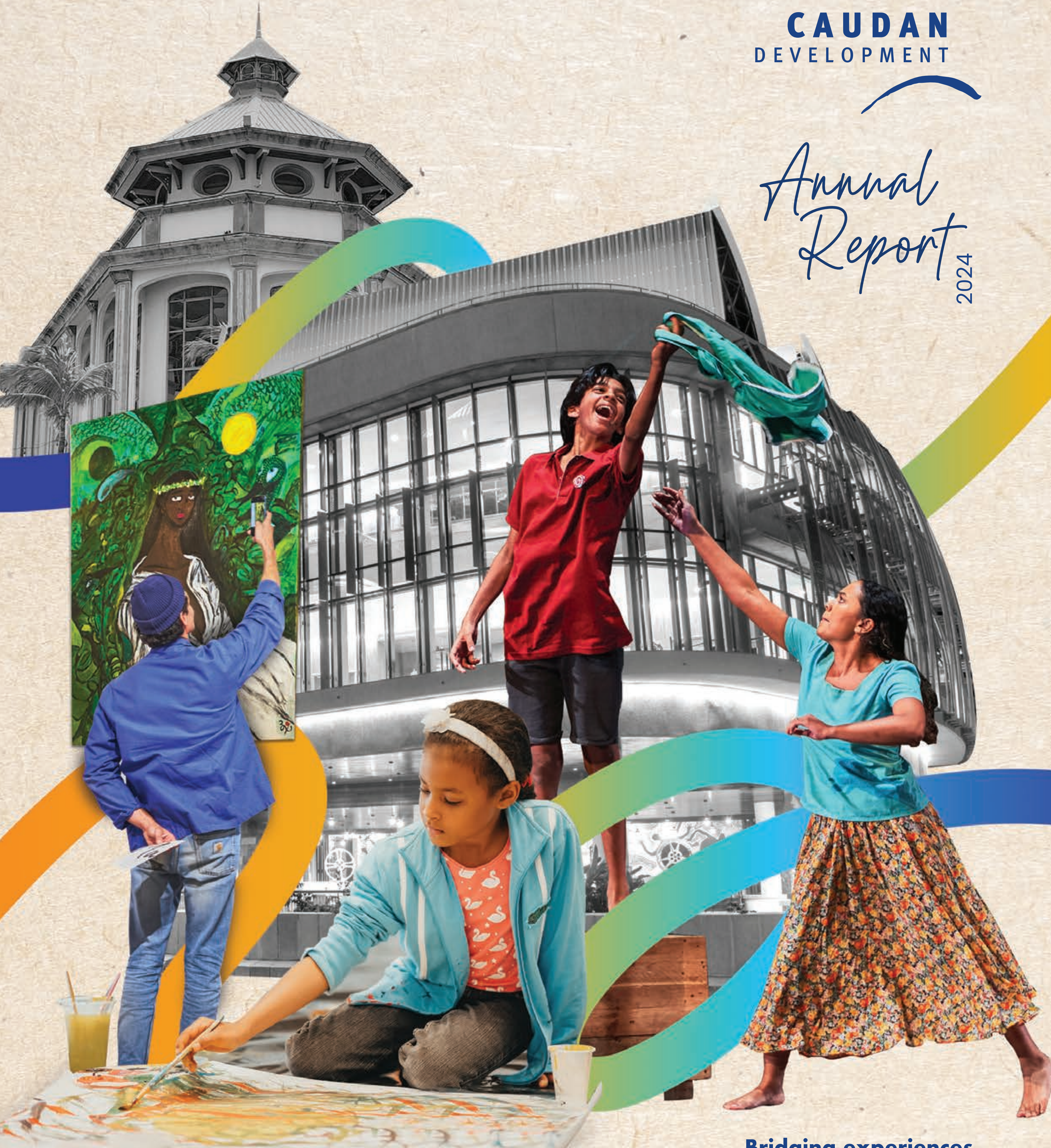
CAUDAN
DEVELOPMENT

Annual Report 2024



Bridging experiences

Dear shareholder

The board of directors of Caudan Development Limited is pleased to present its annual report for the year ended June 30th 2024.

The activities of the group continued throughout 2024 to be property development and investment, and the provision of security services.

Caudan Development specialises in the ownership, promotion and development of Le Caudan Waterfront, a unique shopping, leisure and work hub in the capital, on the water edge.

It also includes the Caudan Arts Centre, a landmark arts and conference venue comprising a state-of-the-art theatre and a number of facilities and amenities.

Apart from the waterfront project, the company also rents out industrial buildings situated at Pailles and Riche Terre.

Caudan, via a wholly-owned subsidiary, operates in the security business, and is involved in the sale of alarm equipment and the provision of security and property protection services.

The audited financial statements have been approved by the board on September 26th 2024.

Yours sincerely

Jean-Philippe Coulier
Chairperson

Jocelyne Martin
Director

Le Caudan Waterfront

What was once a cluster of abandoned warehouses has transformed into a vibrant destination in Mauritius: a place where the island's rich heritage, modern spirit and cultural essence converge to create an extraordinary experience. This is the story of Le Caudan Waterfront (LCW), the island's first multi-purpose waterfront development. As LCW's journey continues to unfold, it keeps adding new chapters, enriching its legacy and strengthening its connection to the community.

We see LCW as a confluence: ecology, arts, culture, craft and education come together to create experiences that resonate deeply with visitors. The location of LCW itself underscores its commitment to ecological awareness and sustainability. The waterfront is also blossoming as a destination for arts and culture, where artists thrive through murals, exhibitions and performances that celebrate the creative spirit. Education is key to LCW's offerings, with interactive workshops and guided tours sparking curiosity and inspiring young minds.

As a tribute to local craftsmanship, LCW has encouraged artistry and traditions that tell a cultural story of Mauritius. Health and wellness are woven into the experience, with a scenic jogging track and regular fun runs inviting visitors to embrace an active lifestyle in an exceptional setting.

At LCW, we aim to go beyond expectations by fostering a holistic approach to everything we do. Just as we create unique and meaningful experiences for our visitors, we prioritise valuing our own people. Through employee engagement initiatives, we cultivate a sense of belonging and shared purpose, enabling us to move forward as one team.

LCW's story is a living one, constantly evolving to enrich the community while preserving and showcasing the unique essence of Mauritius in order to create memories by bridging experiences.

contents

Caudan Development
which is listed on the Stock Exchange of Mauritius is a subsidiary of Promotion and Development which holds an effective 70.62 per cent stake in the company

Financial Highlights

	2024	2023
	MRs	MRs
Group shareholders' funds	**4.49bn**	4.43bn
Group net asset value per share	**2.24**	2.22
Share price	**0.39**	0.54
	MRe	MRe
Basic and diluted earnings per share	**0.010**	0.060
Adjusted earnings per share	**0.012**	0.024

Performance Summary

	2024	2023
	%	%
Group net asset return	**0.9**	2.8

The growth in net assets plus dividends declared expressed as a percentage of the net assets at the beginning of the year.

Total shareholder return	**(27.8)**	(36.5)

The growth in the share price plus dividends declared expressed as a percentage of the share price at the beginning of the year.

Group annualised returns to June 30th 2024		
5 years	**1.9**	2.7
10 years	**2.1**	2.1

Compound annual total return in terms of increase in net assets plus dividends.

Corporate Information

directors

Jean-Philippe Coulier
Chairperson
Richard Arlove
Priscilla Balgobin-Bhoyrul
Bernard D'Hotman de Villiers
Catherine Fromet de Rosnay
Gilbert Gnany
Resigned March 2024
Dean Allen Lam Kin Teng
Appointed December 2023
Jocelyne Martin
Philippe Raffray
Bernard Yen

people and governance committee

Priscilla Balgobin-Bhoyrul
Chairperson
Jean-Philippe Coulier
Jocelyne Martin
Philippe Raffray

audit and risk monitoring committee

Bernard D'Hotman de Villiers
Chairperson
Richard Arlove
Catherine Fromet de Rosnay
Bernard Yen

management company

Promotion and Development Ltd
8th Floor, Dias Pier,
Le Caudan Waterfront
Port Louis, Mauritius

company secretary

PaD Corporate Services Ltd
8th Floor, Dias Pier,
Le Caudan Waterfront
Port Louis, Mauritius

auditors

Ernst & Young
6th Floor, IconEbene,
Rue de L'Institut
Ebène, Mauritius

registrar and transfer office

MCB Registry & Securities Ltd
Sir William Newton Street
Port Louis, Mauritius

registered and postal address

Promotion and Development Ltd
8th Floor, Dias Pier,
Le Caudan Waterfront
Port Louis, Mauritius

Telephone +230 211 94 30
Fax +230 211 02 39
Email corporate@promotionanddevelopment.com

date of incorporation

February 17th 1989

Chairperson's Statement

Dear Shareholder

Your company, Caudan Development Limited ('CDL'), reported a net profit of MRs20.8 million for the financial year 2024, compared to MRs119.6 million last year. This decrease is largely attributable to a significantly lower revaluation impact, with a loss of MRs4.4 million in 2024 versus a gain of MRs87.4 million in 2023. The improved occupancy however contributed to increase operating profit from MRs53.8 million last year to MRs62 million in 2024, despite higher salary costs and increased maintenance expenses resulting from damages caused by cyclone Belal.

During the period, the Net Asset Value per share ('NAV') of your company remained steady at MRs2.2, while the net debt was successfully reduced by MRs112 million, from MRs585 million to MRs473 million. In spite of this achievement, challenges persist in restoring occupancy levels and the mall footfall to pre-Covid levels, especially amid rising competition. The Board however remains confident in the strength of Le Caudan Waterfront unique location, which continues to attract a steady flow of tourists, as well as in the ongoing efforts of the team to establish Le Caudan Waterfront as a vibrant cultural hub.

Your subsidiary, Caudan Security, has continued its strategic shift from an offer based on traditional physical guard services to technology-oriented solutions. However, this transformation is still underway and the results before tax of Caudan Security remained slightly negative, with a MRs1.5 million loss, as at June 30th 2024.

The current high interest rate environment presents additional challenges. Although we succeeded in reducing the level of our debt by nearly 20 percent, our finance costs remained unchanged, at c. MRs33 million. With limited net profits, the Board elected to continue capping the level of indebtedness and, regretfully, had to decide again to postpone the payment of a dividend this year.

In September 2024, the Board decided to proceed with a restructuring exercise through a scheme of arrangement, whose main effect will be to exchange the shares of the shareholders of CDL (except PaD) for shares of PaD. The aim is to simplify the structure, reduce the cost of governance of CDL which will be delisted, and facilitate the management of CDL in terms of strategy and services rendered by PaD. In addition, shareholders of CDL will gain access to a broader and more diversified business portfolio. This restructuring process is in progress and is on track to be presented at a special meeting of the shareholders in December 2024.

The board is confident that this restructuration will open a new phase in the evolution of CDL. Since the announcement of this corporate action in September, the share price of your company has risen significantly, from a range of MRe0.35/0.40 to MRe0.60/0.65.

Finally, I would like to thank our staff for their continuous dedication in the past three difficult years, as well as our clients for their loyalty and our shareholders for their confidence.

Yours sincerely

Jean-Philippe Coulier

Chairperson

October 23rd 2024

Paint for Ecology

Le Caudan Waterfront has placed a huge premium on ecology. The "Vinn Penn to Parasol" project called upon artists and art lovers to come together around a growing concern: ecology and marine life. Painting the iconic umbrellas of LCW, this project sought to draw attention to environmental awareness.

Artistic excellence with a cause

We believe that artists can provide a different lens through which we look at our world and our surroundings. We support Art with a cause, Art that engage with a view to bringing meaningful change.

Corporate Governance Report

governance structure

The company is a public interest entity as defined by the Financial Reporting Act 2004.

The board is responsible for leading and controlling the organisation and meeting all legal and regulatory requirements. The board supports and is committed to attain and maintain the highest standards of corporate governance, including the principles of openness, integrity and accountability.

The board strives to comply with all the eight principles set out in the National Code of Corporate Governance for Mauritius (2016) ("NCCG"). The company recognises the importance of these principles and practices and views their application as an opportunity to critically review the group structure and processes. The board is pleased to report that as at June 30th 2024, the company has complied with all the principles set out in the NCCG. The company has demonstrated a strong culture of compliance over the past years and is committed to upholding the highest standards of governance. The organisation will continue to make decisions that align with good governance principles, ensuring that these values remain integral to its decisions and actions.

The company's compliance with the principles of the NCCG is set out in the report.

board and its committees

board charter (the "charter")

The board has adopted a charter which sets out the objectives, roles and responsibilities and composition of the board. The charter should be read in conjunction with the company's Constitution and in case a dispute on content or meaning arises, the wording of the Constitution shall prevail.

The main objectives of the charter are to:

- define the purpose, strategy and value and determine all matters relating to the directions, policies, practices, management and operations of the company and the group in accordance with the directions and delegations of the board; and
- monitor the ethical conduct of the subsidiary companies, its executives and senior officials.

The charter defines inter alia the roles, functions and objectives of the board, various board committees, the Chairperson, the Managing Director/Chief Executive Officer (CEO) and the Company Secretary. It also sets out how they interact in order to promote efficient, transparent and ethical functioning/decision making processes within the group.

The board charter is a living document and is reviewed periodically by the Directors to assess its effectiveness and ensure that amendments are made as and when necessary. The charter was not amended during the year under review. The charter is available for consultation on the company's website (www.caudan.com/investor-relations).

code of ethics

The group is committed to conduct business in the best interest of all stakeholders in accordance with the highest ethical standards and in compliance with all applicable laws, rules and regulations. The Code of Ethics, which has been approved by the board, has been designed to help officers and employees understand their ethical responsibilities as they conduct business on behalf of the group so as to ensure that the company and the group are responsible corporate citizens and that all deliberations and decisions are based on principles of accountability, fairness, responsibility and transparency. A copy of the Code of Ethics has been remitted to all officers and employees and a presentation thereof has been made to create the conditions for having a successful ethical culture in the Company. On joining, new entrants are requested to formally acknowledge having read, understood and agreed to comply with the Code.

It applies to all subsidiaries of the Caudan group, irrespective of the business segment. Moreover, the Code of Ethics must be read together with the other policies prevailing within the group and any business-specific policies in the applicable area. The adherence of all officers and employees to the Code of Ethics is being followed by the Compliance Officer, who is responsible for investigating any matter of concern brought to his/her attention and advising on legal actions that may be taken against unethical behaviours. The Compliance Officer reports to the Audit and Risk Monitoring Committee on a quarterly basis, any issues of concern raised by officers, employees or other parties. To the best of the Board's knowledge, the Company has not been subject to any ethical breach during the year under review.

The Code of Ethics is reviewed and updated on a periodic basis in order to ensure it remains relevant and appropriate to the group. The Code was last reviewed and approved by the board on November 13th 2023, upon recommendations made by the People and Governance Committee (formerly Remuneration, Corporate Governance and Ethics Committee), mainly to reinforce the commitment of the group to ensure that all applicable laws and regulations are complied with when conducting business on its behalf.

The Code of Ethics is available for consultation on the company's website (www.caudan.com/investor-relations).

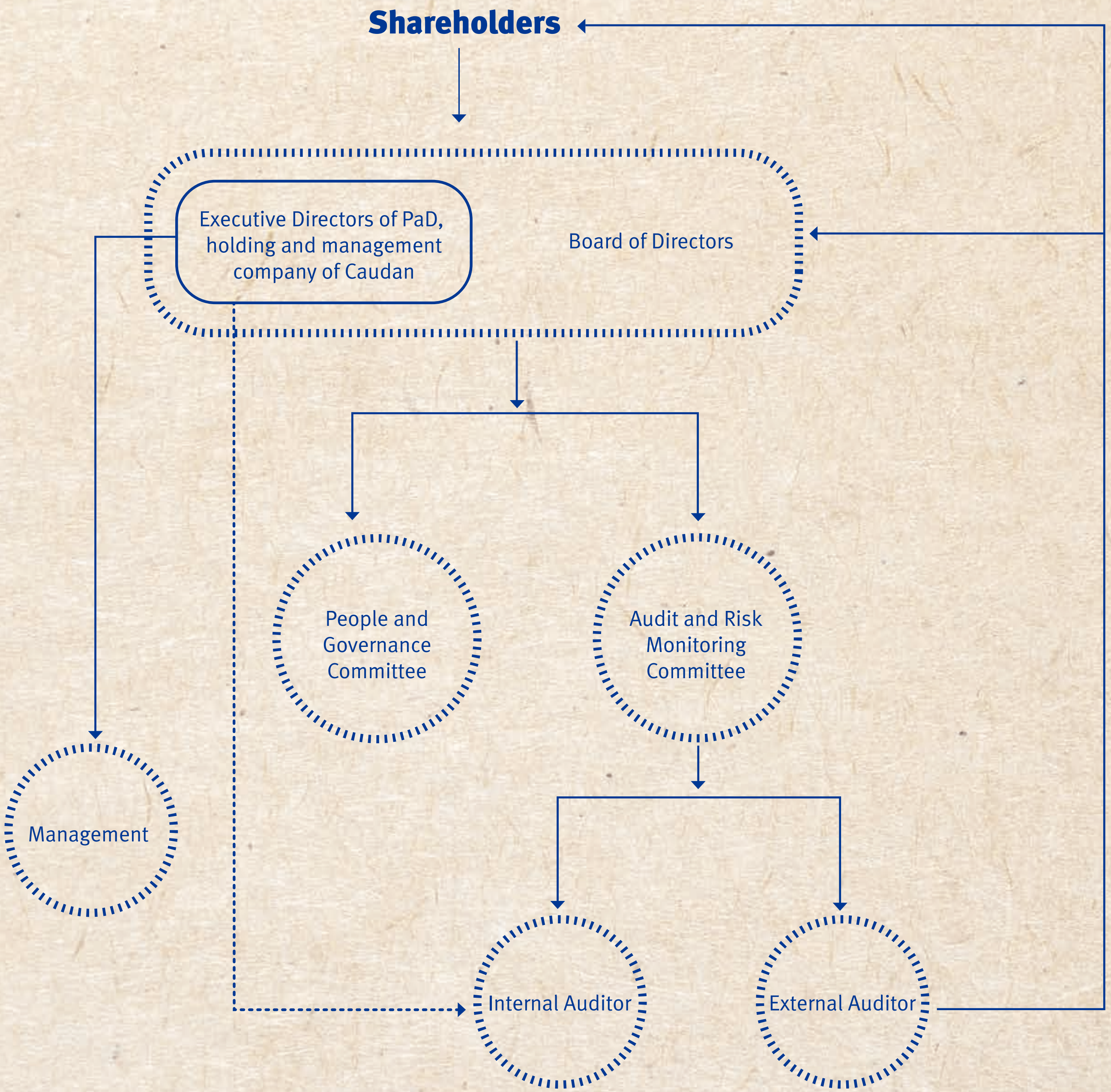
profiles of key governance officers

The profiles of Mrs Jocelyne Martin and Mr Dean Lam appear in the directors' profiles sections.

organisation chart and statement of accountabilities

The board is responsible to set general strategies and policies and ensure their implementation with the support of the key senior governance officers. These key governance officers have an experienced professional background. In addition, the board has set up two committees namely the People and Governance Committee and the Audit and Risk Monitoring Committee.

structure of the board and its committees



Arts and Culture Hub

We envision ourselves as a leading destination for arts and culture, where creativity can thrive and new ideas can come to life. Committed to supporting artistic expression, we provide a platform for experimentation, collaboration as we seek to celebrate diverse cultural voices.

the board

The company is led by an effective and highly committed unitary board, whose responsibilities are, inter alia, the review and adoption of strategic plans, the overview of business performance, the adoption of appropriate risk management systems and the establishment of proper internal control systems. It comprises of an appropriate balance of executive, non-independent non-executive and independent non-executive directors.

directors' duties and performance

The main role of the board is to protect and enhance shareholder value. It determines the group's direction, monitors its performance, oversees risks and is collectively responsible for the long-term success of the group, its reputation and governance. The board is responsible to all its shareholders and to its other stakeholders for leading and controlling the organisation and meeting all legal and regulatory requirements and is also accountable for determining that the company and its subsidiaries are managed in such a way as to achieve its objectives.

The board has ultimate responsibility and is accountable for the performance and activities of the company. The role of the board is to set the overall strategy for the group and to supervise executive management and the proper functioning of the company, including inter alia:

- ensuring that the long-term interests of the shareholders are being served, and safeguarding the company's assets;
- assessing major risk factors relating to the group and its performance, and reviewing measures, including internal controls, to address and mitigate such risks;
- reviewing and approving management's strategic and business plans, including developing a depth of knowledge of the business, understanding and questioning the assumptions upon which plans are based and reaching an independent judgement as to the probability that the plans and/or the forecasts can be realised;
- monitoring the performance of the management against budget and forecasts;
- reviewing and approving the acquisition and divestment policy and significant corporate actions and major transactions;
- approving the treasury policy and raising of finance;
- assessing the effectiveness of the board;
- ensuring that good corporate governance policies and practices are developed within the group;
- ensuring ethical behaviour and compliance with laws and regulations, auditing and accounting principles and the company's own governing documents;
- considering sustainability issues, e.g. environmental and social factors, as part of its strategic formulation; and
- performing such other functions as are prescribed by law, or assigned to the board in the company's governing documents.

The board acts in good faith, with due diligence and care, and in the best interests of the company and its shareholders in the course of discharging its duties. It is committed to highest standards of business integrity, transparency and professionalism in all of its activities.

Conflicts of Interest & Related Party Transactions Policy

The board has adopted a Conflicts of Interest & Related Party Transactions Policy which is applicable to the company and to all its subsidiaries. The objective of this policy is to define the scope of conflicts of interest and related party transactions. This policy is available for consultation on the website of the Company (www.caudan.com/investor-relations). Directors are required to inform the board of conflicts or potential conflicts of interest that they may have in relation to particular items of business and are encouraged to recuse themselves from discussions or decisions in relation to such matters.

An interest register is maintained and updated on a quarterly basis and is available for consultation upon written request to the Company Secretary.

Information, Information Technology and Information Security Governance Policy

The board oversees information governance within the organisation. The Information, Information Technology and Information Security Governance Policy of the company applies to all the subsidiaries of the group. All policies relating to information security are made accessible to all employees. This policy is available for consultation on the website of the company (www.caudan.com/investor-relations).

General Data Protection Privacy Policy

The board is committed to compliance with all relevant laws in respect of personal data, including the European General Data Protection Regulation ("GDPR") and the Mauritian Data Protection Act 2017 ("DPA") for the protection of the rights and freedoms of individuals whose information are collected and processed by the company in the course of its activities. The company is registered as controller with the Data Protection Office. In accordance with the GDPR and the DPA, the Caudan group has reinforced the safety and security measures to protect the personal data it collects, stores and processes. The board has thus approved a General Data Protection Privacy Policy which is available for consultation on the website of the company (www.caudan.com/investor-relations) and has also appointed a Data Protection Officer whose responsibilities include, inter alia, to monitor the implementation of the aforesaid framework for protecting personal data.

Whistleblowing Policy

The board has approved a whistleblowing policy applicable to all its subsidiaries, its employees and directors, which is made available on the website of the company (www.caudan.com/investor-relations). This policy aims at providing an avenue for issues to be raised in good faith, concerns of potential breaches of laws, rules, regulations or compliance. The whistleblowing mechanism intends to motivate responsible actions to uphold the group's reputation. The policy was last reviewed and approved by the board on November 13th 2023, upon recommendations made by the People and Governance Committee to clarify the process in case of allegation made against the Compliance Officer.

General policy on prevention of money laundering, terrorism and proliferation financing

The board has approved a policy on prevention of money laundering, terrorism and proliferation financing pursuant to the Financial Intelligence and Anti-Money Laundering Act 2002 (the "FIAMLA"), which is intended to assist and guide all employees when establishing and maintaining a business relationship with a tenant. The company is involved in real estate transactions and as other land promoters, may play a key role in detecting money laundering, financing of terrorism and proliferation schemes involving the real estate industry. In order to fight against money laundering and financing of terrorism, the company has implemented adequate controls and procedures to fulfil the appropriate background check of the person or legal entity with whom the company is dealing with.

directors' profiles

The profiles of directors who have served on the Board during the year ended June 30th 2024 are shown below.

Jean-Philippe Coulier

Chairperson and non-independent non-executive director *- Age 75*

Holder of a 'Diplôme d'Études Supérieures en Droit' and 'Diplôme de l'Institut d'Études Politiques de Paris' (France). During his career, Jean-Philippe has accumulated extensive experience in the banking sector, having worked for the Société Générale Group for some 40 years. Over this period, he has assumed a range of high-level responsibilities within the group, acting as Director, Chief Operating Officer and Chief Executive Officer in its various offices based worldwide. Before his retirement from Société Générale in early 2013, he was the Vice Chairman and Managing Director of the National Société Générale Bank in Cairo, Egypt. He was appointed Director of The Mauritius Commercial Bank in 2012 and held the chairmanship from 2014 to 2018. In 2018, he was appointed director and Chairperson of Promotion and Development and Caudan Development. He is also a director of MCB Group, MCB Factors, MCB Microfinance, Fincorp Investment, Constance Hotel Services.

Richard Arlove

Non-independent non-executive director *- Age 61*

Fellow member of the Association of Chartered Certified Accountants. Founder of Arphilia Consulting in 2020, he counts 40 years' experience as a professional accountant, business leader, professional entrepreneur and member of the senior leadership team of a global firm. After a career as a professional accountant in Big Four accounting firms and as general manager of businesses in garment manufacturing and marketing of international brands, he co-founded and was the CEO of ABAX, a regulated financial, corporate and fiduciary services company providing services to international companies and private equity firms doing business primarily in Africa and Asia. On the acquisition of ABAX by Ocorian (a global corporate and fiduciary services group) in 2018, he was appointed Regional Head of Africa, Middle East and Asia and group ExCo member of Ocorian and retired in 2020. Director of IBL, Livestock Feed and Promotion and Development.

Priscilla Balgobin-Bhoyrul

Non-independent non-executive director *- Age 49*

Senior Partner and the Chairperson of Dentons Mauritius. She graduated at the London School of Economics and Political Science in 1997, with a LLB (Hons) and has been called both to the Bar of England and Wales at the Middle Temple in 1998 and to the Mauritian Bar in 1999. She has also followed the Authentic Leadership Development Program at Harvard Business School. Priscilla specialises mostly in civil, commercial and industrial law matters. She has a keen interest in the fields of Fintech, Real Estate and ESG (Environment, Social, Governance). Director of Alteo, Emtel, National Investment Trust and Promotion and Development.

Bernard D'Hotman de Villiers

Independent non-executive director *- Age 63*

Mr Bernard D'Hotman de Villiers holds a "Licence de Droit" delivered by the "Faculté de Droit de l'Université de la Réunion". He was appointed notary in 1987 and has been practising as such ever since. He has served four terms as member of the Chamber of Notaries and has been appointed as its Chairperson in April 2023. He also holds directorship positions in various private companies.

Catherine Fromet de Rosnay

Non-independent non-executive director *- Age 57*

Director at LEGIS & Partners Ltd, a law firm registered under the Law Practitioners Act. Holds a 'Magistère de Juriste d'Affaires' and 'Diplôme de Juriste et Conseil d'Entreprise (D.J.C.E)' from the Université de Paris II, Panthéon Assas. Practised as an in-house lawyer for nearly 8 years at the legal department of Nexans in Paris, formerly known as Alcatel Cable France. Currently involved in the negotiation and drafting of commercial and joint-venture agreements, corporate due diligence exercise, M&A operations, legal and tax advice. Director of Promotion and Development, Hotelest and Constance Hotels Services and of various other private companies controlled by French investors. Also board member and Vice-President of the Chambre de Commerce et d'Industrie France-Maurice.

Gilbert Gnany

Non-independent non-executive director *(up to March 2024) - Age 62*

Holds a 'Licence ès Sciences Economiques (Economie Mathématique)', 'Maîtrise en Econométrie' and 'DESS en Méthodes Scientifiques de Gestion et Calcul Economique Approfondi' (France). He previously worked as Senior Advisor on the World Bank Group's Executive Board where he was responsible for issues relating mainly to the International Finance Corporation and the private and financial sectors. Prior to joining the World Bank, he was the MCB Group Chief Economist and Group Head of Strategy, Research & Development after having been the Economic Advisor to the Minister of Finance in Mauritius. During his career, he has been involved in various high-profile boards/committees. Amongst others, he chaired the Stock Exchange of Mauritius Ltd, the Statistics Advisory Council and the Statistics Board of Mauritius as well as having been a member of the Board of Governors of the Mauritius Offshore Business Activities Authority, a director of the Board of Investment and of the Mauritius Sugar Authority. He was also a member of the IMF Advisory Group for sub-Saharan Africa and a member of the Senate of the University of Mauritius. He was a Board member of several companies within the Group. On the institutional side, he was an external IMF expert in statistics, in particular, on data dissemination standards and strategy. Moreover, he was a member of the Financial Services Consultative Council. He also acted as Chairperson of the Economic Commission of Business Mauritius which serves, inter alia, as a platform for public-private sector dialogue. Former Director in other listed companies namely MCB Group, Promotion and Development, COVIFRA and Medine.

Dean Lam

Executive director *(as from December 2023) - Age 56*

Fellow member of the Institute of Chartered Accountants in England and Wales (ICAEW) and holds a BSc (Hons) degree in Accounting and Finance from the London School of Economics and Political Science. From 2013 to 2023, he was the Managing Director of HSBC Bank (Mauritius) Limited where he was responsible for the Commercial Banking and Global Banking businesses. He served parallelly on the Board of several subsidiary companies belonging to the HSBC Group. He was the Vice-Chairman of the Mauritius Bankers Association from 2015 to 2017, besides being a former director of Mauritius Finance (formerly Global Finance), and a former member of the Economic sub-committee of Business Mauritius, in addition to being a member of the Mauritius Institute of Directors. Also director on the Board of Promotion and Development, Medine, as well as on investment funds entities based in Mauritius.

Jocelyne Martin

Executive director *- Age 64*

Holds a BSc (Hons) in Statistics, London School of Economics. Member of the Institute of Chartered Accountants of England and Wales. Trained with Deloitte Haskins + Sells (now part of PwC), London. After several years of experience in the UK, worked at De Chazal Du Mée before joining Promotion and Development in 1995 as Group Financial Controller. Was appointed Group Finance Director in 2006 and Group CEO with effect from January 1st 2022. Director of Promotion and Development, Medine, EUDCOS, MFD Group, Tropical Paradise, and Oceanarium.

Philippe Raffray

Independent non-executive director *- Age 68*

Holds a BA in Politics from the University of York and a Masters degree in Marketing Management from the University of Lancaster (UK). He had an international career spanning over 35 years with L'Oreal in Europe, Africa and Asia. He developed 'emerging markets' sales and marketing strategies as General Manager of the FMCG Divisions in South Africa, India and Indonesia. He was then appointed Country Managing Director of the L'Oreal hubs in South Africa, Ukraine and finally Morocco and the Maghreb. He joined the Board of Caudan Development Limited in June 2019 shortly after retiring from L'Oreal. He is also a member of the management committee of BrandActiv and an independent non-executive director of CIPD, both part of the IBL group.

Bernard Yen

Non-independent non-executive director *- Age 60*

Fellow of the UK Institute and Faculty of Actuaries. Currently the Managing Director of AON in Mauritius, providing actuarial, pensions and other services in the African region. Has around 40 years' international consulting experience including 15 years with Mercer in Europe. Has served as the African representative on the Committee of Actuaries advising the UN staff pension fund for 15 years. Also director of Promotion and Development.

key roles and responsibilities

The executive directors are Mrs Jocelyne Martin and Mr Dean Lam, who are respectively CEO and Director of Strategy and Development of Promotion and Development Ltd ('PaD'), the holding and management company of Caudan.

To ensure a better balance of power and authority on the board, the functions and roles of the Chairperson and executive directors are independent of each other and they function under separate mandates issued by the board. This differentiates the division of responsibility within the company and ensures a balance of authority. The Chairperson has overall responsibility for leading the board and ensuring its effectiveness whilst the executive directors are responsible for managing and leading the business of the group.

The Chairperson provides overall leadership for decisions taken collectively by the board. He is responsible for ensuring the smooth functioning of the board and for promoting high standards of corporate governance. He is also responsible for ensuring that the directors receive accurate, timely and clear information and that adequate time is available for discussion of all agenda items at board meetings and in particular strategic issues. He encourages the active participation of all board members in discussions and decisions, constructive relation between the board and management and effective communication with stakeholders. Mr Jean-Philippe Coulier, Chairperson of the Board, is also the Chairperson of the Board of PaD, the holding company and as such, is not considered to be independent. However, Mr Coulier is independent in both character and judgement; he has wide experience and make important contributions to the Board as a whole with regards to the group's business and operations and other strategic issues. The Board therefore considers that the chairmanship of Mr Coulier complies with the spirit of the NCCG. In addition, the Board comprises two (2) independent directors.

The executive directors are responsible for the day to day running of the group's operations and for developing and recommending the long-term strategy and vision of the company and the group. They lead and direct senior management to implement the strategy and policies set out by the board. They also ensure effective communication with shareholders. The executive directors report at each board meeting on the performance, updates and prospects of the Caudan group and any other material matters arising.

The Company Secretary provides assistance and information on governance and corporate administration issues. The Company Secretary is responsible for ensuring that the board procedures are followed and that applicable laws and regulations are complied with, for guiding the board with regard to their duties and responsibilities and for preparing agenda and minutes for board meetings and circulating same together with any supporting documentation. The MCB Group Corporate Services Limited resigned as company secretary of the company with effect from June 28th 2024. The function was entrusted to PaD Corporate Services Ltd, a wholly owned subsidiary of PaD.

The roles and responsibilities of the Chairperson, the Managing Director/CEO and the Company Secretary are defined in the position statements which have been approved and are reviewed regularly by the board. The position statements are available for consultation on the company's website (www.caudan.com/investor-relations).

balance and diversity

The company's constitution provides that the board of the company shall consist of a minimum of 7 and a maximum of 14 directors. As at June 30th 2024, the board was made up of nine directors as set out on page 3.

The company wishes to report on the board changes during the year under review, as follows:

- Mr Dean Lam was appointed as Director of Strategy and Development and elected as executive director of the company by the shareholders at the general meeting dated December 20th 2023;
- Mr Gilbert Gnany, former non-independent non-executive director of the company, resigned with effect from March 31st 2024.

The board includes an appropriate combination of executive directors, non-independent non-executive directors and independent non-executive directors to prevent one individual or a small group of individuals from dominating the board's decision taking. All the directors are residents of Mauritius. Taking into account the scope and nature of operations of the group, the board considers that the number of directors is commensurate with the sophistication and scale of the organisation and is appropriate to facilitate the effective decision making. The objective is to facilitate the exercise of independent and objective judgement on corporate affairs, and to ensure that discussion and review of key issues take place in a critical yet constructive manner.

The directors come from diverse business backgrounds and possess the necessary knowledge, skills, objectivity, integrity, experience and commitment to make sound judgements on various key issues relevant to the business of the company.

The non-independent non-executive directors are directors of PaD, major shareholder of Caudan and as such they are not legally considered as being independent. However, they are independent in both character and judgement and have wide experience and make important contributions to strategic issues and corporate governance.

During the year under review, there were 2 independent directors, proving a strong and independent element on the board: Messrs Bernard D'Hotman de Villiers and Philippe Raffray. The criteria for independence at Board level are laid out in the Companies Act and Messrs D'Hotman de Villiers and Raffray both meet all the criteria. The Board therefore considers the current mix of Directors to be appropriate.

The independent directors of the company met, without the presence of other board members, to deliberate on matters concerning the company for the year under review. They concluded that they were able to express their views freely and independently, allowing them to fulfill their role and contribute fully to the board discussions.

With three female directors as board members, the board is also in line with the recommendation of the NCCG regarding gender diversity and with the new provision of the Companies Act, which requires public listed companies to have a minimum of 25 per cent of women on their boards.

All directors are expected to objectively discharge their duties and responsibilities in the interests of the company. All directors should make their best efforts to avoid conflicts of interests or situations where others might reasonably perceive such a conflict. The personal interest of a director, or persons closely associated with the director, must not take precedence over those of the company or its shareholders. Any director, who is directly or indirectly interested in a transaction or proposed transaction, is required to disclose the nature of his interest, at the meeting in which the transaction is discussed, and should not participate in the debate, vote or indicate how he would have voted on the matter.

balance

Independent non-executive directors	2
Executive directors	2
Non-independent non-executive directors	5

average age

‹ 50	1
51 - 60	3
61 - 70	4
› 70	1

gender diversity

Female	3
Male	6

board/director's performance

The board acknowledges the need to regularly review the board's performance and effectiveness, that of its committees, the Chairperson and individual members. Board evaluations are carried out every 2 years. The last internal board evaluation exercise was carried out during the financial year 2022/2023 by means of a questionnaire that was filled in by each Director. The questionnaire covered the following areas:

- The structure of the board;
- Board efficiency and effectiveness;
- Strategy and Performance;
- Risk Management and Governance;
- Board committees function;
- Board members self-evaluation; and
- Chairperson's evaluation by board members

The results were analysed, appropriate measures were taken in response to the feedback received, and the review established that the directors consider the board to be operating effectively. The board was comfortable with the overall results of the assessment.

The next exercise will be held in 2024/2025. The directors endeavour to maintain the same vigilance in leading the Company.

The board also encourages its members to keep on enhancing their knowledge and competencies through personal development programmes. As and when required or requested, the Company organises workshops and arrange for training of Directors.

director appointment procedures

In accordance with the constitution of the company, all directors shall retire from office and shall be eligible for re-election at each annual meeting of shareholders.

The board of directors may at any time appoint any person to be a director either to fill a casual vacancy or as an addition to the existing directors up to a maximum number permitted by the Constitution until the next Annual Meeting of Shareholders where the director shall then retire and shall be eligible for appointment at that meeting.

After appointment, the company provides a comprehensive, formal and tailored induction pack so that newly appointed directors are briefed on key information relating to the group and the sector in which it operates. The pack contains their letter of appointment, a copy of the company's latest annual report, minutes of recent board meetings, a schedule of dates for future board meetings, the company's organisational structure, and other documents pertaining to their role, legal duties and responsibilities. They are also invited to meet executive management to familiarise with each of the group's businesses and operations, its strength and weaknesses. In addition, the Company also arranges for site visits on a regular basis. This process contributes to ensuring a well-informed and competent board.

The procedures and accountability for certain of the board matters are delegated under clearly defined conditions to board committees and executive management and information is supplied to the board in a manner that enables the board to act diligently and fulfill its responsibilities. The board monitors regularly the effectiveness of the policies and decisions, including the implementation and execution of its strategies.

policy on overboarding

The board recognises the importance of all its directors' commitment and availability to effectively fulfill their duties and responsibilities. It is generally agreed that overboarding, or serving on an excessive number of boards, can compromise a director's capacity to contribute meaningfully to the affairs of the company. Directors have been made aware of the time commitment expected from them to fulfil their duties and responsibilities. All directors are responsible for promptly disclosing all current board positions held at other organisations to the chairperson or the company secretary upon appointment, as well as changes to existing positions during the course of their directorship. In addition, time commitments of the directors are assessed during the board evaluation exercise.

succession plan

The board assumes the responsibility for the succession planning of directors and senior officers. The succession planning exercise, which is an on-going process, falls within the purview of the People and Governance Committee.

Nurturing future artists and audiences

Aligned with our vision to ignite greater interest in the arts, these theatre and arts classes introduce young students to the joy of creative expression. By providing opportunities to experience the arts, we hope to inspire the next generation to be part of the rich possibilities of the creative world.

board meetings

All directors are expected to attend all meetings of the board, and of those committees on which they serve, and to devote sufficient time to the group's affairs to enable them to properly fulfill their duties as directors. The dates of the meetings together with agenda items are scheduled up to one year in advance, with board meetings at least each quarter. Directors receive board papers in a timely manner to facilitate discussions and help them make informed decisions at the meetings. All materials for board meetings are sent by the company secretary ahead of each meeting. Members of the management team and/or external advisors may be invited to attend meetings to discuss issues identified by the board.

However, on occasion, in addition to the regular scheduled meetings, it may be necessary to convene ad-hoc meetings at short notice as and when circumstances warrant, which may preclude directors from attending. Besides physical meetings, the board and the board committees may also make decisions by way of written resolutions. Participation by board members by means of teleconference or similar communication equipment is permitted.

Matters considered by the board in 2023-2024:

- The audited annual report for the year ended June 30th 2023;
- The abridged unaudited financial statements for the first, second and third quarters;
- Investments of the company;
- Presentations made by the management of the subsidiaries;
- Review of AML/CFT framework;
- Review of results of the board evaluation exercise;
- Review of documents and policies of the company;
- Succession planning discussions;
- Review of budget for financial year 2024/2025; and
- Review of the Group strategy.

The board met seven times during the year to consider all aspects of the company's affairs and any further information which it requested from management. Directors are kept regularly informed of the up to date business position of the group. During an ad-hoc session at a board meeting, the directors have debated the Group strategy with senior officers from its business units and external consultants.

The agenda of the board is prepared by the Company Secretary in consultation with the Chairperson and the executive directors and circulated together with accompanying board papers in a timely manner.

attendance at board meetings

2024	board of directors
Jean-Philippe Coulier	7/7
Richard Arlove	6/7
Priscilla Balgobin-Bhoyrul	7/7
Bernard D'Hotman de Villiers	5/7
Catherine Fromet de Rosnay	7/7
Gilbert Gnany *(up to March 2024)*	4/4
Dean Lam *(as from December 2023)*	4/4
Jocelyne Martin	7/7
Philippe Raffray	7/7
Bernard Yen	6/7
total number of meetings held	7

board committees

To assist the board in the discharge of its responsibilities, the board has delegated certain functions to the following committees, each of which has its own written terms of reference which deal clearly with their authorities and duties. Details of the most important committees are set out below:

The People and Governance Committee (the PGC)

The main role of the PGC is to advise and make recommendations to the board in the discharge of its duties relating to corporate governance matters and nomination of directors and senior executives of the company and to all remuneration aspects. The name of the Committee, as well as its Charter have been amended during the year 2023/2024 to include the review of various aspects of people's policies and practices to ensure their consistency with the company's strategy. The updated version of the Charter is available on the website of the Company (www.caudan.com/investor-relations).

It comprises of Mrs Priscilla Balgobin-Bhoyrul, who chairs this committee, Mrs Jocelyne Martin, and Messrs Jean Philippe Coulier and Philippe Raffray.

The committee makes recommendations to the board, in respect of issues relating to appointment of directors and the composition, size and structure of the board and generally on all corporate governance provisions to be adopted by the company and oversees their implementation. It also has responsibility for the compensation strategies, plans, policies and programs of the company and its subsidiaries and evaluating and approving the remuneration package and other terms and conditions of service applying to directors and senior executives.

The Committee is also responsible for updating from time to time, and as necessary, the company's Code of Ethics. During the year under review, the Code of Ethics was amended to reinforce the Company's commitment to legal compliance and to explicitly prohibit behaviours that contradict any applicable laws and regulations. The Committee is also responsible for driving the process for the implementation of the National Code of Corporate Governance for Mauritius throughout the group. As such, it oversees that compliance to the NCCG is being monitored, with a view to ensuring that the importance of this document is continuously stressed within the group, and that its core principles are embedded in the Group Corporate Culture.

Matters considered by the PGC in 2023-2024:

- Review of the Corporate Governance Report forming part of the Annual Report 2023;
- Review of resignation/appointment of director and company secretary;
- Review of HR function;
- Review of good governance practices;
- Review of the composition of the board at subsidiaries level;
- Review of results of the board evaluation exercise;
- Review and amendment of the company's charters, codes and policies;
- Review of good governance practices; and
- Approval of salary increases.

Attendance of the People and Governance Committee

2024	
Priscilla Balgobin-Bhoyrul	2/2
Jean-Philippe Coulier	2/2
Jocelyne Martin	2/2
Philippe Raffray	2/2
total number of meetings held	2

The Audit and Risk Monitoring Committee

The committee is appointed by the board to assist in the discharge of duties relating to the overall control aspects of the company and its subsidiaries, including the safeguarding of assets, the monitoring of internal control processes, and the preparation of accurate financial reporting and statements in compliance with all applicable legal requirements and accounting standards. It also assists in setting up risk mitigation strategies and to assess and monitor the risk management process of the group and to advise the Board on risk issues. The main findings of the committee and its recommendations are reported to the board on a regular basis. The Audit and Risk Monitoring Committee Charter is available on the website of the Company (www.caudan.com/investor-relations). The Charter was not amended during the year under review.

It comprises Mr Bernard D'Hotman de Villiers, who chairs this committee, Mrs Catherine Fromet de Rosnay, Messrs Richard Arlove and Bernard Yen. The members of the committee have the relevant financial experience. None of the members of the Audit and Risk Monitoring Committee were previous partners of or directors of the external auditors, namely Ernst & Young, nor do they hold any financial interest therein.

In addition to its statutory functions, the Audit and Risk Monitoring Committee considers and reviews any other matters as may be agreed to by the Audit and Risk Monitoring Committee and the board. In particular, the committee assists the board in fulfilling its financial reporting responsibilities. It reviews the financial reporting process, and monitors compliance with laws and regulations. It monitors the quality, accuracy, reliability and integrity of the financial statements, and reviews interim financial reports and the annual financial statements prior to their submission to the board, and the application of the company's accounting policies. It reviews the audit process and assesses and recommends the appointment of internal and external auditors.

The committee reviews matters affecting the company's financial and internal controls, their adequacy and effectiveness and the management of financial risk. The committee also monitors risks identified and considered critical by management, including capital, market, reputational, strategic and operational risks; it reviews and monitors the development and implementation of the company's risk management programme. The Audit and Risk Monitoring Committee provides a forum through which the external auditors can report to the board and monitors their performance and independence. The board is satisfied that the Audit and Risk Monitoring Committee has adequately discharged its responsibilities in compliance with its terms of reference.

Crafting culture, showcasing talent

The Craft Market stands as a proud symbol of our local economy, showcasing the creativity, skill and talent of Mauritian artisans. A major attraction for tourists, it brings a unique charm to LCW, enriching our diverse offerings and celebrating the Mauritian heritage.

attendance of the Audit and Risk Monitoring Committee

2024	
Richard Arlove	5/5
Bernard D'Hotman de Villiers	4/5
Catherine Fromet de Rosnay	5/5
Bernard Yen	5/5
total number of meetings held	5

Matters considered by the Audit and Risk Monitoring Committee in 2023-2024:

- Review the abridged quarterly financial statements for the first, second and third quarters;
- Review and recommend for approval to the board the abridged and annual financial statements for the year ended June 30th 2023;
- Review of budget for the financial years 2024/2025;
- Follow ups on projects identified for the company;
- Monitoring of risks identified for the company;
- Review of the Compliance reports submitted by the compliance officer;
- Review of the AML/CFT framework;
- Review various audit reports submitted by the internal auditor and monitor the implementation of the agreed internal control improvements by management; and
- Review audit reports and findings of the external auditor.

statement of remuneration philosophy

The company's remuneration philosophy concerning directors provides that:

- there should be a retainer fee for each director reflecting the workload, size and complexity of the business as well as the responsibility involved. It should be the same for all directors whether executive or non-executive directors.
- the chairperson having wider responsibilities should have higher remunerations.
- there should be committee fees for directors. The chairperson should have higher remuneration than members.
- board and committee members also receive an attendance fee per sitting of their respective boards and committees.
- an attendance fee is also paid for attending the Annual Meeting of shareholders.
- no share option or bonus should be granted to non-executive or independent directors.

directors' remuneration

Remuneration and benefits received from the company and its subsidiaries during the financial year:

2024

MRs000	THE COMPANY	SUBSIDIARIES	TOTAL
Jean-Philippe Coulier	249	-	249
Richard Arlove	161	-	161
Priscilla Balgobin-Bhoyrul	143	-	143
Bernard D'Hotman de Villiers	267	60	327
Catherine Fromet de Rosnay	166	-	166
Philippe Raffray	208	90	298
Bernard Yen	155	-	155
Total Non-Executive	**1,349**	**150**	**1,499**

Remuneration of non-executive directors consists of a basic retainer fee and an attendance fee in respect of their presence at meetings of the board and their respective committees as well as the Annual Meeting of Shareholders.

Executive directors and non-executive directors having an executive role within the PaD Group or entities of the MCB Group are not remunerated.

management structure

PaD is responsible for the management of the current affairs of all activities of the Company and of its subsidiaries; this includes advisory, finance, consulting, legal and other services in relation to the operations. The senior management team, reporting to the Chief Executive Officer, is responsible for the running of the current affairs and day to day operations.

The profiles of the senior management team were as follows:

Krishen Veerapen-Chetty
Asset Manager at Caudan Development
Business Unit: Le Caudan Waterfront & industrial buildings
Holds a B.Eng in Chemical and Environmental Engineering (2002) and a Masters in Business Administration (MBA) (2010) from the University of Mauritius and a Professional Postgraduate Diploma in Marketing from the Chartered Institute of Marketing UK (2017). He has also completed the Property Development Programme from the University of Cape Town SA (2014). Has more than 20 years experience working for a multi national in Mauritius and Africa in different roles and for other local groups of companies as Property and Asset Manager in the real estate sector. Appointed as Asset Manager of Caudan Development since February 2024.

Ashish Beesoondial
Theatre Manager at Caudan Development
Business Unit: Caudan Arts Centre
Holds an MA in Theatre Making from University of Leeds, UK and an MA in English Literature from University of Mumbai, India. Has been Senior Lecturer at the Mauritius Institute of Education and was involved in curriculum writing for English and Drama, teacher education and research in performing arts. Has acted and directed in a number of plays before joining the company as Theatre Manager in February 2017.

Frederic Degeilh
Managing Director at SPPA *(Appointed in August 2024)*
Business Unit: Security
A military academy graduate of the EAA Draguignan (France) and holder of Customs & excise/Logistic diploma in Norway, with 18 years of combined international military and private security experience as well as 10 years with multinational telecoms corporations, managed a leading company in the security field in Mauritius for 8 years and was holding a CEO position for 4 years prior to joining Security and Property Protection Agency Co Ltd as Managing director in August 2024.

Jerome Elliah
Head of Marketing and Communication at Caudan Development
Business Unit: Group Marketing and Communication.
Holds a Master in Business Administration from the European Business School, a Master in Marketing Management from Middlesex University, UK, and a Degree in Creative Communication from the AAA School of Advertising, South Africa. With over 15 years of expertise in strategic marketing and communication, he has contributed to initiatives within sectors such as Global Business, IT, Private Wealth Management, and Luxury Real Estate.

Deepak Kumar Lakhabhay
Chief Operating Officer at SPPA
Business Unit: Security
An Alumni of Defence Services Staff College Wellington India and holds an MSC in Defence and Strategic Studies from the University of Madras, India also attended the MBA (General) program from MANCOSA. Has extensive experience in the security sector, worked in the Police Force, with more than 20 years in the National Coast Guard, mostly in Command Position. Joined Security and Property Protection Agency Co Ltd as Chief Operating Officer in July 2012 and is a member of ASIS International.

risk governance and internal control

The Group's activities are exposed to a wide range of risks which, if not effectively managed, are likely to significantly affect the Group's strategic objectives and its operational and financial performance. The level of residual risk for each principal risk is assessed taking account of the likelihood of occurrence and potential impact on the Group, and also applicable mitigating actions.

The Board has overall responsibility for maintaining an effective system of internal control and risk management. Whilst these two functions are delegated to the Audit and Risk Monitoring Committee, the nature and governance of risk remain the ultimate responsibility of the Board.

The responsibility of the board also includes:

- Ensuring that structures and processes are in place for risks management;
- Identifying the principal risks;
- Ensuring that management has developed and implemented the relevant framework;
- Ensuring that systems are in place for implementing, maintaining and monitoring internal controls.

The Audit and Risk Monitoring Committee supports the Board in the oversight of risk and is responsible for reviewing the effectiveness of the risk management and internal control system over the course of the year, as well as overseeing the Group's internal audit activity. The Group Executive Directors have overall accountability for the management of risks across the business. The effective day-to-day management of risk is embedded within the operational business teams. Potential new risks are thus identified at an early stage and escalated as appropriate, and required mitigating actions initiated. Internal Audit acts as an independent assurance function by evaluating the effectiveness of the company's risk management and internal control processes.

The Group has adopted a structured approach to identify and assess the risks that may affect its operations. The purpose of this process is to minimize the impact of potential threats to ensure that the Group meets its objectives and targets. There is the risk identification which can come from various sources such as financial, operational, legal/compliance, environmental and technological. After identifying the risks, they are assessed to understand the potential impact and the likelihood of occurrence. Management ensures that risk management practices are embedded into decision-making processes and day-to-day operations. All risks have been documented in a risk register and this is reviewed at least yearly to identify new and emerging risks.

The Board confirms that during the year 2024 it has carried out an assessment of the Group's emerging and principal risks, including mitigations, which are presented below:

Principal risks	Description	Group's mitigating strategies, plans and controls
Macroeconomic environment	Changes in the macroeconomic environment are capable of setting back our financial performance and hinder our progress. Low economic growth may result in businesses struggling to stay operational resulting e.g. in tenant failures, reduced sales and customers terminating their contract for our services. External factors including a decline in tourist arrivals due to factors such as viral outbreaks or change in air access policies or generally Mauritius losing its attractiveness may have an impact on the size of our potential market and lead to a decline in business growth revenue.	Close and continuous monitoring of external environment, macroeconomic research, forecasts, and their impact with respect to growth strategies and adapt strategies accordingly. Constant networking with trade partners to understand their businesses and deal promptly with potential issues. Close monitoring of financial health of our customer base. Vetting of tenants rigorously. Cash flow management to cope with the uncertain global context. Ensuring that Caudan continues to cater for both local and tourist markets.
Accessibility to Le Caudan Waterfront	Traffic congestion in and out of Caudan causing undue delays thereby hampering the consumer and tenant experience and impacting on our competitiveness. The traffic congestion remains a key risk with new developments in the region impacting further the flow of traffic.	Discussions and negotiations with neighbour stakeholders in the vicinity as well as the authorities to find a holistic solution both in the short and longer term to alleviate traffic along the access road, improve the vehicular and pedestrian connectivity and facilitate a safe ingress and egress to Caudan.
Supply chain disruption	Delays/Disruptions in the supply chain may cause increased lead time for purchases, leading to out-of-stock situations, time-consuming procurement processes impacting the competitiveness and performance of our businesses.	Constant monitoring of the global situation so as to be well prepared. Reviewing the ordering strategy for closer and more rigorous supply chain and stock management processes. Close collaboration and interdepartmental planning to avoid panic-buying situations. Order in advance where possible and look for adequate alternatives.

Heritage and Tradition

Built on a historical site, heritage and tradition have been crafted into every part of the LCW precinct. From artisanal crafts to cultural exhibitions, LCW is a vibrant showcase of the rich cultural heritage of Mauritius and its creative ability, offering visitors a unique connection to the island.

Principal risks	Description	Group's mitigating strategies, plans and controls
Increase in cost	Cost inflation remains a key concern. Increase in the cost of materials due to inflationary pressures which impact our margins and profitability. Depreciation of the Mauritian Rupee vis-a-vis the EURO and the USD further exacerbate the impact on imported purchases.	Regular review of the procurement strategy. Invest into an efficient centralized procurement across all business units to obtain best value. Alternative suppliers planning and sourcing. Focus on local production capacities where possible. Use controlled pricing mechanisms when entering into major contracts.
Information technology/ Cybersecurity	Risk that the Group's Information technology systems fail or are subject to an attack, which could lead to loss or corruption of critical data, loss and leakages of commercially sensitive data, causing operational disruption, financial demands or reputational damage.	IT Governance framework, incorporating the necessary policies and controls. Training on cybercity protocols and awareness campaigns. Regular consultation with IT specialists including IT department of MCB Ltd and other reputable consultants. Disaster Recovery plan in order to be able to respond to major incidents or emergencies. Implement cybersecurity measures. Regularly update softwares.
Automation of processes	Manual processes constrain the ability to be more cost effective and to provide efficient service.	Invest in digitalization and business intelligence. This risk is being addressed with the implementation of a new software in the pipeline.
People and Talent/ Rare skill set	Risk of being unable to recruit, develop and retain employees with appropriate skills resulting in disruption in operations, suboptimal level of service, dissatisfaction of clients, excessive stress on reduced labour force, hiring of ill-suited candidates, all of which could adversely impact operational and corporate performance. Rare skill set which could be challenging to replace or act as back up during temporary leave.	Design and implement a HR strategy, build a high-performance culture and competency framework and maintain employee engagement. Part of this risk is being addressed through the implementation of a Performance Management System. Adequate recruitment and onboarding procedures. Regular communication of the group's values to employees. Training and development programmes. Putting in place a succession planning programme for key staff.

Principal risks	Description	Group's mitigating strategies, plans and controls
Health and Safety	Risk that health & safety of staff, contractors, clients and visitors is compromised through various hazards, (e.g. security, injury, food safety, riots, floods) caused by an event, behaviour, action or inaction, either by the Group, its officers, its employees or those with whom it is associated. Such occurrences could result in reputational damage to the Group. Risk of incidents occurring due to poor workmanship or failure to maintain equipment and property in a safe working state.	Implementation and review of physical and security measures. Dialogue with the relevant authorities to assess local and national threat levels. In house health & safety officers with responsibilities for assets and people and part of the core crisis team in case of a major incident. Regular review of Legal, regulatory and other relevant updates by both legal and health & safety departments to ensure compliance. Planned reactive and preventive maintenance to ensure equipment and property are maintained in good state. Inspection and monitoring of state of assets. Regular training performed by H & S Officers, including fire & evacuation drills. Appropriate insurance cover.
Market Competition Retail market	Failure to anticipate and address evolving retail market changes resulting in sub-optimal occupier mix. Proliferation of shopping malls and destination venues around the island may impact on footfall. Oversupply of rental property (both retail and offices) may lead to pressure on rental rates, occupancy and lower rental yields which could impact the property valuation.	Continuously monitor the environment and review the group's operating strategies accordingly. Diversification of tenant portfolio/mix. Implement initiatives around placemaking, develop robust marketing strategies and repositioning of LCW. Maintain good tenant relationships. Increase brand awareness and customer perception. Promote and leverage on unique features of Caudan brand, with its strategic location in the capital, the waterfront, architecture, historical and cultural heritage, state of the art theatre. Conduct regular market analysis/assessment.

Principal risks	Description	Group's mitigating strategies, plans and controls
Adverse weather conditions	Vulnerable to severe weather conditions such as heavy rainfalls, high tides, storm surges and flooding. Pose risks to property infrastructure and safety leading to potential damage, financial loss, and prolonged business disruptions. Repair and restoration costs can be significant. Increased insurance premiums. Potential loss of property value due to recurrent weather-related issues. Safety aspect: Increased risk of injuries due to Hazardous conditions.	Install flood barriers (e.g sandbags) to protect from storm surges and high tides. Develop disaster recovery plans. Develop an emergency response plan that includes clear evacuation procedures for safely leaving the property in the event of severe weather. Obtain comprehensive insurance coverage including flood coverage.
Compliance with AML/CFT	Failure to comply with AML regulations, leading to fines and reputational damage. Not reporting the suspicious transactions of tenants to the relevant authorities.	Develop and maintain a strong AML/CFT compliance framework. Implement risk-based KYC processes tailored to different tenant-risk profiles. Ensure thorough documentation for all tenants. Use of global databases for screening PEPs and sanctioned individuals. Regular staff training to ensure that employees recognise red flags. Continuous monitoring and checks performed by the compliance officer.

Some of the other operational risks not listed above:

- Physical: losses resulting from external events such as natural disasters (e.g. cyclone), fire, explosion terrorism, riots and other political or social unrest. The Group reviews its insurance requirements regularly to ensure appropriate coverage in these circumstances
- Compliance: failure to comply with laws, regulations, codes of conduct and standard of good practice relevant to the group's business environment or to adapt to changes in a timely fashion could result in reputational damage and/or financial penalties. Collaboration with reputable local law firms to assist and provide advice on prevailing legislation. Adequate training is provided to employees and directors. The Group compliance officer also monitors compliance with the relevant laws, regulations and codes of conduct and reports to the relevant committees on a regular basis.
- Prompt allocation of permits and licenses from the authorities for development projects may delay their smooth progress. Maintain constructive and positive relationship and dialogue with the regulatory bodies and authorities.
- Reputation: Reputational risk is the risk of failure by the group to meet stakeholder expectations, that may cause stakeholders to form a negative view of the Group. The Group's image can be adversely affected and may result in loss of customer's confidence, trust and business relationships impacting on the Group's performance and ability to retain and generate business as well as a loss of investor confidence. The Group ensures that procedures are in place to assess, understand and meet the needs of stakeholders at all times. The Group's reputation is also managed at both senior management and operational level to ensure that our values and actions are in line with best practice standards.
- The group is also exposed to financial risks such as market risk, credit risk and liquidity risk. The management of these risks is further discussed in note 1 of the financial statements.

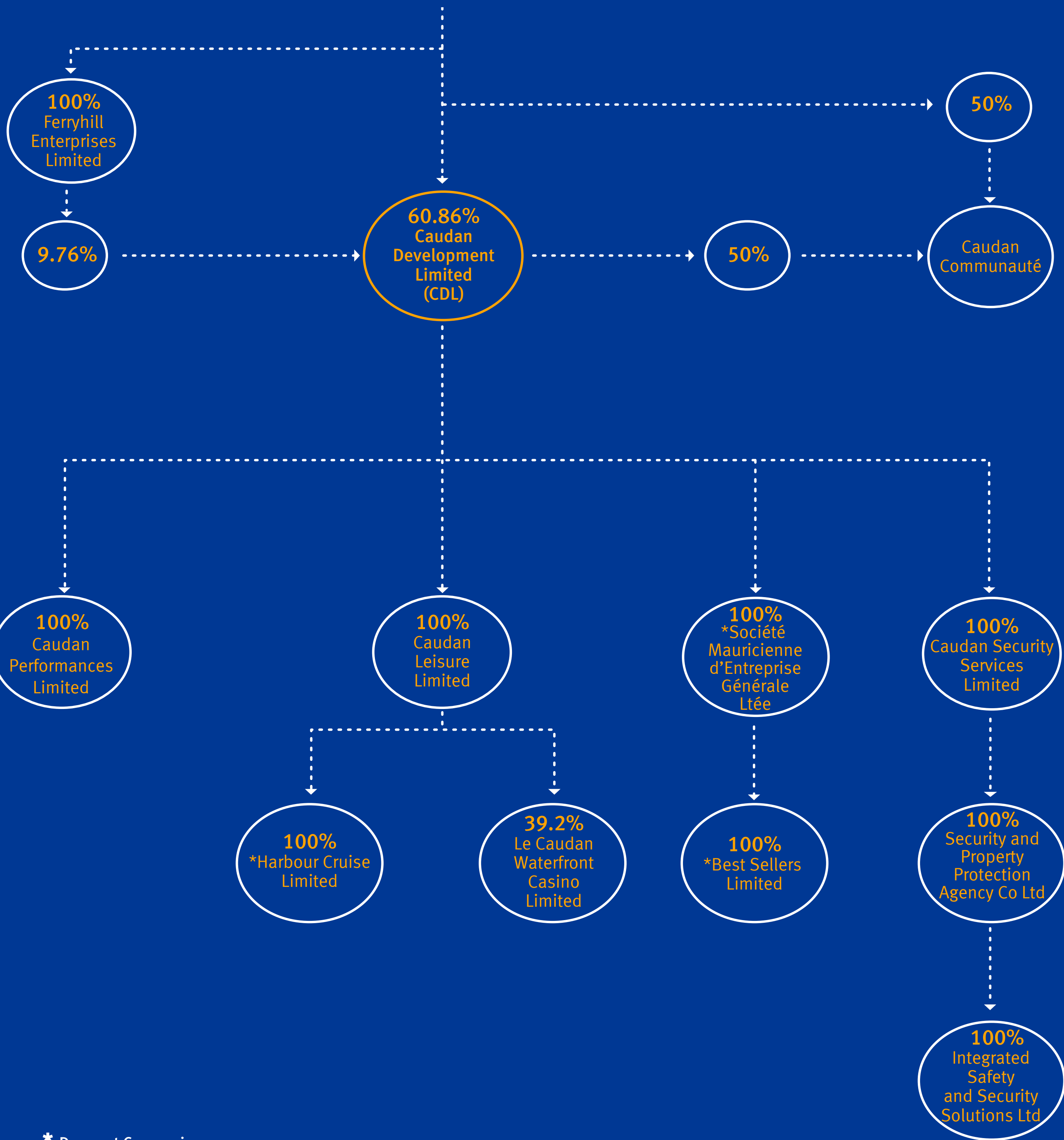
More than just a workplace

Amidst the incessant demands of work, we also value moments where staff across different departments can spend time together and engage in activities collectively. Such gatherings have become a feature of our work culture because we believe that creating moments of happiness reinforces a sense of belonging.

Acting now for a better future

A greener world and a sustainable future are not just concerns but part of our collective responsibility. Our staff are actively encouraged to participate in initiatives like cleanup drives and regeneration programs in Port Louis and surrounding areas, bringing positive change in our community.

Promotion and Development Ltd (PaD)



* Dormant Companies

To mitigate the above risks, the company has developed various policies, processes, systems and methods which are reviewed regularly to ensure that they are managed on a timely basis and in an effective manner. Risks workshops are thus organised periodically. A risk management framework has been put in place and an action plan implemented to mitigate the business risks and/or to transform them into business opportunities. This plan is reviewed so as to prioritise regularly key strategic orientations and initiatives and analyse the risks involved for their proper execution.

Throughout the financial year ended on June 30th 2024, the board maintained its focus on ensuring the Group was effectively managing its risks. A working session with the management team was conducted by our internal auditor, Pricewaterhouse-Coopers, to identify any new or emerging risks during the year under review. An updated risk register was then tabled to the Audit and Risk Monitoring Committee. The Group has recruited a dedicated process manager in February 2024 to oversee and manage the company's processes and ensure compliance with standards. This initiative has strengthened the internal controls, enhanced operational efficiency and ensured adherence to legal obligations. The group remains committed to fostering a robust risk management culture, with clearly defined roles and accountabilities.

The board is responsible for information governance within the company and its subsidiaries. It ensures that all risks pertaining to IT are mitigated and are systematically referred to consultants as appropriate. All risks emerging with the spread of new technologies and digitalisation practices issues and problems encountered are currently referred to the IT department of the MCB Ltd or other service providers. Internal control procedures have been implemented internally to avoid inter alia, malfunction or disruption in the operation of the systems and/or cyber-security breaches. Disaster recovery testing is done on an annual basis to ensure that the company can restore data and applications and continue operations after an interruption of its services, critical IT failure or complete disruption. The Business Intelligence tool for the leasing dashboard was rolled out in July 2024.

The following IT policies are currently in place:

IT policies	Objectives
Laptop	Minimise information security risks that may affect laptops.
Password	Enhance computer security by creating, protecting and frequently changing passwords.
Backup	Regular backup copies of information and software to protect against loss of data, maintain the integrity and availability of information and information processing facilities.
Information security & incident management policy	Protect information assets, prevent security incidents and reduce their potential impact. Identify information security events and weaknesses and take timely corrective action.
Logical access	Limit access to information processing facilities and business processes of the group.
Change Management	ensure that only authorized changes are made to systems and data by adequately evaluating and authorizing changes, testing the data and deploying the change.

Other existing policies which are currently in the process of being reviewed and approved are detailed below:

- Email, internet and other acceptable use policy: Outline appropriate and inappropriate use of email systems and services and internet resources.
- System administrator policy: establish administrative and privileged access rights to the company's IT systems and confidential information.
- Mobile code policy: protect integrity of software and information, provide instructions on measures to be taken to achieve effective malware detection and prevention.
- Network security policy: protection of information in networks and of supporting infrastructure.

reporting with integrity

The directors are responsible for preparing the financial statements in accordance with applicable laws and regulations. Company law requires the directors to prepare the financial statements in accordance with International Financial Reporting Standards.

The directors are also responsible for keeping adequate accounting records and for the preparation of accounts that fairly present the state of affairs of the company. The annual report and accounts are fair, balanced and understandable and provide the information necessary for shareholders and other key stakeholders to assess the company's position, performance and outlook. The directors have also the duty to safeguard the assets of the company and the group and for taking reasonable steps for the prevention and detection of fraud and other irregularities.

sustainability reporting

The Group, is committed to taking a holistic approach to sustainability, recognising the importance of economic, social, and environmental responsibility in its operations. This stems from a belief that sustainable business practices not only benefit our stakeholders but also contribute to a better future for our planet. The group strategy is therefore underpinned by its commitment to stability and the team has continued during the year to implement several ad-hoc sustainable and green initiatives. Examples of ongoing initiatives include:

- the use of eco-friendly biodegradable detergents when it comes to cleaning of premises,
- collection and recycling of used oils as part of the company's oil recycling initiative,
- reduction of paper consumption, paper collection for recycling,
- installation of water dispensers to shift off plastic bottles,
- implementation of selective separation and sorting of waste with the provision of adapted bins,
- recycling of IT equipment,
- monitoring and reduction of electric and water consumption,
- the selection of suppliers and service providers who adhere to sustainability initiatives,
- maximising the usage of QR codes to lower prints,
- preventive maintenance actions to avoid leakages and other waste of water,
- investing in energy efficient technologies,
- promoting conservative practices among staffs and tenants,
- purchasing eco-friendly products and sourcing locally whenever possible,
- encouraging the plastic transition,
- promotion of local culture and artists, diversity and heritage.

Furthermore, at the initiative of the Group, the sustainability team of the MCB Group was requested to make a presentation to the management, following which the Company decided to put up a structured and full-fledged project to strengthen its commitment towards sustainable development and hence, meet international standards with regard to environmental consciousness. In addition to ongoing initiatives mentioned above, Caudan as part of the PaD group is now working towards bringing consistency to its environment friendly policy.

As part of its commitment to sustainability, the Company is pleased to announce several key initiatives aimed at enhancing its sustainability efforts within this two-yearly plan with the continued support of a leading consulting firm, specialised in sustainability and B Corp certified, Dynamia Associates & Developers Ltd, appointed as advisor for the Company in May-June 2023:

Awareness Sessions

The company initiated a series of awareness sessions led by the consultant, aiming at mainstreaming sustainability within the Company. These sessions were designed to raise awareness among staff about the importance of sustainability and the associated risks and opportunities. The goal was also to strengthen the company's capacity for future climate action by embedding sustainability considerations into daily operations and decision-making processes.

Carbon Footprint (Scopes 1, 2, 3)

To further support the company's sustainability objectives, the management team received a comprehensive training focused on carbon footprint measurement. The course, tailored for accounting staff and sustainability officers, equipped participants with the necessary knowledge and tools to accurately measure and monitor the company's carbon footprint. By utilising recognised carbon analytics tools, the course enabled participants to assess Scope 1 (direct emissions), Scope 2 (indirect emissions from electricity consumption), and the more complex Scope 3 emissions (upstream and downstream activities). This initiative empowered the team to proactively collect and analyse relevant data, facilitating precise carbon footprint calculations and supporting informed decision-making.

Comprehensive Sustainability Strategy

The Company pursued the development of its sustainability strategy, aiming to create a clear and actionable roadmap that harmonises and valorises existing initiatives while enhancing its capacity to generate economic, social, and environmental value. This strategy will guide the Company's sustainability efforts and investments in the coming years. The process, which began with initial interviews and context analysis, is designed to involve team members from various departments, ensuring a collaborative and inclusive approach. Notable steps of this process undertaken included:

- Strategy Sessions: The holding of such sessions played a crucial role in the development of the company's sustainability strategy. Through a series of strategic sessions held with the executive directors, sustainability and specifically climate-related risks were identified and assessed. These risks were shared and discussed during two working sessions, where input was also sought from key staff members. This collaborative approach ensured that operational realities were considered in crafting strategic paths for sustainability and climate risk mitigation and opportunity identification. As a result of these sessions, the company has enhanced its capacity to assess potential risks and has begun to identify possible business opportunities. Moreover, the consolidation of key strategic pillars is underway, one of which will support the enrichment and promotion of culture, for which a comprehensive action plan is currently being developed and is scheduled for implementation during the year 2024/2025.
- Key Performance Indicators ('KPIs') Development: The development of KPIs to measure the impact and progress of the sustainability strategy, once it has been developed, was initiated. These KPIs will be integral to the company's commitment to improving transparency and accountability and will thus support a new monitoring and reporting system, which will build on previous initiatives to enable the reporting of sustainability performance in accordance with international standards, including IFRS Sustainability Standards 1 and 2 (S1 and S2). This system will standardise how the company addresses and adapts to climate change, ensuring clarity and consistency in its sustainability reporting.

audit

Audit and Risk Monitoring Committee

The mission of the Audit and Risk Monitoring committee is to establish formal and transparent arrangements regarding how to apply financial reporting and internal control principles and to maintain an appropriate relationship with the company's auditors.

The Audit and Risk Monitoring Committee confirms that, for the year under review, it has met its key objectives and carried out its responsibilities effectively in accordance with its Charter.

During the year under review, the Audit and Risk Monitoring Committee has continued to focus on its key objectives namely: overseeing financial reporting, internal controls, internal and external audit.

internal audit

Following a tender process, the internal audit function was outsourced to PricewaterhouseCoopers (PwC) since October 2022. PwC team is led by an experienced partner supported by a senior manager. Both are qualified accountants. They are supported by a team including provision of specialist skills (for instance, tech assurance skills) as required.

PwC performs their internal audit work in line with the Global Internal Audit Standards of the Institute of Internal Auditors.

PwC reports directly to the Audit and Risk Monitoring Committee for independence and objectivity and has attended each meeting of the Audit to present their work. It has also met the Committee without the presence of management. The internal auditor had unfettered access to the group's documents, records, properties and personnel, including access to the Audit and Risk Monitoring Committee.

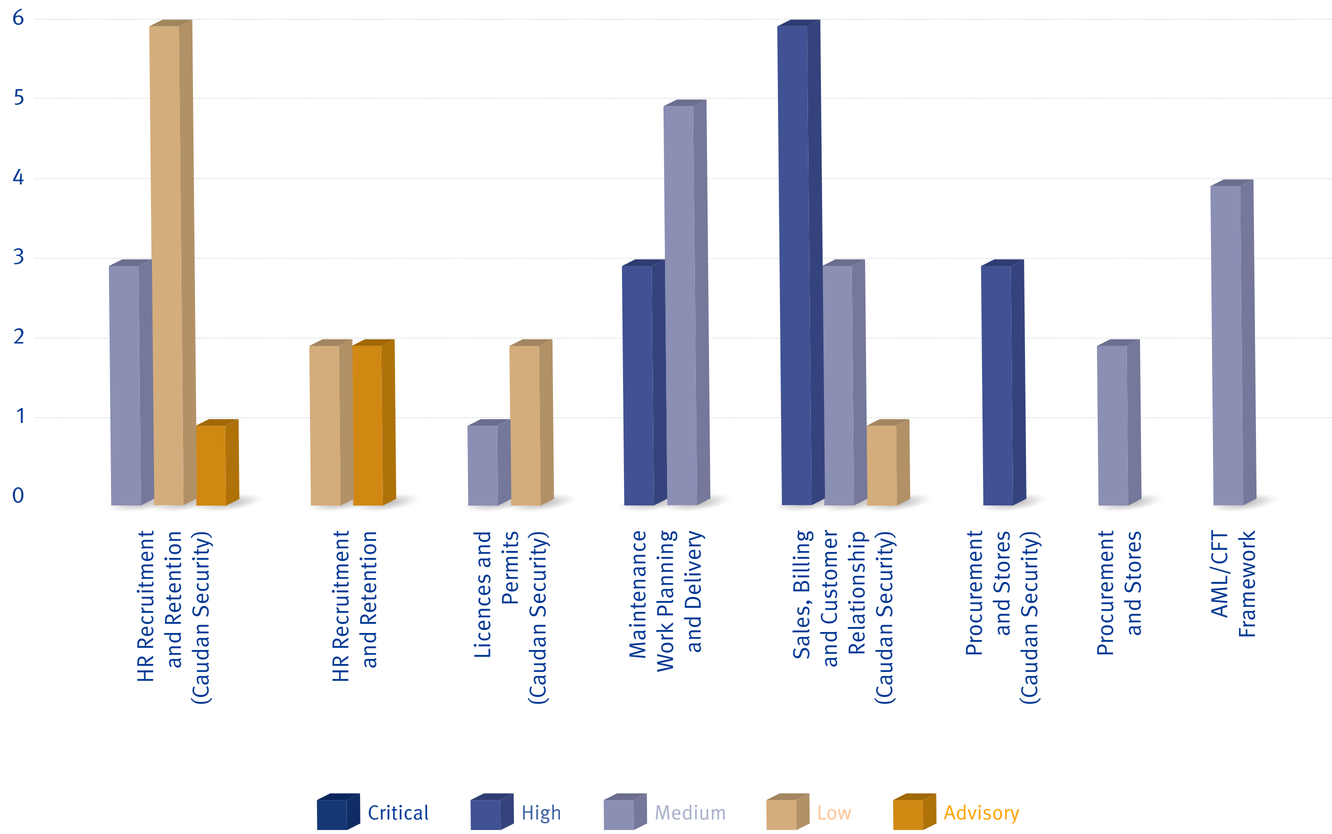
On appointment, PwC conducted a new risk assessment which served as a basis for the development of a risk based internal audit plan. In June 2024, following a working session conducted with the management team, an updated risk register was tabled to the Audit and Risk Monitoring Committee. The risk assessment and resulting audit plan for the forthcoming financial year have been approved by the Audit and Risk Monitoring Committee.

During the year ended June 30th 2024, PwC has completed six audits:

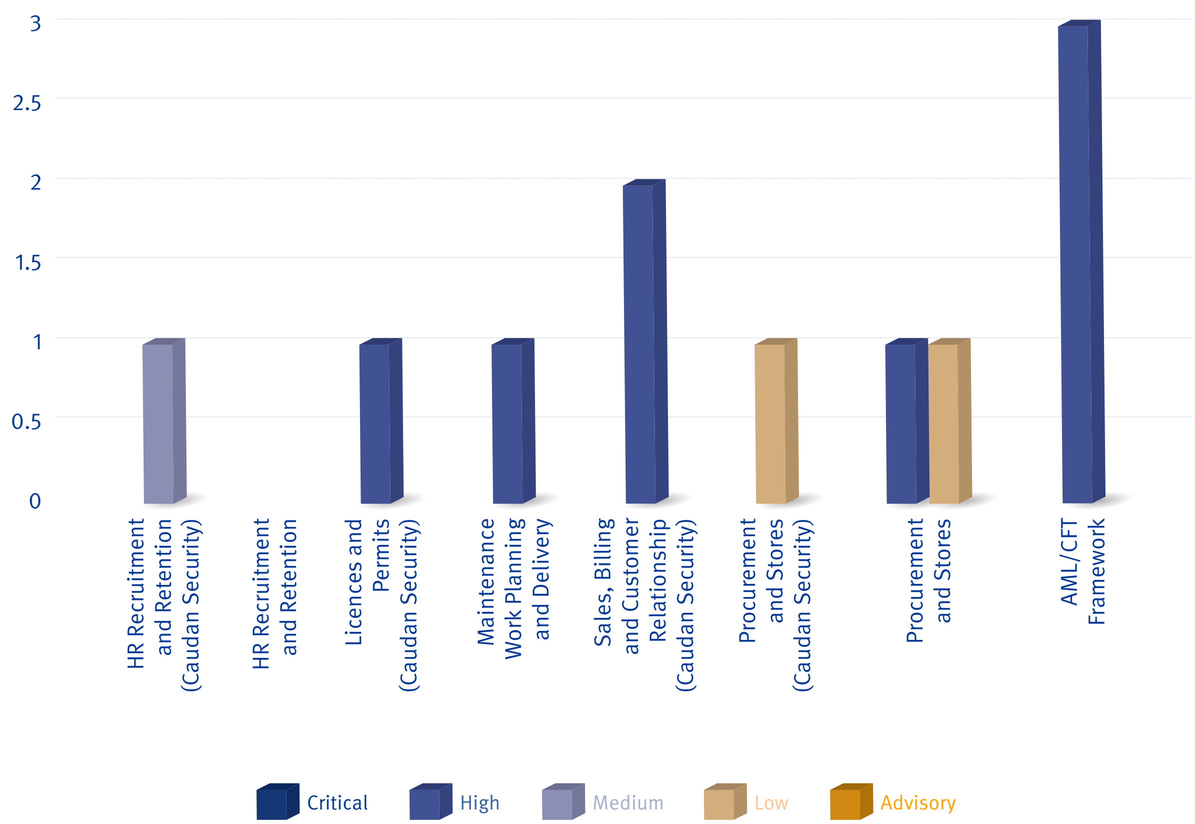
Audit assignments	Areas covered
Procurement and Store management	› Governance, planning, supplier management, ordering and purchasing, reporting
Sales and Billing (Security)	› Governance, customer acceptance, contracting, billing, customer retention, relationship
Licence and Permit (Security)	› Governance, licence renewal, licence and permit conditions, fees, valid licence
Maintenance work planning and delivery	› Governance, contractors, work planning and allocation, work delivery, use of technology
AML Framework	› Governance, risk management, client and transaction monitoring, people management processes, Data management, regulators
HR-Recruitment and Retention	› Governance, recruitment, retention, market benchmarking

The findings are shown below:

Control Design



Operating Effectiveness



The internal audit findings, recommendations and status of remediation were reviewed and discussed with the committee members and management, who also submitted an action plan for the various findings.

The Audit and Risk Monitoring Committee has ensured the adequacy and effectiveness of the internal audit function.

external audit

Annual audit plans are presented in advance by the external auditors and reviewed by the Audit and Risk Monitoring Committee.

The Audit and Risk Monitoring Committee also reviews the external auditors' report and any recommendations for improvements in controls and procedures identified in the course of their work and ensures the proper follow up of previous recommendations.

The Audit Committee also evaluates the performance of the External Auditor and reviews the integrity, independence and objectivity of the External Auditor by:

- Confirming that the External Auditor is independent from the company; and
- Considering whether the relationships that may exist between the company and the External Auditor impair the External Auditor's judgement.

Fun at Every Step

Le Caudan Waterfront has always aspired to be a lively, inviting destination, designed with open spaces along the waterfront that welcome visitors for leisurely strolls or fun runs along our jogging track. Far more than a mall, LCW is a vibrant hub where people come to relax, explore and gather for unique experiences.

Building connections

Many initiatives have been undertaken to have meaningful opportunities to connect - not only with the natural beauty of our island but also with one another. Such initiatives strengthen bonds and refresh our commitment to being and the environmental.

Upon approval from the Audit Committee, the board of the company thereafter recommends the appointment of external auditors to the shareholder in the Annual Meeting of shareholders for approval by way of an ordinary resolution. Following a tender proposal issued in August 2019, Ernst and Young ("EY") were appointed as external auditors of the company for the year ending June 30th 2020 at the annual meeting of shareholders of the company in December 2019. They were subsequently re-appointed as external auditors for the years ending June 30th 2021, 2022, 2023 and 2024 at the respective annual meetings. As at June 30th 2024, the length of tenure was five (5) years.

Although the External Auditor may provide non-audit services to the company, the objectivity and independence of the External Auditor is safeguarded through restrictions on the provisions of these services such as:

- where the External Auditor may be required to audit its own work, or
- where the External Auditor participates in activities that should normally be undertaken by the company.

relations with shareholders and other key stakeholders

At June 30th 2024, the capital structure of the company was MRs2,000,000,000, represented by 2,000,000,000 ordinary shares of MRe1.00 each and there were 3,179 shareholders on the registry.

Shareholders holding more than 5% of the share capital of the company at June 30th 2024

shareholder	number of shares	% held
Promotion and Development Ltd	1,217,257,922	60.86
Ferryhill Enterprises Ltd	195,236,234	9.76
	1,412,494,156	70.62
MCB Group Limited	135,882,191	6.79
Fincorp Investment Ltd	106,790,072	5.34

Subsidiaries and associates of the company are listed in notes 5 and 6 respectively of the financial statements.

group structure as at June 30th 2024

The holding structure up to and including Promotion and Development Ltd, the ultimate parent, is shown overleaf.

size of shareholding	number of shareholders	number of shares owned	% holding
1-500 shares	426	76,632	0.0038
501-1,000 shares	223	161,422	0.0081
1,001-5,000 shares	914	2,103,786	0.1052
5,001-10,000 shares	335	2,341,116	0.1171
10,001-50,000 shares	751	16,828,509	0.8414
50,001-100,000 shares	172	12,278,497	0.6139
Above 100,000 shares	341	1,966,210,038	98.3106
Total	**3,162**	**2,000,000,000**	**100.00**

category	number of shareholders	number of shares owned	% holding
Individuals	2,934	112,796,580	5.6398
Insurance and Assurance Companies	5	16,723,621	0.8362
Pensions and Provident Funds	30	111,557,508	5.5779
Investment and Trust Companies	22	158,697,625	7.9349
Other Corporate Bodies	171	1,600,224,666	80.0112
Total	**3,162**	**2,000,000,000**	**100.00**

The number of shareholders given above is indicative, having been obtained by consolidation of multiple portfolios for reporting purposes.

The board places great importance on an open and transparent communication with all shareholders; and it endeavours to deliver to the shareholders and to the global investing community thorough and up to date information to support informed investment decisions and keep them informed on matters affecting the company, which could have a material impact on the company's share price.

The company communicates to its shareholders through its Annual Report, publication of unaudited quarterly and audited abridged financial statements of the group, dividend declaration, if any, press announcements and the Annual Meeting of Shareholders to which all shareholders are encouraged to attend. All shareholders of the company are encouraged to attend and vote at shareholders' meetings in person. Shareholders who cannot attend the meetings in person are encouraged to vote by proxy. The company is required to comply with the provisions of the Listing Rules on the continuous disclosure obligations. Results and annual reports are announced and issued within the specified period. All announcements are posted on the company's website (www.caudan.com/investor-relations).

The company's website is also an important means of effectively communicating with all stakeholders, keeping them abreast of developments within the group.

The shareholders are entitled to receive the Annual Report of the company and the notice of Annual Meeting within six months of the end of the financial year and at least 21 days before the Annual Meeting in accordance with the Companies Act 2001.

shareholders' calendar

The company has planned the following forthcoming events:

Mid-November 2024	release of first quarter results to September 30th 2024
December 2024	annual meeting of shareholders
Mid-February 2025	release of half-year results to December 31st 2024
Mid-May 2025	release of results for the nine month period to March 31st 2025
June 2025	declaration of final dividend (if any)
End-September 2025	release of full year results to June 30th 2025
Mid-November 2025	release of first quarter results to September 30th 2025
December 2025	annual meeting of shareholders

post balance sheet event – scheme of arrangement

On September 5th 2024, the Board of Directors of the company issued a Joint Communiqué with PaD to inform their respective shareholders that they have decided to proceed with a restructuring exercise of their group structure through a scheme of arrangement under sections 261 to 264 of the Companies Act, pursuant to which the shares held by the non-controlling shareholders of the company would be exchanged for shares in PaD on the basis of a share exchange ratio to be determined. The scheme is subject to the approval of the shareholders of Caudan and PaD, and to the sanction of the Supreme Court (Bankruptcy Division) following a petition made to the court, in addition to other regulatory approvals. This post balance sheet event may affect the above-mentioned calendar. The shareholders will be kept informed of any developments in this matter.

relations with other stakeholders

The board recognises the importance of all other stakeholders and is committed to building positive relationships with them and addressing their concerns. In particular, the board identifies various groups and individuals who have an interest in or are affected by the group's operations and ensures that their needs are being met. Some of them (not limited to) are listed down below.

Employees

Employees are a critical stakeholder group. The group is committed to promote a culture of talent development and employee engagement. In order to foster an open and transparent communication, regular meetings have been organised with all employees, as well as a suggestion box implemented to encourage employees to share their ideas, concerns, or feedback anonymously, following which initiatives have been implemented by the company to enhance the workplace. These include, inter alia, the purchase of ergonomic chairs for employees in the administration, welfare activities such as domino tournament and sport activities, monthly birthday celebrations, women's day and mother's day events, establishment of a welfare committee, etc. The company has a wide range of internal policies in place to promote a culture of inclusiveness and equal opportunity. Through this process, the group has been assisted by a seasoned HR practitioner to design its HR strategy and maintain employee engagement. The company is pleased to report that thanks to this collaboration, a comprehensive framework is now in place for employees. In line with its Group Values, the Caudan Group is committed to becoming a Learning Organisation. A Training policy is also being implemented to ensure that all team members have access to learning, development and training opportunities to enable them to be suitably knowledgeable and skilled to carry out their role within the Company and develop their talents. The training plan for the coming three (3) years until 2027 has been established, based on the training needs analysis carried out by the HR team. During the year under review, 18 training courses have been delivered, with a total of 385 attendees. The company is also pleased to report that it is in the process of applying for accreditation for its 'Caudan Training Academy'.

Customers/clients

The Group values its customers, as well as the public at large and client satisfaction is a top-priority. Caudan provides diverse, delightful and meaningful experiences through placemaking, shows and events that appeal to a broad range of consumers. The Group aims to provide high quality products and services in a professional and innovative manner. We continuously strive to understand consumer needs and improve customer facilities. During the year under review, the company has invited the public in general to numerous events.

Occupiers

Caudan provides a ready-made platform for a diverse and evolving mix of occupiers (both retailers and offices). A constant dialogue is maintained via regular meetings to monitor their performance, build strong relationships and seek to understand their businesses so as to best meet their needs.

Caudan also strives to be a responsible partner with a wide range of partners who hold shows, events, classes or exhibitions at the Caudan Arts Centre. The team is committed to meeting their expectations and needs by providing quality experiences maximizing their satisfaction.

Suppliers

Suppliers underpin our value chain and are crucial to the Group's operations and success. Thanks to the supply chain, the Group can make the difference in terms of its efficiency and quality of products. The Group has a transparent tendering and selection process with regards to purchases. The group engages with its suppliers to maintain trust and positive relationships.

Government, regulatory and institutional bodies

The Company recognises the importance of Authorities and Regulatory Bodies, which set and enforce laws and regulations governing various aspects of its operations. Ensuring compliance is essential to maintaining a lawful and sustainable business. Authorities and Regulatory Bodies are also responsible for the issuance of licences and permits. The group maintains constructive relationships with the relevant authorities.

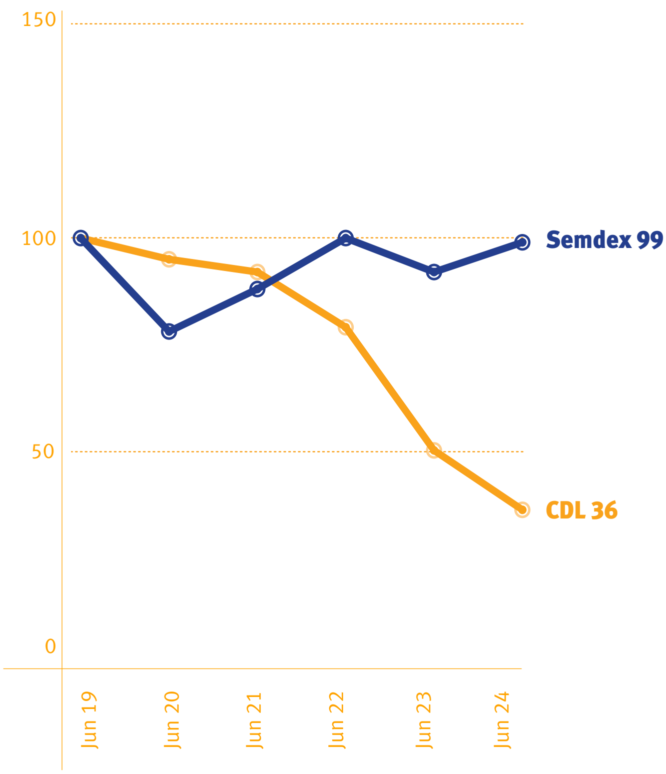
Communities

The Company is committed to communities engagement in the surroundings of Port Louis and to help as much as possible to resolve local issues. Through Arts in diverse forms, the company is committed to supporting all communities by fostering creativity, encouraging self-expression, and providing a platform for positive social engagement. The company believes in inclusion of the youth and as such, has organised through the year backstage and theatre tours for students of primary and secondary schools, followed by discussions about the art and culture in Mauritius. Additionally, tickets at the Arts Centre for certain shows have been discounted or given for free to NGO's such as Cirque Social of Mare La Chaux.

The company uses different means to communicate effectively with all stakeholders (not limited to): emails, newsletters, social media, the Company's website, press releases, meetings and/or surveys.

share price information

evolution of the company's share price compared to the Semdex over the past five years



(Base year, June 2019 = 100)

the constitution

A copy of the constitution is available at the registered office of the company and on its website. There are no clauses of the constitution deemed material to be disclosed.

common directors

common directors within the holding structure of the company

at June 30th 2024	Promotion and Development
Jean-Philippe Coulier	›
Richard Arlove	›
Priscilla Balgobin-Bhoyrul	›
Catherine Fromet de Rosnay	›
Gilbert Gnany *(up to March 2024)*	›
Dean Lam *(as from December 2023)*	›
Jocelyne Martin	›
Bernard Yen	›

shareholders agreement

There is currently no shareholders' agreement affecting the governance of the company by the board.

third party management agreement

There were no such agreements during the year under review.

dividend policy

The company's objective is to provide value to its shareholders through optimum return on equity. The company does not currently have a formal dividend policy. The declaration amount and payment of future dividends depend on many factors, including level of profits realised, cash flow and financial condition, expansion and working capital requirements, commitments with regards to future projects and other factors deemed relevant by the board. The company however aims at achieving a reasonable return and regular income in the form of stable dividends and as far as possible, intends to maintain or grow the dividend each year.

The Audit and Risk Monitoring Committee and the board ensure that dividends are paid out only if the company, shall upon the distribution being made, satisfy the solvency test. Dividends are normally declared and paid once a year.

As a result of the severe weather conditions that have significantly impacted Le Caudan Waterfront recently, the company has not declared any dividend during the year under review.

trend over the past five years

year	dividend per share
	cents
2024	**-**
2023	-
2022	-
2021	-
2020	-

statement of directors' responsibilities

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

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

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

- an effective system of internal control and risk management has been maintained; and
- the code of corporate governance has been adhered to.

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

Approved by the board of directors on
September 26th 2024 and signed on its behalf by

Jean-Philippe Coulier
Chairperson

Jocelyne Martin
Director

Statement of Compliance

(SECTION 75 (3) OF THE FINANCIAL REPORTING ACT)

name of public interest entity ('P.I.E')

Caudan Development Limited

reporting period

Year ended June 30th 2024

We, the directors of Caudan Development Limited, confirm that, to the best of our knowledge, the P.I.E has fully complied with the principles of the National Code of Corporate Governance (2016).

Approved by the board of directors on September 26th 2024 and signed on its behalf by

Jean-Philippe Coulier
Chairperson

Jocelyne Martin
Director

Company Secretary's Certificate

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

PaD Corporate Services Ltd

Company Secretary

September 26th 2024

Statutory Disclosures

(SECTION 221 OF THE COMPANIES ACT 2001)

principal activities

The principal activities of the group continued throughout 2024 to be property development and investment and the provision of security services.

directors' interests in shares

The directors are aware of the contents of the Model Code on Securities Transactions by Directors (appendix 6 of the Mauritius Stock Exchange Listing Rules 2000).

Interests of the directors in the share capital of the company and its subsidiaries at June 30th 2024

number of shares	direct	indirect
Jean-Philippe Coulier	-	163,793
Richard Arlove	-	-
Priscilla Balgobin-Bhoyrul	-	-
Bernard D'Hotman de Villiers	-	-
Catherine Fromet de Rosnay	-	-
Dean Lam	-	-
Jocelyne Martin	158,628	-
Philippe Raffray	-	-
Bernard Yen	146,426	-

directors of subsidiaries

For directors of subsidiaries, please refer to page 108 of the financial statements.

directors' service contracts

There are no service contracts between the company or its subsidiaries and the directors.

directors' indemnity insurance

The company has contracted an indemnity insurance cover for the directors' liability.

directors' remuneration

The total remuneration and benefits received by each director of Caudan from the company and its subsidiaries are found on page 21.

	THE COMPANY		SUBSIDIARIES	
MRs000	**2024**	2023	**2024**	2023
Full time executive directors	**-**	-	**-**	-
Non-executive directors	**1,349**	1,259	**150**	25
	1,349	1,259	**150**	25

contract of significance

During the year under review, there was no contract of significance to which the company was a party and in which a director was materially interested either directly or indirectly.

auditors' fees

Fees payable to the auditors for audit and other services, year ended June 30th 2024

	THE COMPANY		SUBSIDIARIES	
MRs000	**2024**	2023	**2024**	2023
Ernst & Young				
Audit services	**1,852**	1,472	**700**	524
Other services	**-**	-	**-**	-
	1,852	1,472	**700**	524

donations

No charitable donations were made during the year (2023: nil).

No political donations were made during the year (2023: nil).

major transactions

To the best of the Board's knowledge, the Company has not entered into any major transaction during the year.

Corporate Social Responsibility

CSR fund

Ever since inception, the company has always been committed in providing voluntary support to non-governmental organisations (NGOs) and sponsorship to individuals and associations for the promotion of education, arts and culture and sports activities. Other companies within the group have also individually contributed to fulfil their social responsibility. Our subsidiary, Caudan Development has provided free spaces in the mall for local crafts, exhibitions and cultural and sports events with a view to promote empowerment.

The commitment of the group towards corporate social responsibility was further strengthened with the incorporation in 2010 of Caudan Communauté, a special purpose vehicle (SPV) to implement the specific CSR programme of the group. Its main responsibilities consist of financing and working closely in partnership with all stakeholders of the community: the public through NGOs engaged in social work, other foundations which have similar objectives and the authorities, namely the National Social Inclusion Foundation (NSIF).

The management of Caudan Communauté has been entrusted to a committee composed of representatives of the group to translate the philosophy and vision of the group in all CSR activities.

The field of intervention of Caudan Communauté is as follows:

- promotion of socio-economic development, including poverty alleviation and the improvement of gender and human rights;
- promotion of development in the fields of health, education and training, leisure and environment;
- intervention and support during and following catastrophic events; and
- undertaking or participation in programmes approved by the NSIF.

Since its operation, Caudan Communauté has contributed in the following areas namely:

- support to vulnerable groups: children, women in distress and handicapped;
- education: literacy programmes and training;
- health: support to the rehabilitation of patients suffering from mental disorder, inadapted children and fight against AIDS;
- human values: fight against corruption;
- arts and culture: opportunities for development of talented musicians;
- sports: promotion of sports events;
- environment: creation of green spaces outside the work place; and
- empowerment of women and children.

During the year under review, Caudan Communauté extended its support to Carpe Diem: an NGO dedicated to using art as a powerful medium to raise awareness about the preservation of nature. Carpe Diem is committed to fostering environmental consciousness through artistic expression, regular workshops and sessions that reach out to children and adults in underpriviledged areas. Our support to Carpe Diem helped to organise a large-scale event whereby international artists could travel to Mauritius to collaborate with local artists and in turn, intervene in difficult areas through different workshops and art therapy sessions. This initiative has helped to empower young participants by providing creative platforms to inspire both self-expression and a deeper understanding of environmental preservation. These values resonate strongly with our growing concern for sustainable, education and community-centric projects.

As part of its diverse artistic offering, Caudan Arts Centre (CAC) is deeply committed to community engagement and fostering artistic awareness through a range of accessible initiatives. This year, CAC has hosted a number of free visits and tours for children of public primary and secondary schools. Opening its doors to young audiences means allowing children to explore the theatre and artistic world, what goes on behind the scenes, participate in Q&A sessions with the creative team and gain valuable insights into the world of arts and potential career paths. CAC has also been heavily involved in artistic collaborative endeavours with groups such as ABAIM, Fondation Georges Charles and Autisme Maurice through workshops and performances.

To make performances more accessible for children, CAC has also built strong relationships with community organisations such as Cirque Sociale de Cite La Chaux and 10th Lower Plaine Wilhems Notre Dame du Rosaire, ensuring that art is within reach for all. One of the highlights of the CAC programming were projects like Tizan Gato Kanet and Retrospektiv Vaco – both related to the rich cultural heritage of Mauritius. Children who had access to the shows also discovered the Retrospektiv Vaco exhibition and the last artworks by the prolific Mauritian artist, Vaco Baissac. Guided tours with explanations were given to students from public schools as well as elder members of senior homes. CAC collaborated with artistic groups such as A Million Dreams show to help fund raise for different associations. Together with Ensemble 415, a fundraising concert was held to enable a young artist to pursue her higher studies in music abroad.
Through these initiatives, CAC has not only sought to actively nurture appreciation for creative expression within the community, but also to make arts more accessible.

Independent Auditor's Report

to the members of
Caudan Development Limited and
its subsidiaries

Report on the audit of the Consolidated and Separate Financial Statements

Opinion

We have audited the consolidated and separate financial statements of Caudan Development Limited (the "Company") and its subsidiaries (the "Group") set out on pages 52 to 107 which comprise the consolidated and separate statements of financial position as at June 30th 2024, and the consolidated and separate statements of profit or loss and other comprehensive income, consolidated and separate statements of changes in equity and consolidated and separate statements of cash flows for the year then ended, and notes to the consolidated and separate financial statements, including material accounting policy information.

In our opinion, the consolidated and separate financial statements give a true and fair view of the consolidated and separate financial position of the Group and Company as at June 30th 2024, and of its consolidated and separate financial performance and consolidated and separate cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board and comply with the 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 Consolidated and Separate Financial Statements section of our report. We are independent of the Group and the Company in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) (the "IESBA Code") and other independence requirements applicable to performing audits of financial statements of the Group and Company and in Mauritius. We have fulfilled our other ethical responsibilities in accordance with the IESBA Code and in accordance with other ethical requirements applicable to performing audits of the Group and Company and in Mauritius. 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 judgement, were of most significance in our audit of the consolidated and separate financial statements of the current period. These matters were addressed in the context of our audit of the consolidated and separate financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the consolidated and separate financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated and separate financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated and separate financial statements.

The Key Audit Matters apply equally to the audit of the consolidated and separate financial statements.

Key Audit Matter	How the matter was addressed in the audit

Valuation of investment properties

Investment property makes up approximately 90.7% (2023: 89.3%) of the total assets of the Group at a fair value of MRs4.98 billion (2023: MRs4.95 billion) and 91.9% (2023: 90.1%) of the total assets of the Company at a fair value of MRs4.81 billion (2023: MRs4.80 billion). The portfolio consists of retail, industrial and office properties.

The disclosures associated with the valuation of investment properties is set out in note 2 - Investment Property and note 1 for the summary of material accounting policy information.

The Group and Company hold a significant number of investment properties which are fair valued each year under IAS 40 with the change in fair value being reflected in the income statement. The valuation of these properties is carried out for management by third party valuers Elevante Property Services Ltd (the "valuer"). The valuer was engaged by the Directors and performed their work in accordance with the Royal Institution of Chartered Surveyors ("RICS") Valuation– Professional Standards.

The valuation of investment properties represents a significant estimation uncertainty.

In determining the valuation of a property, the valuer considers property specific information such as the current tenancy agreements and rental income. They apply assumptions for yields and estimated market rent, which are influenced by prevailing market yields and comparable market transactions, to arrive at the final valuation.

The valuation of the Group and Company's property portfolio was identified as a key audit matter given the valuation is inherently subjective due to, among other factors, the individual nature of each property, its location and the expected future rental streams for particular properties.

The significance of the estimates and judgements involved, coupled with the fact that only a small percentage difference in individual property valuations, when aggregated, could result in a material misstatement, warranted specific audit focus in this area.

Our audit procedures included, but were not limited to:

- Considered the adequacy of the disclosure of the investment property and the fair value thereof against the requirements of IAS 40 - Investment Property and IFRS 13 - Fair Value Measurement on note 1.
- Assessed the valuer's qualifications and expertise and read their terms of engagement with the Group to determine whether there were any matters that might have affected their objectivity or may have imposed scope limitations upon their work. We also considered fees and other contractual arrangements that might exist between the Group and the valuers.
- Read the valuation reports for all the properties and confirmed that the valuation approach for each was in accordance with RICS standards and IAS 40.
- Assessed the appropriateness of the key assumptions used across the portfolio, corroborating yields, Estimated Rental Values ("ERV"), and other key assumptions to comparable information where available.
- In instances whereby comparable information has not been readily available we have sought to understand the valuers' rationale and experience in the local market.
- Our internal valuation experts have then recomputed the valuation for each investment property to ascertain the reasonableness of the underlying valuation and performed separate sensitivity analysis where appropriate.
- Other detailed inputs to the model such as current rents, expenses, existence of original title deeds have been agreed back to supporting documentation.
- We, along with our internal valuation experts, held discussions with management and the valuer to discuss and challenge their approach, the key assumptions, and their rationale behind. The more significant valuation movements during the year.
- The valuation commentaries provided by the external valuer and supporting evidence, enabled us to consider the property specific factors that may have had an impact on value, including recent comparable transactions where appropriate.
- Considered the disclosure in the accounts including critical accounting estimates; and
- Discussed with the Audit Committee the procedures that we carried out and our findings.

Other Information

The Directors are responsible for the other information. The other information comprises the information included in the 107 page document titled "CAUDAN DEVELOPMENT LIMITED AUDITED FINANCIAL STATEMENTS Year ended June 30th 2024", which includes the Financial Highlights, Performance Summary, Corporate Information, Corporate Governance Report, Statement of Compliance, Company Secretary's Certificate and Statutory Disclosures as required by the Companies Act 2001, which we obtained prior to this auditor's report and the Chairperson's Statement and the Corporate Social Responsibility which are expected to be made available to us after that date. The other information does not include the consolidated and separate financial statements and our auditor's report thereon.

Our opinion on the consolidated and separate financial statements does not cover the other information and we do not express an audit opinion or any form of assurance conclusion thereon.

In connection with our audit of the consolidated and separate financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the consolidated and separate financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information obtained prior to the date of this auditor's report, 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 the Directors for the Consolidated and Separate Financial Statements

The Directors are responsible for the preparation and fair presentation of the consolidated and separate financial statements in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board and the requirements of the Companies Act 2001 and the Financial Reporting Act 2004, and for such internal control as the Directors determine is necessary to enable the preparation of consolidated and separate financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated and separate financial statements, the Directors are responsible for assessing the Group and 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 Group and the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Consolidated and Separate Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated and separate 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 consolidated and separate financial statements.

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

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

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group and the Company's internal control.

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

- 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 Group and 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 consolidated and separate 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 Group and/or the Company to cease to continue as a going concern.

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

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

We communicate with the Directors 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 the directors 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, actions taken to eliminate threats or safeguards applied.

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

Use of our report

This report is made solely to the Company's members, as a body, in accordance with Section 205 of the Companies Act 2001. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

Report on other legal and regulatory requirements

Companies Act 2001

We have no relationship with or interests in the Company other than in our capacity as auditor and dealings in the ordinary course of business.

We have obtained all the information and explanations we have required.

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

Financial Reporting Act 2004

Corporate Governance Report

The Directors are responsible for preparing the Corporate Governance Report. Our responsibility under the Financial Reporting Act is to report on the compliance with the Code of Corporate Governance ("the Code") 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 Group has, pursuant to section 75 of the Financial Reporting Act, complied with the requirements of the Code.

Ernst & Young
Ebène, Mauritius

Anjaala Ramkhelawon, F.C.A
Licensed by FRC

September 26th 2024

Financial Statements

Statements of financial position

		THE GROUP		THE COMPANY	
MRs000	notes	**2024**	2023	**2024**	2023
Assets					
Non-current assets					
Investment property	2	**4,984,331**	4,952,940	**4,809,996**	4,802,065
Property, plant and equipment	3	**316,130**	320,067	**116,633**	115,557
Intangible assets	4	**2,677**	2,935	**299**	489
Investments in subsidiary companies	5	**-**	-	**14,272**	14,272
Investment in associate	6	**-**	-	**-**	-
Deferred tax assets	14	**7,581**	7,297	**-**	-
		5,310,719	5,283,239	**4,941,200**	4,932,383
Current assets					
Inventories	7	**17,696**	18,759	**5,073**	4,456
Trade and other receivables	8	**78,928**	154,456	**17,209**	110,881
Other financial assets	9	**30,826**	51,100	**237,171**	252,549
Prepayments	9A	**9,469**	14,259	**6,009**	11,292
Income tax receivable	20A	**16,079**	14,320	**8,177**	8,196
Cash and cash equivalents		**30,658**	10,011	**20,724**	7,896
		183,656	262,905	**294,363**	395,270
Total assets		**5,494,375**	5,546,144	**5,235,563**	5,327,653
Equity and liabilities					
Capital and reserves attributable to owners of the parent					
Share capital	11	**2,000,000**	2,000,000	**2,000,000**	2,000,000
Revaluation reserve	12B	**36,001**	-	**7,791**	-
Retained earnings	12A	**2,449,392**	2,432,456	**2,166,937**	2,129,376
Total equity		**4,485,393**	4,432,456	**4,174,728**	4,129,376
Liabilities					
Non-current liabilities					
Borrowings	13	**472,000**	534,000	**472,000**	534,000
Deferred tax liabilities	14	**244,754**	238,322	**215,273**	211,787
Employee benefit liabilities	15	**46,219**	37,836	**10,624**	8,465
Lease liabilities	27	**19,581**	22,266	**19,581**	22,266
		782,554	832,424	**717,478**	776,518
Current liabilities					
Trade and other payables	16	**151,975**	156,445	**273,722**	289,719
Contract liabilities	17	**4,818**	4,164	**-**	-
Borrowings	13	**62,000**	112,757	**62,000**	124,142
Lease liabilities	27	**7,635**	7,898	**7,635**	7,898
		226,428	281,264	**343,357**	421,759
Total liabilities		**1,008,982**	1,113,688	**1,060,835**	1,198,277
Total equity and liabilities		**5,494,375**	5,546,144	**5,235,563**	5,327,653

These financial statements have been approved for issue by the board of directors on September 26th 2024 and are signed on its behalf by

Jean-Philippe Coulier *Chairperson*

Jocelyne Martin *Director*

The notes on pages 56 to 107 form an integral part of these financial statements. The auditor's report is on pages 47 to 50.

Statements of profit or loss and other comprehensive income

		THE GROUP		THE COMPANY	
MRs000	notes	**2024**	2023	**2024**	2023
Revenue	18, 22	**651,690**	585,953	**273,570**	249,708
Operating expenses	22	**(589,705)**	(532,136)	**(228,168)**	(208,585)
Operating profit		**61,985**	53,817	**45,402**	41,123
Net (loss)/gain from fair value on investment property	2	**(4,444)**	87,426	**7,931**	72,551
Profit before finance costs and impairment on financial assets		**57,541**	141,243	**53,333**	113,674
Net impairment on financial assets	10	**(2,714)**	6,634	**(184)**	249
Other income	32	**-**	25,902	**-**	25,902
Finance costs	19	**(35,711)**	(36,635)	**(35,628)**	(37,351)
Finance income	19	**1,852**	3,581	**24,154**	20,823
Profit before income tax		**20,968**	140,725	**41,675**	123,297
Taxation	20	**(125)**	(21,107)	**(2,268)**	(16,000)
Profit for the year attributable to owners of the parent		**20,843**	119,618	**39,407**	107,297
Other comprehensive income					
Items that will not be reclassified to profit or loss					
Revaluation on property, plant and equipment	3	**43,375**	-	**9,387**	-
Deferred tax on revaluation of property, plant and equipment	14	**(7,374)**	-	**(1,596)**	-
Remeasurement of employee benefit liabilities	15	**(4,707)**	1,632	**(2,224)**	762
Deferred tax on remeasurement of employee benefit liabilities	14	**800**	(279)	**378**	(130)
Other comprehensive income for the year attributable to owners of the parent		**32,094**	1,353	**5,945**	632
Total comprehensive income for the year attributable to owners of the parent		**52,937**	120,971	**45,352**	107,929

MRe					
Basic and diluted earnings per share	21	**0.010**	0.060		

The notes on pages 56 to 107 form an integral part of these financial statements. The auditor's report is on pages 47 to 50.

Statements of changes in equity

Attributable to owners of the parent MRs000	share capital	revaluation reserve	retained earnings	total equity
				THE GROUP
At July 1st 2022	2,000,000	-	2,311,485	4,311,485
Profit for the year	-	-	119,618	119,618
Other comprehensive income	-	-	1,353	1,353
Total comprehensive income for the year	-	-	120,971	120,971
At June 30th 2023	2,000,000	-	2,432,456	4,432,456
At July 1st 2023	2,000,000	-	2,432,456	4,432,456
Profit for the year	-	-	20,843	20,843
Other comprehensive income	-	36,001	(3,907)	32,094
Total comprehensive income for the year	-	36,001	16,936	52,937
At June 30th 2024	**2,000,000**	**36,001**	**2,449,392**	**4,485,393**
				THE COMPANY
At July 1st 2022	2,000,000	-	2,021,447	4,021,447
Profit for the year	-	-	107,297	107,297
Other comprehensive income	-	-	632	632
Total comprehensive income for the year	-	-	107,929	107,929
At June 30th 2023	2,000,000	-	2,129,376	4,129,376
At July 1st 2023	2,000,000	-	2,129,376	4,129,376
Profit for the year	-	-	39,407	39,407
Other comprehensive income	-	7,791	(1,846)	5,945
Total comprehensive income for the year	-	7,791	37,561	45,352
At June 30th 2024	**2,000,000**	**7,791**	**2,166,937**	**4,174,728**

The notes on pages 56 to 107 form an integral part of these financial statements. The auditor's report is on pages 47 to 50.

Statements of cash flows

		THE GROUP		THE COMPANY	
MRs000	notes	**2024**	2023	**2024**	2023
Cash flows from operating activities					
Cash received from tenants	28	**249,113**	219,781	**190,029**	171,810
Cash received from other operating activities	29	**100,416**	90,047	**89,806**	80,083
Security fees received	28	**310,289**	275,789	**-**	-
Deposits received from tenants		**8,693**	10,131	**6,243**	8,923
Deposits repaid to tenants		**(5,644)**	(7,512)	**(5,328)**	(6,992)
Amount refunded by/(paid on behalf of) other entities		**1,051**	(609)	**(1,634)**	6,691
Operating cash payments	30	**(564,264)**	(499,484)	**(211,353)**	(196,057)
Cash generated from operations		**99,654**	88,143	**67,763**	64,458
Interest paid on lease liabilities	27	**(1,434)**	(1,613)	**(1,434)**	(1,613)
Interest paid		**(34,111)**	(35,155)	**(34,467)**	(35,787)
Interest received		**1,765**	3,019	**24,199**	20,399
Income tax paid	20A	**(2,309)**	(7,987)	**19**	(2,569)
Proceeds from insurance relating to rental claim	32	**4,755**	32,059	**4,755**	32,059
Net cash generated from operating activities		**68,320**	78,466	**60,835**	76,947
Cash flows from investing activities					
Purchase of property, plant and equipment	3	**(12,747)**	(17,963)	**(1,749)**	(8,026)
Purchase of intangible assets	4	**(116)**	(149)	**(116)**	(59)
Net payments in respect of investment property	2	**-**	(42,993)	**-**	(42,993)
Proceeds from disposals of property, plant and equipment		**346**	1,038	**285**	409
Refunds/(payments) in respect of reconstruction works	32	**59,107**	(24,080)	**59,107**	(24,080)
VAT refund on capital goods		**-**	4,466	**-**	4,466
Net cash generated from/(used in) investing activities		**46,590**	(79,681)	**57,527**	(70,283)
Cash flows from financing activities					
Loan repaid to Syndic	13	**(4,400)**	(8,300)	**(4,400)**	(8,300)
Loan refunded by/(granted to) Syndic	9	**51,100**	(51,100)	**51,100**	(51,100)
Loan granted to holding company	9	**(30,000)**	-	**(30,000)**	-
Loan repaid to subsidiary companies		**-**	-	**(23,700)**	(5,000)
Payment of principal portion of lease liabilities	27	**(2,948)**	(3,220)	**(2,948)**	(3,220)
Net cash generated from/(used in) financing activities		**13,752**	(62,620)	**(9,948)**	(67,620)
Net increase/(decrease) in cash and cash equivalents		**128,662**	(63,835)	**108,414**	(60,956)
Cash and cash equivalents at beginning of the year		**(98,346)**	(34,938)	**(88,146)**	(27,479)
Effect of foreign exchange rate changes		**342**	427	**456**	289
Cash and cash equivalents at end of the year		**30,658**	(98,346)	**20,724**	(88,146)
Analysis of cash and cash equivalents disclosed above					
Bank and cash balances		**30,658**	10,011	**20,724**	7,896
Bank overdrafts	13	**-**	(108,357)	**-**	(96,042)
		30,658	(98,346)	**20,724**	(88,146)

The notes on pages 56 to 107 form an integral part of these financial statements. The auditor's report is on pages 47 to 50.

Notes to the financial statements

general information

Caudan Development Limited is a limited liability company incorporated and domiciled in Mauritius. The address of its registered office is c/o Promotion and Development Ltd, 8th Floor, Dias Pier, Le Caudan Waterfront, Port Louis. The Company is listed on the official market of the Stock Exchange of Mauritius. The consolidated financial statements have been approved for issue by the board of directors on September 26th 2024 and will be submitted for consideration and approval at the forthcoming annual meeting of the shareholders of the Company.

Caudan Development Limited specialises in the ownership, promotion and development of Le Caudan Waterfront, a mixed commercial project on the waterfront of Port Louis which includes the Caudan Arts Centre.

The Company also rents out industrial buildings situated at Pailles and Riche Terre.

Caudan Development Limited, via a wholly owned subsidiary, operates in the security business, and is involved in the sale of alarm equipment and the provision of security and property protection services.

1 material accounting policy information

A summary of the material accounting policies adopted in the preparation of these consolidated financial statements is set out below.

These policies have been consistently applied to all the years presented, unless otherwise stated.

Changes in accounting policies and disclosures

The Group and the Company applied for the first-time certain standards and amendments, which are effective for annual periods beginning on or after January 1st 2023. The Group has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

	effective for accounting period beginning on or after
IFRS 17 Insurance Contracts	January 1st 2023
Definition of Accounting Estimates Amendments to IAS 8	January 1st 2023
Disclosure of Accounting Policies Amendments to IAS 1 and IFRS Practice Statement 2	January 1st 2023
Deferred Tax related to Assets and Liabilities arising from a Single Transaction – Amendments to IAS 12	January 1st 2023
International Tax Reform - Pillar Two Model Rules Amendments to IAS 12	January 1st 2023

IAS 16 – Property, plant and equipment

The Group re-assessed its accounting policies for land and buildings classified as property, plant and equipment with respect to measurement of a certain class of property after initial recognition. The Group had previously measured property using the cost model whereby, after initial recognition of the asset classified as land and buildings, the asset was carried at cost less accumulated depreciation and accumulated impairment losses.

Effective as from June 30th 2024, the Group elected to change the method of accounting for land and buildings classified as property, as the Group believes that the revaluation model provides more relevant information to the users of its financial statements as it is more aligned to practices adopted by its competitors. In addition, available valuation techniques provide reliable estimates of the property fair value. The Group applied the revaluation model prospectively in accordance with the relevant IFRS.

After initial recognition, the following are measured at fair value at the date of the revaluation less any subsequent accumulated depreciation and subsequent impairment losses.

company	asset class	carrying amount under cost model	revaluation adjustment	carrying amount under revaluation model	deferred tax impact
June 30th 2024					
MRs000					
Caudan Development Limited (CDL)					
Company	Property	**86,648**	**9,387**	**96,035**	**(1,596)**
Caudan Development Limited (CDL)					
Group	Property	**224,704**	**43,375**	**268,079**	**(7,374)**

All other assets are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the assets' carrying amount or recognised as a separate asset as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably.

Depreciation is calculated on the straight line method to write off the cost of assets to their residual values over their estimated useful lives as follows:

Property	1%
Equipment, furniture and fittings	5-33.3%
Motor vehicles	11-12%
Asset costing less than MRs10,000	100%

Disclosure of Accounting Policies - Amendments to IAS 1 and IFRS Practice Statement 2

The amendments to IAS 1 and IFRS Practice Statement 2 Making Materiality Judgements provide guidance and examples to help entities apply materiality judgements to accounting policy disclosures. The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures. The amendments have had no material impact on the Group's and the Company's disclosure of accounting policies.

The other amendments had no impact on the Group's and the Company's financial statements.

New and amended standards and interpretations issued but not yet effective

The new and amended standards and interpretations that are issued, but not yet effective up to the date of issuance of the Group's financial statements are listed below. The Group intends to adopt these new and amended standards and interpretations when they become effective, if applicable.

New or amended standards	effective for accounting period beginning on or after
International Tax Reform - Pillar Two Model Rules Amendments to IAS 12	Note 1
Classification of Liabilities as current or non- current liabilities with Covenants - Amendments to IAS 1	January 1st 2024
Supplier Finance Arrangements Amendments to IAS 7 and IFRS 7	January 1st 2024
Lack of exchangeability Amendments to IAS 21	January 1st 2025
Lease liability in a Sale and Leaseback Amendments to IFRS 16	January 1st 2024
Classification and Measurement of Financial Instruments Amendments to IFRS 9 and IFRS 7	January 1st 2026
IFRS 18 Presentation and Disclosure in Financial Statements	January 1st 2027
IFRS 19 Subsidiaries without Public Accountability: Disclosures	January 1st 2027
Sale or contribution of assets between an investor and its associate or Joint venture Amendments to IFRS10 and IAS 28	Note 2

Note 1: The amendments are effective immediately upon issuance. The disclosure of the current tax expense related to Pillar Two income taxes and the disclosures in relation to periods before the legislation is effective are required for annual reporting periods beginning on or after January 1st 2023.

Note2: In December 2015, the IASB postponed the effective date of this amendment indefinitely pending the outcome of its research project on the equity method of accounting.

Those new and amended standards and interpretations that are issued but not yet effective, that are relevant to the Company are detailed below.

Classification of liabilities as current or non-current liabilities with Covenants (Amendments to IAS 1)

In January 2020 and October 2022, the IASB issued amendments to IAS 1 to specify the requirements for classifying liabilities as current or non-current. The amendments clarify:

- What is meant by a right to defer settlement;
- That a right to defer must exist at the end of the reporting period;
- That classification is unaffected by the likelihood that an entity will exercise its deferral right;
- That only if an embedded derivative in a convertible liability is itself an equity instrument would the terms of a liability not impact its classification.

In addition, a requirement has been introduced to require disclosure when a liability arising from a loan agreement is classified as non-current and the entity's right to defer settlement is contingent on compliance with future covenants within twelve months. The amendments are effective for annual reporting periods beginning on or after January 1st 2024 and must be applied retrospectively. The Group and the Company are currently assessing the impact the amendments will have on current practice and whether existing loan agreements may require renegotiation.

IFRS 18 - Presentation and Disclosure in Financial Statements

IFRS 18 introduces several new requirements that are expected to impact the presentation and disclosure of most, if not all, entities. These include:

- The requirement to classify all income and expense into specified categories and provide specified totals and subtotals in the statement of profit or loss;
- Enhanced guidance on the aggregation, location and labelling of items across the primary financial statements and the notes;
- Mandatory disclosures about management-defined performance measures (a subset of alternative performance measures).

IFRS 18 also makes consequential amendments to other accounting standards, including IAS 7 Statement of Cash Flows, IAS 33 Earnings per Share and IAS 34 Interim Financial Statements.

IFRS 18 and the amendments to the other accounting standards, is effective for reporting periods beginning on or after January 1st 2027 and will apply retrospectively. Early adoption is permitted and must be disclosed.

The Group is still assessing the impact of all the above Standards not yet enacted.

Basis of preparation

The financial statements of Caudan Development Limited and its subsidiaries comply with the Companies Act 2001 and have been prepared in accordance with IFRS® Accounting Standards as issued by the International Accounting Standards Board (IASB). The financial statements include the consolidated financial statements of the parent company and its subsidiary companies (the Group) and the separate financial statements of the parent company (the Company). The financial statements are presented in Mauritian Rupees and all values are rounded to the nearest thousand (MRs000), except when otherwise indicated. The financial statements are prepared under the historical cost convention, except that:

- investment properties are stated at their fair value;
- property are stated at their fair value; and
- relevant financial assets and financial liabilities are carried out at amortised cost.

The Group has prepared the financial statements on the basis that it will continue to operate as a going concern.

The preparation of financial statements in conformity with IFRS® Accounting Standards requires the use of certain critical accounting estimates. It also requires management to exercise their judgment in the process of applying the company's accounting policies. Critical accounting estimates and assumptions used that are significant to the financial statements and areas involving a higher degree of judgment or complexity.

Basis of consolidation

The consolidated FS comprise the financial statements of the Company and its subsidiaries as at June 30th 2024. The consolidation process is detailed in note 5 investment in subsidiary companies.

Financial instruments

Financial instruments held by the group are classified in accordance with the provisions of IFRS 9 Financial Instruments.

Financial assets

Initial recognition and measurement

Financial assets are classified at initial recognition, and subsequently measured at amortised cost, fair value through other comprehensive income, or fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient, the Group initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. As the Group's rent and other trade receivables do not contain a significant financing component or for which the Group has applied the practical expedient, they are measured at the transaction price determined under IFRS 15. Refer to the accounting policies on revenues from contracts with customers.

In order for a financial asset to be classified and measured at amortised cost or fair value through other comprehensive income (OCI), it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

The Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. Financial assets classified and measured at amortised cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, the Group's financial assets are classified only as:

- Financial assets at amortised cost (rent and other trade receivables and cash and short-term deposits)

The Group does not hold financial assets which are measurement at FVPL nor at FVOCI.

Financial assets at amortised cost

For purposes of subsequent measurement, the Group measures financial assets at amortised cost if both of the following conditions are met:

- The financial asset is held within a business model with the objective 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.

Financial assets at amortised cost are subsequently measured using the effective interest rate (EIR) method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

Since the Group's financial assets (rent and other trade receivables, cash and short-term deposits) meet these conditions, they are subsequently measured at amortised cost.

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

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e., removed from the Group's consolidated statement of financial position) when:

- The rights to receive cash flows from the asset have expired

OR

- The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either
  (a) the Group has transferred substantially all the risks and rewards of the asset, or
  (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if, and to what extent, it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of its continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

Impairment

The Group recognises impairment provisions for trade receivables are recognised based on the simplified approach within IFRS 9 using the lifetime expected credit losses. During this process the probability of the loss given default of the trade receivables is assessed. This probability is then multiplied by the amount of the expected loss arising from default to determine the lifetime expected credit loss for the trade receivables. The impairment on trade receivables is recognised in profit or loss. On confirmation, that the trade receivable will not be collectable, the gross carrying amount of the asset is written off against the associated provision.

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

Credit-impaired financial assets

At each reporting date, the Group assesses whether financial assets carried at amortised cost are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the debtor;
- a breach of contract such as a default or being more than 90 days past due; and
- it is probable that the debtor will enter bankruptcy or other financial reorganisation.

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

Write off policy

The gross carrying amount of a financial asset is written off when the Group has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof. For individual customers, the Group has a policy of writing off the gross carrying amount when the financial asset is past due based on historical experience of recoveries of similar assets. For corporate customers, the Group individually makes an assessment with respect to the timing and amount of write off based on whether there is a reasonable expectation of recovery. The Group expects no significant recovery from the amount written off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's procedures for recovery of amounts due.

The Group's financial assets comprise trade and other receivables, other financial assets and cash and cash equivalents in the statement of financial position.

Cash and cash equivalents includes cash in hand, and for the purpose of the statement of cash flows - bank overdrafts. Bank overdrafts are shown within loans and borrowings in current liabilities on the statement of financial position.

Financial liabilities

Initial recognition and measurement

The Group's financial liabilities comprise interest-bearing loans, lease liabilities, and trade and other payables.

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings. Refer to the accounting policy on leases for the initial recognition and measurement of lease liabilities, as this is not in the scope of IFRS 9.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

Subsequent measurement

For the purposes of subsequent measurement, all financial liabilities, except derivative financial instruments, are subsequently measured at amortised cost using the effective interest rate (EIR) method. Gains and losses are recognised in profit or loss when the liabilities are derecognised, as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit or loss.

Refer to the accounting policy on lease for the subsequent measurement of finance lease liabilities, as this is not in the scope of IFRS 9.

The Group classifies its financial liabilities into the following category:

Other financial liabilities

Other financial liabilities include the following items:

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

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Offsetting of financial instruments

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

Investments in subsidiary companies

Consolidated financial statements

Subsidiaries are all entities (including structured entities) over which the group has control. The group controls an entity when the group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the group. They are de-consolidated from the date that control ceases.

The acquisition method of accounting is used to account for business combinations by the group. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred and the equity interests issued by the group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Acquisition-related costs are expensed as incurred. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. On an acquisition-by-acquisition basis, the group recognises any non-controlling interest in the acquiree either at fair value or at the non-controlling interest's proportionate share of the acquiree's net assets.

The excess of (a) the aggregate of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over (b) the net of the acquisition-date amounts of identifiable assets acquired and the liabilities assumed measured in accordance with IFRS 3 is recorded as goodwill. In the case of a bargain purchase (excess of (b) over (a)), the resulting gain is recognised immediately in profit or loss.

Inter-company transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated. The subsidiaries have consistently applied all the policies adopted by the group.

Transactions and non-controlling interests

The group treats transactions with non-controlling interests as transactions with equity owners of the group. For purchases from non-controlling interests, the difference between any consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary is recorded in equity. Gains or losses on disposals to non-controlling interests are also recorded in equity.

Separate financial statements of the company

In the company's financial statements, investments in subsidiary companies are carried at cost. The carrying amount is reduced to recognise any impairment in the value of individual investments.

Disposal of subsidiaries

When the group ceases to have control, any retained interest in the entity is remeasured to its fair value, with the change in carrying amount recognised in profit or loss. The fair value is the initial carrying amount recognised in profit or loss. The fair value is the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss.

Investments in associates

An associate is an entity over which the group has significant influence, through participation in the financial and operating policy decisions but not control.

Investments in associates are accounted for using the equity method of accounting, except when classified as held-for-sale, and are initially recognised at cost and adjusted by post acquisition changes in the group's share of net assets of the associate. The group's investment in associates includes goodwill (net of any accumulated impairment loss) identified on acquisition.

The group's share of its associates' post acquisition profits or losses is recognised in profit or loss, and its share of post acquisition movements in reserves is recognised in reserves.

The carrying amount of the investment is reduced to recognise any impairment in the value of the individual investments. When the group's share of losses exceeds its interest in an associate, the group discontinues recognising further losses, unless it has incurred legal or constructive obligation or made payments on behalf of the associate.

Unrealised gains on transactions between the group and its associates are eliminated to the extent of the group's interest in the associates.

Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of associates have been changed where necessary to ensure consistency with the policies adopted by the group.

If the ownership interest in an associate is reduced but the significant influence is retained, only a proportionate share of the amounts previously recognised in other comprehensive income are reclassified to profit or loss where appropriate.

Gains and losses arising in investments in associates are recognised in profit or loss.

Intangible assets

Computer software

Acquired computer software licences are capitalised on the basis of the costs incurred to acquire and bring to use the specific software. These costs are amortised over their estimated useful lives (not exceeding five years). Costs associated with developing or maintaining computer software programmes are recognised as an expense as incurred.

Costs that are directly associated with the production of identifiable and unique software controlled by the group and that will generate economic benefits exceeding costs beyond one year are recognised as intangible assets. Direct costs include the software development employee costs and an appropriate portion of relevant overheads.

Investment property

Investment property, which is property held for long-term rental yields and/or capital appreciation, and is not occupied by the companies in the group, is initially recognised at cost. Transaction costs are included in the initial measurement. Transaction costs include transfer taxes, professional fees for legal services and initial leasing commissions to bring the property to the condition necessary for it to be capable of operating.

Costs include costs incurred initially and costs incurred subsequently to add to, or to replace a part of, or service a property. If a replacement part is recognised in the carrying amount of the investment property, the carrying amount of the replaced part is derecognised.

Investment property is recognised as an asset when, and only when, it is probable that the future economic benefits that are associated with the investment property will flow to the enterprise, and the cost of the investment property can be measured reliably.

Investment property is subsequently measured at fair value in accordance with IAS 40.

Transfers are made from investment property when, and only when, there is a change in use, evidenced by commencement of owner occupation or commencement of development with a view to a sale.

Investment property is derecognised when it has been disposed of or permanently withdrawn from use and no future economic benefit is expected. The difference between the net disposal proceeds and the carrying amount of the asset would result in either gains or losses on the retirement or disposal of investment property. Any gains or losses are recognised in profit or loss in the year of retirement or disposal.

Subsequent to initial recognition, investment property is stated at fair value, which reflects market conditions at the reporting date. Gains or losses arising from changes in the fair values of investment property are included in profit or loss in the period in which they arise, including the corresponding tax effect.

Property, plant and equipment

The Group re-assessed its accounting policies for land and buildings classified as property, plant and equipment with respect to measurement of a certain class of property after initial recognition. The Group had previously measured property using the cost model whereby, after initial recognition of the asset classified as land and buildings, the asset was carried at cost less accumulated depreciation and accumulated impairment losses.

Effective as from June 30th 2024, the Group elected to change the method of accounting for land and buildings classified as property, as the Group believes that the revaluation model provides more relevant information to the users of its financial statements as it is more aligned to practices adopted by its competitors. In addition, available valuation techniques provide reliable estimates of the property fair value. The Group applied the revaluation model prospectively in accordance with the relevant IFRS.

All other assets are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the assets' carrying amount or recognised as a separate asset as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably.

Depreciation is calculated on the straight line method to write off the cost of assets to their residual values over their estimated useful lives as follows:

Equipment, furniture and fittings	$5–33^1/_3$%
Motor vehicles	11%
Asset costing less than MRs10,000	100%

The non property assets' residual values and useful lives are reviewed and adjusted if appropriate at the end of each reporting period.

Where the carrying amount of a non property asset is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount.

Gains and losses on disposal of property, plant and equipment are determined by comparing proceeds with their carrying amount and are included in profit or loss.

Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the cost of those assets.

All other borrowing costs are expensed in the period in which they are incurred.

Impairment of non financial assets

The Group assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or CGU's fair value less costs of disposal and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

The Group bases its impairment calculation on most recent budgets and forecast calculations, which are prepared separately for each of the Group's CGUs to which the individual assets are allocated.

Impairment losses of continuing operations are recognised in the statement of profit or loss in expense categories consistent with the function of the impaired asset.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

Goodwill is tested for impairment annually and when circumstances indicate that the carrying value may be impaired.

Impairment is determined for goodwill by assessing the recoverable amount of each CGU (or group of CGUs) to which the goodwill relates. When the recoverable amount of the CGU is less than its carrying amount, an impairment loss is recognised. Impairment losses relating to goodwill cannot be reversed in future periods.

Intangible assets with indefinite useful lives are tested for impairment annually at the CGU level, as appropriate, and when circumstances indicate that the carrying value may be impaired.

Leases

The Group assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Group as a lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

(i) Right-of-use assets

The Group recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets. Refer to the accounting policies on property, plant and equipment.

If ownership of the leased asset transfers to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

The right-of-use assets are also subject to impairment. Refer to the accounting policies in section(s) Impairment of non-financial assets.

(ii) Investment properties held under lease

The Group leases properties that meet the definition of investment property. These right-of-use assets are presented as part of the line item ‘Completed investment property’ in the statement of financial position.

The Group elects to apply the fair value model to measure an investment property that is held as a right–of–use asset. Further details on the measurement of investment property at fair value are provided in Investment property.

(iii) Lease liabilities

At the commencement date of the lease, the Group and the Company recognise lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including insubstance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

(iv) Short-term leases and leases of low-value assets

The Group applies the short-term lease recognition exemption to its short-term leases of machinery and equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low value assets are recognised as expense on a straight-line basis over the lease term. The Group does not have any material short term leases or low-value assets.

Group as a lessor

Leases in which the Group does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a systematic basis over the lease terms and is included in revenue in the statement of profit or loss due to its operating nature. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income.

Rent receivables

Rent receivables are recognised at their original invoiced value except where the time value of money is material, in which case rent receivables are recognised at fair value and subsequently measured at amortised cost. Refer to accounting policies on financial assets.

Tenant deposits

Tenant deposits are initially recognised at fair value and subsequently measured at amortised cost. The tenant deposit is recognised as an income when the tenant depart from its lease agreement. Refer also to accounting policies on financial liabilities.

Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is determined on the basis of either weighted average price or on a first-in, first-out (FIFO) method. Costs comprise direct costs. Net realisable value is the estimate of the selling price in the ordinary course of business less the costs of completion and selling expenses.

Spares and accessories included under inventories consist of items which are regularly used for repairs, maintenance and new installations.

Share capital

Ordinary shares are classified as equity.

Current and deferred income tax

The tax expense for the period comprises current and deferred tax. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current tax

The current income tax charge is based on taxable income for the year calculated on the basis of tax laws enacted or substantially enacted by the end of the reporting period and includes corporate social responsibility charge.

Deferred tax

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, if the deferred income tax arises from initial recognition of an asset or liability in a transaction, other than a business combination, that at the time of the transaction affects neither accounting nor taxable profit or loss, it is not accounted for.

Deferred income tax is determined using tax rates that have been enacted or substantively enacted at the reporting date and are expected to apply in the period when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised to the extent that it is probable that future taxable profit will be available against which deductible temporary differences can be utilised.

For the purposes of measuring deferred tax liabilities and deferred tax assets for investment properties that are measured using the fair value model, the carrying amounts of such properties are presumed to be recovered entirely through sale, unless the presumption is rebutted. The presumption is rebutted as the investment property is held within a busines model whose objective is to consume substantially all of the economic benefits embodied in the investment property over time, rather than through sale.

Corporate Social Responsibility (CSR)

Every Mauritian company is required to set up a CSR fund equivalent to 2 per cent of its chargeable income of the preceding year and the company should remit 75 per cent of the fund to the mauritian tax authorities. CSR is classified as taxation and any amount payable is accounted under current tax liabilities.

Employee benefit liabilities

Defined contribution plan

A defined contribution plan is a pension plan under which the group pays fixed contributions into a separate entity. The group has no legal or constructive obligations to pay future contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in current and prior periods. The company and its subsidiaries operate a defined contribution retirement benefit plan for qualifying employees. Contributions are recognised as an employee benefit expense when they fall due.

Gratuity on retirement

The net present value of gratuity on retirement payable under the Workers' Rights Act 2019 has been provided for in respect of those employees who are not covered or who are insufficiently covered by the above retirement benefit plan. The obligations arising under this item are not funded.

The Workers' Rights Act 2019 stipulates that the Gratuity paid on Retirement should be based on the remuneration (which is inclusive of payment for extra work, productivity bonus, attendance bonus, commission in return for services and any other regular payment) of the employee. The amount due per year of service is 15 days remuneration based on a month of 26 days (15/26).

Foreign currencies

Functional and presentation currency

The consolidated financial statements are presented in Mauritian rupees, which is the company's functional and presentation currency.

Transactions and balances

Foreign currency transactions are translated using the exchange rates prevailing on the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss.

Non-monetary items that are measured at historical cost in a foreign currency are translated using the exchange rate at the date of the transaction.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date the fair value was determined.

Translation differences on non-monetary items, such as equities classified as available-for-sale financial assets are included in reserves in equity.

Revenue

Revenue consists of rental income, food and beverage and income from security activities.

Revenue recognition

(a) Revenue from property segment

Rental income from operating leases is recognised on a systematic basis over the lease term. It is recognised in the accounting period in which the property is occupied by the tenant.

Revenue is measured based on the consideration specified in the different contracts with customers and net of value-added tax, rebates and discounts.

(b) Casual parking, non-Gross Lettable Area income and lease cancellation fees

Casual parking income is recognised over the period for which the services are rendered.

(c) Revenue from security services

Part of the revenue of the Group is derived from provision of security services and sales of goods with revenue recognised at a point in time when control has transferred to the customer. This is generally when the goods are delivered and/or services rendered to the customer. However, for sales and installation of alarm system, control is transferred only upon commissioning of the alarm system and user acceptance, at which point the Group will have present right to payment (as a single payment delivery) and retains non of the significant risks and reward of the goods in question.

(d) Revenue from sale of food and beverages

The Group recognises revenue when a customer takes possession of the food and beverage ordered. The transaction price is specified on the price list provided on the menus.

(e) Revenue from conferencing and theatre rental

The revenue is recognised when we have provided the facility to the customer as per their request.

Determining the transaction price
Most of the revenue is derived from fixed price contracts (sales and installation of alarm systems) and therefore the amount of revenue to be earned from each contract is determined by reference to those fixed prices.

Allocating amounts to performance obligations
For most contracts, there is a fixed unit price for each product sold or services rendered, with reductions given for bulk orders placed at a specific time. Therefore, there is no judgement involved in allocating the contract price to each unit ordered in such contracts (it is the total contract price divided by the number of units ordered). Where a customer orders more than one product line, the Group is able to determine the split of the total contract price between each product line by reference to each product's standalone selling prices (all product lines are capable of being, and are, sold separately). For contracts which are recognised typically on an over time basis, the revenue is only recognise on commissioning of goods and user acceptance.

Costs of obtaining long-term contracts and costs of fulfilling contracts
The costs of fulfilling contracts do not result in the recognition of a separate asset because:

- such costs are included in the carrying amount of inventory for contracts involving the sale of goods; and
- for service contracts, revenue is recognised over time by reference to the milestone achieved (based on output method) meaning that control of the asset (the design service) is transferred to the customer on a continuous basis as the project is carried out. Consequently, no asset for work in progress is recognised.

Contract liabilities
A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Group transfers goods or services to the customer, a contract liability is recognised when the payment or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Group performs under the contract.

Other revenues and income from other operating activities earned by the Group are recognised on the following bases:

Recoveries
Recoveries are chargeable to tenants for certain services offered to tenants, mainly for common area maintenance services such as cleaning and maintenance, refuse removal, waste-water services, landscaping, gardening, electrical and water pumps maintenance management, security services, pest control, third party liability insurance covering all classes of risks for common areas. These services are specified in the lease agreements and separately invoiced.

The Company has determined that it controls the services before they are transferred to tenants, because it directly deals with tenants complaints and it is primarily responsible for the quality or sustainability of the services. In addition, the Company has the discretion in establishing the price that it charges to the tenants for the specifies services.

Therefore, the Company has concluded that it is the principal in these contracts. In addition, the Company has concluded that it transfers control over these services over time, as services are rendered by the third party service providers, because this is when tenants receive and, at the same time, consume benefits from these services.

Recoveries are recognised over the year for which the services are rendered and corresponding expenses are matched.

Marketing
Marketing revenue represents consideration received from tenants for services undertaken and managed by the Company, including general marketing, public relations management and promotions in respect of the Le Caudan Waterfront. These services are specified in the lease agreements and separately invoiced. Marketing revenue is recognised over time during the period of the contract for which the services are rendered and corresponding expenses are matched.

Interest income
Interest income is calculated by applying the effective interest rate to the gross carrying amount of a financial asset except for financial assets that subsequently become credit impaired.

Other income is recognised as it accrues unless collectability is in doubt.

Dividend distribution

Dividends are recorded in the financial statements in the period in which they are declared by the board of directors.

Segment reporting

An operating segment is a component of the group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the group's other components. All operating segments' operating results are reviewed regularly by the group's CEO to make decisions about resources to be allocated to the segment and assess its performance, and for which discrete financial information is available. Segment reporting is shown in note 22.

Related parties

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

Fair value measurement

The Group measures non-financial assets such as investment properties and land and buildings recognised in property, plant and equipment, at fair value at each reporting date.

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

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

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

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

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

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

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

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

For assets and liabilities that are recognised in the financial statements at fair value on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

External valuers are involved for valuation of significant assets, such as investment property, land and buildings recognised in property, plant and equipment. Involvement of external valuers is determined annually by the Valuation Committee after discussion with and approval by the Company's Audit Committee. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained.

At each reporting date, management analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the Group's accounting policies. For this analysis, management verifies the major inputs applied in the latest valuation by agreeing the information and the valuation computation to contracts and other relevant documents.

Refer to note 2 and note 3 for more information on the fair value measurements related to the Group's investment properties and Group's Property respectively.

1.1 financial risk management

Financial risk factors

The Group's principal financial liabilities comprise bank overdraft and borrowings, trade and other payables and lease liabilities. The main purpose of these financial liabilities is to finance the Group's operations. The Group's principal financial assets include trade receivables, other financial assets and Cash and Cash equivalents that derive directly from its operations. The group's activities expose it to a variety of financial risks: market risk (including currency risk, fair value and cash flow interest risk and price risk), credit risk and liquidity risk.

The Group's senior management is supported by the audit committee that advises on financial risks and the appropriate financial risk governance. The audit committee monitors closely the group's significant risks. All risks issues are systematically addressed both at the audit committee and at the board level. The group's exposure is managed and reviewed regularly.

The group's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the group's financial performance.

Risk management is carried out by treasury department under policies approved by the board of directors.

Market risk

Currency risk

The group has foreign currency denominated cash balances and is exposed to foreign exchange risk arising from foreign currency exposure.

The impacts on post-tax profit are insignificant since the group holds small amount of foreign currency-denominated cash balances.

Cash flow and fair value interest rate risk

As the group has no significant interest-bearing assets, the group's income and operating cash flows are substantially independent of changes in market interest rates. The group's interest-rate risk arises from long-term borrowings. Borrowings issued at variable rates expose the group to cash flow interest rate risk. The group's interest rate risk is closely monitored by management on a regular basis which is then approved by the audit committee and the board of directors. Management systematically analyses the interest rate exposure and assesses the potential impact on the financial position of the group. Various scenarios are considered such as rescheduling of existing loans, early repayment options and renegotiating favourable interest rates. The risk is also managed by maintaining an appropriate level of debt and monitoring the gearing ratio.

Interest rate sensitivity

At June 30th 2024, if interest rates on borrowings had been 50 basis points higher/lower during the year with all other variables held constant, post-tax profit for the year and equity for the group and the company would have been MRs2.4m and MRs2.4m lower/higher respectively, mainly as a result of higher/lower interest expense on floating rate borrowings (2023: MRs2.7m and MRs2.8m respectively).

Price risk

The group is not exposed to equity securities price risk because investments held by the group in subsidiary companies and associated company are carried at cost in the separate financial statements. Impairment tests are performed regularly on these investments. The group is not exposed to commodity price risk.

Credit risk

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The group is exposed to credit risks from both its leasing activities and financing activities, including deposits with banks and other financial assets.

Tenants receivables

Tenants are assessed according to group criteria prior to entering into lease arrangements. The group has an established credit policy whereby new customers are individually analysed for credit worthiness before any agreement. Credit risk is managed by requiring tenants to pay a deposit in advance as a security.

An impairment analysis is performed at each reporting date using a provision matrix to measure expected credit losses. The provision rates are based on the payment of profiles of sales over a period of 36 months before June 30th 2024 and June 30th 2023 respectively and the corresponding historical credit losses experienced within this period. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. The group has identified the GDP and the unemployment rate to be the most relevant factors, and accordingly adjusts the historical loss rates based on expected changes in these factors.

The group recognises an allowance for expected credit losses (''ECLs'') on receivables classified as other financial assets at amortised cost under the general approach. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the group expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash received from the operations of the borrowers.

Loss allowances are measured using 12-month ECL. 12-month ECL are the portion of lifetime ECL that result from default events on a financial instrument that are possible within the 12 months after the reporting date. Financial instruments for which 12-month ECL are recognised are referred to as 'Stage 1 financial instruments'. Financial instruments allocated to Stage 1 have not undergone a significant increase in credit risk since initial recognition and are not credit-impaired.

Financial assets at amortised cost

A financial asset at amortised costs is written off when there is no reasonable expectation of recovering the contractual cashflows. Financial assets at amortised costs written off may still be subject to enforcement activities under the group's recovery procedures. Any recoveries made are recognised in the Statements of Profit or Loss.

Related parties

The group has assessed the counterparties' ability to pay their debt as they become due in the normal course of business and/or in any adverse economic and business conditions. The probability of default in respect of these financial assets are negligible as are considered to have a low credit risk given that these are intergroup balances. group has not accounted for any impairment loss as deemed immaterial.

Risk Management

The group has no significant concentration of credit risk, with exposure spread over a large number of customers and tenants. The group has policies in place to ensure that properties are rented and services provided to customers with an appropriate credit history. Close monitoring is carried out on all trade receivables. The decrease in loss allowance relative to prior year relates to the engagement of a credit controller on the monitoring of receivables from tenants.

Set out below is the information about the credit risk exposure on the Group's trade receivables using a provision matrix.

	current	more than 30 days past due	more than 60 days past due	more than 90 days past due	more than 120 days past due	total
at June 30th 2024						
Expected loss rate (%)	**24.03%**	**51.53%**	**77.73%**	**93.55%**	**98.57%**	
MRs000						
Gross carrying amount						
Trade receivable *	**6,711**	**3,734**	**2,368**	**2,207**	**19,525**	**34,545**
Loss allowance	**1,612**	**1,924**	**1,841**	**2,065**	**19,246**	**26,688**
at June 30th 2023						
Expected loss rate (%)	9.49%	24.47%	48.62%	77.08%	98.68%	
MRs000						
Gross carrying amount						
Trade receivable *	21,195	8,168	3,774	2,637	15,930	51,704
Loss allowance	2,012	1,998	1,835	2,032	15,719	23,596

Specific provision amounted to MRs13.916m (2023: MRs15.421m).

The above gross carrying amount is exclusive of deposit amounting to MRs8.018m (2023: MRs5.484m), specific provision and renewal not yet invoiced.

** Not included in trade receivables subject to loss allowances are amounts not considered as irrecoverable and revenues provided for but not yet due and invoiced amounting to MRs50.638m (2023: MRs22.400m). Refer to note 8.*

The decrease in trade receivable (current to more than 90 days bucket) subject to loss allowances was mainly explained by a marked decrease in the current amount due following a better monitoring of the current debtors and the increase in loss allowance is mainly due to delayed payments by some tenants.

Set out below is the information about the credit risk exposure on the Company's trade receivables using a provision matrix.

	current	more than 30 days past due	more than 60 days past due	more than 90 days past due	more than 120 days past due	total
at June 30th 2024						
Expected loss rate (%)	**8.54%**	**26.36%**	**54.03%**	**100.00%**	**100.00%**	
MRs000						
Gross carrying amount						
Trade receivable *	**907**	**512**	**39**	**38**	**312**	**1,808**
Loss allowance	**77**	**135**	**21**	**38**	**312**	**583**
at June 30th 2023						
Expected loss rate (%)	13.45%	28.04%	53.92%	100.00%	100.00%	
MRs000						
Gross carrying amount						
Trade receivable *	1,063	1,325	102	7	160	2,657
Loss allowance	143	372	55	7	160	737

Specific provision amounted to MRs12.261m (2023: MRs12.075m).

The above gross carrying amount is exclusive of deposit amounting to MRs3.474m (2023: MRs2.449m), specific provision and renewal not yet invoiced.

** Not included in trade receivables subject to loss allowances are amounts not considered as irrecoverable and revenues provided for but not yet due and invoiced amounting MRs0.835m (2023: MRs8.360m). Refer to note 8.*

The decrease in trade receivable and loss allowance was mainly due to a better monitoring of the exisiting debtors.

Set out below is the information about the credit risk exposure on the Group's other receivables using a provision matrix.

The expected loss rates of the different age buckets vary between 2% and 100% and the closing loss allowance amounted to MRs0.178m (2023: MRs0.181m) for the Group and the Company.

	current	more than 30 days past due	more than 60 days past due	more than 90 days past due	more than 120 days past due	total
at June 30th 2024						
Expected loss rate (%)	**2.40%**	**12.90%**	**32.17%**	**100.00%**	**100.00%**	
MRs000						
Gross carrying amount						
Other receivables	**1,655**	**21**	**14**	**-**	**131**	**1,821**
Loss allowance	**39**	**3**	**5**	**-**	**131**	**178**
at June 30th 2023						
Expected loss rate (%)	3.33%	11.13%	20.99%	100.00%	100.00%	
MRs000						
Gross carrying amount						
Other receivables	339	116	63	2	142	662
Loss allowance	11	13	13	2	142	181

Specific provision amounted to MRs0.72m (2023: MRs1.2m).

The above gross carrying amount is exclusive of deposit amounting to MRs0.183m (2023: MRs0.254m) and includes other receivables not yet invoiced amounting to MRs6.70m (2023: MRs4.19m).

Liquidity risk

Prudent liquidity management includes maintaining sufficient cash and marketable securities, the availability of funding from an adequate amount of committed credit facilities and the ability to close out market positions. The group is exposed to calls on its available cash resources from maturing loans.

Reconciliation of liabilities arising from financing activities

THE GROUP MRs000	2023	interest on lease liabilities	cash flows	2024
Bank loans	534,000	-	-	**534,000**
Other loans to holding company	-	-	(30,000)	**(30,000)**
Other loans to Syndic	(46,700)	-	46,700	**-**
Lease liabilities	30,164	1,434	(4,381)	**27,217**
Total liabilities from financing activities	517,464	1,434	12,319	**531,217**

THE COMPANY MRs000				
Bank loans	534,000	-	-	**534,000**
Other loans to holding company	-	-	(30,000)	**(30,000)**
Other loans to Syndic	(46,700)	-	46,700	**-**
Loans from subsidiary company at call	23,700	-	(23,700)	**-**
Lease liabilities	30,164	1,434	(4,381)	**27,217**
Total liabilities from financing activities	541,164	1,434	(11,381)	**531,217**

THE GROUP MRs000	2022	interest on lease liabilities	cash flows	2023
Bank loans	534,000	-	-	534,000
Other loans to Syndic	12,700	-	(59,400)	(46,700)
Lease liabilities	33,384	1,613	(4,833)	30,164
Total liabilities from financing activities	580,084	1,613	(64,233)	517,464

THE COMPANY MRs000				
Bank loans	534,000	-	-	534,000
Other loans to Syndic	12,700	-	(59,400)	(46,700)
Loan from subsidiary company at call	28,700	-	(5,000)	23,700
Lease liabilities	33,384	1,613	(4,833)	30,164
Total liabilities from financing activities	608,784	1,613	(69,233)	541,164

Analysis of the group's financial liabilities into relevant maturity groupings based on the remaining period at the end of the reporting period to the contractual maturity date and contractual undiscounted payments.

YEARS	less than 1	between 1 & 2	between 2 & 5	over 5
MRs000				THE GROUP
2024				at June 30th
Borrowings	**95,542**	**78,651**	**262,135**	**255,585**
Other payables	**151,975**	**-**	**-**	**-**
Lease liability	**8,882**	**3,932**	**11,796**	**7,864**
Contract liabilities	**4,818**	**-**	**-**	**-**
2023				
Borrowings	140,938	94,849	252,642	343,728
Other payables	156,445	-	-	-
Lease liability	9,332	3,932	11,796	11,796
Contract liabilities	4,164	-	-	-
MRs000				THE COMPANY
2024				at June 30th
Borrowings	**95,542**	**78,651**	**262,135**	**255,585**
Other payables	**273,722**	**-**	**-**	**-**
Lease liability	**8,882**	**3,932**	**11,796**	**7,864**
2023				
Borrowings	152,322	94,849	252,642	343,728
Other payables	289,719	-	-	-
Lease liability	9,332	3,932	11,796	11,796

Fair values

The nominal value less estimated credit adjustments of trade receivables and payables are assumed to approximate their fair values. The fair value of financial liabilities for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate that is available to the group for similar financial instruments.

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

Capital risk management

The group's objectives when managing capital are:
- to safeguard the group's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders, and
- to maintain an optimal capital structure to reduce the cost of capital.

The group sets the amount of capital in proportion to risk. The group manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares, or sell assets to reduce debt.

Consistently with others in the industry, the group monitors capital on the basis of the debt-to-adjusted capital ratio. This ratio is calculated as net debt adjusted capital. Net debt is calculated as total debt adjusted for cash and cash equivalents and adjusted capital comprises all components of equity.

There were no changes in the group's approach to capital risk management from the prior year.

The debt-to-adjusted capital ratios

MRs000	THE GROUP		THE COMPANY	
at June 30th	**2024**	2023	**2024**	2023
Total debt	**534,000**	534,000	**534,000**	534,000
Loan at call	**-**	4,400	**-**	28,100
Cash and cash equivalents	**(30,658)**	98,346	**(20,724)**	88,146
Net debt	**503,342**	636,746	**513,276**	650,246
Total equity	**4,485,393**	4,432,456	**4,174,728**	4,129,376
Debt to adjusted capital ratio	**0.11**	0.14	**0.12**	0.16

1.2 critical accounting estimates and judgments

Estimates and judgments are continuously evaluated and are based on historical experience and other factors including expectations of future events that are believed to be reasonable under the circumstances.

The resulting accounting estimates will, by definition, seldom equal the related actual results.

The fair value of financial assets at fair value through other comprehensive income and investment property may therefore increase or decrease, based on prevailing economic conditions.

Estimate of fair value of investment properties

The group carries its investment properties and land and buildings recognised in property, plant and equipment at fair value, with change in fair value being recognised in the profit or loss. The fair value is determined by directors' valuation based on independent valuer's valuation.

For the purpose of the valuation carried out as at June 30th 2024, the income approach, direct sales comparison approach and cost approach have been used. Additional information is disclosed in note 2.

Impairment of financial assets

The loss allowances for financial assets are based on assumptions about risk of default and expected loss rates. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Group's past history, existing market conditions as well as forward looking estimates at the end of each reporting period. Please refer to note 10.

Asset lives, residual values and depreciation policies

Property, plant and equipment are depreciated over its useful life taking into account the residual values which are assessed annually and may vary depending on a number of factors such as technological innovation, maintenance programmes and future market condition. Consideration is also given to the extent of current profits and losses on the disposal of similar assets. The residual value of an asset is the estimated net amount that the group would currently obtain from disposal of the asset, if the asset was already of the age and in condition expected at the end of its useful life.

The directors therefore make estimates based on historical experience and use best judgment to assess the useful lives of assets and to forecast the expected residual values of the assets at the end of their expected useful lives. Please refer to note 3.

Revenue recognition

The percentage of completion method is utilised to recognise revenue on long-term contracts. Management exercises judgments in calculating the deferred revenue reserve which is based on the anticipated cost of repairs over the life cycle of the equipment applied to the total expected revenue arising from maintenance and repair contracts.

In addition, management exercises judgment in assessing whether significant risks and rewards have been transferred to the customer to permit revenue to be recognised. Please refer to note 22.

Revenue arising from maintenance and repair work in progress is recognised on the percentage of completion basis.

Impairment of non financial assets

Goodwill is considered for impairment at least annually. Property, plant and equipment and intangible assets are considered for impairment if there is a reason to believe that impairment may be necessary. Factors taken into consideration in reaching such a decision include the economic viability of the asset itself and where it is a component of a larger economic unit, the viability of that unit itself. Refer to note 4 for further details.

Deferred tax on investment properties

For the purposes of measuring deferred tax liabilities or deferred tax assets arising from investment properties the directors reviewed the Group's investment property portfolio and concluded that the investment properties, excluding undeveloped land, are held under a business model whose objective is to consume substantially all of the economic benefits embodied in the investment properties over time, rather than through sale. Therefore, in determining the deferred taxation on investment properties, the directors have determined that the presumption that the carrying amounts of investment properties measured using the fair value model are recovered entirely through sale is rebutted. Please refer to note 14.

Determining the lease term of contracts with renewal and termination options – Group as lessee

The Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised. Please refer to note 27.

Leases - Estimating the incremental borrowing rate

Where the interest rate implicit in a lease cannot be readily determined, an incremental borrowing rate is estimated to discount future lease payments to measure the present value of the lease liability at the lease commencement date. Such a rate is based on what the Company estimates it would have to pay a third party to borrow the funds necessary to obtain an asset of a similar value to the right-of-use asset, with similar terms, security and economic environment. Please refer to note 27.

Going concern

The Group and the Company had net current liabilities of MRs48m (2023: MRs18m) and MRs49m (2023: MRs26m) respectively at June 30th 2024. The lender has given a letter to Management that it intends to maintain its banking facilities, subject to annual review. The Company also benefited from a 36-months moratorium facility for its loan and same has been classified as non-current liability in the financial statements. As at June 30th 2024, the Group and the Company has undrawn facilities of MRs138m and MRs125m respectively with the bank. Management is satisfied that the Group and the Company have the resources to meet their liabilities in foreseeable future. Furthermore, the board is not aware of any uncertainties that may cast significant doubt upon the Group's and the Company's ability to continue on as a going concern. The financial statements have thus been prepared on a going concern basis.

Limitation of sensitivity analysis

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

Sensitivity analysis does not take into consideration that the Company's assets and liabilities are managed. Other limitations include the use of hypothetical market movements to demonstrate potential risk that only represent the Company's view of possible near-term market changes that control be predicted with any certainty.

Insurance claims receivable

Judgment is required in assessing the virtual certainty of the recoverability of insurance claims, which is supported by the insurer's validation of the progress in the claims assessment process and payments received to date.

2 investment property

THE GROUP		Le Caudan Waterfront				Industrial Estates		Total	Total*
		commercial	offices	parking	land	buildings	land	2024	2023
		level 3	*level 3*	*level 3*	*level 3*	*level 3*	(including leasehold) *level 3*		
MRs000	note								
At July 1st		**2,265,081**	**687,480**	**229,500**	**1,499,205**	**196,498**	**75,176**	**4,952,940**	4,822,521
Additions		**-**	**-**	**-**	**-**	**-**	**-**	**-**	42,993
Transfer from property, plant and equipment *	3	**35,835**	**-**	**-**	**-**	**-**	**-**	**35,835**	-
Fair value (loss)/gain on investment properties		**(5,150)**	**(16,830)**	**9,605**	**-**	**7,800**	**131**	**(4,444)**	87,426
At June 30th		**2,295,766**	**670,650**	**239,105**	**1,499,205**	**204,298**	**75,307**	**4,984,331**	4,952,940

THE COMPANY								
Fair value								
At July 1st	**1,792,904**	**687,480**	**229,500**	**1,680,305**	**263,600**	**148,276**	**4,802,065**	4,686,521
Additions	**-**	**-**	**-**	**-**	**-**	**-**	**-**	42,993
Fair value gains on investment properties	**-**	**-**	**-**	**-**	**7,800**	**131**	**7,931**	72,551
At June 30th	**1,792,904**	**687,480**	**229,500**	**1,680,305**	**271,400**	**148,407**	**4,809,996**	4,802,065

THE GROUP	Le Caudan Waterfront				Industrial Estates		Total	Total*
	commercial	offices	parking	land	buildings	land	2023	2022
	level 3	*level 3*	*level 3*	*level 3*	*level 3*	(including leasehold) *level 3*		
MRs000								
At July 1st	2,134,093	693,855	229,500	1,499,205	193,899	71,969	4,822,521	4,639,616
Additions	42,993	-	-	-	-	-	42,993	240
Fair value gains on investment properties	87,995	(6,375)	-	-	2,599	3,207	87,426	182,665
At June 30th	2,265,081	687,480	229,500	1,499,205	196,498	75,176	4,952,940	4,822,521

THE COMPANY								
Fair value								
At July 1st	1,676,791	693,855	229,500	1,680,305	261,000	145,070	4,686,521	4,500,891
Additions	42,993	-	-	-	-	-	42,993	240
Fair value gains on investment properties	73,120	(6,375)	-	-	2,600	3,206	72,551	185,390
At June 30th	1,792,904	687,480	229,500	1,680,305	263,600	148,276	4,802,065	4,686,521

* Transfer from property, plant and equipment is in respect of an owner occupied unit which has been rented to third parties.

Basis of valuation

- It is the policy of the Group to have every property valued by an external valuer on an annual basis. Each year the directors appoint an external valuer who is responsible for the valuations of property for the financial statements. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained.
- Each (owned or leased) property is considered a separate asset class based on its unique nature, characteristics and risks. Management compares each property's change in fair value with preceding annual periods and relevant external sources to determine whether the change is reasonable.

Valuations techniques

- The fair values of investment properties are determined using either the market comparable approach or the income capitalisation method or the depreciated replacement cost. These valuation methods were used across the different properties of Caudan Group.

Market comparable approach

- The market comparable approach uses prices and other relevant information that have been generated by market transactions that involve identical or comparable assets. The market comparable approach is based upon the principle of substitution under which a potential buyer will not pay more for the property than it will cost to buy a comparable substitute property. The best suited comparables are used and adjusted for geographical location, size and attributes

Income capitalisation method

› Under the income capitalisation method, a property's fair value is estimated based on the normalised and market related net operating income (NOI) generated by the property which is divided by the capitalisation rate.

Depreciated Replacement Cost (DRC)

› The depreciated replacement cost approach reflects the value of the current cost to replace the specialised property and subtracting any depreciation resultig from one or more of the following factors: physical deterioration, functional and economic obsolescence.

› The valuations were performed by Elevante Property Services Ltd accredited independent valuers with a recognised and relevant professional qualification and with recent experience in the locations and categories of the investment property being valued. The valuation has been prepared in accordance with the RICS Valuation - Global Standards, 2022, which adopts and applies the International Valuation Standards (IVS) published by the International Valuation Standards Council (IVSC) and are consistent with the principles of IFRS 13.

Changes in valuation techniques

› There were no changes in valuation techniques during the year.

Highest and best use

› For all investment property that is measured at fair value, the current use of the property is considered the highest and best use.

Valuation techniques used to derive level 3 fair values

The table below presents the following for each class of the investment property of the Group:

~ The fair value measurements at the end of the reporting period.
~ A description of the valuation techniques applied.
~ The inputs used in the fair value measurement.
~ Quantitative information about the significant unobservable inputs used in the fair value measurement.

class of property	fair value 2024 MRs000	fair value 2023 MRs000	valuation technique	key unobservable inputs	range 2024	range 2023
Le Caudan Waterfront						
Commercial	**2,295,766**	2,265,081	market comparison	price per sqm (MRs)	**129,606 - 235,294**	115,000 - 125,000
			income capitalisation	discount rate	**10.75% - 11.25%**	10.75% - 11.25%
				yield	**7.5% - 8.5%**	7.5% - 8.5%
			depreciated replacement cost	depreciation rate	**13% - 33%**	12%
Offices	**670,650**	687,480	income capitalisation	discount rate	**11.00% - 11.50%**	11.00% - 11.50%
				yield	**7.75% - 8.50%**	7.75% - 8.50%
Parking	**239,105**	229,500	market comparison	price per parking bay (MRs)	**525,000 - 625,000**	500,000 - 600,000
Land	**1,499,205**	1,499,205	market comparison	price per sqm (MRs)	**101,939 - 252,971**	101,939 - 252,971
Industrial Estates						
Building	**204,298**	196,498	market comparison	price per sqm (MRs)	**15,350 - 20,000**	15,350 - 20,000
			income capitalisation	discount rate	**11.75% - 12.25%**	11.75% - 12.25%
				yield	**8.75% - 9.75%**	8.75% - 9.75%
			depreciated replacement cost	depreciation rate	**13% - 33%**	21%
Land	**75,307**	75,176	market comparison	price per sqm (MRs)	**3,125 - 4,523**	2,000 - 3,000

2 investment property *continued*

Classes of property for the Group
Commercial: Retail, the Caudan Arts Centre (including parking), Casino, Cinema, food court and Restaurants
Offices: Dias Pier and Barkly Wharf
Industrial : Riche Terre (including right of use assets) and Pailles
Land: Developable land (including Marina Parking) and right of use assets
Parking: Dias Pier

Descriptions and definitions
The table above includes the following descrptions and definitions relating or valuation techniques and key unobservable inputs made in determing the fair values:

Price per sqm
The price per square metres at which the properties could be sold in the market prevailing at the date of valuation.

Yield
The yield is defined as the internal rate of return of the cash flow from the property, assuming a rise to estimated rental value at the next review, but with no further rental growth.

Discount rate
The future net operating income is discounted by an appropriate discount rate based on the market yield when determining the value of the properties.

Depreciation rate
The depreciation allowance determined by independent valuer to adjust the current cost of replacing the property taking into consideration the physical deterioration, functional obsolescence and economic obsolescence.

Sensitivity analysis to significant changes in unobservable inputs within level 3 of the hierarchy.
The significant unobservable inputs used in the fair value measurement categorised within level 3 of the fair value hierarchy of the entity's portfolios of investment property are:
~ Price per sqm
~ Discount rate
~ Yield
~ Depreciation rate

Price per sqm
An increase or decrease in price per sqm is directly correlated to an increase or decrease in the estimated fair value.

Discount rate
Increases/decreases in the discount rate would result in decreases/increases in the estimated fair value.

Yield
Increases/decreases in the yield rate would result in decreases/increases in the estimated fair value.

Depreciation rate
An increase or decrease in the depreciation rate would result in a decrease or increase in the estimated fair value of specialised property .

In the case of Le Caudan Waterfront, a 15% discount has been applied to reflect for the bulkiness of the portfolio and the state of repairs and maintenance of the properties.

A quantitative sensitivity analysis is shown below. The sensitivity assumes that the changes in one input are in isolation to other input:

	key unobservable inputs	change in inputs	impact on profits before tax/equity 2024 MRs000	2023 MRs000
Le Caudan Waterfront				
Commercial	price per sqm	± 5%	**± 10,700**	± 10,700
	discount rate	0.25%	**(14,500)**	(12,300)
		-0.25%	**13,900**	11,400
	yield	0.50%	**(50,000)**	(44,800)
		-0.50%	**58,000**	51,700
	depreciation rate	5%	**(9,500)**	(9,500)
		-5%	**9,600**	9,600
Offices	discount rate	0.25%	**(7,700)**	(7,800)
		-0.25%	**8,400**	8,100
	yield	0.50%	**(33,000)**	(32,800)
		-0.50%	**37,900**	36,800
Parking	price per parking bay	± 5%	**± 6,900**	± 6,900
Land	price per sqm	± 5%	**±85,000**	±85,000
Industrial Estates				
Building	price per sqm	± 5%	**±2,400**	±2,300
	discount rate	0.25%	**(1,200)**	(1,100)
		-0.25%	**1,200**	1,100
	yield	0.50%	**(15,200)**	(4,000)
		-0.50%	**4,500**	4,400
	depreciation rate	5%	**(900)**	(800)
		-5%	**900**	800
Land	price per sqm	± 5%	**±5,600**	±5,600

- Gains and losses arising from changes in fair value of investment properties are included in profit and loss for the period in which they arise.
- Bank borrowings are secured by floating charges on the assets of the borrowing companies including investment property (note 13).
- Rental income from investment property amounted to MRs221.7m (2023: MRs210.7m) for the group and MRs175.3m (2023: MRs168.5m) for the company. Direct operating expenses arising on the income generating investment property in the year amounted to MRs105.6m (2023: MRs81.4m) for the group and MRs110.5m (2023: MRs85.2m) for the company.
- No cost was incurred in respect of the non-income generating investment property.

2 investment property *continued*

The table below shows the non-cash items for investment property:

THE GROUP AND THE COMPANY		
MRs000	**2024**	2023
Reconciliation of cash flow		
Payable at July 1st	**972**	972
Payable at June 30th	**(972)**	(972)
Cash outflows	**-**	-

3 property, plant and equipment

THE GROUP		property	assets in progress	furniture and equipment	motor vehicles	total
MRs000	note					
Cost						
At July 1st 2022		275,127	13,373	176,128	55,091	519,719
Additions		2,992	-	11,197	3,459	17,648
Transfer		13,373	(13,373)	-	-	-
Disposal		-	-	(74)	(8,118)	(8,192)
At June 30th 2023		291,492	-	187,251	50,432	529,175
At July 1st 2023		291,492	-	187,251	50,432	529,175
Additions		-	-	6,612	6,128	12,740
Transfer to Investment Property	2	(37,136)	-	-	-	(37,136)
Disposal		-	-	(292)	(1,431)	(1,723)
Revaluation adjustment		19,682	-	-	-	19,682
At June 30th 2024		**274,038**	**-**	**193,571**	**55,129**	**522,738**
Depreciation						
At July 1st 2022		23,470	-	141,406	29,454	194,330
Charge for the year		2,933	-	12,055	7,177	22,165
Disposal		-	-	(40)	(7,347)	(7,387)
At June 30th 2023		26,403	-	153,421	29,284	209,108
At July 1st 2023		26,403	-	153,421	29,284	209,108
Charge for the year		4,550	-	11,978	7,360	23,888
Transfer to Investment Property	2	(1,301)	-	-	-	(1,301)
Disposal		-	-	(256)	(1,138)	(1,394)
Revaluation adjustment		(23,693)	-	-	-	(23,693)
At June 30th 2024		**5,959**	**-**	**165,143**	**35,506**	**206,608**
Net book values						
At June 30th 2024		**268,079**	**-**	**28,428**	**19,623**	**316,130**
At June 30th 2023		265,089	-	33,830	21,148	320,067

3 property, plant and equipment *continued*

THE COMPANY MRs000	property	assets in progress	furniture and equipment	motor vehicles	total
Cost					
At July 1st 2022	87,509	13,373	81,029	2,931	184,842
Additions	2,792	-	5,134	-	7,926
Transfer	13,373	(13,373)	-	-	-
Disposal	-	-	(74)	(1,220)	(1,294)
At June 30th 2023	103,674	-	86,089	1,711	191,474
At July 1st 2023	103,674	-	86,089	1,711	191,474
Additions	-	-	1,749	-	1,749
Disposal	-	-	(292)	(560)	(852)
Revaluation adjustment	(1,847)	-	-	-	(1,847)
At June 30th 2024	**101,827**	**-**	**87,546**	**1,151**	**190,524**
Depreciation					
At July 1st 2022	12,714	-	53,635	1,535	67,884
Charge for the year	1,348	-	7,305	210	8,863
Disposal	-	-	(40)	(790)	(830)
At June 30th 2023	14,062	-	60,900	955	75,917
At July 1st 2023	14,062	-	60,900	955	75,917
Charge for the year	2,964	-	6,751	60	9,775
Disposal	-	-	(256)	(311)	(567)
Revaluation adjustment	(11,234)	-	-	-	(11,234)
At June 30th 2024	**5,792**	**-**	**67,395**	**704**	**73,891**
Net book values					
At June 30th 2024	**96,035**	**-**	**20,151**	**447**	**116,633**
At June 30th 2023	89,612	-	25,189	756	115,557

Revaluation of properties

› Management determined that the land and buildings constitute a separate class of property, plant and equipment, based on their value, characteristics and risks of the properties.

Valuations Techniques

› The fair values of land and buildings are determined using either the market comparable approach or the depreciated replacement cost. These valuation methods were used across the different properties of Caudan Group. Refer to note 2 for description of each valuation technique.

› As at date of revaluation on the June 30th 2024, the land and buildings were fair valued based on valuations performed by Elevante Property Services Ltd accredited independent valuers with a recognised and relevant professional qualification and with recent experience in the locations and categories of the propeties being valued. The valuation has been prepared in accordance with the RICS Valuation - Global Standards, 2022, which adopts and applies the International Valuation Standards (IVS) published by the International Valuation Standards Council (IVSC) and are consistent with the principles of IFRS 13.

3 property, plant and equipment *continued*

Valuation techniques used to derive level 3 fair values

The table below presents the following for each class of the investment property of the Group:

- The fair value measurements at the end of the reporting period.
- A description of the valuation techniques applied.
- The inputs used in the fair value measurement.
- Quantitative information about the significant unobservable inputs used in the fair value measurement.

class of property	fair value 2024 MRs000	valuation technique	key unobservable inputs	range 2024
Building	**194,979**	market comparison	price per sqm (MRs)	**105,148 - 301,643**
		depreciated replacement cost	discount rate	**13% - 33%**
Land	**73,100**	market comparison	price per sqm (MRs)	**7,313 - 8,336**

Classes of property for the Group

Building: Offices and Restaurants
Land: Developable land

Descriptions and definitions

Refer to note 2 for the descriptions and definitions relating or valuation techniques and key unobservable inputs made in determining the fair values in the table above.

class of property	key unobservable inputs	change in inputs	2024 MRs000
Building	price per sqm (MRs)	± 5%	**± 3,100**
	discount rate	0.25%	**(700)**
		-0.25%	**700**
	yield	0.50%	**(1,300)**
		-0.50%	**1,400**
	depreciation rate	5%	**900**
		-5%	**(800)**
Land	price per sqm (MRs)	± 5%	**±3,700**

A net gain from the revaluation of the properties of MRs36m for the Group and MRs7.8m for the Company was recognised in the Other Comprehensive Income.

MRs000	THE GROUP	THE COMPANY
Reconciliation of carrying amount		
Carrying amount as at June 30th 2024	224,704	86,648
Revaluation gain recognised	43,375	9,387
Carrying amount and fair value as at June 30th 2024	268,079	96,035

The Group change the accounting policy with respect to the remeasurement of properties as at June 30th 2024 on a prospective basis.

If the properties were measured using the cost model, the carrying amounts would be as follows:

MRs000	THE GROUP	THE COMPANY
Cost	231,417	82,247
Accumulated depreciation	(23,693)	(11,234)
Net carrying amount	207,724	71,013

- Bank borrowings are secured by floating charges on the assets of the group including property, plant and equipment (note 13).
- Depreciation charge of MRs23.888m for the Group (2023: MRs22.165m) and MRs9.775m for the Company (2023: MRs8.863m) has been included in operating expenses.
- Non-cash additions amounted to nil for the Group (2023: nil) and Nil for the Company (2023: nil).
- The assets in progress relates to the Swing Bridge which was completed and transferred to Property in 2023. This was not depreciated in 2023 as it was not operational pending the approval of the government.
- Payment of property, plant and equipment include release of retention amounting to MRs nil for the Group (2023: MRs0.314m) and MRs nil for the company (2023: MRs0.09m).

4 intangible assets

THE GROUP MRs000	computer software	other	total
Cost			
At July 1st 2022	9,175	2,105	11,280
Additions	149	-	149
Disposal	(101)	-	(101)
At June 30th 2023	9,223	2,105	11,328
At July 1st 2023	9,223	2,105	11,328
Additions	406	-	406
At June 30th 2024	**9,629**	**2,105**	**11,734**
Amortisation			
At July 1st 2022	5,739	2,105	7,844
Amortisation charge	650	-	650
Disposal	(101)	-	(101)
At June 30th 2023	6,288	2,105	8,393
At July 1st 2023	6,288	2,105	8,393
Amortisation charge	664	-	664
At June 30th 2024	**6,952**	**2,105**	**9,057**
Net book values			
At June 30th 2024	**2,677**	**-**	**2,677**
At June 30th 2023	2,935	-	2,935

THE COMPANY MRs000	computer software
Cost	
At July 1st 2022	2,235
Additions	59
Disposal	(101)
At June 30th 2023	2,193
At July 1st 2023	2,193
Additions	115
At June 30th 2024	**2,308**
Amortisation	
At July 1st 2022	1,461
Amortisation charge	344
Disposal	(101)
At June 30th 2023	1,704
At July 1st 2023	1,704
Amortisation charge	305
At June 30th 2024	**2,009**
Net book values	
At June 30th 2024	**299**
At June 30th 2023	489

- Other intangible assets relate to consideration paid in respect of the acquisition of a customer list purchased in September 2005.

- Amortisation charges of MRs0.664m (2023: MRs0.650m) for the Group and MRs0.305m (2023: MRs0.344m) for the Company are included in operating expenses.

- Non-cash additions amounted to nil for the Group (2023: nil).

5 investments in subsidiary companies

THE COMPANY		
MRs000	**2024**	2023
Cost		
At July 1st and June 30th	**14,272**	14,272

Subsidiaries of Caudan Development Limited	class of shares	year end	stated capital and nominal value of investment MRs000	direct holding %	indirect holding %	main business
Best Sellers Limited	ordinary	June	25	-	100	dormant
Caudan Leisure Ltd	ordinary	June	1,000	100	-	leisure & property
Caudan Performances Limited	ordinary	June	25	100	-	creative, arts and entertainment activities
Caudan Security Services Limited	ordinary	June	10,000	100	-	security
Harbour Cruise Ltd	ordinary	June	300	-	100	dormant
Integrated Safety and Security Solutions Ltd	ordinary	June	20	-	100	security
Security & Property Protection Agency Co Ltd	ordinary	June	10,000	-	100	security
Société Mauricienne d'Entreprise Générale Ltée	ordinary	June	3,000	100	-	dormant

- Société Mauricienne d'Entreprise Générale Ltée, Harbour Cruise Ltd and Best Sellers Limited did not trade during the year.

- Caudan Communauté, is a special purpose vehicle and a company limited by guarantee. Though the Company holds 50% of the share capital of Caudan Communauté, the latter is not considered as a subsidiary of the Company, as no portion of the income, property and funds of Caudan Communauté shall be paid or transferred to the Company. Thus, it is concluded that the Company does not control Caudan Communauté as it is not exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity.

- All the subsidiaries are incorporated and domiciled in the Republic of Mauritius.

- None of the subsidiaries have debt securities.

6 investments in associate

A

THE GROUP		
MRs000	**2024**	2023
Share of net assets	**-**	-
Goodwill	**-**	-
At June 30th	**-**	-
Cost		
At July 1st and June 30th	**19,076**	19,076
Share of post acquisition reserves		
At July 1st	**(19,076)**	(19,076)
Share of loss for the year	**-**	-
Other equity movements	**-**	-
At July 1st and June 30th	**(19,076)**	(19,076)
At June 30th	**-**	-

B The associated company of Caudan Development Limited

Details of the associate at the end of the reporting period	class of shares	year end	nature of business	principal place of business	country of incorporation	proportion of ownership interest and voting rights direct %	proportion of ownership interest and voting rights indirect %
2024 and 2023							
Le Caudan Waterfront Casino Limited	ordinary	December	leisure	Mauritius	Mauritius	39.20	39.20

- The above associate is accounted for using the equity method.
- Since the associate has a different reporting date, reported results are based on management accounts prepared as at June 30th 2024.

6 investments in associate *continued*

C Summarised financial information

Summarised financial information in respect of the associate is set out below:

MRs000	current assets	non-current assets	current liabilities	non-current liabilities	revenue	loss for the year	other comprehensive income for the year	total comprehensive loss for the year
2024								
Le Caudan Waterfront Casino Limited	**36,736**	**45,052**	**337,623**	**100,185**	**84,552**	**(46,117)**	**15,962**	**(30,155)**
2023								
Le Caudan Waterfront Casino Limited	19,862	5,522	280,498	22,295	93,915	(52,913)	-	(52,913)

The summarised financial information above represents amounts shown in the associate's accounts prepared in accordance with IFRS adjusted for equity accounting purposes such as fair value adjustments made at the time of acquisition and adjustments for differences in accounting policies.

D Reconciliation of summarised financial information

Reconciliation of the above summarised financial information to the carrying amount in the financial statements:

MRs000	opening net assets July 1st	loss for the year	other comprehensive income for the year	prior year adjustment	closing net assets	unrecognised losses and other comprehensive income	ownership interest	share of unrecognised losses and other comprehensive income	interest in associates	goodwill	carrying value
2024											
Le Caudan Waterfront Casino Limited	**(337,959)**	**(46,117)**	**15,962**	**(31,913)**	**(400,027)**	**(400,028)**	**39.2%**	**(156,811)**	**-**	**-**	**-**
2023											
Le Caudan Waterfront Casino Limited	(285,046)	(52,913)	-	-	(337,959)	(337,959)	39.2%	(132,480)	-	-	-

The investment has been reduced to nil given that the entity's share of losses exceeded its interests. The Group will resume recognising its share of profit only after it will equal the share of losses not recognised. The value of the associate has been fully impaired in prior years.

7 inventories

	THE GROUP		THE COMPANY	
MRs000	**2024**	2023	**2024**	2023
Spares and accessories	**2,252**	2,054	**2,229**	2,091
Operating equipment	**620**	286	**620**	286
Food and beverages	**2,178**	2,079	**2,178**	2,079
Consumables	**2,961**	3,903	**46**	-
Work in progress	**2,134**	2,176	**-**	-
Goods for resale	**7,551**	8,261	**-**	-
	17,696	18,759	**5,073**	4,456
Costs of inventories recognised as expense and included in				
Cost of sales	**45,297**	47,598	**24,144**	24,549
Operating expenses	**7,258**	9,459	**3,740**	2,386

› Inventories are stated at the lower of cost and net realisable value.

› The amount of provision for slow-moving inventories for the year recognised as an expense in profit or loss is MRs0.632m (2023: MRs0.634m) for the Group and MRs0.105m (2023: MRs0.051m) for the Company.

› The bank borrowings are secured by floating charges over the assets of the group including inventories (note 13).

› The cost of inventories recognised as expense and included in cost of sales amounted to MRs45.3m (2023: MRs47.6m) for the Group and MRs24.1m (2023: MRs24.5m) for the Company. Provision for slow-moving inventory is included above.

8 trade and other receivables

	THE GROUP		THE COMPANY	
MRs000	**2024**	2023	**2024**	2023
Trade receivables	**107,118**	95,008	**18,378**	25,541
Less provision for expected credit losses	**(40,604)**	(39,017)	**(12,844)**	(12,810)
Trade receivables - net	**66,514**	55,991	**5,534**	12,731
Insurance claim receivable	**3,150**	89,020	**3,150**	89,020
Other receivables *	**10,164**	10,839	**9,425**	10,524
Less: allowances	**(900)**	(1,394)	**(900)**	(1,394)
	78,928	154,456	**17,209**	110,881

› For trade and other receivables, refer to the table as per note 1.1 - credit risk.

› Insurance claim receivable of MRs3m represents outstanding claims with regards to the cyclone Belal and flash floods. Last year it represented outstanding claims with regards to the reconstruction cost of Barkly Wharf amounting to MRs84.3m and the loss of rent amounting to MRs4.7m. Refer to note 32 for further details.

* Other receivables consist principally of utilities recharge to tenants.

› Refer to note 1.1 for movement in provision for expected credit losses.

8 trade and other receivables *continued*

(i) Impairment of trade receivables

- The Company applies the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables.

- To measure the expected credit losses, trade receivables have been grouped based on shared credit risk characteristics and the days past due.

- The expected loss rates are based on the payment profiles of sales over a period of 36 months before June 30th 2024 and June 30th 2023 respectively and the corresponding historical credit losses experienced within this period. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. The Company has identified the GDP and the unemployment rate of the countries in which it sells its goods and services to be the most relevant factors, and accordingly adjusts the historical loss rates based on expected changes in these factors.

- On that basis, the loss allowance as at June 30th 2024 and June 30th 2023 was determined by applying the different expected loss rates calculated for each age bucket, including the amount receivable for the current month, to the gross carrying amount of trade receivables, net of collaterals.

- The expected loss rates of the different age buckets vary between 3% and 100% and the closing loss allowance amounted to MRs26.688m (2023: MRs23.596m) for the Group and MRs0.583m (2023: MRs0.736m) for the Company.

- The closing loss allowances (including specific loss allowance) for trade receivables as at June 30th 2024 reconcile to the opening loss allowances as follows:

	THE GROUP		THE COMPANY	
MRs000	**2024**	2023	**2024**	2023
At July 1st	**39,017**	50,993	**12,810**	12,634
Net loss allowance recognised in profit or loss during the year	**1,893**	(6,206)	**340**	178
Receivables written off during the year as uncollectible	**(306)**	(5,770)	**(306)**	(2)
At June 30th	**40,604**	39,017	**12,844**	12,810

(ii) Foreign currency risk

- All of the trade and other receivables are denominated in Mauritian Rupees. As a result, there is no exposure to foreign currency risk.

(iii) Credit risk

- The maximum exposure to credit risk at the reporting date is the fair value of each class of receivable mentioned above. The Group holds collaterals amounting to MRs8.2m (2023: MRs5.7m), which include cash deposits and bank guarantees from tenants, which approximate their fair values.

(iv) Impairment of other receivables

- The Company applies the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all other receivables.

- To measure the expected credit losses, other receivables have been grouped based on shared credit risk characteristics and the days past due.

- The expected loss rates are based on the payment profiles of sales over a period of 36 months before June 30th 2024 and June 30th 2023 respectively and the corresponding historical credit losses experienced within this period. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. The Company has identified the GDP and the unemployment rate of the countries in which it sells its goods and services to be the most relevant factors, and accordingly adjusts the historical loss rates based on expected changes in these factors.

- On that basis, the loss allowance as at June 30th 2023 and June 30th 2024 was determined by applying the different expected loss rates calculated for each age bucket, including the amount receivable for the current month, to the gross carrying amount of other receivables, net of collaterals.

- The expected loss rates of the different age buckets vary between 2% and 100% and the closing loss allowance amounted to MRs0.178m (2023: MRs0.181m) for the Group and the Company.

(v) Impairment and risk exposure

› The closing loss allowance for other receivables as at June 30th 2024 and June 30th 2023 reconciles to the opening loss allowance on July 1st 2023 and July 1st 2022 as follows:

THE GROUP AND THE COMPANY		
MRs000	**2024**	2023
At July 1st	**1,394**	2,013
Receivables written off during the year as uncollectible	**(334)**	(54)
Allowance recognised in profit or loss during the year	**(160)**	(565)
Loss allowance at June 30th	**900**	1,394

9 other financial assets

(i)

		THE GROUP		THE COMPANY	
MRs000	note	**2024**	2023	**2024**	2023
Assets as per statements of financial position					
Amount receivable from holding company *		**30,826**	-	**32,062**	-
Receivables from subsidiary companies *	25	**-**	-	**105,109**	101,449
Loan receivable from Syndic **		**-**	51,100	**-**	51,100
Loan to subsidiary company receivable at call	25	**-**	-	**100,000**	100,000
		30,826	51,100	**237,171**	252,549

* Receivables from holding company and subsidiary companies are loan repayable on demand and interest may be charged at the prevailing market rate. The default from subsidiary companies is assessed as being remote (Refer to note 25).

** Loan receivable from Syndic pertains to the reconstruction of Barkly Wharf with interest at the prevailing market rate and has been settled in the financial year.

› These receivables generally arise from transactions outside the usual operating activities of the Company. Interest may be charged at market rates where the terms of repayment exceed six months. Collateral is not normally obtained.

(ii) All other financial assets are at amortised cost and are denominated in Mauritian Rupees. As a result, there is no exposure to foreign currency risk.

9A prepayments

	THE GROUP		THE COMPANY	
MRs000	**2024**	2023	**2024**	2023
Prepayments	**8,739**	7,893	**5,279**	5,390
Payment on account	**730**	6,366	**730**	5,902
	9,469	14,259	**6,009**	11,292

› Payment on account relates to advance payment made to contractors and service contractors.

10 net impairment on financial assets

MRs000	note	THE GROUP 2024	THE GROUP 2023	THE COMPANY 2024	THE COMPANY 2023
Amount written off		**981**	137	**4**	138
Net loss allowance recognised in profit or loss (trade and other receivables)	8	**1,893**	(6,206)	**340**	178
Net loss allowance recognised in profit or loss (other receivables)	8	**(160)**	(565)	**(160)**	(565)
		2,714	(6,634)	**184**	(249)

11 share capital

THE GROUP AND THE COMPANY MRs000	2024	2023
Issued and fully paid		
At July 1st and June 30th	**2,000,000**	2,000,000

› Fully paid ordinary shares carry one vote per share and carry a right to dividends

12A retained earnings

MRs000	the company	subsidiaries	associates	consolidation adjustment	the group
At July 1st 2023	2,129,376	369,423	(19,076)	(47,267)	2,432,456
Profit attributable to shareholders	39,407	(10,111)	-	(8,453)	20,843
Other comprehensive income for the year	(1,846)	(2,061)	-	-	(3,907)
At June 30th 2024	**2,166,937**	**357,251**	**(19,076)**	**(55,720)**	**2,449,392**

12B revaluation reserve

MRs000	the company	subsidiaries	associates	consolidation adjustment	the group
At July 1st 2023	-	-	-	-	-
Other comprehensive income for the year	7,791	(13,155)	-	41,365	36,001
At June 30th 2024	**7,791**	**(13,155)**	**-**	**41,365**	**36,001**

› Revaluation reserve include the revaluation of land and buildings as at June 30th 2024.

› Consolidation adjustment represents revaluation of land and buildings at Group level.

13 borrowings

MRs000	THE GROUP 2024	THE GROUP 2023	THE COMPANY 2024	THE COMPANY 2023
Non-current				
Bank loan	**472,000**	534,000	**472,000**	534,000
Current				
Bank overdrafts	**-**	108,357	**-**	96,042
Loan from subsidiary companies at call	**-**	-	**-**	23,700
Other loan at call from related parties	**-**	4,400	**-**	4,400
Bank loan	**62,000**	-	**62,000**	-
	62,000	112,757	**62,000**	124,142
Total borrowings	**534,000**	646,757	**534,000**	658,142

- The bank overdrafts are secured by floating charges over the assets of the Group.
- Moratorium on the bank loan ends in June 2025.
- The Group's borrowings are denominated in Mauritian Rupee. The carrying amounts of borrowings were not materially different from their fair values.

The effective interest rates at the reporting date were

%	THE GROUP 2024	THE GROUP 2023	THE COMPANY 2024	THE COMPANY 2023
Bank overdrafts	**6.75**	6.75	**6.75**	6.75
Loan from subsidiary companies at call	**-**	5.025	**-**	5.025
Other Loans	**-**	5.025	**-**	5.025
Bank borrowings	**6.75**	1.5 - 6.75	**6.75**	1.5 - 6.75

The exposure of the borrowings to interest rate changes at the end of the reporting period

MRs000	THE GROUP 2024	THE GROUP 2023	THE COMPANY 2024	THE COMPANY 2023
Within one year	**62,000**	112,757	**62,000**	124,142

The maturity of non-current borrowings

THE GROUP AND THE COMPANY MRs000	2024	2023
Within 1 year	**62,000**	-
After one year and before two years	**48,000**	62,000
After two years and before three years	**62,000**	48,000
After three years and before five years	**202,000**	194,000
After five years	**160,000**	230,000
	534,000	534,000

14 deferred tax

Deferred tax liability/(asset)

THE GROUP MRs000	at July 1st 2023	charge/ (credit) to statement of profit or loss	charge to statement of other comprehensive income	**at June 30th 2024**
Provision for slow-moving inventories and loss allowance	(4,511)	2	-	**(4,509)**
Employee benefit liabilities	(6,432)	(1,155)	(800)	**(8,387)**
Right-of-use assets and lease liabilities	(791)	501	-	**(290)**
Tax losses	(16,991)	(1,751)	-	**(18,742)**
Deferred tax assets	(28,725)	(2,403)	(800)	**(31,928)**
Accelerated capital allowances	138,489	2,733	-	**141,222**
Revaluation of property plant and equipment	-	-	7,374	**7,374**
Fair value gains	121,261	(756)	-	**120,505**
Deferred tax liabilities	259,750	1,977	7,374	**269,101**
Net deferred tax	231,025	(426)	6,574	**237,173**

› The above table currently shows the deferred tax assets and deferred tax liabilities as gross amounts.

Deferred tax liabilities

THE COMPANY MRs000	at July 1st 2023	charge/ (credit) to statement of profit or loss	charge to statement of other comprehensive income	**at June 30th 2024**
Right-of-use assets and lease liabilities	(794)	501	-	**(293)**
Accelerated capital allowances	105,671	2,221	-	**107,892**
Provision for slow-moving inventories and loss allowance	(3,020)	2,259	-	**(761)**
Employee benefit liabilities	(1,438)	(2,190)	(378)	**(4,006)**
Tax losses	(15,650)	(1,871)	-	**(17,521)**
Revaluation of property plant and equipment	-	-	1,596	**1,596**
Fair value gains	127,018	1,348	-	**128,366**
	211,787	2,268	1,218	**215,273**

› The tax losses for the company are in respect of annual allowances which can be carried forward indefinitely.

› There is a legally enforceable right to offset current tax assets against current tax liabilities and deferred tax assets and liabilities when the deferred income taxes relate to the same fiscal authority of the same entity. The following amounts are shown in the statements of financial position for the Group.

MRs000	**2024**	2023
Deferred tax assets		
Provision for slow-moving inventories and loss allowance	**(1,335)**	(2,274)
Employee benefit liabilities	**(6,051)**	(4,993)
Tax losses	**(1,220)**	(1,341)
Accelerated capital allowances	**1,025**	1,311
	(7,581)	(7,297)

MRs000	2024	2023
Deferred tax liabilities		
Provision for slow-moving inventories and loss allowance	**(3,174)**	(2,237)
Employee benefit liabilities	**(2,337)**	(1,439)
Lease liability	**(290)**	(791)
Tax losses	**(17,521)**	(15,650)
Accelerated capital allowances	**140,197**	137,178
Revaluation of property plant and equipment	**7,374**	-
Fair value gains	**120,505**	121,261
	244,754	238,322

	THE GROUP		THE COMPANY	
MRs000	2024	2023	2024	2023
Deferred tax assets	**(7,581)**	(7,297)	**(22,581)**	(20,902)
Deferred tax liabilities	**244,754**	238,322	**237,854**	232,689
	237,173	231,025	**215,273**	211,787

› Deferred income taxes are calculated on all temporary differences under the liability method at 17% (2023: 17%).

		THE GROUP		THE COMPANY	
MRs000	note	2024	2023	2024	2023
The movement in the deferred income tax account					
At July 1st		**231,025**	210,103	**211,787**	195,657
(Credit)/charge to profit or loss	20	**(426)**	20,643	**2,268**	16,000
Charge to other comprehensive income		**6,574**	279	**1,218**	130
At June 30th		**237,173**	231,025	**215,273**	211,787

15 employee benefit liabilities

		THE GROUP		THE COMPANY	
MRs000	note	2024	2023	2024	2023
Amounts recognised in the statements of financial position					
Other post retirement benefits (gratuity on retirement)		**46,219**	37,836	**10,624**	8,465
Amounts recognised in the statements of profit or loss and other comprehensive income					
Provision for the year		**7,915**	6,163	**1,566**	1,231
Total included in employee benefit expense	18	**7,915**	6,163	**1,566**	1,231
Movement in the liability recognised in the statements of financial position					
At July 1st		**37,836**	37,018	**8,465**	9,822
Gratuity on retirement paid		**(3,503)**	(2,977)	**(895)**	(1,090)
Benefits paid		**(736)**	(736)	**(736)**	(736)
Amount charged to/(credited) other comprehensive income		**4,707**	(1,632)	**2,224**	(762)
Expense for the year		**7,915**	6,163	**1,566**	1,231
At June 30th		**46,219**	37,836	**10,624**	8,465

› Other post retirement benefits comprise gratuity on retirement payable under the Workers' Rights Act 2019.

15 employee benefit liabilities *continued*

Principal actuarial assumptions used for accounting purposes were:	2024	2023
Discount rate (%)	**5.5**	5.7
Future salary increases (%)	**4.2**	4.2
Future pension increases (%)	**3.2**	3.2
Average retirement age (ARA)		
Pension scheme members	**60.0**	60.0
Non scheme members	**65.0**	65.0

Sensitivity analysis on retirement benefit obligation at the end of the reporting period MRs000	2024	2023
Increase due to 1% decrease in discount rate	**1,208 - 6,776**	931 - 6,155
Decrease due to 1% increase in discount rate	**1,009 - 5,606**	769 - 5,065

› The following are the expected contributions in future years:

THE GROUP AND THE COMPANY MRs000	2024	2023
Within the next 12 months (next annual reporting period)	**4,365**	3,198
Between 2 and 5 years	**16,470**	12,092
Between 5 and 10 years	**25,618**	21,804
Beyond 10 years	**384,295**	313,425
Total expected contribution	**430,748**	350,519

› The average duration of the defined benefit plan obligation at the end of the reporting period is 16 years (2023: 16 years).

› The company has residual obligation imposed by the Workers Rights Act 2019 on top of its defined contribution plan. It is therefore particularly exposed to investment under performance of the defined contribution plan.

› The gratuity plan exposes the Group to actuarial risks, such as longevity risk, interest rate risk, investment risk and salary risk.

Longevity risk

› The plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan liability.

Interest rate risk

› A decrease in the bond interest rate will increase the plan liability; however, this may be partially offset by an increase in the return on the plan's debt investments and a decrease in inflationary pressures on salary and pension increases.

Investment risk

› The plan liability is calculated by using a discount rate determined by reference to government bond yields; if the return on plan assets is below this rate, it will create a plan deficit and if it is higher, it will create a plan surplus.

Salary risk

› The plan liability is calculated by reference to the future projected salaries of plan participants. As such, an increase in the salary of the plan participants above the assumed rate will increase the plan liability whereas an increase below the assumed rate will decrease the liability.

16 trade and other payables

	THE GROUP		THE COMPANY	
MRs000	**2024**	2023	**2024**	2023
Amounts owed to parent	**-**	2,286	**-**	772
Amounts owed to subsidiary companies	**-**	-	**182,912**	180,629
Social security and other taxes	**7,882**	6,614	**3,190**	1,825
Defined contribution plan	**241**	882	**241**	215
Advance monies	**38,767**	35,715	**27,769**	26,852
Construction costs payable	**-**	22,104	**-**	22,104
Trade payables	**33,795**	14,017	**9,636**	9,389
Accrued expenses	**50,463**	52,270	**34,707**	29,272
Other payables	**20,827**	22,557	**15,267**	18,661
	151,975	156,445	**273,722**	289,719

- Other payables are interest free and have settlement dates within one year. The carrying amounts of other payables approximate their fair values.

- Advance monies consist of deposit from tenants.

- Construction costs payable in 2023 relates to the amounts not yet paid to contractors for the reconstruction of Barkly Wharf

- Other payables and accrued expenses include trade payables, VAT and tax deducted at source payable.

17 contract liabilities

Liabilities related to contracts with customers

THE GROUP		
MRs000	**2024**	2023
Opening balance	**4,164**	4,155
Amount included in contract liabilities that was recognised as revenue during the year	**(10,112)**	(8,368)
Cash received (or rights to cash) in advance of performance and not recognised as revenue during the year	**10,766**	8,377
Closing balance	**4,818**	4,164

- Contract liabilities arise from sales and installation of alarm system, whereby control is transferred only upon commissioning of the alarm system and user acceptance, at which point the Group will have a present right to payment (as a single payment on delivery) and retains none of the significant risks and rewards of the goods in question and cumulative payments received from customers at each balance sheet date do not necessarily equal the amount of revenue recognised on the contracts.

- There are no revenues arising from performance obligations satisfied in previous years.

18 operating profit

MRs000	notes	THE GROUP 2024	THE GROUP 2023	THE COMPANY 2024	THE COMPANY 2023
Operating profit is arrived at after crediting					
Rental income and other income		**221,724**	210,728	**175,287**	168,537
Sale of goods		**48,344**	29,418	**-**	-
Sale of services		**272,347**	255,811	**-**	-
Profit on disposal of property, plant and equipment		**17**	267	**-**	-
Food and beverages revenue and theatre income		**109,275**	89,996	**98,283**	81,171
and after charging					
Depreciation on property, plant and equipment	3	**23,888**	22,165	**9,775**	8,863
Amortisation of intangible assets	4	**664**	650	**305**	344
Loss on disposal of property, plant and equipment		**-**	-	**-**	21
Employee benefit expense		**314,900**	284,433	**64,808**	58,884

- Rental and other income include recoveries MRs8.7m (2023: MRs6.0m) and marketing revenues MRs3.0m (2023: MRs2.1m).

- For breakdown of expenses, please refer to note 22(a).

Analysis of employee benefit expense included above

MRs000	note	THE GROUP 2024	THE GROUP 2023	THE COMPANY 2024	THE COMPANY 2023
Wages and salaries		**285,408**	258,244	**59,113**	53,365
Social security costs		**10,727**	9,550	**2,077**	1,801
Pension costs					
Defined contribution plan		**10,850**	10,476	**2,052**	2,487
Other post retirement benefits	15	**7,915**	6,163	**1,566**	1,231
		314,900	284,433	**64,808**	58,884

Split of employee benefit expense

THE GROUP MRs000	note	2024	2023
Direct Operating expenses	22	**256,039**	206,021
Administrative expenses		**58,861**	78,412
		314,900	284,433

19 finance income from an effective interest rate and finance costs

MRs000	THE GROUP 2024	2023	THE COMPANY 2024	2023
Finance costs				
Interest expense				
Bank overdrafts	**766**	5,375	**683**	4,794
Bank loan	**33,510**	29,647	**33,510**	29,647
Other loans at call	**-**	-	**-**	1,297
Lease liabilities	**1,435**	1,613	**1,435**	1,613
	35,711	36,635	**35,628**	37,351
Finance income from an effective interest rate				
Loan to parent	**(1,010)**	-	**(705)**	-
Interest income	**(501)**	(3,110)	**(23,029)**	(20,490)
	(1,511)	(3,110)	**(23,734)**	(20,490)
Foreign exchange gain	**(341)**	(471)	**(420)**	(333)
	(1,852)	(3,581)	**(24,154)**	(20,823)
Net finance costs	**33,859**	33,054	**11,474**	**16,528**

20 income tax expense

MRs000	note	THE GROUP 2024	2023	THE COMPANY 2024	2023
Based on the profit for the year, as adjusted for tax purposes, at 15%		**511**	408	**-**	-
Deferred income tax movement for the year	14	**(426)**	20,643	**2,268**	16,000
Corporate social responsibility expense		**40**	56	**-**	-
Charge to statement of profit or loss		**125**	21,107	**2,268**	16,000
Deferred income tax charge					
Lease liabilities		**501**	470	**501**	471
Accelerated capital allowances		**2,733**	6,428	**2,221**	5,294
Provisions		**1**	2,416	**2,259**	89
Employee benefit liabilities		**(1,154)**	(419)	**(2,190)**	101
Fair value gains		**(756)**	14,863	**1,348**	12,334
Tax losses		**(1,751)**	(3,115)	**(1,871)**	(2,289)
		(426)	20,643	**2,268**	16,000

› Reconciliation between the applicable income tax rate of 15.0% for the Group and the Company and the effective rate of income tax of the Group of 0.6% (2023: 14.9%) and the Company of 5.4% (2023: 13%).

20 income tax expense *continued*

As per the percentage of profit before income tax

%	THE GROUP 2024	THE GROUP 2023	THE COMPANY 2024	THE COMPANY 2023
Income tax rate	**15.0**	15.0	**15.0**	15.0
Impact of				
Disallowable items *	**(6.8)**	0.6	**(4.1)**	0.0
Exempt income **	**(13.7)**	(1.8)	**(6.9)**	(2.0)
Deferred tax rate differential in CSR tax ***	**0.3**	2.0	**0.5**	1.7
Net underprovision of deferred tax in previous year	**1.9**	(1.7)	**0.9**	(1.7)
Unutilised tax losses	**3.6**	0.7	**0.0**	0.0
Corporate social responsibility	**0.3**	0.0	**0.0**	0.0
Average effective income tax rate	**0.6**	14.8	**5.4**	13.0

* Disallowable items relate to expenses which are not deductible for income tax purposes or expenses of a capital nature such as renovation costs.
** Exempt income relates to partial exemption on interest receivable.
*** This relates to the effect of different tax rates since income tax is charged at 15% and deferred tax is calculated at 17%.

20A income tax receivable

MRs000	THE GROUP 2024	THE GROUP 2023	THE COMPANY 2024	THE COMPANY 2023
The movement in the income tax (receivable)/payable account				
At July 1st	**(14,320)**	(6,797)	**(8,196)**	(5,627)
Charge for the year	**550**	464	**-**	1
(Paid)/refunded during the year	**(2,309)**	(7,987)	**19**	(2,570)
At June 30th	**(16,079)**	(14,320)	**(8,177)**	(8,196)

21 basic and diluted earnings per share

- Earnings per share is calculated on the basis of the group profit for the year and the number of shares in issue and ranking for dividends during the two years under review.

THE GROUP MRs000	2024	2023
Profit attributable to owners of the parent	**20,843**	119,618
Weighted average number of shares in issue during the year (thousands)	**2,000,000**	2,000,000
Basic and diluted earnings per share (MRe)	**0.010**	0.060

22 segment information

2024 MRs000	property	security	inter-segment adjustments and eliminations	total
Revenues				
External sales	330,999	320,691	-	651,690
Intersegment sales	5,544	27,936	(33,480)	-
Total revenue	336,543	348,627	(33,480)	651,690
Direct operating expenses	(208,601)	(311,422)	27,936	(492,087)
Administrative expenses	(59,333)	(43,259)	4,974	(97,618)
Total expenses	(267,934)	(354,681)	32,910	(589,705)
Segment result	68,609	(6,054)	(570)	61,985
Net loss from fair value adjustment on investment property	(4,444)	-	-	(4,444)
Net impairment on financial assets	(7,301)	4,587	-	(2,714)
Finance income	1,439	413	-	1,852
Finance costs	(36,153)	(446)	888	(35,711)
Profit before income tax	22,150	(1,500)	318	20,968
Taxation	147	(272)	-	(125)
Profit attributable to owners of the parent	22,297	(1,772)	318	20,843
Segment assets	5,381,401	125,326	(12,352)	5,494,375
Segment liabilities	933,006	89,016	(13,041)	1,008,982
Capital expenditure	2,048	11,105	(7)	13,146
Depreciation and amortisation	12,134	12,418	-	24,552

The following is an analysis of the revenue for the year:

THE GROUP MRs000	note	2024	2023
Product type			
Rental income	18	**221,724**	210,728
Food and beverages revenue and theatre income		**109,275**	89,996
Revenue from the sale of goods	18	**48,344**	29,418
Revenue from rendering of services	18	**272,347**	255,811
		651,690	585,953

22 segment information *continued*

Disaggregation of revenue from contracts with customers

THE GROUP MRs000	**2024**	2023
Product type		
Revenue from the sale of goods	**48,344**	29,418
Revenue from rendering of services	**272,347**	255,811
	320,691	285,229
Timing of revenue recognition		
At a point in time	**312,678**	279,651
Over time	**8,013**	5,578
	320,691	285,229

› The above does not tally with total revenue as per statement of profit or loss since the group has other sources of income such as rental income and income from other operating activities amounting to MRs330m (2023: MRs300m), which do not fall under the scope of IFRS 15.

(a) Operating expenses by segment

2024 MRs000	property	security	total
Employee benefit costs	14,416	241,623	256,039
Repairs and maintenance	30,843	-	30,843
Security fees	25,032	-	25,032
Cost of alarm	-	13,220	13,220
Marketing and advertising	14,766	-	14,766
Utilities	18,774	674	19,448
Motor vehicle running expenses	-	20,111	20,111
Restaurant costs	24,144	-	24,144
Depreciation	-	9,190	9,190
Rates and taxes	5,693	-	5,693
Other expenses	74,933	26,604	101,537
	208,601	311,422	520,023

2024 MRs000	property	security	inter-segment eliminations	total
Cash flows arising on:				
Operating activities	62,686	12,657	(7,023)	68,320
Investing activities	58,043	(11,453)	-	46,590
Financing activities	(11,427)	18,156	7,023	13,752
	109,302	19,360	-	128,662

2023 MRs000	note	property	security	inter-segment adjustments and eliminations	total
Revenues					
External sales		300,724	285,229	-	585,953
Intersegment sales		5,280	25,665	(30,945)	-
Total revenue		306,004	310,894	(30,945)	585,953
Direct operating expenses	(b)	(184,274)	(258,994)	25,665	(417,603)
Administrative expenses		(62,632)	(56,671)	4,770	(114,533)
Total expenses		(246,906)	(315,665)	30,435	(532,136)
Segment result		59,098	(4,771)	(510)	53,817
Other income		25,902	-	-	25,902
Net gain from fair value adjustment on investment property		87,426	-	-	87,426
Net impairment on financial assets		4,999	1,635	-	6,634
Finance income		3,445	1,434	(1,298)	3,581
Finance costs		(37,923)	(1,167)	2,455	(36,635)
Profit before income tax		142,947	(2,869)	647	140,725
Taxation		(21,248)	141	-	(21,107)
Profit attributable to owners of the parent		121,699	(2,728)	647	119,618
Segment assets		5,456,360	126,989	(37,205)	5,546,144
Segment liabilities		1,064,884	86,865	(38,062)	1,113,687
Capital expenditure		52,337	8,660	(207)	60,790
Depreciation and amortisation		11,094	11,721	-	22,815

(b) Operating expenses by segment

2023 MRs000	property	security	total
Employee benefit costs	13,454	192,567	206,021
Repairs and maintenance	26,295	-	26,295
Security fees	22,424	-	22,424
Cost of alarm	-	16,359	16,359
Marketing and advertising	19,793	-	19,793
Utilities	15,768	-	15,768
Motor vehicle running expenses	-	19,609	19,609
Restaurant costs	24,550	-	24,550
Depreciation	-	8,287	8,287
Rates and taxes	4,604	-	4,604
Other expenses	57,385	22,173	79,558
	184,273	258,995	443,268

22 segment information *continued*

2023 MRs000	property	security	inter-segment eliminations	total
Cash flows arising on:				
Operating activities	81,587	3,845	(6,966)	78,466
Investing activities	(72,624)	(7,264)	207	(79,681)
Financing activities	(69,099)	(280)	6,759	(62,620)
	(60,136)	(3,699)	-	(63,835)

Segment	Activity
Property	rental income and income from other operating activities (theatre and F&B revenue)
Security	security and property protection services and sales of equipment

› The accounting policies of the operating segments are the same as those described in the summary of significant accounting policies. Intersegment sales and transfers are accounted as if the sales or transfers were to third parties at current market prices.

Factors that management used to identify the entity's reportable segments

› Reportable segments are strategic business units that offer different products and services. They are managed separately because each business requires different technology and marketing strategies.

Geographical information

› No material revenues were derived from customers outside Mauritius. All of the non current assets are found in Mauritius.

23 commitments and contingencies

	THE GROUP		THE COMPANY	
MRs000	**2024**	2023	**2024**	2023
Capital				
Commitment in respect of future capital expenditure authorised by the directors and not provided in the financial statements	**189,900**	-	**189,900**	-

› The board has approved for the forthcoming financial year a capital expenditure of MRs189.9m in respect of the structural repairs and reinforcement of quays damaged by cyclone Belal, along with a revamping of the buildings to enhance the customer experience.

Contingencies

THE GROUP MRs000	**2024**	2023
Contingent liabilities		
Bank guarantees to third parties	**6,898**	6,523

24 parent and ultimate parent

› The directors regard Promotion and Development Ltd, which is incorporated in the Republic of Mauritius, as the parent, ultimate parent and ultimate controlling party.

25 related party transactions

Transactions carried out by the group with related parties

2024 MRs000	rental/ other income	payment in respect of investment property	operating expenses	rental payments	management fees expense/ (income)	net interest expense/ (income)	emoluments and benefits
Parent	**25**	**-**	**-**	**3,932**	**11,039**	**1,010**	**-**
Associate	**20,767**	**-**	**-**	**-**	**-**	**-**	**-**
Associate of parent	**45,809**	**-**	**2,765**	**-**	**-**	**-**	**-**
Shareholders with significant influence	**28,197**	**-**	**1,027**	**-**	**-**	**33,443**	**-**
Enterprises in which directors/key management personnel (and close families) have significant interest	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Key management personnel and directors	**61**	**-**	**-**	**-**	**-**	**-**	**12,828**

2023							
Parent	55	4,358	-	3,932	12,863	(649)	-
Associate	18,828	-	-	-	-	-	-
Associate of parent	22,148	-	1,563	-	-	-	-
Shareholders with significant influence	22,835	-	4,349	-	-	35,022	-
Enterprises in which directors/key management personnel (and close families) have significant interest	-	-	120	-	-	-	-
Key management personnel and directors	56	-	-	-	-	-	10,177

Key management personnel compensation

MRs000	THE GROUP 2024	THE GROUP 2023	THE COMPANY 2024	THE COMPANY 2023
Remuneration and other benefits relating to key management personnel, including directors				
Salaries and short term employee benefits	**12,285**	9,577	**7,205**	7,700
Post employments benefits	**543**	600	**361**	420
	12,828	10,177	**7,566**	8,120

25 related party transactions *continued*

Transactions carried out by the company with related parties

2024 MRs000	(sale)/ purchase of property, plant & equipment	rental/ other income	payment in respect of investment property	operating expenses	rental payments	management fees expense	net interest expense/ (income)	emoluments and benefits
Parent	**-**	**15**	**-**	**-**	**3,932**	**8,024**	**(705)**	**-**
Associate	**-**	**363**	**-**	**-**	**-**	**-**	**-**	**-**
Associate of parent	**-**	**-**	**-**	**2,707**	**-**	**-**	**-**	**-**
Subsidiary companies	**73**	**7,023**	**-**	**18,722**	**3,445**	**-**	**(212)**	**-**
Shareholders with significant influence	**-**	**3,515**	**-**	**1,027**	**-**	**-**	**33,443**	**-**
Key management personnel and directors	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**7,566**

2023								
Parent	-	45	4,358	-	3,932	9,742	(649)	-
Associate	-	363	-	-	-	-	-	-
Associate of parent	-	-	-	1,470	-	-	-	-
Subsidiary companies	589	7,023	-	16,898	3,445	-	(14,409)	-
Shareholders with significant influence	-	1,126	-	4,349	-	-	34,440	-
Key management personnel and directors	-	-	-	-	-	-	-	8,120

- The related party transactions were carried out on normal commercial terms and at prevailing market prices.

- There is a management service fee contract between the company and Promotion and Development Ltd (PaD) which is the ultimate parent. The management fees paid to PaD are equivalent to (1) 5% of the net income after operating costs, but before interest, depreciation and tax, (2) 2.5% of the cost of construction and capital works, excluding professional fees, government fees and interest and (3) agents fees equivalent to 1 months' basic rental on securing new tenants, half month's basic rental on new contracts with existing tenants and 2% of gross consideration in respect of sales of property.

- The key management personnel compensation consists only of salaries and employment benefits.

- None of the investments in associates have been impaired during the year.

- For the year ended June 30th 2024, the group has not recorded any impairment of receivables relating to amounts owed by related parties (2023: nil). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

THE GROUP

Outstanding balances in respect of related party transactions at the end of the reporting period

2024 MRs000	receivables from related companies	borrowings payable to related companies	payables to related companies
Parent	**30,826**	**-**	**-**
Associate of parent	**32,324**	**-**	**-**
Shareholders with significant influence	**8,575**	**534,000**	**427**
Enterprises in which directors/key management personnel (and close families) have significant interest	**-**	**-**	**1**
Key management personnel and directors	**-**	**-**	**-**
2023			
Parent	2	-	2,286
Associate of parent	3,193	-	-
Shareholders with significant influence	5,664	642,357	-
Enterprises in which directors/key management personnel (and close families) have significant interest	-	-	1
Key management personnel and directors	-	-	-

THE COMPANY

Outstanding balances in respect of related party transactions at the end of the reporting period

2024 MRs000	receivables from related companies	borrowings payable to related companies	payables to related companies
Parent	**32,062**	**-**	**-**
Subsidiary companies	**205,109**	**534,000**	**182,912**
Shareholders with significant influence	**-**	**-**	**427**
Enterprises in which directors/key management personnel (and close families) have significant interest	**-**	**-**	**-**
Key management personnel and directors	**-**	**-**	**-**
2023			
Parent	-	-	772
Subsidiary companies	201,449	23,700	180,629
Shareholders with significant influence	122	630,042	-
Enterprises in which directors/key management personnel (and close families) have significant interest	-	-	-
Key management personnel and directors	-	-	-

26 currency

- The financial statements are presented in thousands of Mauritian Rupees.

27 lease liabilities

Set out below are the carrying amounts of lease liabilities recognised and the movement during the year:

THE GROUP AND THE COMPANY	
	land
MRs000	
At July 1st 2022	33,384
Interest expense	1,613
Lease payments	(4,833)
At June 30th 2023	30,164
At July 1st 2023	30,164
Interest expense	1,434
Lease payments	(4,382)
At June 30th 2024	**27,216**

MRs000	**2024**	2023
Analysed as follows:		
Current	**7,635**	7,898
Non-current	**19,581**	22,266
	27,216	30,164

- The leases are in respect of land, at Le Caudan Waterfront, which expired on June 30th 2024 and is renewable for three further periods of ten years, and at Riche Terre which will expire on May 31st 2031 and is renewable for a period of twenty years and another period of thirty nine years.
- For financial year 2024 and 2023, the maturity analysis of lease liabilities are disclosed in note 1.
- The Group had total cash outflows for leases amounting to MRs4.4m (2023: MRs4.8m).

28 cash received from operating activities

	THE GROUP		THE COMPANY	
MRs000	**2024**	2023	**2024**	2023
Cash received from rental	**249,113**	219,781	**190,029**	171,810
Security fees received	**310,289**	275,789	**-**	-
	559,402	495,570	**190,029**	171,810

29 cash received from other operating activities

	THE GROUP		THE COMPANY	
MRs000	**2024**	2023	**2024**	2023
Cash received from theatre revenue	**13,683**	13,245	**3,073**	3,281
Cash received from food and beverages revenue	**86,733**	76,802	**86,733**	76,802
	100,416	90,047	**89,806**	80,083

30 operating cash payments

	THE GROUP		THE COMPANY	
MRs000	**2024**	2023	**2024**	2023
Staff and other related costs	**297,124**	271,246	**62,177**	53,491
Purchase of goods and services	**267,140**	228,238	**149,176**	142,566
Total operating cash payments	**564,264**	499,484	**211,353**	196,057

31 operating leases - group as a lessor

	THE GROUP		THE COMPANY	
MRs000	**2024**	2023	**2024**	2023
Future minimum lease rentals receivable under non-cancellable operating leases				
Not later than 1 year	**158,193**	118,490	**110,221**	79,290
Later than 1 year and not later than 5 years	**251,900**	196,477	**168,002**	115,587
Later than 5 years	**10,963**	8,643	**5,172**	6,779
	421,056	323,610	**283,395**	201,656

- The leases have varying terms, escalation clauses and renewal rights. There are no restrictions imposed on the group by the lease arrangements.
- Customer credit risk is managed by each business unit subject to the Group's established policy, procedures and control relating to customer credit risk management. Outstanding customer receivables are regularly monitored by management.
- There are no buy back agreements or residual value guarantees for use in excess of specified limts for the underlying assets.
- Rental income recognised by the Group during the year amounts to MRs194m (2023: MRs173m), excluding parking and mooring.

32 significant events

Year ended June 30th 2024 - Cyclone Belal

On the 15th January 2024, Mauritius was hit by Cyclone Belal which brought extreme weather conditions along with storm surge in the country. The cyclone caused significant damage to the quay wall structures at Le Caudan Waterfront. The affected zones were properly secured to prevent public access. An assessment has been carried out by Arup Mauritius Ltd to determine the extent of the damage, define the actions required to mitigate the impacts and develop a strategy for the overall repairs of the quay walls. A staged approach has been adopted for the reinstatement of the damaged quays and repair works are in progress. Our insurance claim for the total damage and repairs under stage 1 is still under assessment by the insurer. Expenses paid (including consultants' fees) amounting to MRs3.1m have been reflected as receivables as follows:

Impact on the Statement of Financial Position

	THE GROUP	THE COMPANY
MRs	**2024**	**2024**
Statement of Financial Position		
Insurance claims receivable	**3.1**	**3.1**

Year ended June 30th 2023 - Fire outbreak at the craft market of Barkly Wharf

In November 2021, the Craft Market located in Barkly Wharf was destroyed by a fire. The impact of the fire led to the destruction of the Craft Market and caused extensive damages to the shops and offices in Barkly Wharf. The reinstatement and rebuilding of Barkly Wharf was succesfully completed in December 2022. The company has fully recovered the material asset losses and related costs including loss of rent from its insurer after year end.

Insurance proceeds

The insurance proceeds is broken down between:

(a) **Loss of rent**

Total amount claimed for loss of rent from November 2021 to November 2022 excluding excess stood at MRs67.4m. Insurance proceeds during FY22 and FY23 were at MRs30.5m and MRs32.1m respectively.

(b) **Reconstruction costs**

Total cost of construction for Barkly Wharf stood at MRs242m, and of which MRs39m was for the renovation works not covered by the insurance and was therefore capitalised under Investment Property. Refer to note 2. An amount of MRs118.7m was received during 2022 and 2023. The company financed the reconstruction amounting MRs38m and MRs24.1m in 2022 and 2023 respectively pending the final insurance proceeds. An amount of MRs84.3m was received in August 2023 end which includes the retention and accrued construction costs amounting to MRs22m. Refer to note 16.

During the financial year ended June 30th 2024, the company received a full and final payment of MRs89.0m for the loss of rent and the reinstatement costs.

Impact on the Statement of Profit or Loss and Other Comprehensive Income and Statement of Financial Position

	THE GROUP		THE COMPANY	
MRs m	**2024**	2023	**2024**	2023
Other income - Loss of rent	**-**	25.9	**-**	25.9
Statement of Financial Position				
Insurance claims receivable	**-**	89.0	**-**	89.0

33 subsequent events

Cautionary announcement

On September 5th 2024, the Board of Directors of Caudan Development and Promotion and Development (PaD) issued a Joint Communiqué to inform their respective shareholders that they have decided to proceed with a restructuring exercise of their group structure through a scheme of arrangement under sections 261 to 264 of the Companies Act, pursuant to which the shares held by the non-controlling shareholders of Caudan would be exchanged for shares in PaD on the basis of a share exchange ratio to be determined. The scheme is subject to the approval of the shareholders of Caudan and PaD, and to the sanction of the Supreme Court (Bankruptcy Division) following a petition made to the court, in addition to other regulatory approvals.

Refer to note 32 in respect of structural and reinforcement works to the quay walls which were damaged by cyclone Belal.

Corporate Climate Responsibility Levy ("CCRL")

In his National Budget on June 7th 2024, the Mauritian Finance Minister announced the introduction of a Corporate Climate Responsibility Levy ("CCRL"), equivalent to 2% of the company's profits, for companies with a yearly turnover of more than MRs50 million.

Section 41(iii) of the Financial (Miscellaneous Provisions) Act 2024 ("FMPA 2024") gave effect to the CCRL and its effective date is the year of assessment 2024/2025 so that it applies to any company with a financial year that terminated on any date during the period from January 1st 2024 to June 30th 2024. The CCRL also applies to any Mauritian tax resident partnership. The CCRL is computed on the taxable profit of the company and is specifically considered to be an income tax under section 41(a)(i)(A) of the FMPA 2024.

According to IAS 12, changes in tax rates and laws should be recognised in financial statements when the legislation is substantively enacted, which is when it can no longer be amended. The 2% CCRL had not reached the point of substantive enactment by the end of the reporting period as the possibility of further amendments to the legislation still existed.

In accordance with IAS 10, "Events After the Reporting Period", the introduction of the CCRL is considered a non-adjusting event. Therefore, no adjustment has been made to the current income tax and deferred tax balances in the financial statements as of June 30th 2024, even if it had a retrospective effect.

The Group and the Company have quantified the impact of this non adjusting event as follows:

	THE GROUP		THE COMPANY	
MRs000	SOPL	SOFP	SOPL	SOFP
Year of assessment 2024/2025				
Deferred tax liability/(asset)	-	27,903	-	25,326
Income tax liability/(asset)	-	10	-	-
Taxation	27,913	-	25,326	-
	27,913	27,913	25,326	25,326

Other than disclosed above, there were no material events after the reporting date which would require disclosure or adjustments to the financial statements.

directors of subsidiary companies

Directors of subsidiary companies holding office at the end of the accounting period

Caudan Leisure Limited
Jocelyne Martin

Caudan Performances Limited
Jocelyne Martin
Ashish Beesoondial

Caudan Security Services Limited
Jocelyne Martin
Deepak K. Lakhabhay

Security and Property Protection Agency Co Ltd
Marie Joseph Bernard D'hotman De Villiers
Dean Allen Lam Kin Teng
Maurice Philippe Raffray
Deepak K.Lakhabhay
Jocelyne Martin

Integrated Safety and Security Solutions Ltd
Deepak K. Lakhabhay

Harbour Cruise Ltd
Jocelyne Martin

Société Mauricienne d'Entreprise Générale Ltée & Best Sellers Limited
Jocelyne Martin

Caudan Communauté
Jocelyne Martin

supplementary information

Three year summary of published results:

THE GROUP MRs000	2024	2023	2022
Statements of profit and loss and other comprehensive income			
Revenue	**651,690**	585,953	478,191
Profit before income tax	**20,968**	140,725	211,751
Taxation	**(125)**	(21,107)	(41,920)
Profit attributable to owners of the parent	**20,843**	119,618	169,831
Other comprehensive income for the year	**32,094**	1,353	(3,196)
Total comprehensive income attributable to owners of the parent	**52,937**	120,971	166,635
Adjusted profit attributable to owners of the parent	**24,531**	47,055	18,219
Earnings per share (MRe)	**0.0104**	0.0598	0.0849
Adjusted earnings per share (MRe)	**0.0123**	0.0235	0.0091

Adjusted earnings per share is calculated on the basis of the group profit for the year excluding net gain from fair value on investment property divided by the number of shares in issue and ranking for dividends.

THE GROUP MRs000	2024	2023
Profit attributable to owners of the parent	**20,843**	119,618
Net gain from fair value adjustment on investment property (net of deferred tax)	**3,688**	(72,563)
Adjusted earnings attributable to owners of the parent	**24,531**	47,055
Weighted average number of shares in issue during the year (thousands)	**2,000,000**	2,000,000

Three year summary of assets and liabilities:

THE GROUP MRs000	2024	2023	2022
Statements of financial position			
Non-current assets	**5,310,719**	5,283,239	5,158,704
Current assets	**183,656**	262,905	179,916
Total assets	**5,494,375**	5,546,144	5,338,620
Total equity	**4,485,393**	4,432,456	4,311,485
Non-current liabilities	**782,554**	832,424	814,743
Current liabilities	**226,428**	281,264	212,392
Total equity and liabilities	**5,494,375**	5,546,144	5,338,620
Net assets value per share (MRs)	**2.24**	2.22	2.16
Number of shares	**2,000,000**	2,000,000	2,000,000

This is not part of the audited financial statements but the information has been reviewed by the auditor.

CAUDAN
DEVELOPMENT

CAUDAN DEVELOPMENT LIMITED

Dias Pier, Le Caudan Waterfront
Port Louis, Mauritius
Telephone +230 211 94 30
Fax +230 211 02 39
Email corporate@promotionanddevelopment.com

CAUDAN.COM