



Dear Shareholder,

The Board of Directors (“the Board”) of Rogers and Company Limited (“Rogers or the Group”) is pleased to present its integrated report for the financial year ended 30 June 2022.

The annual meeting of the shareholders (“the Meeting” Or “AMS”) will be held on 08 December 2022 at 10:00 hours at the Voilà Hotel, Bagatelle Mall, Réduit.

To mitigate any Covid-19 transmission risks and to protect the health and safety of everyone, attendees are strongly encouraged to observe the appropriate sanitary measures, such as maintaining social distancing and wearing face masks.

Whilst it remains difficult to predict if there will be changes in the sanitary guidance issued by the Government of Mauritius, we will ensure that any changes to the Meeting’s arrangements are published on our website, www.rogers.mu.

You are, therefore, kindly requested to check the website or the latest Government guidance before you attend the Meeting.

We look forward to interacting with you at the Meeting.

Sincerely,



Jean-Pierre Montocchio
Chairman



Philippe Espitalier-Noël
Chief Executive Officer

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About this Report

Since the financial year 2017, Rogers and Company Limited has prepared its annual report along the IIRC's Integrated Reporting <IR> Framework. Adopting <IR> is a journey. As a business dedicated to stakeholder inclusiveness, our reporting suite aims to address our stakeholders' and shareholders' information needs. This report provides them with an overview of our strategy and performance in a volatile operating environment. It shares our plans to position Rogers for the future as we continue to look beyond our current challenges.

For the benefit of our shareholders and broader stakeholders, Rogers aims to continue to improve how we report on our activities year on year.

Boundary and Scope

Our integrated reporting boundary covers the risks, opportunities, and outcomes arising from our:

- ▶ Operating context (pages 6-15)
- ▶ Strategy (pages 48-49)
- ▶ Value reporting model (pages 50-51)
- ▶ Stakeholder engagements (pages 52-55)

Our financial reporting boundary aligns with our financial statements reporting boundary and includes subsidiaries and associates.

This report provides the information needed to assess Rogers's ability to create value over time. It describes our business model, including our use of resources and how it enables us to deliver on our values (page 8), our strategy (pages 48-49), and the risks we face (pages 112-125). This document contains assumptions and projections regarding Rogers' operational results, future demand for our products and services, and the macroeconomic context we operate in.

Reporting Frameworks

We prepared this report in accordance with the following frameworks:

- ▶ Integrated Reporting <IR> Framework
- ▶ The National Code on Corporate Governance
- ▶ Risk Management Framework
- ▶ The United Nations Sustainable Development Goals (SDGs)

This report also aligns with the *Signe Natir Pact*, an engagement made under the authority of Business Mauritius.

We review our reporting regularly and aim to be as responsive as possible to our stakeholders' feedback.

Materiality

The Integrated Report addresses matters that substantively affect our ability to create value and presents a complete, balanced and fair account of the Group's performance over the financial year 01 July 2021 to 30 June 2022 ("FY22").

The financial statements within this report comply with the standards set out in the Mauritius Companies Act 2001. They have been prepared following the International Financial Reporting Standards ("IFRS") and externally assured. The external auditors' report is available on pages 142-146.

In line with IFRS standards, we consider information material when its omission or misstatement could influence the decisions of those making financial decisions based on this report.

Board Responsibility Statement

The Rogers' Board of Directors acknowledges its responsibility to ensure the integrity of the Integrated Report. The Board, in its opinion and having applied its collective mind to the preparation and presentation of this report, believes it addresses all material matters and offers a balanced view of Rogers' strategy and how it relates to the organisation's ability to create value in the short (12 months), medium (three years) and long term (five years and beyond), how the capitals affect the business strategy and business model. The Board confirms that this Integrated Report was prepared by the International <IR> Framework.

For more details on the assurance of various reporting elements of this report, kindly refer to pages 32-41 for the Governance report.

Forward-Looking Statements

This report contains forward-looking statements regarding Rogers' future performance and prospects. While these statements represent our judgments and future expectations at the time of preparing this report, several emerging risks, uncertainties, and other important factors could materially change the results from our expectations. We advise readers to use caution in interpreting any forward-looking statements in this report.

Outlook

Outlook information answers the question: What challenges, opportunities, and uncertainties are we likely to encounter in pursuing our strategy, and what are the potential implications on our business model and future performance? Given the uncertain operating context of post-Covid impacts and the war between Ukraine and Russia, we have highlighted potential uncertainties and our response, where applicable.

Outlook information can be found throughout this report and particularly in the following sections:

We are Meaningful Change	6-15
Chairman's Message	18-19
Chief Executive Officer's Message	44-47
Delivering for our Stakeholders	52-55
Chief Financial Executive's Report	74-77
Performance against set objectives for each of our Served Markets	78-109
How Rogers Manages Risk	112-125



Join us in making an impactful difference

Rogers feels responsible to create more sustainable and inclusive communities. As such, we encourage all our shareholders to adopt our digital communications for greater and quicker access to information. In doing so, we will help in reducing the world's carbon footprint.

We are saving 11 trees annually for every 1,000 unpublished and undistributed copies of the annual report.

We would really like to welcome you in our digital world. To register, please complete the shareholder consent form which is available at the MCB Registry & Securities Ltd.

For the digital version of this report, please scan the QR code.

Founded in 1899, Rogers is a listed international services and investment company, with expertise in four Served Markets, namely FinTech, Hospitality, Logistics and Property.

we

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ingful change

Dear Shareholder,

You will have noticed a notable change on this year's cover of Rogers Integrated Report. A transformation that will strategically impact Rogers in the future. A rebranding is a milestone that modifies a company's identity, visibility, and perception, internally and externally.

This new visual identity is the outcome of an assessment exercise, also resulting in the refinement of our pillars and mission, in line with our vision. It reflects our evolution over the past years, as we constantly adjust to a changing world and continue to build an inspiring, customer-centric and future-fit organisation. As the world emerges to a new normal post-Covid, so do we.

Change is the law of nature, and we, as a 123-year-young Group, have constantly been fuelled by a spirit of entrepreneurship and nurtured a transformative and pioneering ethos. The rebranding we are witnessing today is another significant landmark in our continuous endeavour to stay true to this culture and to our Mauritian heritage.

Our company continues to build on its legacy of bold moves across the past century, nurturing the mindset of challenging the status quo that has led us to rethink and expand our businesses.

Inspired by forward-looking insights into current market forces and trends, this repositioning of the Rogers Group gives renewed impetus to our century-strong purpose, that of being a catalyst for **Meaningful Change**.

This initiative revives the colours of the Rogers DNA. Likewise, the revamped nomenclature of our core businesses, from four Served Markets to five Segments, consolidates Rogers' positioning as an iconic top-of-mind brand and paves the way for new ventures.

Agile. Daring. Diverse. Passionate. Inspiring. Vibrant. Resilient. This rebranding reflects the 4,400 team members of the Rogers Group that daily engage in our operations, interact with our customers, and create value for all our stakeholders.

Leveraging our core values of **Agility, Engagement and Excellence**, we stand stronger than ever in our ability to grow, adapt, and co-create meaningful value for the sustainable growth of our businesses and communities.



Philippe Espitalier-Noël
Chief Executive Officer of the Rogers Group

OUR VISION

Shaping a better future

OUR MISSION

Create meaningful value for the sustainable growth of our businesses and communities

OUR VALUES

Agility
Engagement
Excellence

By embracing the triple bottom line “Prosperity. People. Planet.”, we commit to create prosperity for the Rogers Group’s businesses, care for each other and shape a better future.

Prosperity

We create shared value for our stakeholders through sustainable growth, continuous innovation, and diversification of our asset base.

People

We foster agile environments and enable vibrant communities where people can grow, excel, and thrive.

Planet

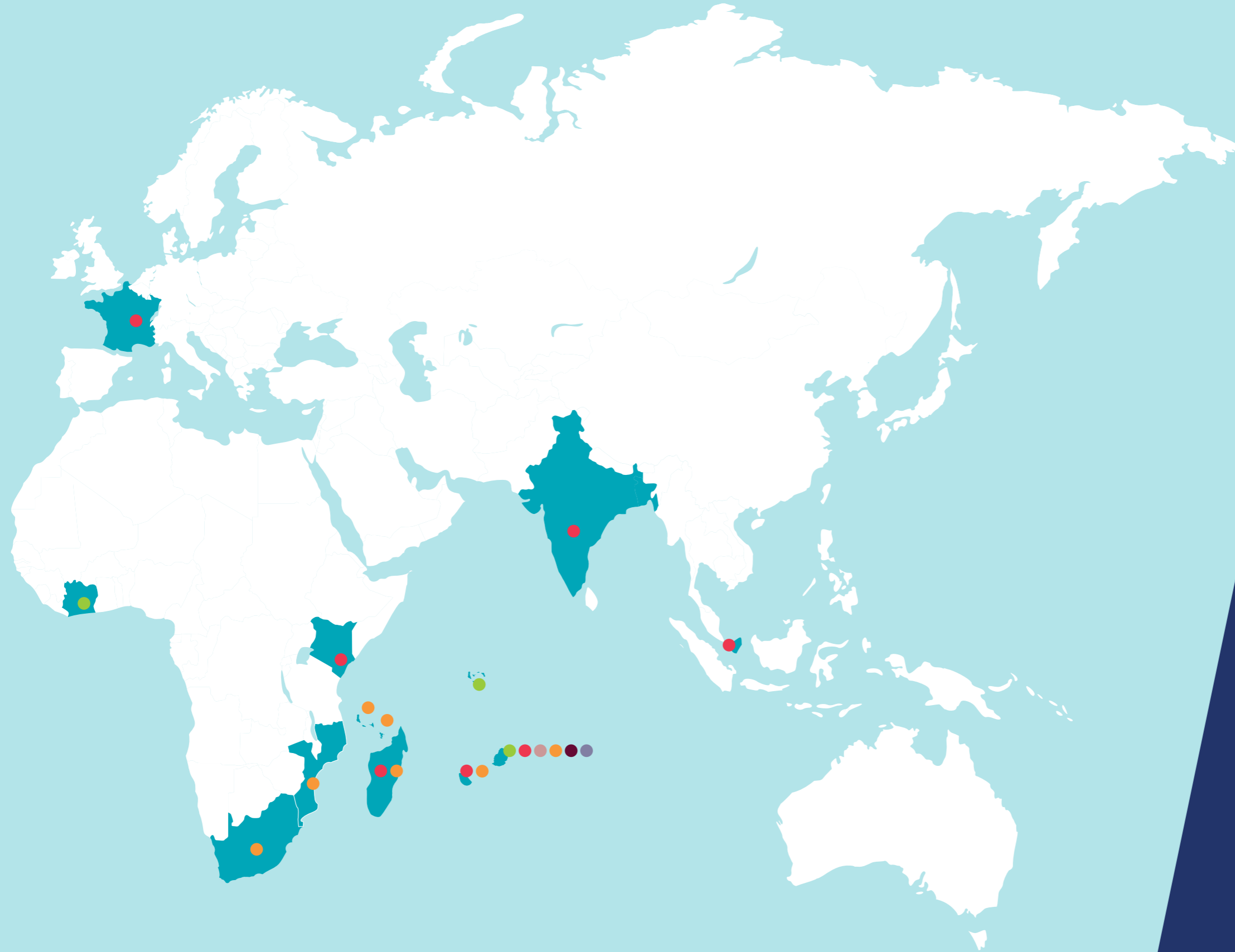
We act responsibly by reducing our carbon footprint, preserving our biodiversity, and protecting our natural resources.

Evolving from Four to Five Segments

The reporting for FY22 is structured under the four Served Markets of Rogers. As from FY23, the Group’s nomenclature will evolve from these four Served Markets to five Segments, aligning with how the Group manages its resources to have a meaningful impact.

SEGMENT	Rogers Finance & Technology	Rogers Hospitality & Travel	Rogers Logistics	Rogers Malls	Rogers Real Estate & Agribusiness
SECTORS	<ul style="list-style-type: none"> ▶ Credit ▶ Fiduciary ▶ Technology 	<ul style="list-style-type: none"> ▶ Hotels & Resorts ▶ Leisure ▶ Restaurants ▶ Airline Representation ▶ Travel Agencies and Destination Management ▶ Ground Handling 	<ul style="list-style-type: none"> ▶ Freight Forwarding ▶ Port Related & Transport Services ▶ Packing & Shipping 	<ul style="list-style-type: none"> ▶ Malls 	<ul style="list-style-type: none"> ▶ Real Estate ▶ Agribusiness
COMPANIES / ACTIVITIES	<p>Rogers Capital</p> <p>Credit Fiduciary Technology</p>	<p>Rogers Hospitality</p> <p>Hotels and Resorts</p> <ul style="list-style-type: none"> ▶ Heritage Resorts & Residences ▶ Veranda Resorts ▶ Voilà Hotel ▶ Kaz'Alala Hosted B&B <p>Leisure</p> <ul style="list-style-type: none"> ▶ Heritage Golf Club ▶ La Réserve Golf Links ▶ Croisières Australes ▶ World of Seashells ▶ Bel Ombre Nature Reserve ▶ Chamarel Seven Coloured Earth Geopark ▶ Seven Colours Spa <p>Restaurants</p> <ul style="list-style-type: none"> ▶ Domino's ▶ Ocean Basket ▶ Moka'z ▶ Le Château de Bel Ombre ▶ Le Chamarel Restaurant ▶ C-Beach Club <p>Rogers Aviation</p> <p>Airline Representation</p> <ul style="list-style-type: none"> ▶ Rogers Aviation <p>Travel Agencies and Destination Management</p> <ul style="list-style-type: none"> ▶ BlueSky ▶ Transcontinents <p>Ground Handling</p> <ul style="list-style-type: none"> ▶ PATS 	<p>Velogic</p> <p>Freight Forwarding</p> <ul style="list-style-type: none"> ▶ Velogic <p>Port Related & Transport Services</p> <ul style="list-style-type: none"> ▶ FOM ▶ GCS Velogic <p>Packing & Shipping</p> <ul style="list-style-type: none"> ▶ Rogers Shipping ▶ Southern Marine ▶ Sukpak 	<p>Ascencia</p> <p>Malls</p> <ul style="list-style-type: none"> ▶ Bagatelle Mall ▶ Phoenix Mall ▶ Riche Terre Mall ▶ Bo'Valon Mall ▶ So'flo ▶ Kendra ▶ Les Allées 	<p>Agria</p> <p>Real Estate</p> <ul style="list-style-type: none"> ▶ Heritage Villas Valriche ▶ Bel Ombre ▶ Yielding Properties <p>Agribusiness</p> <ul style="list-style-type: none"> ▶ Le Chasseur Mauricien <p>Case Noyale</p> <p>Real Estate</p> <ul style="list-style-type: none"> ▶ Yielding Properties <p>Agribusiness</p> <ul style="list-style-type: none"> ▶ Le Café de Chamarel
KEY INVESTMENTS	<ul style="list-style-type: none"> ▶ Swan General ▶ Swan Financial Solutions 	<ul style="list-style-type: none"> ▶ New Mauritius Hotels ▶ Mautourco 			<ul style="list-style-type: none"> ▶ Semaris ▶ Bioculture ▶ LMDC

Our International Presence



While the Rogers Group is Mauritian born, it has, over the years, developed beyond Mauritius, into the region and internationally. It currently has offices in **13** countries.

FINTECH

- ▶ **Rogers Capital**
- ▶ Mauritius
- ▶ Côte d'Ivoire
- ▶ Seychelles

HOSPITALITY

- ▶ **Rogers Hospitality**
- ▶ Mauritius
- ▶ **Rogers Aviation**
- ▶ Mauritius
- ▶ South Africa
- ▶ Madagascar
- ▶ Reunion
- ▶ Comoros
- ▶ Mayotte
- ▶ Mozambique

LOGISTICS

- ▶ **Velogic**
- ▶ Mauritius
- ▶ India
- ▶ Reunion
- ▶ Madagascar
- ▶ France
- ▶ Kenya
- ▶ Singapore

PROPERTY

- ▶ **Ascencia**
- ▶ Mauritius
- ▶ **Agria**
- ▶ Mauritius

Rogers at a Glance (FY22)

MUR 10,713m

Revenue
(FY21 - MUR 7,518m)

MUR 1,761m

PAT excluding other Gains and Losses of MUR 19m
(FY21 - Loss after Tax excluding other Gains and Losses MUR 681m)

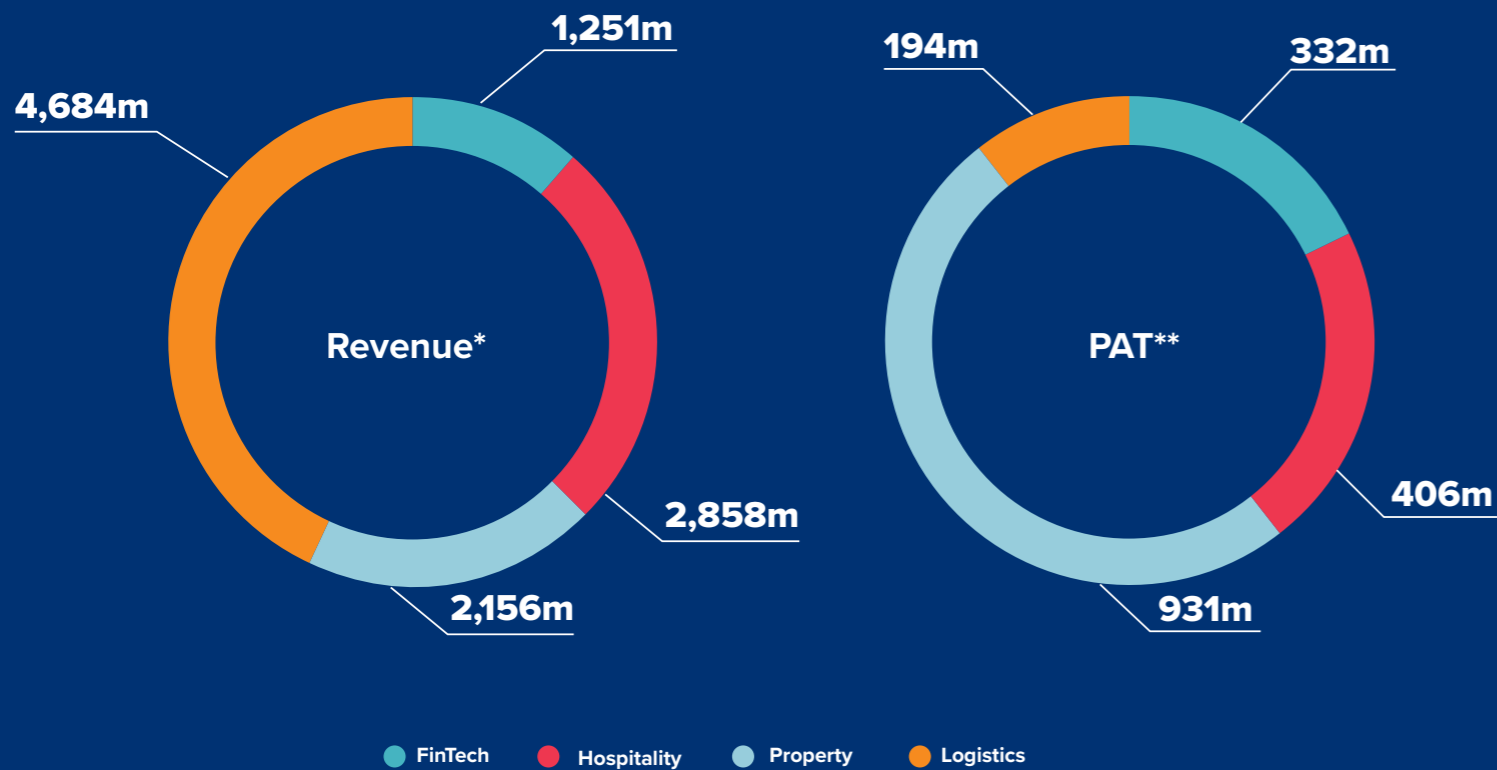
MUR 7,158m

Market Capitalisation
(FY21 - MUR 5,545m)

MUR 43,770m

Total Assets
(FY21 - MUR 41,515m)

Weight of each Served Market (MUR m)



* Excluding Corporate Office, Corporate Treasury and Group Elimination
 ** Excluding Corporate Office, Corporate Treasury and other Gains and Losses

Sustainability

19 tons

Fresh fruits and vegetables produced under smart agricultural practices

4.2m kWh

Renewable electricity produced and consumed *in situ*

94,144t CO₂e

Carbon Footprint (FY21 - 72,580t.)

Please refer to the report on Sustainability on pages 56-65

Human Capital

4,400

Team Members

82%

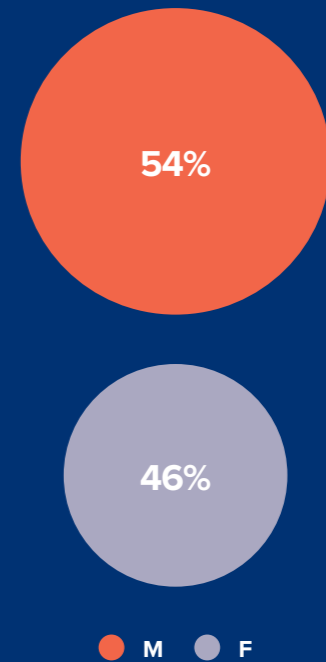
Employee Engagement
(2021 Survey)

MUR 19.5m

Spent on Training

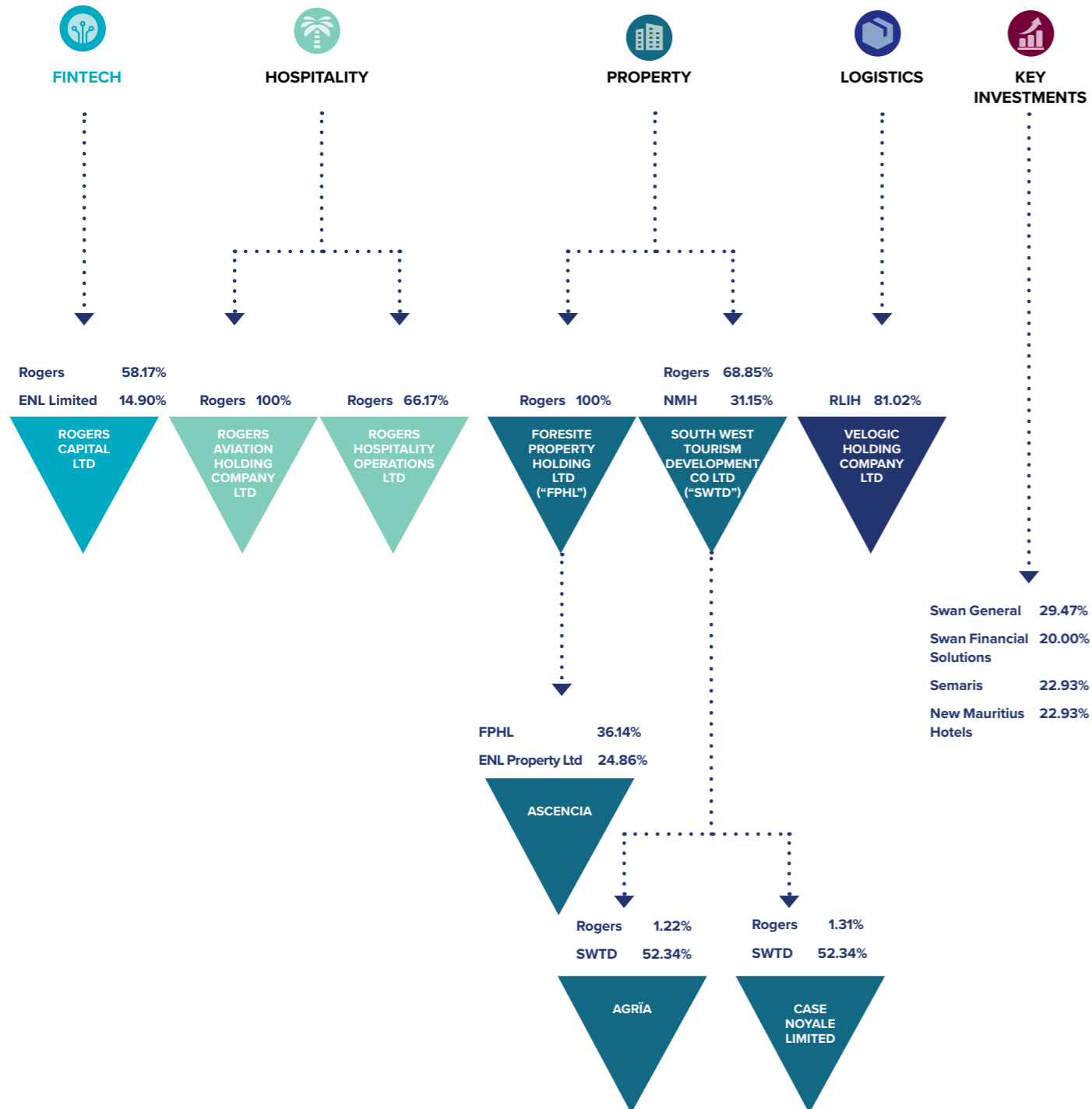
Please refer to the report on People on pages 66-71

Gender Balance



Rogers Group Structure

Statement of Accountability as per FY22



Brands that We Own and Represent

As per FY22 Structure

FINTECH	HOSPITALITY	LOGISTICS	PROPERTY
Rogers Capital	Rogers Hospitality	VELOGIC	Ascencia
noula mall	HERITAGE RESORTS BEL OMBRE - MAURITIUS	PORT RELATED & TRANSPORT SERVICES GCS VELOGIC	Bagatelle Mall
	Veranda RESORTS MAURITIUS	WAREHOUSING FREEPORT OPERATIONS (MAURITIUS) LTD	Phoenix Mall
	Veila HOTEL BAGATELLE MALL		Riche Terre Mall
	Kaz'alala BEL OMBRE, HOSTED BAR		BeValon Mall
	LEISURE & WELLNESS	PACKING & SHIPPING	So'flo
	Ocean Basket	Rogers Shipping	Kendra
	REL OMBRE nature reserve	SOUTHERN MARINE	Les Allées
	Croisières AUSTRALES		AGRÏA
	WORLD OF SEASHELLS BEL OMBRE		AGRÏA
	CHAMAREL 7 COLOURED EARTH GÉOPARK		BELOMBRE
	SEVEN COLOURS® WELLNESS EXPERIENCES		Place du Moulin
	LE CHÂTEAU GOLF COURSE		HERITAGE VILLAS VALRICHE MAURITIUS
	FOOD & BEVERAGES		LE CAFE DE CHAMAREL ILE MAURICE
	Le Château DE BEL OMBRE		LE CHASSEUR MAURICIEN
	LE CHAMAREL PANORAMIC RESTAURANT		
	Domino's Pizza		
	Beach Club		
	MOKA'Z Good Coffee • Real Food		
	TRAVEL		
	Rogers Aviation		
	BlueSky		
	Holidays by BlueSky		
	Transcontinents		
	PATS		



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Chairman's message



*“It was the best of times;
it was the worst of times.”*
– Charles Dickens

Jean-Pierre Montocchio
Chairman of the Rogers Group

Dear Shareholder,

No other quote would describe the last two years more precisely. While I am very enthusiastic about presenting our excellent results for the financial year 2022, I am also very mindful of the efforts that have gone into achieving these results in tough times and the headwinds our colleagues continue to navigate daily.

Post-Covid recovery: transformation and opportunities

Two years back, the ENL Group defined and launched **CAP23** (3-Year Strategic Plan) amidst growing uncertainty. The first year of the CAP23, which we, at Rogers, branded as the **'Vivacis'** phase, focused on safety and resilience. In FY22, it was clear that we had to be bolder and more market-oriented as the world opened to a new normal. This led to the launch of the 'Challenge and Collaborate' phase (see "Strategy" section on page 48) to start growing our top-line and bottom-line again. I am pleased to say that the focused execution of this strategy led by Philippe Espitalier-Noël and implemented by various teams at Rogers has produced a record financial result for the Group.

We created additional value for our stakeholders by listing Velogic on the DEM and promoting Ascencia to the SEM. We were also pleased to participate in the national effort towards good governance by supporting the National Committee on Good Governance ("NCCG") initiative to launch a scorecard for public and private organisations to self-evaluate and assess their peers on the best corporate governance practices.

In FY21, consistent in its quest to promote a more sustainable world, the Group committed itself to be net zero by 2050. Like all those who have made such commitments, we are working on different ways to get there and are mobilising towards this challenge which will help us do our part for the environment.

Rogers has been around for over 120 years, and I have had the privilege to serve as its chairperson for the last ten years. The past two years have been some of the most complicated yet interesting to navigate. The bold strategies we have driven have made us emerge stronger and more confident in managing challenges.

What started in 2020 as a Covid-led, human, economic and societal crisis is now morphing into something more complex with the added global effects of the Russia-Ukraine war. At the board level, we have had to constantly adapt to ensure that we can make clear decisions, both long-term and short-term, in an era of increasing uncertainty. We have strived to have governance frameworks and policies that make us agile and resilient and ensure that we focus on positive outcomes for all our stakeholders. To achieve this, we have been bold yet cautious, revenue-focused yet cost-conscious, demanding accountability on our teams yet considerate, and fiercely focused on financial performance yet not losing sight of our environmental and social goals.

Looking forward with confidence and attention

As we look forward to FY23, I am confident that the transformation prompted by the 3-Year Strategic Plan and our C&C Programme at Rogers over the past two years makes it ready to tackle the challenges ahead and secure emerging opportunities.

Mauritius and our businesses will continue to be impacted by the after-effects of the Covid crisis and the ongoing war with high inflation – including high energy and food costs – increasing interest rates, tight labour markets, supply chain challenges, climate change impact, and many more. But at the same time, we have some tailwinds where the tourist arrivals have picked up, and many export-related industries across Mauritius, like textiles, agriculture, real estate, and others, continue to perform well.

At the board level, we will continue to focus on the agendas that drive long-term positive performance for all our stakeholders. We are very proud of our team members, and we believe their dynamism makes our corporate culture agile and robust.

The Rogers Group continues to build on its rich heritage by reassessing its purpose and vision and undertaking a visual revamp in line with the Group's new tagline: **"Meaningful Change"**. It is a forward-looking statement that will build on Rogers' long-standing value creation legacy at the national level. A motivating and renewed Rogers' branding strategy will accompany a refreshed expression of the Group in the market.

Philippe Espitalier-Noël will celebrate 25 years of his career at Rogers in November 2022, with the past 15 years as its Chief Executive Officer. He has ably led the Rogers Group during these years, releasing shareholder value and consolidating its leadership and capability in chosen sectors of the economy along the way. His focus on innovation, sustainability and growth goes beyond Rogers and extends to a national level. His contribution has been and will continue to be critical to our success, and I seize this opportunity to thank him for his dedication to the Group.

On behalf of the Rogers Board of Directors, I also thank you, our Shareholders, for your continued confidence in our ability to deliver financial value while delivering social and environmental well-being for all our stakeholders.

Very best regards,

Jean-Pierre Montocchio

Chairman of the Rogers Group

Board of Directors



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1 ADAM GUY

Born in 1950
Non-Executive Director

QUALIFICATIONS/ CONTINUING PROFESSIONAL DEVELOPMENT

- Doctor of Medicine (MD)
- Fellowship of the Royal College of Surgeons (FRCS)
- Workers' Right Act 2019 workshop
- Data Protection workshop in September 2021

APPOINTMENT

- 05 October 1994
- Member of Corporate Governance Committee since 18 January 2012

3 ESPITALIER-NOËL GILBERT

Born in 1964
Non-Executive Director

QUALIFICATIONS/ CONTINUING PROFESSIONAL DEVELOPMENT

- BSc (University of Cape Town, South Africa)
- BSc (Hons) (Louisiana State University, USA)
- Master of Business Administration (INSEAD Fontainebleau, France)
- Directorship Programme: Leader to Leaders
- Collegiate Leadership Tutorial

APPOINTMENT

- 15 July 1999

2 ESPITALIER-NOËL ERIC

Born in 1959
Non-Executive Director

QUALIFICATIONS/ CONTINUING PROFESSIONAL DEVELOPMENT

- Bachelor's degree in Social Sciences (University of Natal, South Africa)
- Master of Business Administration (University of Surrey, UK)
- Extensive experience in commercial and hospitality sectors, being a Board member of various companies evolving in those sectors

APPOINTMENT

- 02 February 1994
- Member of Corporate Governance Committee since 18 January 2012
- Member of Risk Management and Audit Committee since 26 April 2017

4 ESPITALIER-NOËL HECTOR

Born in 1958
Non-Executive Director

QUALIFICATIONS/ CONTINUING PROFESSIONAL DEVELOPMENT

- Member of the Institute of Chartered Accountants in England and Wales
- Leadership Course – INSEAD Business School

APPOINTMENT

- 22 December 1987

5 ESPITALIER-NOËL PHILIPPE

Born in 1965
Executive Director and Chief Executive Officer (CEO)

QUALIFICATIONS/ CONTINUING PROFESSIONAL DEVELOPMENT

- BSc in Agricultural Economics (University of Natal, South Africa)
- Master of Business Administration (London Business School)

APPOINTMENT

- 06 February 2004
- Member of Corporate Governance Committee since 18 January 2012
- President of the Sustainability and Inclusive Growth Commission of Business Mauritius
- Honorary Consul of the Kingdom of Denmark

6 HUGNIN THIERRY

Born in 1966
Independent Director

QUALIFICATIONS/ CONTINUING PROFESSIONAL DEVELOPMENT

- Master's degree in Computer Science and Management from Paris IX University
- Member of the Institute of Chartered Accountants in England and Wales
- Various professional qualifications in Investment Management Industry, including IMK, UK.

APPOINTMENT

- 12 February 2018
- Member of the Risk and Management and Audit Committee since 10 May 2018

7 MAKOOND DEONANAN

Born in 1952
Independent Director

QUALIFICATIONS/ CONTINUING PROFESSIONAL DEVELOPMENT

- BA (Hons) in Economics
- MSc in Tourism Planning

APPOINTMENT

- 02 May 2018
- Chairman of Sustainability and Inclusiveness Committee since 13 February 2019

8 MAMET DAMIEN

Born in 1977
Executive Director and Chief Finance Executive (CFE)

QUALIFICATIONS/ CONTINUING PROFESSIONAL DEVELOPMENT

- Member of the Institute of Chartered Accountants in England and Wales
- Executive Programmes (London Business School)
- INSEAD Business School, Singapore
- IFRS 9 – Financial Instruments & IFRS 16 – Leases Workshop
- Crafting a Compelling Strategy for a Sustainable Future
- Strengthening Marketing Capabilities 2019
- Workers' Right Act 2019 workshop

APPOINTMENT

- 10 May 2017
- Member of Sustainability and Inclusiveness Committee since 13 February 2019



**9 MASSON
VIVIAN**

Born in 1956
Independent Director

**QUALIFICATIONS/ CONTINUING PROFESSIONAL
DEVELOPMENT**

- Master's in economics (University of Paris-Assas)
- Diplôme d'Études Comptables Supérieures (DECS, France)
- Executive Leadership Programme (Harvard Business School)
- Consulting in MedTech and Textile industry

APPOINTMENT

- 10 September 2015
- Member of Risk Management and Audit Committee since 10 December 2015
- Chairman of Risk Management and Audit Committee since 10 May 2018

**11 RADHAKESOON
ARUNA**

Born in 1970
Executive Director and Chief Legal and Compliance
Executive up to 30 June 2022
Independent Consultant / Attorney-at-Law
from 1 July 2022

**QUALIFICATIONS/ CONTINUING PROFESSIONAL
DEVELOPMENT**

- BA (Hons) in Jurisprudence (Balliol College, Oxford University)
- Solicitor of England and Wales (NP)
- Attorney-at-law (Mauritius)
- Executive Programmes (London Business School)
- INSEAD Business School, Singapore
- Les clauses résolutoires
- Le Pacte d'actionnaires - enjeux et rédaction
- The Mauritius Data Protection Act 2017-A critical analysis
- A guide for In-House lawyers
- Ethics - Conflict of Interests & Conduct likely to diminish Public Confidence in the Legal Profession
- Techniques of Legal Drafting

APPOINTMENT

- 18 October 2012

**10 MONTOCCHIO
JEAN-PIERRE**

Born in 1963
Non-Executive Director and Chairman

**QUALIFICATIONS/ CONTINUING PROFESSIONAL
DEVELOPMENT**

- Notary in Mauritius

APPOINTMENT

- Chairman since 09 November 2012
- Chairman of Corporate Governance Committee since 19 January 2012

**12 RUHEE
ASHLEY COOMAR**

Born in 1977
Executive Director and Chief Executive Officer Rogers Capital

**QUALIFICATIONS/ CONTINUING PROFESSIONAL
DEVELOPMENT**

- First Degree – Mathematics and Physics (Faculté des Sciences de Luminy, Marseilles)
- Master's In Engineering – Automatic Control, Electronics and Computer Engineering with specialisation in Real Time Engineering and Systems (Institut National des Sciences Appliquées, Toulouse)
- Executive Education Programme at London Business School, INSEAD Singapore and IMD Lausanne.

APPOINTMENT

- 20 July 2017
- Member of the Young Presidents' Organisation (YPO)
- Honorary Consul of the Republic of Lithuania in Mauritius





BHATT MEHUL

Chief Strategy and Sustainable
Development Executive
Rogers Group

QUALIFICATIONS

- Master of Business Administration from London Business School (UK) as a Danish Maritime Fund Scholar
- B.S. Nautical Sciences from BITS, Pilani (India)
- Fellow of Institute of Chartered Shipbrokers (UK) and Associate Fellow of Nautical Institute (UK)

EXPERIENCE

- Mehul currently heads strategy, sustainability, and international growth for Rogers Group
- He started his career in Merchant Marine at 18 with Chevron, an oil major based out of San Ramon, USA
- He has worked across the US, Denmark, East Africa, UK and India before moving to Mauritius in 2019. He has worked with international groups like A. P. Moller-Maersk and Chevron in various strategy, finance, general management, performance management, operations and commercial roles
- Mehul has people and organisational leadership experiences since 2010

BUNDHUN MANISH

Chief People Executive
Rogers Group

QUALIFICATIONS

- Executive Programmes at London Business School and INSEAD Business School
- Master of Business Administration
- Bachelor (Honours) in Management

EXPERIENCE

- Manish joined Rogers in the Logistics sector in January 2006 as Division Manager - Human Resources and was subsequently appointed Chief Human Resources Executive of Rogers in September 2008
- He holds a Certified Master's in NLP (Neuro-Linguistic Programming) and Neuro-Semantics. He is a certified Agility Coach, Gallup-certified Strengths Coach, Co-active Coach from the Coach Training Institute (CTI) and an Executive Coach from the International Association of Coaching Institutes (ICI). He is also a certified Lego Serious Play Facilitator
- He regularly facilitates and delivers executive leadership and team workshops and practices as an adjunct professor in Human Resources Management, Strategy and Organisation Development at the postgraduate level
- He is an author on Amazon, having published two books (Shots of Insights and Disruptor), and he regularly writes a leadership blog on LinkedIn

Executive Team

COTRY ERIC

Head of Internal Audit and
Risk Management
Rogers Group

QUALIFICATIONS

- Association of Chartered Certified Accountants (FCCA)

EXPERIENCE

- Eric was appointed Head of Internal Audit & Risk Management of Rogers Group in April 2017
- He has over 20 years of experience in the audit field in various sectors such as Property Investments, Hospitality, Sugar, Retail, Logistics and Financial Services
- He started his career as an external auditor with De Chazal du Mée in 1997
- He has also worked in Rwanda as acting CFO in a commercial bank and in Bermuda and Guernsey in the hedge fund industry
- Before joining Rogers, Eric was a Senior Manager at BDO in the audit division



FAYD'HERBE DE MAUDAVE ALEXANDRE

Chief Executive Officer
Rogers Aviation

QUALIFICATIONS

- BCom (Hons), Post Graduate Diploma in Accounting
- Qualified Chartered Accountant from the South African Institute of Chartered Accountants
- Executive Programme (London Business School)
- INSEAD Business School, Singapore
- Marketing Training Programme (ESSEC, Paris)
- He attended a workshop on strengthening marketing capability

EXPERIENCE

- Alexandre joined Rogers Aviation in 2001 as General Manager - Finance & Administration
- Prior to joining Rogers, he worked in South Africa for a period of 7 years with Arthur Andersen
- He was appointed Managing Director of Rogers Aviation in October 2006 and Chief Executive Officer in October 2010



Executive Team

**GUILLOT-SESTIER
CÉLINE**

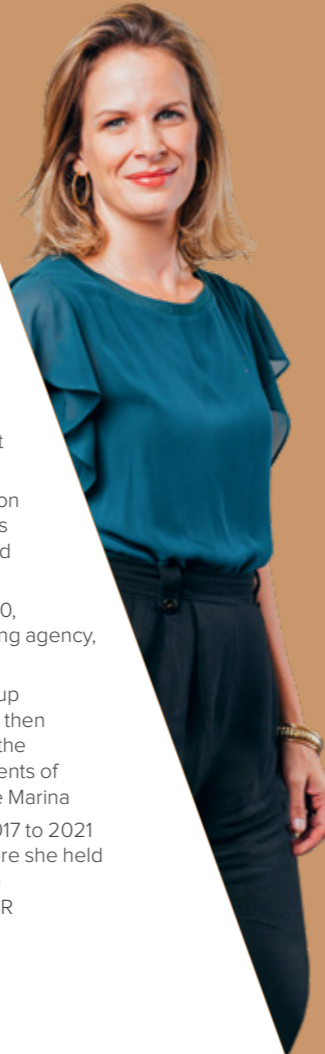
Chief Communication Executive
Rogers Group

QUALIFICATIONS

- Master's degree in journalism from the Institut International de Communication de Paris (IICP)

EXPERIENCE

- Céline has over 15 years of experience in the communications field and was appointed Chief Communication Executive for the Rogers Group in October 2021
- She spent ten years in Paris, where she started her career as an editor's assistant at Editions Larivière.
- In 2006, she joined the Hotel de Crillon Palace in Paris where she held various positions before joining the Sales and Marketing department.
- Upon her return to Mauritius in 2010, she joined Facto We, an advertising agency, as a Project Manager
- In 2011, she joined the ENL Group as Communication Officer and then Communication Manager for the luxury real estate developments of Villas Valriche and La Balise Marina
 - She then worked from 2017 to 2021 for the Medine Group, where she held the role of Head of Group Communications and CSR

**HALKHOREE
ARVIN**

Chief Legal and Compliance Executive
as from 01 August 2022 Rogers Group

QUALIFICATIONS

- Barrister-at-Law admitted to the Bar of Mauritius (2008)
- INSEAD Executive Education, Innovation in the Age of Disruption (2021)
- Master of Business Administration with specialisation in Financial Services (2014)
- LLM with specialisation in Computer and Communications Law (2005)
- LLB with First Class Honours (2004)

EXPERIENCE

- Arvin joined the Rogers Group recently after holding a Partner position in a leading business law firm with international affiliation
- He has previously been an in-house counsel in a local aircraft leasing and aviation hospitality group and managing director of a management company
- Arvin has extensive knowledge and experience in corporate and commercial law, banking and finance, financial services compliance, technology media and telecommunications law
 - He is a registered trainer with the Mauritius Qualifications Authority and regularly delivers training in corporate law, FinTech, AML/CFT compliance, and technology law. He also lectures for Continuous Professional Development courses at the Institute of Judicial and Legal Studies

**MONTOCCHIO
THIERRY**

Chief Executive Officer
Rogers Hospitality

QUALIFICATIONS

- Bachelor of Commerce – University of Cape Town
- Post Graduate Diploma in Accounting – University of Cape Town
- Member of the South African Institute of Chartered Accountants
- Member of the Mauritius Institute of Professional Accountants

EXPERIENCE

- Thierry joined VLH in 2012 as Chief Finance Officer and was promoted to Chief Executive Officer in September 2019
- He started his career in audit in a medium firm of Chartered Accountants based in Cape Town in 1998. After three years, he went on to work as a Forensic Accountant for the Department of Environment, Food & Rural Affairs – London
- In 2002, he joined the Corporate Finance division of BDO, Mauritius
- In 2007, he was promoted to Partner – Corporate Finance
- In 2007/08, he also lectured on Accounting and Finance at the Charles Telfair Institute on a part-time basis

**NUNKOO
NAYENDRANATH**

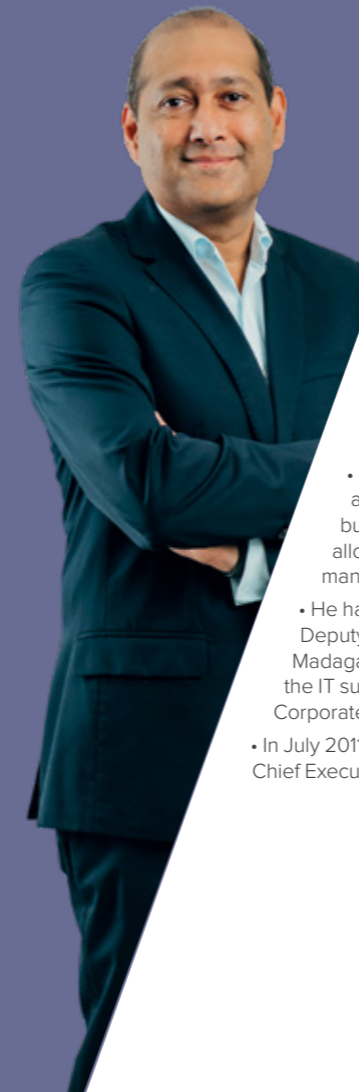
Chief Executive Officer
Velogic

QUALIFICATIONS

- MSc in Engineering from the Odessa Technological Institute of Food Industry
- Master of Business Administration from the University of Mauritius
- Executive Programmes at the London Business School and INSEAD Business School, Singapore

EXPERIENCE

- Nayendranath joined Rogers in 1993 and has since been involved in several business activities in the Group, which allowed him to develop a wide-ranging managerial capability
- He has worked as Project Manager, Deputy General Manager of RIDS Madagascar, General Manager of EIS Ltd, the IT subsidiary of the Rogers Group, and Corporate Manager - Strategic Planning
- In July 2011, he was appointed Chief Executive Officer of Velogic





**SAUZIER
THIERRY**

Chief Executive Officer
Agria

QUALIFICATIONS

- Maîtrise d'Économie Appliquée from Paris Dauphine University
- He is also a licensed stockbroker with the Stock Exchange of Mauritius

EXPERIENCE

- Thierry joined the Rogers Group as a Consultant for the Agribusiness sector in 2020 and was appointed as Chief Executive Officer of Agria Ltd in September 2021
- He has over 16 years of experience in the property development sector
- Thierry started his career as Corporate Banking Executive at Credit Lyonnais France
- After that, he joined the MCB Group as Manager at MCB Stockbrokers Ltd and as Corporate Banking Executive
- He joined the Medine Group in 2004 as Project Consultant and became Managing Director for its property cluster in 2007
- He was promoted to Deputy CEO of Medine Ltd in 2011 and CEO in 2017

**TYACK
FRÉDÉRIC**

Chief Executive Officer
Ascencia

QUALIFICATIONS

- Graduated from the London School of Economics
- Member of the Institute of the Chartered Accountants in England and Wales

EXPERIENCE

- Frédéric is Chief Executive Officer of Ascencia and Managing Director of EnAtt, the Asset, Development and Property Management arm of Ascencia
- His experience spans several industries, having occupied senior positions in the Logistics, Manufacturing and Property sectors



**Executive
Team**



**ESPITALIER-NOËL
PHILIPPE**

Chief Executive
Officer (CEO)
Rogers Group

Also part of the
Board of Directors.
Please refer to page 23.



**MAMET
DAMIEN**

Chief Finance
Executive (CFE)

Also part of the
Board of Directors.

Please refer to page 23.



**RADHAKESOON,
ARUNA**

Chief Legal
Compliance Executive
up to 30 June 2022

Also part of the
Board of Directors.
Please refer to page 24.



**RUHEE, ASHLEY
COOMAR**

Chief Executive Officer
Rogers Capital

Also part of the
Board of Directors.

Please refer to page 24.

Governance at Rogers

SEM
Listed conglomerate on the Official List of The Stock Exchange of Mauritius Ltd

PIE
Public Interested Entity as defined by the Financial Reporting Act 2004

Sustainability
Listed on the SEM Sustainability Index ("SEMSI") since 2019

Property
Ascencia Limited ("Ascencia"), its retail property arm listed on the Official List

Logistics
Velogic Holding Company Limited ("Velogic"), its logistics arm recently listed on the Development & Enterprise Market ("DEM") of SEM

Served Markets
Operates within four Served Markets: FinTech, Hospitality, Property and Logistics

Governance
Applies the principles of The National Code of Corporate Governance for Mauritius (2016) (the "Code")

UN Global Compact
Signatory and compliant with the UN Global Compact since 2017

Statement of Compliance with the Code

For the year under review, Rogers complied with the eight principles of the Code.

The Board is satisfied that the Integrated Report and accounts of the Rogers Group as of 30 June 2022 are fair, balanced and understandable.

Introduction

As Rogers Group expands its operations, its governance framework is continuously reviewed and modernised by its Board and its Board Committees to ensure that the evolving governance framework supports effective decision-making, embeds a corporate culture aligned with its values and strategy, and fosters sustainable growth.

In 2008, given the size and nature of the business of **Ascencia**, the Board of Rogers resolved that two Board Committees, namely a Corporate Governance Committee ("**CGC**") and a Risk Management and Audit Committee ("**RMAC**"), be set up at the level of **Ascencia**.

Similarly, in 2018, given that the Fintech arm of the Group had grown considerably in size and that it had become a highly regulated sector, the Board of **Rogers** resolved to create a CGC and a RMAC at the level of **Rogers Capital Ltd.** ("**Rogers Capital**").

In 2021, the Board of **Rogers** approved the listing of **Velogic** on the **DEM** of **SEM**. The Board of **Velogic**, prior to its listing, reviewed its existing governance structure whereby its governance matters, as well as risk management, internal control, and audit matters, were overseen by the

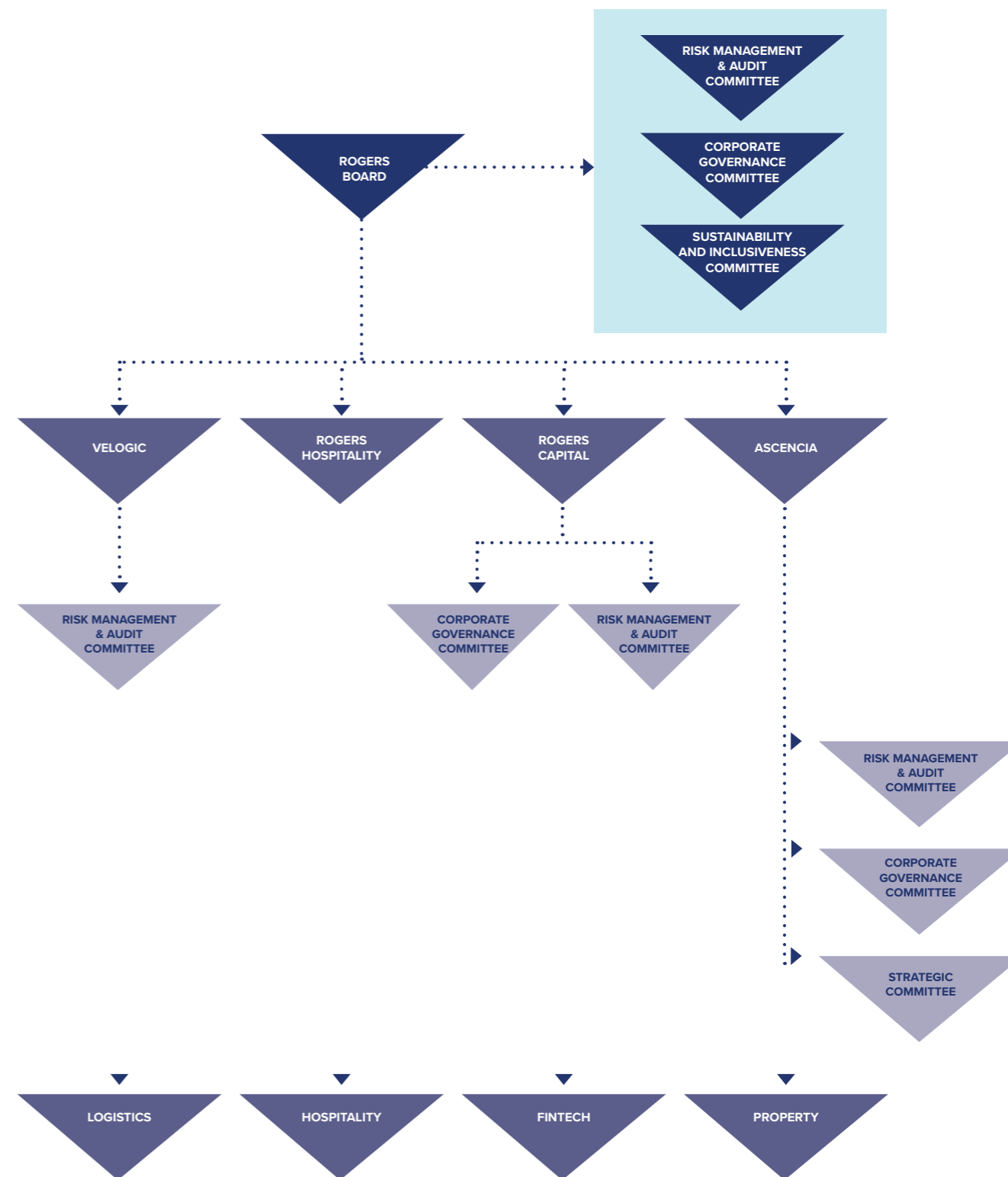
CGC and the RMAC of Rogers. In 2022, given the increasing size of the Velogic businesses, its Board resolved that it would set up its own RMAC. With regard to its governance structure, the Board of Velogic was of the view that it operates well with Rogers CGC, and there was no need to change same. The Board of Velogic further resolved that the Sustainability and Inclusiveness Committee ("**SIC**") of Rogers will continue to assist the directors of Velogic on Sustainability and climate change matters.

Linkages were created to ensure a good flow of information between the Rogers Board, its Committees and its listed arms (**Ascencia** and **Velogic**). For instance, the Chairman of **Rogers RMAC** has a standing invitation to attend the RMAC meetings of Rogers Capital and Ascencia.

With regard to **Velogic**, the Chief Finance Executive of Rogers (the "**CFE**"), who is in attendance at **Rogers RMAC**, namely Mr. Damien Mamet, has been appointed to the Board of Velogic. Moreover, the CEO of **Velogic** has a standing invitation to participate in the meetings of the **SIC** and **CGC** of **Rogers** relating to matters pertaining to Velogic. The Board Secretaries of Rogers and Velogic further coordinate to ensure the timely flow of information between the CGC and SIC of Rogers and the Board of Velogic.

1. Corporate Governance Framework of Rogers Group

The Board of Rogers is of the view that its Group's updated Governance Framework ensures that its Board is effective in both decision-making and maintaining oversight. The said framework is set out as follows:



2. Governance Framework at Company Level

The governance framework of Rogers at company level is as follows:

Documents approved by the Board are available on <https://www.rogers.mu/investors/corporategovernance>

- | | | |
|----------------|---|----------|
| Constitution | Charters of its RMAC, CGC and SIC | Policies |
| Board Charter | Membership of RMAC, CGC and SIC | |
| Code of Ethics | Position statements of key governance positions | |
- ▶ Data Protection Policy
 - ▶ Equal Opportunities Policy
 - ▶ Malpractice Reporting Policy
 - ▶ The Information, Information Technology & Information Security Policy

The Board

The Board's role is to ensure the long-term sustainable success of Rogers by setting its strategy through which value can be created and preserved for the mutual benefit of our shareholders, customers, team members, and the communities Rogers serves. Through thorough challenges to Management, the Board ensures the Group maintains effective risk management and internal control system.

- Profiles & Directorship**
List of Directors Pages 20-25
- Board Activities**
Page 40
- Roles and Responsibilities**
Page 39

INFORMING

REPORTING

Board committees which report to the Board at every meeting

The Board has delegated specific responsibilities to three key Board Committees. The **Risk Management and Audit** ("RMAC") and **Sustainability and Inclusiveness** ("SIC") Committees are chaired by Independent Non-Executive Directors, while the **Corporate Governance Committee** ("CGC") is chaired by the Chair of the Board, a Non-Executive Director.

RMAC

Assists the Board in its duties relating to risk management, safeguarding of assets, operating adequate systems, control processes and preparing accurate financial reports and statements in compliance with legal requirements and accounting standards.

CGC (also acting as Nomination and Remuneration Committees)

Assists the Board in its duties relating to corporate governance provisions to be adopted so that the Board remains effective and complies with prevailing corporate governance principles and practices.

SIC

Assists the Board in its duties to meet its responsibilities in relation to the Group's sustainability and inclusiveness guidelines.

Members (Up to 30 June 2022)

Vivian Masson (Chair)
Thierry Hugnin
Eric Espitalier-Noël

Jean-Pierre Montocchio (Chair)
Dr Guy Adam
Eric Espitalier-Noël
Philippe Espitalier-Noël

Deonanand Makoond (Chair)
Philippe Espitalier-Noël
Damien Mamet
Mehul Bhatt
Christian Nanon
Alexandre Piat
Cathy Hannelas
Audrey d'Hotman
Sandra Fayolle
Thierry Sauzier
Céline Guillot-Sestier

The CEO

Responsibility for developing and implementing the Group's strategy and overall commercial objectives rests with the CEO, who is supported by the Rogers Executive Team.

INFORMING

REPORTING

Rogers Executive Team ("RET")

Profiles of RET
Pages 26-31

3. The Board

The Board of Rogers assumes responsibility for leading and managing the organisation in line with all legal and regulatory requirements. Rogers is headed by a unitary Board comprising 12 seasoned directors who are drawn from a wide range of industries and backgrounds with a good balance of skills to promote the long-term sustainable growth of the Group. The Board believes that the size and level of diversity of the Board and its Group Governance Framework are commensurate with the nature and complexity of Rogers Group operations.

For the year under review, the composition of the Board and the category of directors are set out on page 37 of the Integrated Report. On 30 June 2022, there were four Executive Directors, five Non-Executive Directors, and three Independent Non-Executive Directors who satisfied the criteria tests of Principle 2 of the Code. The number of directors sitting on the Board is in line with section 79 of the Constitution of Rogers, i.e., not less than 12 and not more than 15. Furthermore, all Directors reside in Mauritius.

The Chair of the Board is a Non-Executive Director. Although he is not an Independent Non-Executive Director, there are additional safeguards in place, as set out in the division of responsibilities between the roles of the Chair and the CEO as outlined on page 39. Furthermore, the Chair and CEO maintain regular dialogue outside the Boardroom to allow these responsibilities to be discharged effectively while also ensuring an adequate flow of information.

3.1 Board Committees

The Board has set up three key Board Committees, as seen in its framework on page 34. The **charters of these committees and their membership** are available at: <https://www.rogers.mu/investors/corporategovernance>

The composition of each Board Committee is designed around the following principles:

- ▶ ensure alignment between skill set and specific Committee responsibilities;
- ▶ prevent undue reliance on the capacity of any Director;
- ▶ and comply with the provisions of the Code.

Changes to the composition of the Board Committee are reviewed following changes made to the Board composition and succession or in response to formal review.

The CGC of Rogers is chaired by the Chair of the Board of Rogers, a Non-Executive Director - whilst the RMAC and SIC are chaired respectively by Independent Non-Executive directors of Rogers Board. Save for the CGC, the composition of the other Board Committees of Rogers meets the requirements of the Code.

On 10 August, 20 September, and 23 September 2022, the CGC, SIC and RMAC of Rogers respectively reviewed their terms of reference and noted that they had met their objectives.

The attendance at the Committee meetings for the year under review can be found on page 37.

3.2 Board Meetings

A timetable of scheduled Board meetings. Committee meetings and the annual meeting of shareholders is sent to Directors at least a year in advance. This is carried out purposely to set priorities and objectives for Board actions, allow Boards to protect the inclusion of strategy into their routines and avoid over-focus on historical, reporting or noting information.

In the ordinary course, six Board meetings are planned throughout the financial year to consider important corporate events and actions. Other ad hoc Board meetings are convened to discuss strategic, transactional and governance matters that arise. For the year under review, the **Board focus** is set out on page 40.

In circumstances where Directors are unable to attend a Board meeting, they have the opportunity to discuss any agenda items beforehand with the Chair, who subsequently represents those views at the meeting. During the year under review, all board meetings were carried out as hybrid meetings, allowing directors who were overseas at such time to participate.

The Chair leads the Board and is responsible for its overall effectiveness in directing the Rogers Group.

The Chair also sets the Board's agenda, ensures the Directors receive accurate, timely and clear information, promotes and facilitates constructive relationships and practical contribution of all the Executive and Non-Executive Directors and fosters a culture of openness and debate.

The Secretary supports the Board to ensure that it has the policies, processes, information, adequate time and resources required to function effectively. The Secretary supervises the preparation of the **Board pack** in collaboration with the CEO and CFE of Rogers. The Board Agenda and Board pack contain standing items such as a review of results and forecast, registers of floating charge and guarantee. The aim is to ensure that the information shared with the Board is of sufficient depth to facilitate debate and understand the content without becoming unwieldy and unproductive. In some instances, the preparer of the report is invited to attend meetings so the Board can gain a better understanding and question management directly.

The Board pack is then circulated to Directors at least five working days before the Board meeting. Directors are encouraged to liaise with the Senior Executives of Rogers should they have queries on matters contained in the Board pack, and they have the right to request independent professional advice at the expense of Rogers. No such advice was sought by any Director for the year under review.

At each Board meeting, the agenda ensures sufficient time for the Committee Chairs to report on the contents of discussions, any recommendations to the Board which require approval and the actions taken. Furthermore, if any Director has concerns about the running of the Group or a proposed course of action, they are encouraged to express those concerns, which are then minuted. There were no such concerns raised for the year under review.

Within ten days of the holding of the Board meetings, a draft set of **minutes and a 'to-do list'** are prepared by the Secretary and sent to the CEO for review before being circulated to Directors. After the Board meeting, the Secretary liaises with the executive and management team of Rogers to ensure that Board decisions are implemented.

3.3 Board Appointment

In consultation with the Nomination Committee, the Board reviews the adequacy and effectiveness of succession planning processes at Board and senior leadership levels within the Group.

When recruiting at the Board level, the Committee will consider the current Board Skills Matrix of the Directors of Rogers set out on page 41, the size of Rogers Group, its strategy, culture, geographical spread and its status as a listed company. Pursuant to the profile, the Nomination Committee will be mindful of the prospective candidates to be free from any conflicts of interest, the ability to allocate sufficient time to carry out their responsibilities effectively and who would have adequate understanding of the markets and business where Rogers is operating to understand the key trends and developments relevant for Rogers. The expected time commitment of the new Director is also considered. At this point, the existing external demands on an individual's time are assessed to confirm his/her capacity to take on the role.

The nomination process and appointment of directors are available on <https://www.rogers.mu/investors/corporategovernance>

Upon **appointment** to the Board and/or its Committees, a new Director receives an **appointment letter** and a comprehensive **induction pack**. The Terms and Conditions relating to the appointment of Non-Executive and Independent Non-Executive Directors (including contents of the induction pack) are available on Rogers' website at <https://www.rogers.mu/investors/corporategovernance>

The induction programme and orientation process are then organised and supervised by the CEO, the Secretary, and the Senior Executives of Rogers.

For the year under review and upon the recommendation of the Nomination Committee, the Board approved:

- (i) that no addition be made to the Board of Rogers given that the size of the Board and the skills set of directors were commensurate with the Group's businesses.
- (ii) that the current directors of Rogers offer themselves for election and re-election at the Annual Meeting of Shareholders of the Company, the Board is satisfied that each of the Directors standing for election or re-election continues to perform effectively, displays relevant skills and knowledge, and demonstrates a commitment to his or her role and to the Company's long-term success whilst having regard to broader stakeholder interests.
- (iii) the appointment of Mr. Arvin Halkhoree as the new Chief Legal and Compliance Executive of the Rogers Group.

Furthermore, Rogers is an equal opportunities employer whose policies and practices aim to create an environment that promotes equal opportunities for its team members across the Board. Similarly, the Board of Rogers ensured that such practice is in place for its subsidiaries' Boards. For the year under review, the Nomination Committee of Rogers ascertained that on the **gender front**, the four public interest subsidiaries of Rogers Group satisfied the minimum criteria of having at least one woman representative on their Boards.

3.4 Knowledge Development and Training

The environment in which Rogers operates is continually changing. Directors are constantly encouraged to **attend courses/seminars** to refresh their knowledge and to keep abreast of the latest developments relating to their duties, responsibilities, powers, and potential liabilities. The in-house Counsel or Company Secretary communicates regulatory and legislative updates as and when required.

During the year under review, the Listing Rules were amended twice. The implication of these amendments was communicated to the Board of Rogers, which noted that no additional reporting was to be made. Furthermore, there has been no amendment made to the Constitution of Rogers. A summary of the Constitution is available on:

<https://www.rogers.mu/investors/corporategovernance>

Furthermore, these updates are not solely reserved for legislative developments. In some instances, professional advisers or subject matter experts are invited to provide in-depth updates. On 15 September 2021, an interactive update working session to update on Cybersecurity was organised by Rogers Capital Technology Services Ltd. and attended by the following Directors of Rogers, namely:

- ▶ Ms Aruna Radhakeesoon
- ▶ Mr Philippe Espitalier-Noël
- ▶ Mr Damien Mamet
- ▶ Mr Ashley Coomar Ruhee
- ▶ Mr Hector Espitalier-Noël
- ▶ Mr Deonandan Makoond
- ▶ Mr Vivian Masson
- ▶ Dr Guy Adam

The session was also attended by the other Directors of the main Subsidiary Boards of Rogers. Discussion with peers, other sectors and individuals in different professional situations helps to develop broader perspectives and insights, which can translate into new debates within Board discussions.

A **Directors' and Officers' liability insurance policy** has been subscribed to and renewed by Rogers. The policy provides cover for the risks arising from the acts or omissions of the Directors and Officers of Rogers Group. The cover does not provide insurance against fraudulent, malicious, or willful acts or omissions. Furthermore, Rogers does not have any indemnities for the benefit of the External Auditor.

The Board approved a new **Code of Ethics** in 2018 (the "Code of Ethics"). It offers guidance to all directors and employees of the Group on ethical standards and behaviours acceptable to the Group.

In line with the Code of Ethics and the Malpractice Reporting policy, the grievance mechanism allows for a complainant to report an alleged breach to his/her immediate superior or an appropriate senior manager. Management will then trigger the proper investigation, make recommendations, and apply sanctions if need be. The Group ensures that no prejudice whatsoever is caused to a complainant who reports a complaint on reasonable grounds. Channels of complaint are also open to stakeholders. All complaints are handled impartially and promptly by Management. The Group does not entertain anonymous complaints. There was no concern raised for the year under review.

3.5 Remuneration of Directors and Senior Executives

The CGC of Rogers, acting as Remuneration Committee, oversees the fees paid to Directors as well as the salary package and bonuses of senior executives of Rogers. The fees paid to the directors of Rogers were last reviewed in December 2012. The Remuneration Committee reviews the salary package and bonuses of the senior executives of Rogers yearly to ensure that they remain competitive as part of the talent retention strategy of the Group.

The Remuneration of Independent Non-Executive Directors and Non-Executive Directors comprises a **basic monthly fee and an attendance fee**. The Committee members are paid a monthly fee and the Chair of the Board and Chairmen of the Committees are paid a higher monthly fee.

As a general principle, the Executive Directors of Rogers are not remunerated any Directors' fees for serving on the Boards of the subsidiaries of Rogers. Save for Messrs. Hector Espitalier-Noël and Eric Espitalier-Noël, the other Non-Executive Directors of Rogers are not remunerated any Directors' fees for serving on the Boards of the subsidiaries of Rogers. For the year under review, Messrs. Hector Espitalier-Noël and Eric Espitalier-Noël each perceived a Director's fee of MUR 101,250 and MUR 57,500 arising from their respective directorships of Agria Limited and Case Noyale Limitée.

The **Composition and attendance of Board meetings, Committee meetings, and Meetings of Shareholders**, as well as the individual **Remuneration and Benefits** of directors from **01 July 2021 to 30 June 2022**, are set out in the following table.

Directors	Category	Board	Corporate Governance Committee ("CGC")	Risk Management & Audit Committee ("RMAC")	Sustainability and Inclusion Committee ("SIC")	Meetings of Shareholders		Remuneration and Benefits (in MUR)
						Annual Meeting of Shareholders ("AMS")	Special Meeting of Shareholders ("SMS")	
Dr Guy Adam	NED	8/10	4/4	n/a	n/a	1/1	1/1	530,000.00
Eric Espitalier-Noël	NED	6/8	4/4	5/7	n/a	0/1	0/1	540,000.00
Gilbert Espitalier-Noël	NED	8/8	n/a	n/a	n/a	1/1	1/1	380,000.00
Hector Espitalier-Noël	NED	4/8	n/a	n/a	n/a	0/1	0/1	300,000.00
Philippe Espitalier-Noël	ED	8/8	4/4	n/a	1/1	1/1	1/1	16,474,721.42
Thierry Hugnin	INED	8/10	n/a	7/7	n/a	1/1	1/1	530,000.00
Damien Mamet	ED	9/9	n/a	n/a	1/1	1/1	1/1	8,853,507.48
Jean-Pierre Montocchio	NED	10/10	4/4	n/a	n/a	1/1	1/1	930,000.00
Deonandan Makoond	INED	10/10	n/a	n/a	1/1	1/1	1/1	380,000.00
Vivian Masson	INED	9/10	n/a	7/7	n/a	1/1	1/1	610,000.00
Aruna Radhakeesoon*	ED	8/8	n/a	n/a	n/a	0/1	1/1	8,692,864.96
Ashley Coomar Ruhee	ED	8/8	n/a	n/a	n/a	1/1	0/1	10,018,153.44

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

***ED up to 30 June 2022 and NED from 01 July 2022.**

3.6 Board and Individual Evaluation

The last Board evaluation was carried out in 2020. An internal assessment was carried out, where the positive observations were well received. In the spirit of continuous improvement, the Board was pleased to hear about areas to work on for improvements. The findings thereof were imparted in the 2020 report and the action points implemented were shared in the 2021 report.

Furthermore, the Board resolved to carry out its next Board, Committee and individual director evaluation in the financial year ending 2023 as the need of the hour is to have an effective and steward Board to overcome the health and economic challenges, including the ongoing pandemic situation, with a right attitude.

4. Managing Conflicts of Interest and Related Party Transactions

Conflicts of interest and related party transactions are inevitable in today's sophisticated finance world and a sizeable group like Rogers. The Group has thus developed transparent processes to tackle both matters. The **Related Party Transaction process ("RPT")** of Rogers is available on the website of Rogers at <https://www.rogers.mu/investors/corporategovernance>

For the year under review, the Board of Rogers approved two related party transactions as set out in the following table. The percentage ratios for the said related party transactions did not exceed the five per cent and ten per cent threshold set out in the Listing Rules, whether singly or on a cumulative basis, respectively.

The Secretary further maintains a conflict of interest register which records all potential or actual conflicts of interest arising when directors perform their duties. The Secretary notes down any instances where the directors of Rogers are conflicted. As of 30 June 2022, the following directors were conflicted, and the table below shows how the conflict situation was managed.

Name of Director	Conflict situation	Action taken
Mr. Philippe Espitalier-Noël	The acquisition of a 50% stake by Ascencia, a subsidiary of Rogers in The Beau Vallon Shopping Mall Ltd, from EnAtt Limited, a subsidiary of ENL Property Ltd, in turn, a subsidiary of ENL Limited.	The transaction and valuation were reviewed by the Non-Executive and Independent Non-Executive Directors. Furthermore, the conflicted Directors did not attend such a Board meeting, where the proposed transaction and valuation were discussed and approved.
Mr. Hector Espitalier-Noël		
Mr. Gilbert Espitalier-Noël		
Mr. Eric Espitalier-Noël	The disposal by Ascencia of two plots of freehold land of an extent of 4,883.18m ² and 6,707.11m ² at Bagatelle and a building thereon to Ensport Limited, an indirect subsidiary of ENL Limited.	The transaction and valuation were reviewed by the Non-Executive and Independent Non-Executive Directors. Furthermore, the conflicted Directors did not attend such a Board meeting, where the proposed transaction and valuation were discussed and approved.

The Secretary also maintains an interest register which records the directors' dealings in the shares of Rogers, which is available upon request from the Company Secretary.

5. Our Shareholders

The shareholding structure of Rogers is set out on page 129. Rogers values open and effective communication with its shareholders.

The notice of shareholders' meetings is sent at least 21 days before the scheduled meetings. There is a shareholders' question time at the end of such notice to allow shareholders to engage with the Board and Management on the resolution put to the vote. The external auditors are also invited to the Annual Meeting of Shareholders. They are entitled to address the meeting on any part of the business of the meeting which concerns them as auditors.

At its physical Annual and Special Meetings of Shareholders held on 29 March and 06 May 2022, all resolutions were approved by a simple majority by show of hands.

Any query raised by shareholders and replies made by the Board or Management is minuted. These minutes of proceedings are available free of charge upon request made to the Company Secretary.

Information on the Notice of Meetings of Shareholders, subsequent proxy reports, and voting results relating to such meetings are available in the 'shareholders corner' on <https://www.rogers.mu/investors/corporategovernance>

6. Stakeholder Engagement

Stakeholder engagement is an important consideration for Rogers. For more details on same, please refer to pages 52-55 of the Integrated Report.

7. Risk Management Section, including Audit

Please refer to pages 112-125 of the Integrated Report.

Division of Responsibilities

	Responsibilities
Chair and Non-Executive Director Jean-Pierre Montocchio	<ul style="list-style-type: none"> ▶ Responsible for the effective running of the Board and ensure it is appropriately balanced to deliver the Group's strategic objectives ▶ Promote a boardroom culture that enables transparency, debate, challenge, and performance ▶ Ensure that the Board as a whole participates in the development of strategy ▶ Ensure effective engagement and coordination between the Board, its shareholders, and other key stakeholders
Independent Non-Executive Directors Vivian Masson Thierry Hugnin Deonanan Makoond	<ul style="list-style-type: none"> ▶ Constructively challenge and assist in the development of strategy ▶ Monitor the delivery of strategy by the Executive Committee within the risk and control framework set by the Board, particularly during the Deep Dive meetings ▶ Satisfy themselves that internal controls are robust and that the External Audit is undertaken properly ▶ Have a key role in succession planning for the Board, together with the Board Committees and Chair ▶ Serve on various Committees of the Board
Non-Executive Directors Guy Adam Hector Espitalier-Noël Eric Espitalier-Noël Gilbert Espitalier-Noël	<ul style="list-style-type: none"> ▶ Provide constructive challenges to the Executives and help to develop proposals on strategy, and monitor performance ▶ Ensure that no individual or group dominates the Board's decision making ▶ Review the integrity of financial reporting and that financial controls and systems of risk management are adequate
Chief Executive and Executive Director Philippe Espitalier-Noël	<ul style="list-style-type: none"> ▶ Provide clear and visible leadership ▶ Execute the Group's strategy and commercial objectives together with implementing the decisions of the Board and its committees ▶ Keep the Chairman and Board abreast of important strategic issues facing the Group ▶ Manage the Group's risk profile and ensure actions are in line with the Board's risk appetite ▶ Investor relations activities, including effective and ongoing communication with stakeholders, including shareholders
Chief Finance Executive and Executive Director Damien Mamet	<ul style="list-style-type: none"> ▶ Provide financial leadership to the Group and align the Group's business and financial strategy ▶ His report is set out on pages 74-77 ▶ Responsible for financial planning and analysis, and treasury functions ▶ Present and report accurate and timely financial information ▶ Manage the capital structure of the Group effectively ▶ Investor relations activities, including communications with investors, alongside the Chief Executive Officer
Other Executive Directors Aruna Radhakeesoon* Ashley Coomar Ruhee	<ul style="list-style-type: none"> ▶ Support the Chief Executive in developing and implementing the strategy ▶ Oversee the day-to-day activities of the Group ▶ Develop business plans in collaboration with the Board ▶ Ensure that the policies and practices set by the Board are adopted at all levels of the Group ▶ Investor relation activities, including communications with investors, alongside the Chief Executive Officer
Company Secretary Sharon Ah Lin	<ul style="list-style-type: none"> ▶ Seasoned Chartered Secretary who serves the Board and its Committees ▶ Ensure information flows to the Board and its Committees ▶ Advise and keep the Board updated on Listing Rules requirements and corporate governance developments ▶ Facilitate a comprehensive induction for newly appointed Directors, tailored to their individual requirements and assist with their training and development, as required ▶ Ensure compliance with Board procedures and provides support to the Chair ▶ Co-ordinate the Board evaluation in conjunction with the Chair ▶ Responsible for communication with shareholders and the organisation of the meetings of shareholders

*Non-Executive Director as from 01 July 2022

Board Focus in 2021/2022

	2021				2022			
	August	September	November	December	January	March	May	June
Board and Committee/ Shareholders Updates	Board RMAC update*	Board	Board	Board RMAC update	Board RMAC, CGC** and SIC*** updates	Board RMAC and SIC updates Annual Meeting of Shareholders ("AMS")	Board RMAC and SIC updates Special Meeting of Shareholders ("SMS")	Board CGC update
Key Decisions	Approval of listing & offer for sale by Velogic	Related Party Transaction (details set out on page 38)	Interim Dividend	Investment Opportunity by Rogers Logistics Investment Holding Terms agreed for investor to acquire a stake in Rogers Capital	Audited Abridged Results for 30 June 2021 Annual Report 2021	Related Party Transaction (details set out on page 38) First quarter and Second quarter results Voting results of AMS	Strategic review by Rogers Capital Voting Results of SMS	Budget 2023 Strategy Update for the Group Final dividend

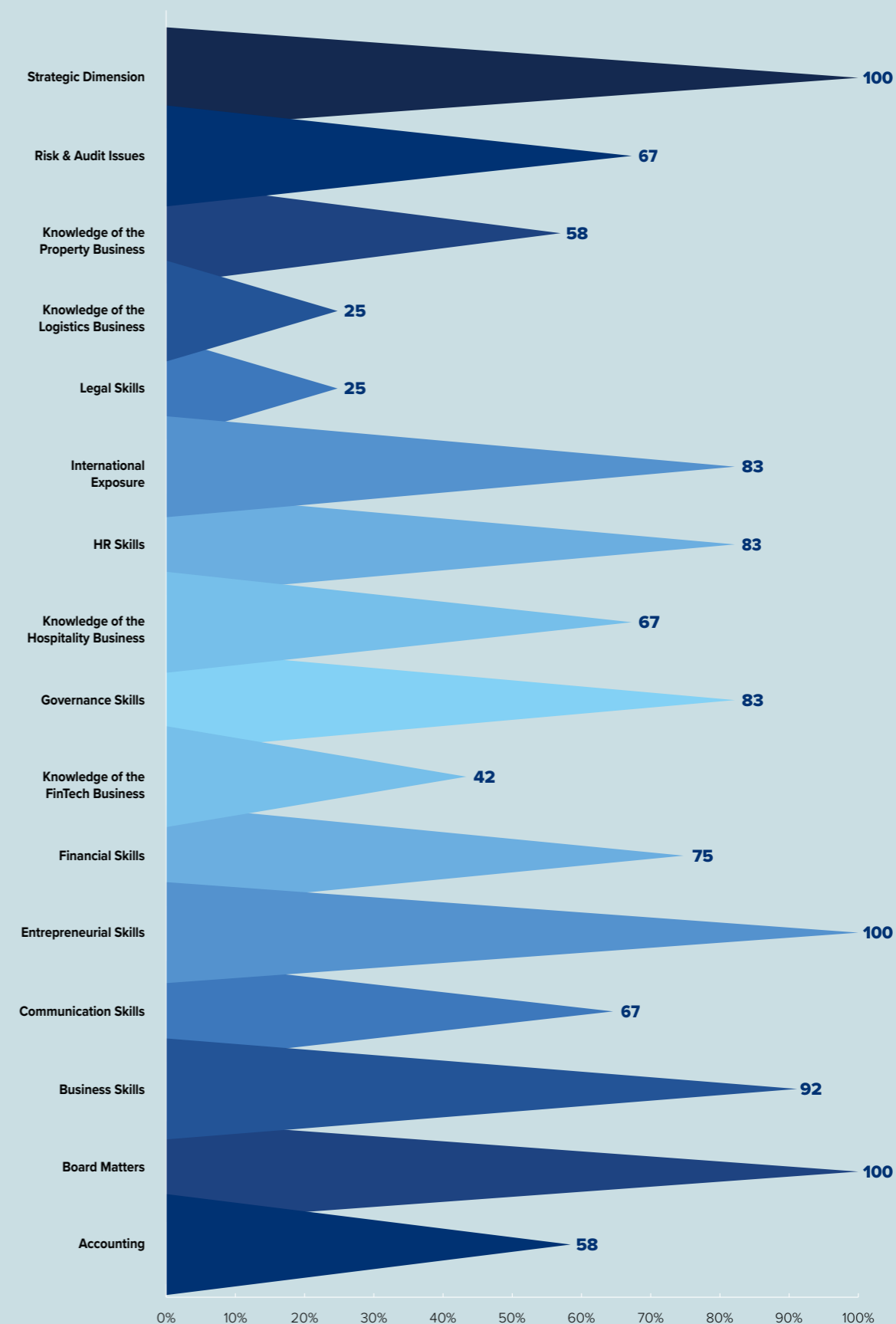
*Risk Management and Audit Committee

** Corporate Governance Committee

***Sustainability and Inclusiveness Committee

Board Skills Matrix

The Board skills matrix below represents some of the key skills that the Board has identified as particularly valuable to the effective oversight of the Company and towards the execution of its strategy. The matrix highlights the depth and breadth of skills of the Board.





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Chief Executive Officer's message

*“While many challenges persist, I am confident that the **Meaningful Changes** made by each company within the Group over the last two years will continue to impact our financial performance positively”.*

Philippe Espitalier-Noël
Chief Executive Officer of the Rogers Group



Meaningful Change: emerging stronger from the crisis

‘Building on legacy and making headroom to craft the future.’

As the pandemic storm withers, the implications of the war between Ukraine and Russia unfold, creating a series of international and domestic challenges. Standing at a new crossroads, the current world order faces an array of disruptions. The main ones are, amongst others: climate change effects, supply chain disruptions, higher energy costs with new production imperatives, declining purchasing power with an era of high inflation, and changes in employee behaviour on the job market. I can say very humbly that in my 35 years of working, I have never witnessed so many moving parts fluctuating with such velocity simultaneously. These imperatives place a heavy weight on companies to make informed and speedy decisions. 2022 is a particular year for me as it marks my 25 years in this wonderful and dynamic Group. It has been a privilege to lead it to the best of my abilities for 15 rewarding years.

As we progress with agility, I am proud to present Rogers' new corporate identity, the result of a recent reflection on who we are and where we come from. More than a rebranding exercise, it is a refining of our Group's mission and values in line with its vision and a new classification of our activities, evolving from four Served Markets to five Segments. This new nomenclature aligns with how we manage our resources to have a meaningful impact.

While many challenges persist, I am confident that the **Meaningful Changes** made by each company within the Group over the last two years will continue to impact our financial performance positively. At the Group's level, we have focused on making a difference at the micro level leaving no stones unturned. I am, therefore, gratified to announce that our resilience has allowed Rogers to post record results for the financial year ending June 2022 (“FY22”), with a revenue of MUR 10,713m (FY21 - MUR 7,518m) and a PAT excluding other gains and losses of MUR 1,761m (FY21 - MUR 681m loss). Supported by the Mauritian borders' reopening and healthier numbers in tourism, these results were achieved thanks to the enormous efforts deployed by all our team members across all sectors.

This report starts by providing a high-level status of our strategy implementation and business results. We will then focus on our Sustainability thrust and how we are making it an integral part of our strategy as we advance. Finally, we will portray the outlook for the financial year 2023.

A strong finish

Our 3-Year Strategic Plan 2023 was developed and launched in March 2020 during very uncertain times. The first year's focus, the ‘**Vivacis**’ year, was on building safety, resilience, and solidarity. We successfully achieved those results, but as expected, our financial results were weak on the back of the Covid crisis and closed borders. As we entered our second year of the Strategic Plan 2023, we expected a gradual comeback towards a new normal. In tune with these prospects, we launched the ‘**Challenging the status quo and Collaborating Forward**’ (C&C) Programme (refer to “Strategy” section, on page 48) in June 2021 to sharpen the leadership and accountability attributes for enhanced revenue and bottom-line growth. A team of 160 business leaders, made up of our senior-most manager population, were entrusted to drive growth in their respective business units. Priority was given to some 60 key strategic projects laid out during the 3-Year Strategic Plan 2023 that were completed to a large extent. We focused relentlessly on turning around underperforming activities, driving key transactions, and trimming the effective cost of debt.

These efforts, along with the quick recovery of tourism and the resilience of other critical sectors of the Mauritian economy, have allowed the Group to post a strong performance for this financial year across all its business lines. Indeed, Group revenue increased by 43%, driven principally by the successful implementation of our plans and the commendable performance of our businesses. Our investments, Swan, Bioculture, and MCAS (Mauritius Commodities & Applied Solutions Co Ltd) also performed well. We believe that this trend will persist.

We can say that these motivating results have rewarded our efforts.

Let me present a high-level Served Market overview:

Property

Ascencia was the most significant contributor to the Group's profits. Over the past 12 months, it continued to build a solid platform for sustainable growth and value creation. Results for the year were in line with expectations, with Ascencia's profitability reaching MUR 961m. A commendable achievement when competition is shaping the future, particularly on the Port Louis/Curepipe corridor. It is also a testimony of our tenants' trust and confidence in the value addition that Ascencia offers to their businesses. Key milestones were completed during the year, namely the listing of Ascencia on the Stock Exchange of Mauritius, its inclusion in the **SEM-10** and **SEMSI**, the successful refinancing of its existing debt, and the assignment of the CARE **MAU AA-Stable** on all its financial obligations.

In FY22, the Property development and agribusiness sectors incurred a loss of MUR 53m, drawn downwards by the poor performance of the agricultural operations and the interests from the existing debt. Performance was pulled upwards by the positive contribution from the sale of real estate assets in Heritage Villas Valriche. Case Noyale Ltd renewed with profitability as it benefited from the reopening of borders with a rekindled performance of its leisure operations. Agria continued to manage its transition from an agricultural operator, moving away from cane cultivation and consolidating its deer farming, real estate development, and leisure offering. As it navigates this delicate transition, Agria has to finance the restructuring costs of this transition before reaping the anticipated benefits. While this will take some time, the company will ultimately benefit from improved returns on its land ownership and agritourism activities.

2022 marked the advent of the new territorial brand "**Bel Ombre. Lamer. Later. Lavi.**" to position Bel Ombre as a sought-after destination globally and the reference for **Sustainable Tropical 'Art de Vivre'**. With the announcement of the new Sustainable Smart City Scheme in the June 2022 National Budget speech, we plan to make Bel Ombre an early adopter. I am confident that, on the back of past transformation efforts and our new vision for Bel Ombre, we have the potential to unlock significant value from this estate over the next 20 years.

Logistics

Velogic's listing on the Development Enterprise Market ("DEM") in December 2021 came within a context of multiple strategic readjustments in its corporate structure. After eight years in Velogic, Amethis Africa Fund ("AAF") successfully exited the company as the Fund came close to its end. As such, the timing of Velogic's listing was well inspired amidst challenging supply chain dynamics, allowing it to broaden its shareholder base and access finance to seize growth opportunities. The company posted very healthy results with a material improvement in the performance of its international operations and a PAT of MUR 194m. Velogic continues to be the most international of all our businesses, with more than 50% of its profitability derived from its foreign subsidiaries. It strategically strengthened its presence in East Africa by becoming the sole owner of its Kenyan entity, and I am pleased to share that, at the time of writing this report, Velogic Kenya is well advanced to complete another acquisition in the country as soon as the conditions precedent are finalised in the next few months. We strategically partnered with an established local French operator, which acquired 70% of Velogic France's stake. Thanks to this partner's active presence in Europe and the US, the company is now better positioned to be part of a broader network. It will continue to provide us with new business opportunities and cost synergies.

Velogic's first results since its market introduction are above expectations, laying a solid foundation for implementing clear plans to further fuel international expansion.

Hospitality

During the pandemic, VLH and Island Living merged to create a single '**Rogers Hospitality**' brand to provide customers with a seamless hospitality and leisure offering. We simplified our internal structures to enhance accountability, allowing for speedier and more focused decision-making. In addition, the new consolidated structure provides our colleagues in Rogers Hospitality with an augmented working experience. Rogers Hospitality took full advantage of the borders reopening and its sharper commercial focus to drive a PAT of MUR 384m which also includes the improved performance of our associate NMH.

During the financial year, we expanded our leadership on sustainable tourism in Mauritius as we launched the first zero carbon footprint stay, i.e. the '**Now for Tomorrow**' programme in Bel Ombre, with a launch date coinciding with the reopening of the Mauritian borders. With strong forward bookings for FY23, we expect Rogers Hospitality to deliver substantial growth in its results and cash flow. The benefits of the investments made to refurbish Veranda Grand Baie into a boutique hotel and the launch of the new La Reserve Golf course in Bel Ombre will only be felt from FY24.

Rogers Aviation renewed with profitability by streamlining its business operations and rekindling some key international partnerships along its value chain. It also continued its path of digitalisation, with 60% of leisure requests and booking now going through its website and its booking Apps. The travel complexity that emerged with the advent of Covid significantly increased the workload per booking. To adjust its services in tune with amended consumer needs, Rogers Aviation worked with its customers and adapted its service fees to the new circumstances. Rogers Aviation delivered a PAT of MUR 22m, and we expect the business to turn around fully in FY23.

FinTech

Rogers Capital recorded much progress across all its business units and its associate Swan with a reported PAT of MUR 332m. During the year, our Technology and Global Business activities continued their growth strategy. Our Global Business activity continued securing new incorporations, stepping up its performance potential and further expanding its tax network to 15 countries in Sub-Saharan Africa. Our Credit activities stabilised their operations, improved their operating processes and are shaping the future for enhanced performance. Technology Services continued the expansion of its fibre optic footprint in strategic locations, becoming a key provider of telecommunications services on the Island while expanding its array of services with a significant focus on cybersecurity and digital innovation. Rogers Capital welcomed Swan Life as a new partner with a stake of 15.63% of its capital. The equity injection from Swan was mainly utilised for the growth of our Credit activities.

Sustainability

While financial results are essential to us, we have and will always continue to focus on our social and environmental impact, which is critical to the development of our nation and the longevity of our activities.

In 2021, we benefitted from the Boston Consulting Group ("BCG") collaboration to help define our most important sustainability objectives and further align our strategy with these objectives. We want to make sustainability sustainable by making it part of our day-to-day value-creating activities. While this is easier said than done, we have managed to kick-start this journey well. In addition to our collaborations with other private businesses within Business Mauritius and our continued support to various NGOs via the Rogers Foundation and through our businesses, some of the new initiatives launched include (see "Sustainability" section on page 56):

- ▶ The launch of the Bel Ombre's territorial brand "**Bel Ombre. Lamer. Later. Lavi.**" and its ambition to be the reference in **Sustainable Tropical 'Art de Vivre'**.
- ▶ The launch of the '**Now for Tomorrow**' programme by Rogers Hospitality paving the way for a new standard in sustainable tourism.
- ▶ The measurement of our carbon footprint as per our commitment to Net-Zero emissions by 2050.
- ▶ The support to the Ministry of Environment towards greening and beautifying the island's main highways.

Sustainability and Inclusiveness are critical to us, and we will continue to develop our businesses towards a more sustainable future with the triple lenses of **Prosperity, People, and Planet**.

"We have and will always continue to focus on our social and environmental impact, which is critical to the development of our nation and the longevity of our activities".

Looking ahead with excitement

As turmoil and volatility raged around Rogers, we managed to create an environment where people felt safe and empowered, despite some difficult decisions to protect our businesses. This faith of our team members are Rogers' first line of defence against future challenges. Through those difficult times, I have witnessed the resilience and agility of the people of Rogers, and I must say that I was moved by how the Rogers team cared for each other and our stakeholders. Our team's ability to find resources to keep thriving while fixing challenges impresses me daily. Our people remain the catalysts for our achievements and growth. Our diversity, and our attitude, make our Group stronger.

While I look back at our achievements, I know there is always room for growth and improvement. Our focus on constantly striving for 'Meaningful Change', our new brand identity, and long-term strategic thinking have consolidated the potential of Rogers within the new normal.

We are confident that the last year of our 3-Year Strategic Plan 2023 will continue to deliver promising results. These past months, we have extensively worked on our operating model and seized opportunities with the necessary expertise. With this deeper understanding, optimised resources, stronger brand, and energised teams, we will carefully dedicate our attention to crafting a robust plan for the next five years.

I want to express my appreciation to the Board members for their trust, insights, and support. I extend my special gratitude to all the Group's team members who were mobilised during another challenging year, and I thank everyone for honouring the values of Rogers and demonstrating consistent Agility, Engagement and Excellence in their work. I am genuinely grateful to be part of a large team driven by shared values and committed to making a visible difference in the world. I also want to thank the shareholders for their trust in Rogers, for standing by us in difficult times, and for believing in our ability to protect our businesses during uncertain times. Last but certainly not least, I want to extend my heartfelt thanks to all those clients that continue to place their confidence in the services that we offer and in the products that we sell.

We will remain engaged to honour the trust you all place in our organisations to deliver on our promises.



Philippe Espitalier-Noël
Chief Executive Officer of the Rogers Group

Our Strategy

3-Year Strategic Plan 2023: Agility as an Overarching Principle

The 3-Year Strategic Plan 2023 period has been one of the most challenging in Rogers' 123-year history, one that started with the triple impact of Covid-19, Wakashio, and EU blacklisting. We are now confronted with supply chain crises, inflation repercussions of the Russia-Ukraine war, and a global climate emergency that needs immediate attention.

The Group launched the 3-Year Strategic Plan 2023 in March 2020 in very uncertain times as the world was closing, and a health emergency was declared worldwide. During the launch, we expected the new post-Covid normal to be established by FY22 and Rogers to exceed its FY19 financial performance in FY23.



GDP Growth Source: The World Bank

FY21: Vivacis

Our focus in the first year (FY21), the **Vivacis** period as we called it internally, remained on protecting the health of our team members, making our businesses resilient, and contributing to national solidarity.

As a part of this 3-Year Strategic Plan 2023, we articulated 60 group-wide strategic projects across our four Served Markets that were assessed as being critical to the long-term success and resilience of Rogers.

FY22: Challenging Status Quo and Collaborating Forward (C&C)

Just before the beginning of FY22, when the world was slowly opening, we moved and acted with agility to scale our revenues and bottom line. We launched the C&C Programme and set up a team of 160+ business drivers accountable for this growth. We completed our 60 Group-wide strategic projects and turned around businesses with low or negative Economic Value Add (EVA).

During this second phase of our 3-Year Strategic Plan 2023, we focused on making our leaders and teams future-fit via a progressive Human Resources strategy, created more sustainable growth for all our businesses, and enhanced our digitalisation strategy. We completed over half of our strategic projects, discarded those that did not fit our strategy, and are now on track to complete the remaining ones by the end of the 3-Year Strategic Plan 2023 period. We also successfully integrated sustainability into our system and made noteworthy progress on many fronts (detailed in the "Sustainability" Section of this report on pages 56-65).

As we reflect on FY22, we can look back with pride, having delivered a record result for Rogers in a time of uncertainty and change. Rogers has emerged more solid, resilient, and agile on the other side of the Covid crisis. This achievement is by design and not a coincidence, as our strategy remains nimble and responsive to the Volatility, Uncertainty, Complexity and Ambiguity ("VUCA") world we live in.

Delivering Strong Results in FY23

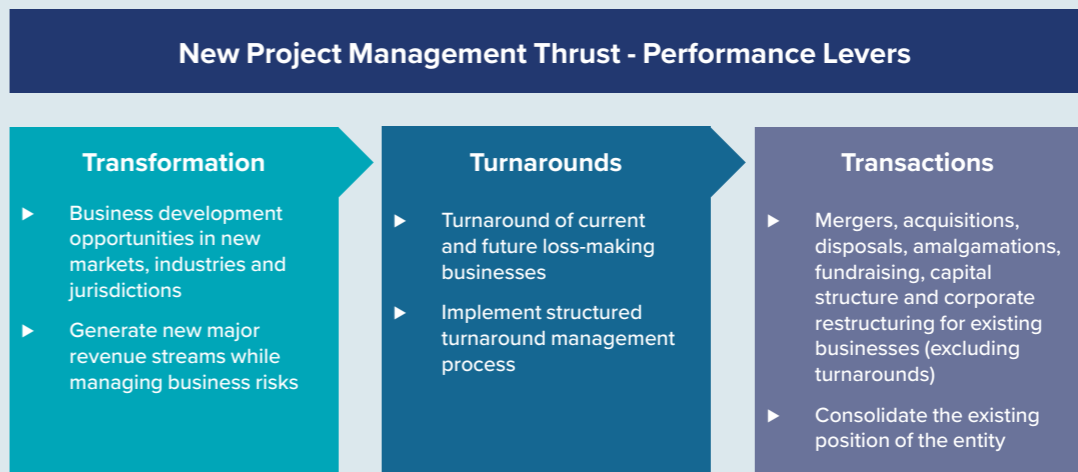
Now that we enter the final year of our 3-Year Strategic Plan 2023, our focus remains two-fold:

- ▶ Deliver strong results for all our stakeholders
- ▶ Articulate our strategy post-2023

Compassionate capitalism is emerging as the balanced way forward as we brace for the ripple effects of Covid-19, and the long-term risks and opportunities associated with climate change. As a responsible Business and Corporate Citizen operating for over a century, our focus on sustainability has been perennial. As we look forward, our outcomes focus on the three Ps – Prosperity, People and Planet. Our choices will reflect our bias towards the impact of these three pillars.

- ▶ **Prosperity** – We create shared value for our stakeholders through sustainable growth, continuous innovation, and diversification of our asset base.
- ▶ **People** – We foster agile environments and enable vibrant communities where people can grow, excel, and thrive.
- ▶ **Planet** – We act responsibly by reducing our carbon footprint, preserving our biodiversity, and protecting our natural resources.

Rogers' corporate office will continue to support our businesses to fast-track the implementation of our 3-Year Strategic Plan 2023. This will transform, transition and turn around our businesses, a clear demonstration of the Group's agility.



Articulating our Post-2023 Strategy

As the VUCA world is set to be the new standard, identifying and acting on global and local trends will determine our success. The ones earmarked as priority areas of focus for Rogers are as follows:

- ▶ **Climate change** is already significantly impacting our lives and livelihoods. As a Small Island Developing State ("SIDS"), we are amongst those considered the most vulnerable to the effects of climate change, much beyond our contribution to its causes. Hence, we must adapt to these changes while mitigating the causes of climate change faster than ever before. While these are increasingly becoming a considerable risk to the business, the transition to a low-carbon and more biodiverse world requires a massive transformation in how we do business. Our strategy post-2023 will reflect our response more clearly and make sustainability a core element of our strategy and operating model.
- ▶ **Demographic and societal changes** are happening worldwide at an incremental pace. While Africa will potentially double its population in a few decades, many developed countries (including some developing countries like Mauritius) face stagnant populations or even negative population growth. This is something that the world has not faced recently, and we will have to find a way to adapt to it. Overall, the world will continue to age fast, and medicine, technology, and new business models will continue to evolve to adapt to this. Encompassing the three Ps in all future business development is the right response as we advance.
- ▶ **Technology and innovation** will continue to shape the world going forward, and with our Technology segment within our Group, we are extremely well-positioned to address this trend both internally and externally.

We will kick start our post-2023 strategy exercise in November 2022, and industry experts will accompany us in this process. We expect to share the new strategy in May 2023 with all our teams across the Group. Along with the recent rebranding, this new refreshed strategy will prepare Rogers for many more decades of successful and Meaningful Change.

How Rogers Creates Value

Our Purpose: Meaningful Change

Our Core Values

Excellence

Engagement

Agility

Our Strategic Intent

Prosperity

To generate long-term value-creation that transcends shareholder welfare while maintaining the healthy growth, evolution and diversification of our businesses, and contribute to nation-building.

People

To be a safe, fair, and thriving organisation, ensuring the personal and professional growth as well as the self-fulfilment of our team members, the satisfaction of our clients and a meaningful contribution to society.

Planet

To take responsibility towards reducing our carbon footprint and protecting and regenerating our biodiversity.

Our Capitals



Financial



Manufactured



Social



Human



Intellectual



Natural



A Robust Governance Framework
 overseen by the Board, its sub-committees and the management

Expertise in our Served Markets

- ▶ FinTech
- ▶ Hospitality
- ▶ Logistics
- ▶ Property

Our Enablers

- ▶ People
- ▶ Communications
- ▶ Risk Management
- ▶ Legal & Compliance

FY22 Outputs

- ▶ Revenue MUR 10,713m
- ▶ PAT* MUR 1,761m
- ▶ Two successful listings
- ▶ Restructured debts
- ▶ International growth
- ▶ Investments
- ▶ Optimised resources for Served Markets

- ▶ High employee engagement rate (82%)
- ▶ Reignited corporate culture
- ▶ Growth opportunities
- ▶ Well being programme
- ▶ 65% of our workforce trained at all levels (MUR 19.5m spent)
- ▶ Community investment of MUR 2.8m

- ▶ Clear actionable plans to meet our Net-Zero target by 2050
- ▶ Green Ventures

Strategic Outcomes

- ▶ Sustainable results for shareholders driven by our focus on new opportunities, continuous improvement and cost efficiency.
- ▶ Mutually beneficial and trusted partnerships with our clients that provide efficient, quality products and services.

- ▶ A safe and high-performing workplace built upon efficient systems and processes, high level of ownership and accountability and a learning culture.
- ▶ Long-term and meaningful relationships with our local communities through an active approach to community engagement.

- ▶ Continued drive towards environmental improvements through the application of environmental standards, the effective use of energy and water, sustainable living/sourcing etc.

*excluding other gains and losses

Delivering for our Stakeholders

At Rogers, we embrace a people-centric and stakeholder-inclusive approach to creating value. Stakeholder engagement is integrated into every step of our value-creation process. We have focused on deeper engagement and collaboration to create mutual sustainability and value protection. Relationships are central to who we are and what we want to achieve.

To measure the value we generate for our stakeholders, we have identified goals for each key stakeholder and measure the delivery of these through value creation indicators and the quality of our relationships. For more information on measuring the value created for our stakeholders, refer to our Served Market reviews as from pages 78 to 109.

STAKEHOLDERS	GOALS	HOW WE ENGAGED	OUR STRATEGIC RESPONSES	TARGETS FOR FY23
Shareholders, Investors and Providers of Capital	<ul style="list-style-type: none"> ▶ Profitability and sustained growth in total returns and shareholders' equity ▶ Responsible and transparent management ▶ Sustainable interest covers and debt levels ▶ Strong liquidity position ▶ A clear and agile strategy and risk management approach ▶ Compliance with listing rules and other regulatory frameworks and legislations ▶ A clearly defined sustainability approach 	<ul style="list-style-type: none"> ▶ Website and social media ▶ Dedicated emailing to the analysts' community ▶ Regular meetings between Rogers's decision-makers and the investment community ▶ Roadshows ▶ Media relations 	<ul style="list-style-type: none"> ▶ Held two analysts' briefings to present Rogers' performance ▶ Annual General Meeting with shareholders ▶ Published quarterly abridged reports ▶ Dedicated "Investors" corner on Rogers Group website ▶ We launched a dedicated emailing of results to the investment community ▶ Public relations activities that accurately communicate Rogers' activities ▶ Investor perception surveys ▶ Communication with shareholders and media releases on all significant transactions (Listing of Ascencia and Velogic, Merger of VLH and Island Living) ▶ Transparent and complete integrated annual report ▶ Conducted a perception survey 	<ul style="list-style-type: none"> ▶ Integrated reporting improved year-on-year and integrated thinking continuously embedded in the Group's way of working ▶ Develop detailed and qualitative quarterly management reports ▶ Launch of a new, mobile-friendly website displaying the Group's new visual identity and brand pillars, with an improved investors' corner and newsroom ▶ Clarification and restructuring of Rogers Served Markets and sectors of activities ▶ Strengthening of Rogers' image through the Rebranding of Rogers, supporting a strong mission, brand and reputation with its various stakeholders
Government Bodies, Regulators and Financial Institutions	<ul style="list-style-type: none"> ▶ Regular dialogue between government/regulatory body officials and Rogers senior management ▶ Ethical business practices and compliance with national regulation ▶ Fair labour practices ▶ Community investment ▶ A clearly defined sustainability approach 	<ul style="list-style-type: none"> ▶ Meetings between senior executives and government/regulatory representatives ▶ Participation in public policy forums ▶ Transparent, complete annual and quarterly reports ▶ Regular Public Relations activities ▶ Website and social media 	<ul style="list-style-type: none"> ▶ Continued efforts to apply the principles of the National Code of Corporate Governance for Mauritius ▶ Membership in sectorial trade organisations, including Business Mauritius, MloD 	<ul style="list-style-type: none"> ▶ Continue to engage in open, forthright dialogue with national authorities ▶ Launch of a new, mobile-friendly website displaying the Group's new visual identity and brand pillars, with an improved newsroom ▶ Clarification and restructuring of Rogers Served Markets and sectors of activities ▶ Strengthening of Rogers' image through the Rebranding of Rogers, supporting a strong mission, brand and reputation with its various stakeholders
People	<ul style="list-style-type: none"> ▶ Regular, timely communication regarding Group activities and strategy ▶ Empowerment and involvement in decision-making ▶ Excellent people practices and compliance with legislation ▶ Professional development and career growth opportunities ▶ Performance incentives, recognition and meaningful rewards ▶ Be an employer of choice with a strong employer brand ▶ Clearly articulated Employer Value Proposition ▶ Health insurance benefits and competitive pension plan ▶ Engaging employee experience and flexibility in work arrangements ▶ Safe and enabling work environment 	<ul style="list-style-type: none"> ▶ Function-specific networks and team meetings ▶ Regular online communications with all staff, talks and Masterclasses ▶ Regular face-to-face meetings and Whatsapp networks with the 160 team members acting as business drivers across the Group ▶ Regular meetings between management and team member representatives ▶ Townhalls and staff briefings ▶ Training and growth programmes ▶ Recognition programmes: Kudos, Rogers Leadership Awards ▶ Confidential Employee Engagement survey to gather feedback from team members ▶ Confidential Pulse survey to assess progress on Engagement action plans ▶ MyRogers App - providing a digital employee experience 	<ul style="list-style-type: none"> ▶ Rogers Employee Value Proposition review ("EVP") ▶ RISE Sales Programme for commercial teams across the Group ▶ Management Development Programme ("MDP"), a Masters equivalent for Talent and Managers across the Group ▶ Read to Lead leadership (self-development) programme ▶ Rogers talks - online talks about sharing experiences across the Group ▶ Masterclasses through Rogers Academy ▶ Flexitime work arrangements ▶ Launch of the Rogers Podcast ▶ 160 Business Drivers' Community activities (Disruptor book, C&C workshop) ▶ Optimisation of various internal communications via a weekly newsletter ▶ Rogers Digest, to increase reach and engagement among team members ▶ Enhanced and optimised communication through revisited Network internal magazine, including digitally ▶ Energy conservation training 	<ul style="list-style-type: none"> ▶ Drive a sense of purpose across the Group through various people strategies ▶ Create a sense of belonging around the Rebranding and renewed mission and values ▶ Launch of a new, mobile-friendly website displaying the Group's new visual identity and brand pillars, with an enhanced People section ▶ Launch of a new version of the Rogers' intranet featuring new benefits ▶ More efficient induction pack and Code of Ethics ▶ Reinforce awareness and engagement amongst team members around Rogers' sustainability strategy and actions ▶ Launch of new mobile employee app ("MyRogers App 2.0") to engage with all team members on benefits, news and job postings ▶ Pulse Engagement Survey across the Group to build on engagement scores and continue action plans ▶ Well-established Performance Management System ("PMS") with clear individual development plans for each team member
Community (NGOs and voluntary organisations)	<ul style="list-style-type: none"> ▶ Transparency and involvement in funding and support decisions that affect the communities in which our businesses operate ▶ Focus on impact ▶ Ethical business practices ▶ A clearly defined sustainability approach and responsible corporate citizenship ▶ Responsiveness to local and international concerns and impacts on social and environmental issues ▶ Investment in community infrastructure and development ▶ Responsible and transparent contributions to broader social interests ▶ Adherence to the principles of the United Nations Global Compact 	<ul style="list-style-type: none"> ▶ Community events ▶ Website with information about sponsorship, upcoming events, ▶ Via existing NGOs ▶ Via our businesses operating around Mauritius ▶ Public relations ▶ Social media 	<p>Worked with partner NGOs on actions to:</p> <ul style="list-style-type: none"> ▶ Promote literacy and alphabetisation ▶ Reduce food waste ▶ Promote local craftsmanship and entrepreneurship ▶ Create platforms for artisans ▶ Protect biodiversity ▶ Actions to counter climate change impacts on the Island 	<ul style="list-style-type: none"> ▶ Continue to sponsor community events and support NGO initiatives and local communities ▶ Focus on the impact created ▶ Clarification of Rogers's Sustainability strategy ▶ Increased visibility on Rogers' sustainable approach, actions and effects through various communication channels ▶ Launch of a new, mobile-friendly website displaying the Group's new visual identity and brand pillars, with an improved section dedicated to sustainability ▶ Clarification and restructuring of Rogers Served Markets and sectors of activities ▶ Rebranding of Rogers, supporting a solid mission, brand and reputation with its various stakeholders

Delivering for our Stakeholders (cont'd)

STAKEHOLDERS	GOALS	HOW WE ENGAGED	OUR STRATEGIC RESPONSES	TARGETS FOR FY23
Clients and Customers	<ul style="list-style-type: none"> ▶ Customer Centric approach aiming at excellent service ▶ Strong brand reputation and image that builds trust ▶ Transparent communication ▶ Representation of internationally recognised brands ▶ Customer satisfaction through interacting processes ▶ Innovating capabilities ▶ Adherence to intellectual property rights such as patents and trademarks 	<ul style="list-style-type: none"> ▶ Website and social media ▶ Regular meetings between Rogers' decision-makers and external stakeholder groups ▶ Public relations 	<ul style="list-style-type: none"> ▶ Conducted a perception survey ▶ Optimised our social media channels ▶ Increased visibility of various initiatives across the Group ▶ Strengthened Communication and Marketing expertise across the Group ▶ Digital Apps to facilitate client interactions across various Served Markets e.g. <i>Noula</i> by Rogers Capital and <i>Travel App</i> by Rogers Aviation ▶ Launch of a dedicated website for Rogers' <i>Presence Magazine</i> ▶ Launch of various green offers through our sectors, i.e. <i>Now for Tomorrow</i> and <i>Fly Greener</i> by <i>Holidays by Bluesky</i> ▶ Launch of 42 Market Street at Bagatelle to promote SMEs ▶ Regular meetings between Rogers' decision-makers and external stakeholder groups ▶ Celebration of important milestones - 10 years of Bagatelle, 40 years of Veranda 	<ul style="list-style-type: none"> ▶ Clarification and restructuration of Rogers Served Markets and sectors of activities ▶ Strengthening of Rogers' image through its rebranding, supporting a strong mission, brand and reputation with its various stakeholders ▶ Increased visibility on Rogers' strategy, actions and impact through various communication channels ▶ 360 communication campaign planned in Mauritius further to the rebranding ▶ Launch of a new, mobile-friendly website displaying the Group's new visual identity and brand pillars ▶ New Corporate movie ▶ Enhanced <i>Presence Magazine</i> with a new design and editorial line.
Business Partners and Suppliers	<ul style="list-style-type: none"> ▶ Transparent communication regarding Group activities/decisions that affect suppliers ▶ Opportunities to learn about / connect to other Rogers businesses ▶ Fair and ethical trading practices ▶ Promotion of joint growth opportunities in a responsive and mutually respectful manner ▶ Fairness in contracting goods and services ▶ Favourable contract terms and timely payment 	<ul style="list-style-type: none"> ▶ Supplier meetings and workshops ▶ Roadshows in Mauritius and internationally 	<ul style="list-style-type: none"> ▶ New partnerships/representations in some of our Served Markets ▶ Negotiated renewal of long-term contracts ▶ Created value-driven shorter circuits for the farmers of Bel Ombre ▶ Initiated the creation of a Tax Network in Africa 	<ul style="list-style-type: none"> ▶ Reinforce existing partnerships ▶ Celebrating 77 years of collaboration with Air France ▶ Create new partnerships and networks in the region ▶ Partnership with other industry stakeholders in the organisation of major Sports events ▶ Clarification and restructuration of Rogers Served Markets and sectors of activities ▶ Rebranding of Rogers, supporting a strong mission, brand and reputation with its various stakeholders
Our Served Markets	<ul style="list-style-type: none"> ▶ Clear understanding and cascading of Rogers' strategy, governance and risk management approach ▶ Integration of the Group's activities ▶ Involvement in decision-making impacting our Served Markets ▶ Support from management and Corporate Office functions in implementing Group policies (operations) ▶ Sharing of best practices and opportunities for cross-fertilisation across businesses ▶ Strong Brand reputation and image ▶ Opportunities of synergies 	<ul style="list-style-type: none"> ▶ Networks and forums (Human Capital, IT, Communication, Sustainability, etc.) ▶ Regular and timely communication on the Group's activities ▶ Business Drivers' Community 	<ul style="list-style-type: none"> ▶ Creation of the C&C Programme (see Strategy section) ▶ Creation of 3 sub-strategic functions: Strategy, Transactions and Turnaround ▶ Dedicated resources to lead the Corporate Communication and related projects for relevant sectors ▶ Supported strategic developments ▶ Business Drivers' community activities ▶ Optimisation of various internal communications via a weekly newsletter <i>Rogers Digest</i>, and dedicated WhatsApp Groups to increase reach and engagement amongst all team members ▶ Various training programmes for management (Governance, regulations updates, cybersecurity awareness etc.) 	<ul style="list-style-type: none"> ▶ Clarification and restructuration of Rogers Served Markets and sectors of activities ▶ Strengthening of Rogers' image through the Rebranding of Rogers, supporting a strong mission, brand and reputation ▶ Launch of a new, mobile-friendly website displaying the Group's new visual identity and brand pillars ▶ New Corporate movie
Planet	<ul style="list-style-type: none"> ▶ Increase the Group's clean energy production and use ▶ Sustainable Economic Development ▶ A Sustainability Roadmap 	<ul style="list-style-type: none"> ▶ Sustainability Champions team across the Group focusing on the delivery of key projects ▶ Sustainable and Inclusive practices focused in the Bel Ombre region ▶ Group Sustainability report 	<ul style="list-style-type: none"> ▶ Launch of the Bel Ombre. Lamer. Later. Lavi territorial brand aiming to be a reference in Sustainable Tropical 'Art de Vivre' ▶ Launch of the first-ever carbon-neutral stay hotels in Mauritius at Heritage Resorts ▶ Signature of an MOU with Odysseo to protect the Bel Ombre lagoon ▶ Energy reduction and clean energy initiatives ▶ Awards and recognition received for employees' participation in Sustainability projects ▶ Farm-to-fork: local fruits and vegetables free pesticide farming and consumption ▶ Reforestation, biodiversity and marine life protection ▶ Plogging and cleaning initiatives ▶ Green certifications and adherence to the principles of SBTi (Science Based Target Initiative) ▶ Waste management programmes ▶ Fly Greener, carbon offset programme 	<ul style="list-style-type: none"> ▶ New LEED certification ▶ Continued initiatives to protect biodiversity and marine life ▶ New clean energy initiatives ▶ Sustainability training ▶ Due diligence on ongoing projects ▶ Clarification of Rogers' Sustainability strategy and impact ▶ Increased visibility on Rogers' sustainable strategy, actions and impact through various Communication channels ▶ Launch of a new, mobile-friendly website displaying the Group's new visual identity and brand pillars, with an improved section dedicated to sustainability

Meaningful Change through Sustainability

Key figures

19 tons

Fresh fruits and vegetables produced under smart agricultural practices

40.3 GWh

Electricity consumption (FY21* - 25.1 GWh)

94,144t CO₂e

Carbon Footprint

545,622 m³

Water consumption (FY21* - 528,012 m³)

4.2m kWh

Renewable electricity produced and consumed in situ

*FY21 was not a full year operation

The 3-Year Strategic Plan 2023 reaffirmed Sustainability as one of the strategic pillars of Rogers. The Group also committed to making Sustainability 'sustainable' by positioning it as an intrinsic part of its strategy and value creation. This engagement marks a fundamental change and is a step forward in shaping a more resilient and future-fit Group.

Climate change, biodiversity loss and social inequality are tangible issues that need purposeful action. They concern us, our employees, our customers, the communities in which we operate, our financiers, and all our stakeholders. We are confident that our focus on delivering on the three Ps— Prosperity, People and Planet (see "Strategy" section on pages 48-49) will make a positive difference.

Green Ventures

Last year, we benefitted from the Boston Consulting Group (BCG) work, carried out over seven weeks, to help assess the climate-related risks and opportunities and help us define our key priorities. A set of green ventures emerged to kickstart our businesses' transformation to become even more sustainable. We have spent a large part of this last year implementing these projects. We focus on four areas:

- ▶ Ecotourism
- ▶ Energy Transition
- ▶ Nature Based Solutions
- ▶ Regenerative Agriculture

Under each of these areas, we are currently implementing several projects. We believe that they are scalable and replicable, and as we learn more, our pace of implementation will build up over time, and so will our impact.

A Net-Zero Future - Wishful Thinking or Reality?

This is the third consecutive year we have measured and reported on our carbon footprint. This exercise is arduous yet essential for a group as diverse as Rogers. We need to understand where our footprint comes from to strategise accordingly to reduce it over time. Rogers is also committed to the Science Based Targets Initiative (SBTI) to reduce its greenhouse gas emissions and reach Net-Zero by 2050.

Our emissions increased compared to last year, primarily due to the resumption of our activities post the reopening of the Mauritian borders, especially the resurgence of tourism. While there was an overall increase, the emissions per unit of revenue produced dropped.

On one hand, we continue to focus on efficiency to reduce emissions from our activities. On the other hand, we focus on greening projects to sequester more carbon within Bel Ombre. While the latter is not measured accurately today, we will be able to share these figures in our next annual report.

We have also supported the government via Business Mauritius in the project for the greening of the national highways to beautify them and to help sequester more carbon.

Mauritius' three largest emissions sources include energy production, transport, and waste management. Our focus on reducing our emissions will address all these three areas.

Address Social Challenges

The Covid pandemic, followed by the war between Russia and Ukraine, has resulted in high inflation levels not seen in a very long time. This has negatively impacted the most vulnerable people in Mauritius. The Group has witnessed this shift, and via the Rogers Foundation and Vivacis Solidarity Fund, we have supported such vulnerable communities directly or via recognised non-governmental organisations (NGOs). We also created more circularity and hence local sourcing for our businesses, to improve skills levels and to keep people meaningful participants in the workforce.

Meaningful Change

We will continue to strive to make Sustainability more 'sustainable'. As a part of our post-2023 strategy development process, we will deep dive into Sustainability to make it even more integral to our businesses and the way we interact with our stakeholders.

This is a continuous development, and we will continue to deliver Meaningful Change through our businesses.



Raj Makoond,
Independent Director
and Chairperson of Rogers'
Sustainable and Inclusiveness
Committee and **Mehul Bhatt**,
Chief Strategy and Sustainable
Development Executive at Rogers.

A conversation between Raj Makoond and Mehul Bhatt

From measuring and reducing emissions to transforming the region of Bel Ombre into a Sustainable Tropical 'Art de Vivre', Rogers ensures sustainability is a core element of its business practices. Rogers understands the underlying environmental risks across the business, and has set ambitious, science-based, and measurable commitments and has made a commitment to report on the progress.

*Because it's no longer enough to "do no harm," Rogers works within all its Served Markets to go beyond its operations to positively impact its products and services' entire value chain and life cycle. The Group also advocates for climate and nature, empowering champions for conservation and protecting and restoring nature. **Raj Makoond, Director and Chairperson of Rogers' Sustainable and Inclusiveness Committee and Mehul Bhatt, Chief Strategy and Sustainable Development Executive at Rogers, share their perspectives on Sustainability and inclusiveness and the Group's approach to sustainability.***

As key players in the creation and delivery of the Group's sustainable strategy, what are your respective visions for the 'Sustainability & Inclusiveness' agenda of Rogers?

Raj – As one of the few companies in Mauritius to have a specific board committee to address 'Sustainability & Inclusiveness' matters, Rogers has acknowledged that we are facing new challenges and opportunities and need particular focus to manage them. This is a powerful recognition, and our vision is to use our businesses as a force for good and as agents of change to create a more sustainable and inclusive Mauritius. We believe that the considerable effort needed to do this is worth making, and over the last few years, we have worked hard towards this vision.

Mehul – Raj has summed this up very well: we are trying to make sustainability 'sustainable' – to ensure that economic prosperity, regeneration of the planet, and improved lives for people can go hand in hand. We have consciously decided to integrate sustainability into our business strategy. It's not an easy task, and we must see this ambition as a marathon, not a sprint.

Our focus on sustainability also aligns with Rogers' purpose – 'Meaningful Change'.

Can a few organisations make a real change at national and global levels? Isn't it too late to reverse some of the negative impacts of climate change?

Raj – Indeed, we are now learning that the impact of climate change on our nation, our businesses, and our lives will be more significant and sooner than we imagined. It's also true that Small Island Developing States (SIDS) like Mauritius are especially vulnerable. And some of the damage will be difficult or impossible to reverse.

On the other hand, I also believe Mauritius and the world are waking up to these realities and acting fast to make amends. Over 80% of the global economy has signed up to Net-Zero by 2050; Rogers is one of them. Governments, businesses, and academia are coming together to develop new solutions. In Mauritius, Business Mauritius has a specific committee led by Philippe Espitalier-Noël to coordinate the private sector's efforts. Mauritius has a particular ministry dedicated to the environment and addressing climate change matters.

However, it would be overly optimistic to think that those initiatives are enough; much more needs to be done and fast. We need new scientific solutions, business models, financing mechanisms and, more importantly, explicit coordination among various stakeholders to make meaningful changes. The climate issue is existential and probably the most important and exciting challenge to solve for the next few generations.

What are your views on the concept of ESG, which seems to be at the forefront of every sustainability report these days? Can you give us some examples of what Rogers is doing on ESG matters?

Mehul – The ESG world is complex and fast evolving – and like in all fields – there are good and not-so-good players. At Rogers, we are trying to focus on the basics and make a positive impact via our businesses. The fact that we have survived for over 120 years and thrived is a clear testament to our commitment to sustainability.

For Rogers, we are focused on the following:

Environment – getting to net-zero latest by 2050, protecting our biodiversity and creating more circular economies via our businesses. Green Ventures are one clear example of how we address environmental matters. Our partnerships with Odysseo and Reef Conservation are examples of how we also use network effects to positively impact coral regeneration for example.

Social – Improving diversity in the places we do business, engaging the societies positively where we operate through the activities of the Rogers Foundation and the Vivacis Solidarity Fund with institutions and NGOs.

Governance – From the sustainability context, we are creating the right governance frameworks via our Sustainability and Inclusiveness Board Committee to address emerging risks and opportunities constantly.

How are these initiatives implemented throughout the Group's different businesses?

Raj – We have taken a holistic view to ensure that strategy and implementation are linked. We now have 12 board committee members on the Sustainability & Inclusiveness Committee. They represent leaders and change-makers from various Rogers' businesses and some non-executive members who present a more external and neutral view. This Committee is responsible for setting the strategy and ambition.

All our businesses have sustainability and inclusiveness champions who drive initiatives and projects to meet our strategic goals. A competent team at the corporate office led by Mehul coordinates these efforts within the Group.

This has worked well for Rogers so far. One thing that is still a work in progress is to align our business strategy even more with the sustainability lens. Once we achieve this, the whole organisation will be geared toward driving this Meaningful Change.

Rogers has announced its ambition to achieve Net-Zero by 2050. What is the Group's roadmap to achieve this objective?

Mehul – there is no doubt that this is a tall order. A commitment of this size and scale is difficult and even tougher to implement. While 28 years seem like a long time, considering the scale of the challenge and the investments needed, it is a short time for a transition such as this.

We are going to follow a four-step process aligned with the Science Based Targets Initiative to drive this transformation:

Measure – First is to measure and understand how we contribute to carbon emissions today and how this will evolve over the next few years. We started this journey in FY20, and this is our third year of measuring and reporting.

No Regret Steps – We are currently implementing some projects that will help us start reducing our footprint immediately. E.g: energy efficiency projects in hotels, fuel efficiency projects in logistics, 4 MW renewable energy production project in Bel Ombre, solar panels on Ascencia Malls' roofs, et al. We are also sequestering some of our footprints through the reforestation of River Jacotet.

Evaluate – Later this year, we will do an in-depth study of the data we are measuring and put a credible plan in place for Net-Zero. Energy consumption and transport contribute to the most significant amounts of greenhouse gases, and as the Mauritian electricity and transport infrastructure become greener, this will also benefit us positively.

Implement – Clear implementation plans for long-term projects will be implemented starting July 2023.

We are still learning, but our commitment to a greener and more equitable planet is clear, and we will transform our businesses to achieve that.

Finally, tackling climate change is not an individual sport where one player wins, and the others lose. It is a team sport, and this challenge is existential. So, all the players will need to collaborate to win together. We look forward to working with not only all our businesses, but also closely with other Mauritian businesses and the state to make Mauritius more resilient and lead the world in sustainable growth and development.

BEL OMBRE. LAMER. LATER. LAVI.

A reference in Sustainable Tropical 'Art de Vivre'

Bel Ombre is a place with much significance, history, and beauty, a gem of tropical nature found in a UNESCO Man and Biosphere ("MAB") reserve and a highlight of international tourism in Mauritius. It also is highly significant to both Mauritius and Rogers.

This decade has marked the beginning of a fundamental transformation at Bel Ombre – a period in which 'sustainability' will be at the core of everything we do. A period in which an entire region will move to sustainable practices, operations, and behaviours toward a common goal: that of shaping a more sustainable Mauritius. We want to make sustainability 'sustainable'.

After major initiatives since 2020, the territorial brand "**Bel Ombre. Lamer. Later. Lavi**" was launched in May 2022, marking our commitment to sustainable practices within tourism and living in Mauritius.

The creation of this territorial is the first step toward a clear and integrated roadmap that will illustrate Rogers's sustainability-rooted Vision and rally all stakeholders together with us.

This case study outlines an example of how we are going about this transformation.

The Challenge

According to the World Risk Report in 2021, Mauritius ranks high as the 27th most exposed country to climate change out of 181 countries on the list. Current and emerging threats include floods, heatwaves, loss of biodiversity, the rise of the sea level, and an increasing social gap. While our emissions are insignificant globally, the impact on Mauritius is significant.

Bel Ombre also needs significant economic progress to pull many people out of poverty. The challenge is how we achieve economic progress while also maintaining our journey toward very ambitious sustainability-linked goals.

The Process

From May to July 2021, we engaged with Boston Consulting Group's sustainability team to work jointly with them on this challenge. We benefitted from their investments and commitments toward sustainability. We involved many stakeholders in the project – our businesses in Bel Ombre (Agría, Rogers Hospitality), local government bodies, NGOs, local society, and many of our partners. The idea was to create a road map for economic success that allowed nature regeneration over time and created resilience in our businesses from the effects of climate change.

After many weeks of conversations, data collection and analysis, and looking at examples of other global solutions, we decided to focus on four green ventures – creating bankable, sustainable, scalable and replicable solutions. These will not only help us become more sustainable but also help Mauritius move toward its Nationally Determined Commitments made at COP26.

2. Ecological Vegetable Garden

The beneficiaries of the 0 km courses will learn all facets of agricultural production, ranging from the basics of food cultivation to advanced techniques that will be used to plan and develop a vegetable garden of 600m² made available to them. The practical workshops take place on a plot with a total area of 1200m², located next to the Château de Bel Ombre, which previously housed a nursery.

This initiative aims at encouraging sustainable entrepreneurship, the "farm to fork" concept and the development of a circular economy in the Bel Ombre region. Thus, all the harvests produced during and after this training will be purchased by the hotels of Heritage Resorts and sublimated in the kitchen by the chefs of these establishments.

3. 2x2MW MSDG Solar farm

The Group plans to implement a 2x2MW MSDG solar farm in the region of Bel Ombre to develop the renewable energy services cluster. To this day, a site has been identified for the installation of solar panels, and a connection agreement has been signed with the Central Electricity Board.

The Solution

The **four green ventures** that we have decided to focus on are – ecotourism, nature-based solutions, energy transition, and regenerative agriculture.

'**Ecotourism**' addresses our commitment towards more sustainable tourism and attracting the right customers who value nature conservation and restoration as part of their holiday. Starting 01 October 2021, which also marked the opening of Mauritian borders for tourists, we launched the '**Now for Tomorrow**' campaign in Bel Ombre, which marks a set of significant commitments – the first time we have seen something like this in the Indian Ocean Islands. These commitments are available on www.nowfortomorrow.mu.

'**Nature-Based Solutions**' addresses our commitment to reach Net-Zero in our operations by 2050, primarily via solutions rooted in nature. We are proud guardians of the Bel Ombre Nature Reserve in Bel Ombre. We will work on building solutions there to help sequester more carbon and sustainably generate more economic value.

'**Energy Transition**' addresses the call from the Mauritian government to get to 60% renewable energy by 2030. We are working with local and global partners to produce more energy locally in a sustainable manner that will initially feed our businesses in Bel Ombre but eventually inspire the rest of the region to adopt more renewable energy sources. Our projects become more bankable and feasible when energy prices are as high as today.

'**Regenerative Agriculture**' addresses our belief that all ecosystems are interconnected – land, water, and ocean. And to protect our rivers, lagoons, and oceans, we need more sustainable practices on the land. As we learn more from science on how to regenerate soil while practising agriculture, we have decided to gradually shift our agritourism model in Bel Ombre to a more regenerative one.

Our Projects in Bel Ombre

1. Honey Project

By the end of September 2022, 100 beehives will be installed on the land of Case Noyale Limitée to produce local honey. Extended over five years, this project is the result of a collaboration with Etienne de Senneville, an experienced beekeeper who has worked for over a decade in the island's Western region. In addition to ensuring a continuous supply of local honey to the hotels of Bel Ombre, the idea is to make it a registered trademark intended for trade in key places, including the Chamarel Seven Colours Geopark and the Group's hotel shops. Ecologically, these bees will also contribute significantly to the preservation and development of biodiversity in this region.

Our Projects in Bel Ombre (cont'd)



4. Jacotet River

2,000 endemic trees, including a total of 80 different species of plants, shrubs and other endemic ferns, have been planted to date at the Jacotet River to create a natural corridor of 9.8 km on the edge of the biosphere-classified forest. This initiative has seen the participation of team members of the various subsidiaries of the Rogers and ENL Groups and visitors.

The next step will consist of sourcing and planting 5,000 additional endemic trees. In the long term, rehabilitation through reforestation will contribute to better flood management and help combat soil erosion along the riverbanks. The resulting reduction in sedimentation will also help promote a healthier marine ecosystem – including corals – in the Bel Ombre lagoon, which is home to more than 70 species of fish.

5. 0 Km

18 agri-entrepreneurs from the Island's southern region are receiving a three-month training course in Sustainable Tropical Agriculture in Bel Ombre, provided jointly by FormaTerra from Reunion Island, the Robert Antoine Training Center and the Chamber of Agriculture of Mauritius.

Initiated by Agría and financed by Heritage Villas Valriche, this training promotes the development of sustainable regional entrepreneurship and the inclusion, empowerment and creation of employment by allowing participants to acquire the know-how to cultivate and sustain their agricultural production. Spread over three modules and 114 hours of learning, these professional workshops also aim to raise awareness and develop and apply concepts of healthy and sustainable agricultural practices beneficial to all those involved.

6. Waste Management Unit

The Waste Management unit will deviate as much waste as possible from the Mare Chicose Landfill. A Waste Management Coordinator was recently appointed to oversee the unit's operations.

7. Plankton

Rogers group contributed in 2011 to the establishment of Plankton, a glass recycling facility in Bel Ombre. Plankton collects the glass bottles from companies, namely hotels situated at Bel Ombre, and recycles them by grinding and transforming them into six aggregates used for different purposes.

Plankton aims at preserving the environment by turning waste glass into useful products. Twice a week, Plankton collects around seven tons of glass bottles for recycling. The Group is currently supporting Plankton to increase its productivity and develop new revenue streams from recycled glass.

8. Compost Pilot

The Agría teams benefited from the support of Vélo Vert to set up a composting pilot project. To recover green waste, these teams received weekly support from an agronomist for three months to learn composting methods and the various "recipes" that can be made. Production monitoring techniques, such as temperature and humidity control, have also been taught to produce quality compost. Through the production and use of compost in Bel Ombre, Agría aims to reduce further the use of chemical fertilisers and their associated carbon footprint.

9. Voluntary Marine Conservation Project

Intensive work to protect the lagoon and its various stakeholders began in 2015 with the support of the local hotels, local fishermen, villagers, and the NGO, Reef Conservation.

Reef Conservation now monitors the rehabilitation of the lagoon's biodiversity, and work is underway to achieve the prestigious Voluntary Marine Conservation Area (VMCA) designation.

The Group aims to ensure that regional stakeholders work together to restore a healthy marine environment that can serve as an incubator and a breeding and feeding ground for the species that live in it. Ten artificial reef modules have enabled a record of twenty new fish species to be identified!

10. MOU Odysseo

In April 2022, the Rogers Group and Odysseo signed a MoU to protect and regenerate our marine ecosystems. With an action plan extending over "Research & Impact" and « Tourism & Edutainment", this partnership aims to create sustainable and innovative practices in the region of Bel Ombre that can be replicated in other parts of the island.

In the long run, all the research and implementation work we undertake with Odysseo in Bel Ombre aims to protect marine species and preserve coastal and blue ecosystems.

Our Carbon Footprint The Journey to Net-Zero

This is the third year that Rogers has measured its carbon footprint and transparently reported it. This exercise is neither required nor easy to carry out, but our commitment to getting to Net-Zero is real, and we intend to remain transparent with our journey with our stakeholders.

The methodology used is the French methodology developed by ADEME in 2004, called Bilan Carbone. There are other methodologies like GHG protocol developed in the US in 1998 and ISO 14064-1 created in 2018. These different methodologies provide a reporting framework and a database of emission factors ("EF") that enable the translation between a unit of activity and GHG emissions. For example, buying one kilo of fertiliser will emit 5.57 kilos of CO₂ equivalent. For this carbon footprint, we have used mainly ADEME's Base carbon as conversion factors but also those of DEFRA and local ones when available.

The overall carbon footprint has increased from 72.6 ktCO₂e to 94.2 ktCO₂e due to the resumption of business activity post-Covid, especially for Rogers Hospitality. However, our carbon intensity decreased from 9.6 ktCO₂e per million Rupees of turnover to 8 ktCO₂e per million Rupees of turnover, which we are incredibly proud of. As we will continue to expand our businesses, we will continue to look to lower our carbon intensity.

We also continue to work on reducing our emissions within our businesses and focus on sequestration of more carbon from the environment via more green spaces and conservation of the forests within the Bel Ombre Nature Reserve and our other activities. And while we focus on managing the risks from climate change, we also focus on creating new business activities from the transition economy that will move us to a low-carbon world. We will also continue supporting Mauritius to meet its climate goals with projects such as greening the motorways, investments in renewable energy via existing schemes, and reducing the carbon intensity of transport via the move to more electric vehicles.

For questions, comments, suggestions, and ideas on how we can transition faster and better, please write to sustainability@rogers.mu

Carbon Footprint: General Information

The scopes are used to define the boundary of the calculation of GHG emissions in the carbon footprint.

They are composed of 3 categories:

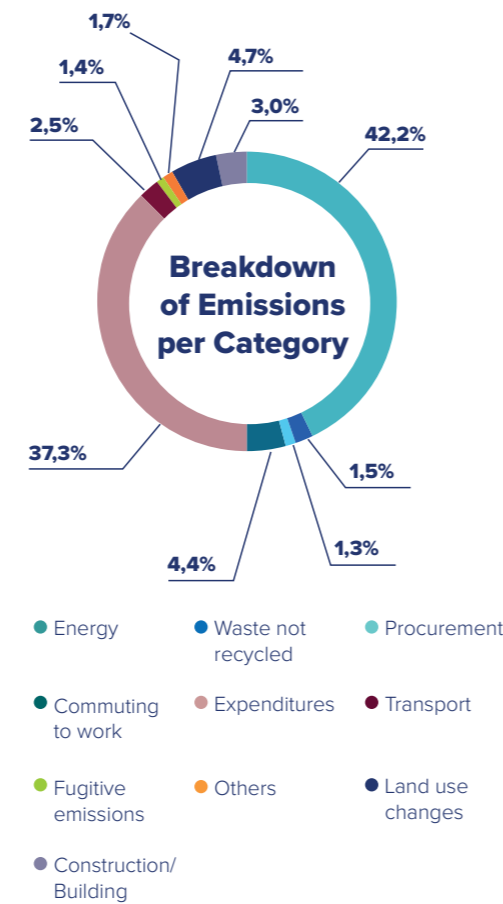
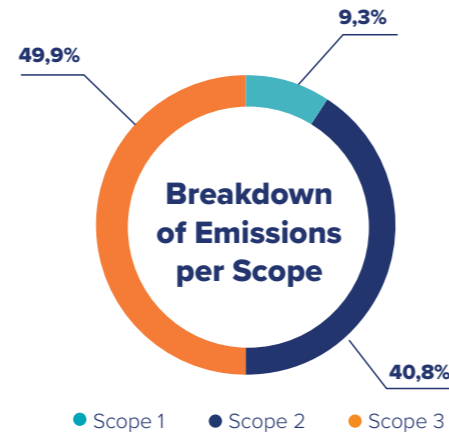
- Scope 1:** Direct emissions that occur from sources that are controlled or owned by an organisation (e.g., emissions associated with fuel combustion in boilers, generators, vehicles, etc.)
- Scope 2:** Indirect GHG emissions associated with the purchase of electricity, steam, heat, or cooling
- Scope 3:** They result of activities from assets not owned or controlled by the reporting organisation but that the organisation indirectly impacts in its value chain.

Summary - Key Results

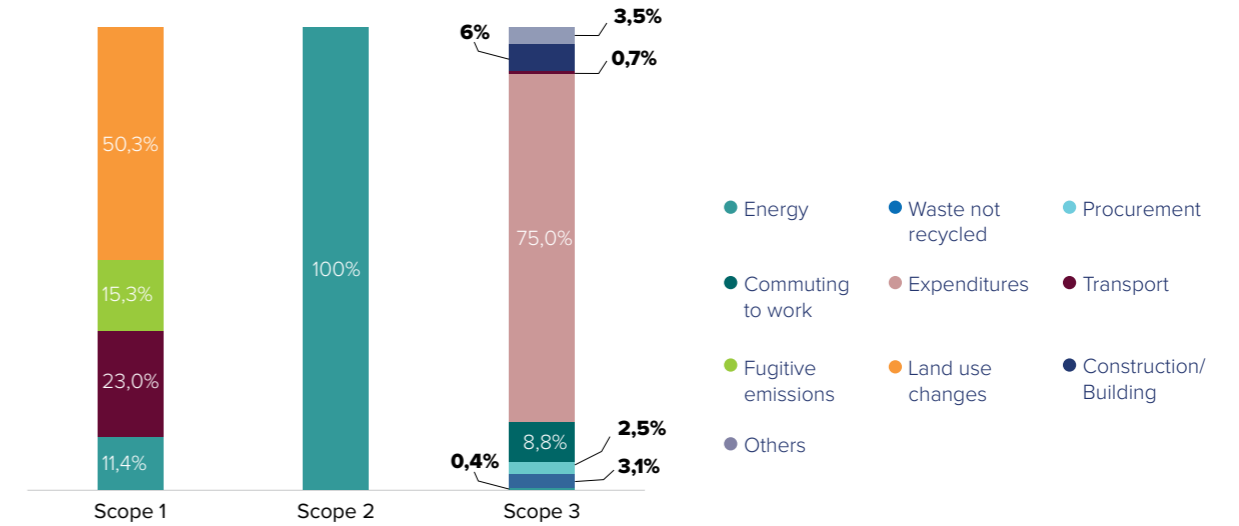
94,166 tons of CO₂ equivalent (t CO₂e) **21 ton per employee** Carbon intensity employee
*Based on 4,355 employees

8 ton per million MUR of revenue **0,18%*** Carbon intensity turnover % of Mauritius' carbon footprint
*Based on 10,492 million MUR of revenue *5,136,000 tons CO₂e Mauritian carbon footprint 2021

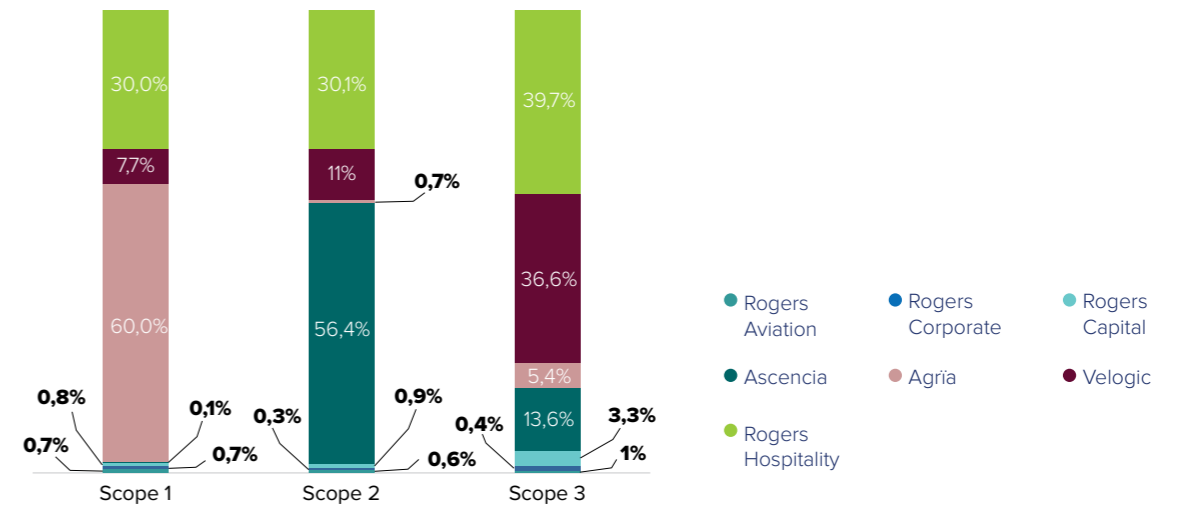
Methodology used:	Other methodology:	Databases used:
▶ Agence de la Transition Écologique (ADEME)	▶ Greenhouse Gas Protocol	▶ Agence de la Transition Écologique (ADEME)
	▶ ISO 14064	▶ DEFRA
		▶ Statistics Mauritius
		▶ Central Electricity Board



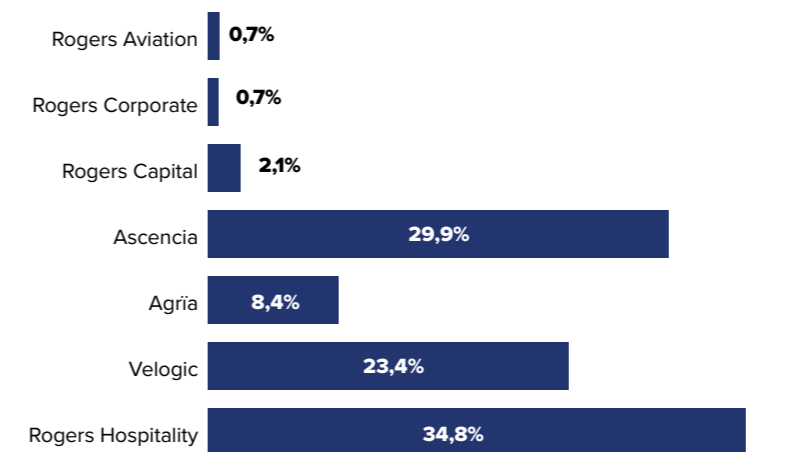
Breakdown of Emissions per Scope and Categories



Breakdown of Emissions per Scope and Business Units

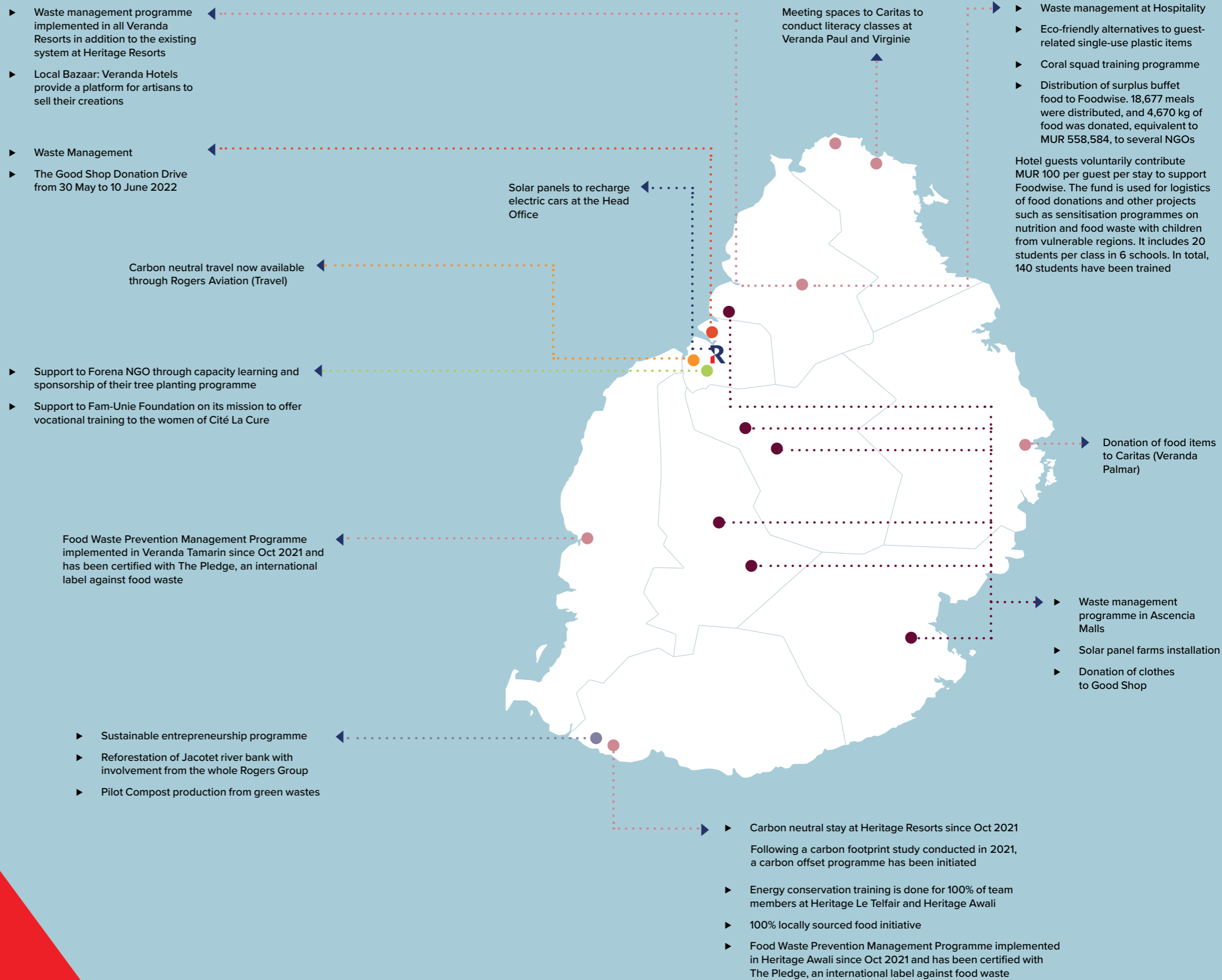


Breakdown of Emissions per Business unit



Projects FY22

- Ascencia
- Agría
- Rogers Head Office
- FinTech
- Rogers Hospitality
- Rogers Aviation
- Velogic



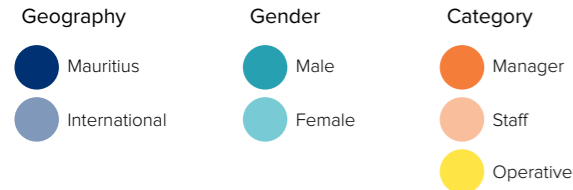
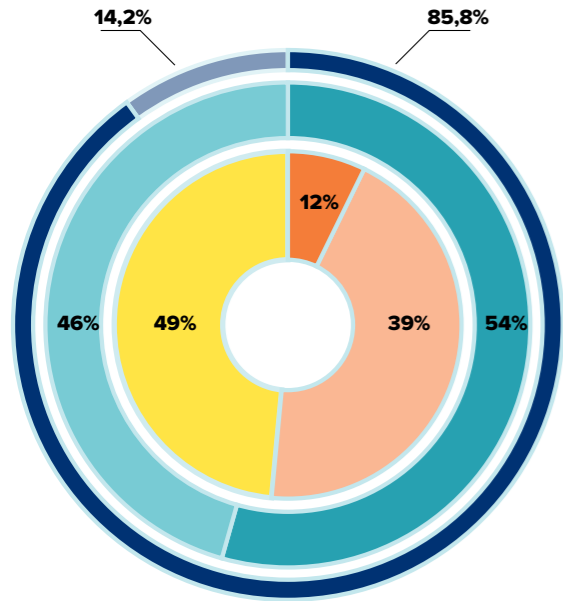
People - at the Centre of Enabling Strategy

The Rogers Group employs 4,400 team members across four Served Markets in 13 countries.

Rogers is well regarded as an employer of choice. Our strong employer brand is founded on our commitment to leadership, excellence and agility. With people as a key enabler in the long-term success of Rogers, it was only natural that the Human Resources Department was purposefully renamed to the People Department in FY22. This change aligns to our principle that the vision and strategic initiatives of Rogers incorporate the three dimensions of People, Prosperity and Planet (see "Strategy" on pages 48-49).

Placing People at the heart of our business and success reflects the unique approach that we take towards our workforce. Our team members' diversity, expertise and perspectives feed the development and success of the Group. This is based on the shared understanding that employees are co-creators of the business. Rogers not only wants to create Meaningful Change with its teams; it also seeks to create Meaningful Change for its teams. Rogers is a place where people can grow, excel and thrive. Our Employer Value Proposition ("EVP") is built on this very premise. Through every stage of an employee's lifecycle at Rogers, we seek to deliver engaging experiences, offer growth opportunities, and provide meaningful rewards.

Headcount by Geography, Gender and Job Category



Headcount by Sector



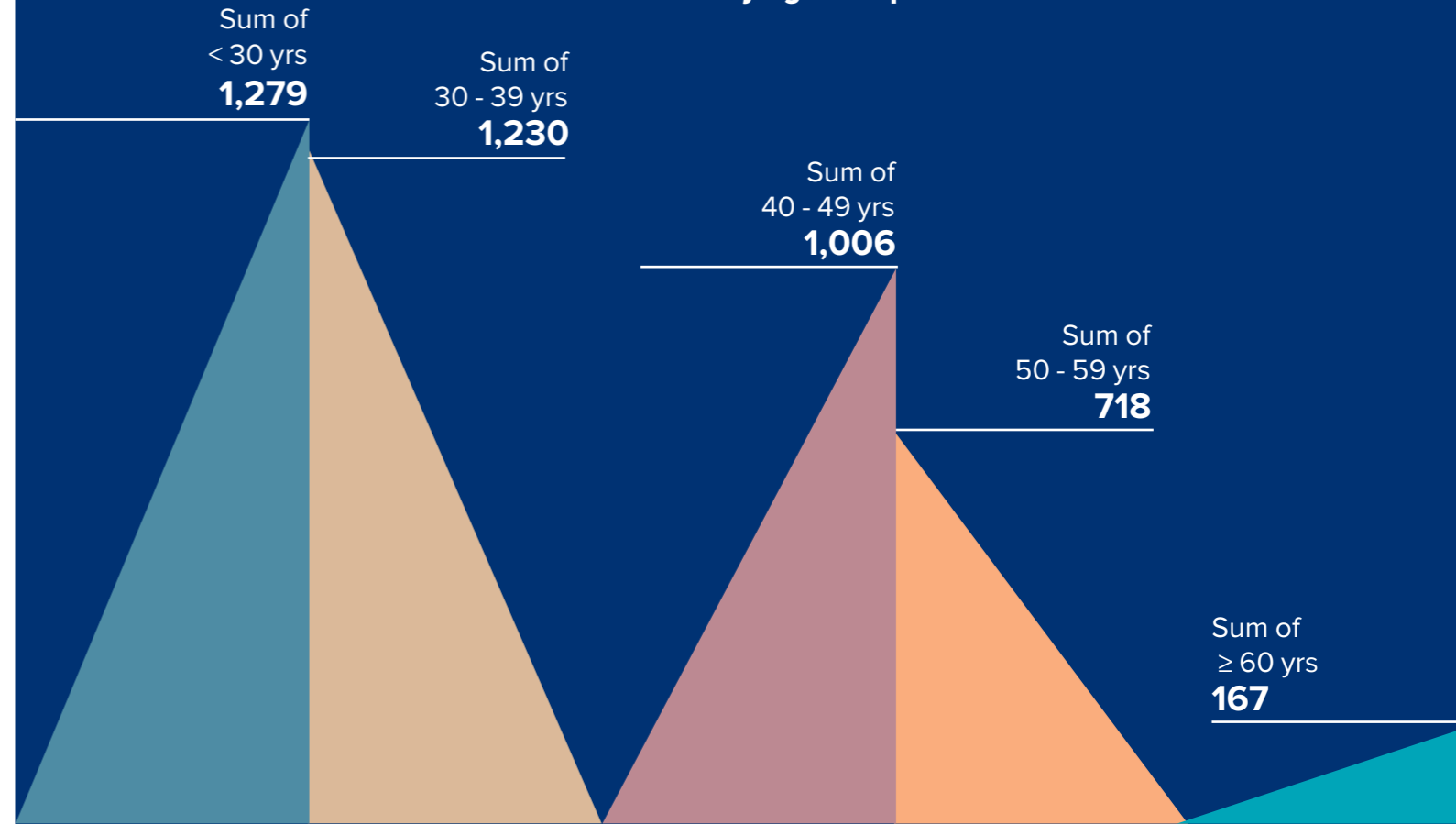
Key Development Indicators for FY22

65%
of the workforce trained

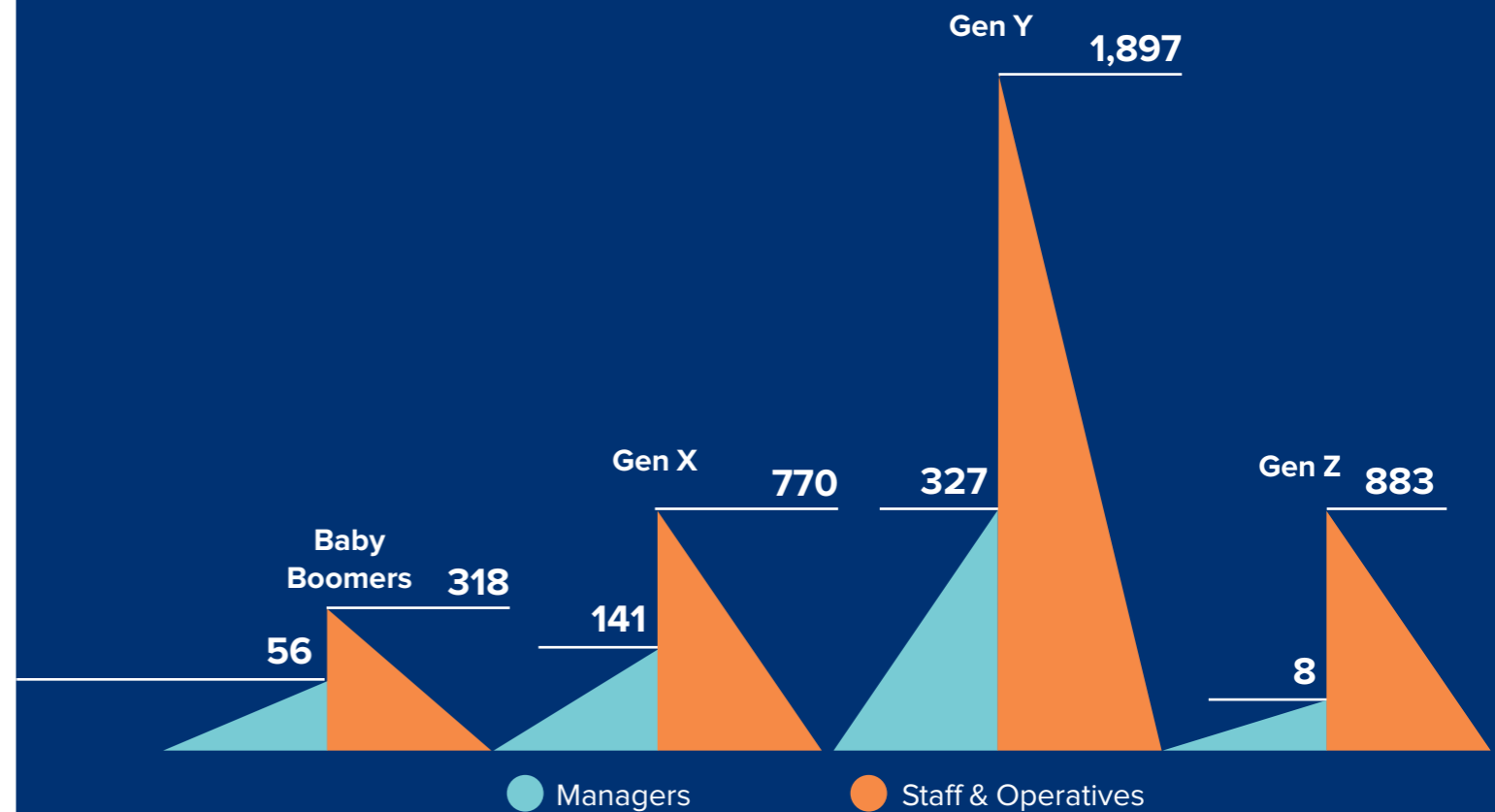
9,189
man days trained

MUR 19.5m
spent on training

Headcount by Age Group FY22



Headcount by Generation – Managerial vs Non-Managerial



Rogers' People strategy is built around three pillars:

1. Build Capability

This pillar aims to design and apply suitable strategies and measures to implement the Company goals through appropriate up-skilling of existing and new team members, allowing the Group to achieve a greater competitive advantage.

Rogers seeks to provide its team members with the right tools, skills and core competencies to ensure they reach their full potential. In addition, the career development needs of certain specific employee groups, such as executives, junior leaders, specialists, and high-potential talents, are particularly considered on an individual rather than a collective basis.

The learning opportunities provided contribute significantly to the employee retention strategy. Team members, given the space and means to develop themselves both professionally and on a personal level while exploring growth opportunities within the group, will more likely build a fulfilling career with Rogers.

Capability Building remains a high strategic priority as business trends rapidly evolve due to significant global shifts such as the pandemic and the conflict between Ukraine and Russia. The Rogers capability plan allows the Company to pinpoint its people's critical skills, knowledge, and behaviours. The programmes and initiatives help grow and leverage talent, define individual success, and achieve performance goals.

The People Department has worked on various learning experiences during FY22 to enrich Rogers' workforce set of capabilities.

3. Enhance Productivity

Rogers understands that a safe and healthy workplace is a fundamental right and also a business imperative. As the pandemic impacted markets across our territory for a second year, the Group continually updated its relevant guidelines and protocols. The illness rates were carefully monitored to mitigate possible transmission cases on the premises.

As hybrid working models combining remote and office-based work became the norm, Rogers focused on new approaches to well-being and employee support. The refreshed wellness framework addresses employees' physical, mental, emotional, financial and social needs. Rogers plans to design and execute strategies based on those needs to promote the well-being of each member of the Rogers team and thus enhance their productivity.

2. Drive Engagement

The Rogers Group partnered with Willis Towers Watson, a global advisory firm specialising in Employee Engagement, to conduct its employee engagement survey in 2021. It reached team members in all positions and across every sector. To ensure that team members could express themselves openly, we ensured their total confidentiality throughout the survey. No personal identifiers were required, and results for teams with less than five participants were not reported by the survey platform.

Our employee participation rate across the Rogers Group was 76%. The engagement score across the Rogers Group came in at 82%. Team members' feedback was received on 14 engagement drivers, as listed below. The feedback received on each driver was used to develop clear action plans tailored for each sector, with the intention of strengthening employee engagement across the group.

The engagement drivers that were surveyed are:

- | | |
|---------------------------|--|
| 1. Image | 8. Workload & Flexibility |
| 2. Senior Leadership | 9. Diversity & Inclusion |
| 3. Supervision | 10. Sustainability & Community Involvement |
| 4. Rewards & Recognition | 11. Communication |
| 5. Performance Management | 12. Employee Loyalty |
| 6. Goals & Objectives | 13. Career Development |
| 7. Empowerment | 14. Open Feedback |

People strategy



Achievements in FY22



ACE (Ability, Competence, Expertise) Management Development Programme

This programme contributes to the development of Rogers managers' required skills and competencies to manage teams as well as operations effectively and further promote the organisation's success. It has been designed and revamped over the years to respond to Rogers Group's specific and evolving corporate talent objectives and to reflect its company's values: agility, leadership and excellence.

As Rogers Group seeks to push for innovative practices and boost its business performance in today's highly volatile and uncertain business environment, leadership, agility, and adaptability are at the core of the people development practices in view of sustaining a competitive advantage.

Competencies developed:

- ▶ Leadership (of self and others)
- ▶ Building relationships
- ▶ Embracing diversity
- ▶ Adaptability and flexibility
- ▶ Innovation and Creative thinking
- ▶ Transversality
- ▶ Problem-solving and Analytical thinking
- ▶ Sustainable thinking
- ▶ Vision
- ▶ Building trust
- ▶ Self-Care
- ▶ Communication
- ▶ Insight development
- ▶ Performance management
- ▶ Change management

Key features of the programme:

6th

edition (the first one was in 2016)

147

team members trained across the Group



RISE (Relationships, Influence, Service, Excellence) Sales Programme

RISE has been designed for sales (and other) professionals who wish to accelerate the acquisition of skills that will allow them to better negotiate, influence and get buy-in from their prospective clients, as well as for those wanting to update and upgrade their skill set and strive for excellence in this field.

This structured programme was designed and delivered exclusively for Rogers Group, in collaboration with a Singaporean training organisation, Stafford & Chan, and incorporates a pre and post-assessment to measure ROI on sales teams and results.

Competencies developed:

- ▶ Time management
- ▶ Stress management
- ▶ Priorities management
- ▶ Client communication
- ▶ Professional image

Key features of the programme:

60

people trained across the Group

2

trainers

Exclusively designed

for Rogers Group by Stafford & Chan

Read to Lead

Re-inventing businesses is more critical than ever. This requires greater resilience and agility. "Read to Lead" aims to remain close to evolving markets and customers while maintaining engagement. This initiative has been curated as a challenge for leaders in Rogers to read and learn from at least 10 of the most insightful business and leadership books.

The team leaders who were part of the "Challenge" had to read one book monthly and debrief at the end of each month. Each session was led by one volunteer leader who shared their lessons and insights from the book of the month, and how they use or apply what they've learned. The first round of the Read to the Lead challenge was completed during FY22.

Purpose of the initiative:

- ▶ To enhance Self Leadership through Self Learning
- ▶ Learn as a Tribe from best-selling authors
- ▶ Apply & share best practices from real cases & stories

Rogers Talks

Rogers Talks is an ongoing series of live 'power-webinars' on various relevant topics in today's business landscape and tailored for the specific needs of the Rogers Leadership Team. The webinars are delivered by international and local speakers and trainers, each an expert in their respective field.

Nine talks were delivered in FY22, covering various topics from Mental and Psychological Health, Storytelling, and Leading a performance culture to Resilient Leadership, Decisional Excellence and OKRs.

Hundreds of people across the Group have participated to date.

Masterclasses

Through Rogers Academy (the brand name of the MQA registered Training Institution Rogers & Co), Rogers organises numerous masterclasses yearly.

These are either open to all sectors (different hierarchical levels, depending on the topic) or are designed/organised for specific sectors.

Masterclasses organised in FY22:

- ▶ Media training
- ▶ LinkedIn accelerator
- ▶ Personal branding
- ▶ Customer centricity
- ▶ Game-changing presentation skills
- ▶ Enhancing client experience
- ▶ Consultative selling
- ▶ La Fresque du climat

Vivacis

Vivacis, the support programme created at the beginning of the pandemic, is still active. This FY22, 375 vouchers worth a total of MUR 750,000 were distributed to the most vulnerable team members.

Mindfulness

Helping team members cultivate mindfulness and self-awareness is an important initiative Rogers has embarked on as part of its Wellness journey. The Group understands that assisting team members to get grounded and centred is paramount to their ability to be effective and efficient daily; it is also highly beneficial to health and well-being.

Meditation Fridays were launched to provide team members with the tool to cultivate mindfulness and start the day by setting the right intention and state. Every Friday morning, all of them are invited to partake in a 5-mins group meditation session.

During the year, a webinar was organised to raise awareness of the importance of conscious breathing to clear the mind and feel calm. The webinar started by explaining the function that conscious breathing plays in relaxing the nervous system, followed by a practice session in which participants were given the opportunity to practice the belly breathing technique.



Looking Ahead: Risks and Outcomes

The challenges faced by the People Department are real. Talent retention and attraction are increasingly complex as the country experiences attrition. The Mauritian Market remains unchanged as the talent pool shrinks, a consequence of an ageing population and talents leaving for abroad.

Rogers is nonetheless committed to building strong capability from within its teams while constantly seeking talents in the local and international markets. Whilst the more conventional talent acquisition methodologies have proved efficient for the Group, the drive to test and implement more modern and digitalised tools and techniques have led Rogers to provide a smooth experience to potential candidates and recruits, further complementing the existing teams and structures with, sometimes, roles and competencies which were until then inexistent in the group.

Similarly, Rogers continuously invests in the development of its existing teams combining learning opportunities at the individual level, for example, in the form of self-leadership and strengths, personality and behaviour profile-based workshops, thus optimising individual's unique potential and performance with those at team level, encouraging synergies and enhancing collective performance.

Finally, Rogers drives engagement by merging this essential people strategic pillar with two as-important areas of the strategy, namely sustainability and wellness. By combining efforts in actions and initiatives under these three workstreams, Rogers reiterates its commitment to shaping a better future with and for its people.



we

R

meaningful
change

Chief Finance Executive's Report

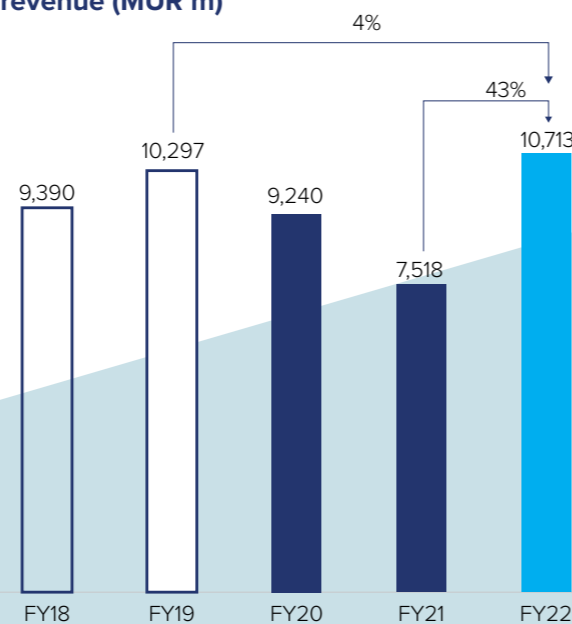
Group Performance (FY22)

Rogers Group produced a strong profitability of MUR 1.8bn for the year ended 30 June 2022

Our revenue performance has improved by 43% to MUR 10,713m (FY21: MUR 7,518m), despite still navigating in a volatile environment, with global inflationary pressures and disruption in supply chain. EBITDA excluding gains and losses has increased from MUR 741m to MUR 3,116m, while the Group has returned to profitability with a PAT excluding other gains and losses of MUR 1,761m (FY21: Loss MUR 681m). This positive PAT is mainly attributable to the significant turnaround in results in our Hospitality Served Market following the full re-opening of the Mauritius borders as of October 2021, the ease of travel restrictions and an increase in tourist arrivals. The Property Investments sector under the Property Served Market remains the most significant profit contributor with a performance of MUR 984m (FY21: MUR 991m).

In Rs million	THE GROUP	
	FY22	FY21
Revenue		
Continuing operations	9,745	6,870
Discontinued operations	968	648
Total revenue	10,713	7,518
Continuing operations		
Profit (loss) from operations	1,350	(36)
Reversal of (increase in) loss allowance, write off and impairment losses	54	(191)
Finance costs	(594)	(544)
Fair value movements	615	574
Share of results of associated companies and jointly controlled entities	396	(366)
Profit (loss) before other gains and losses	1,821	(563)
Other gains and losses	(3)	67
Profit (loss) before taxation	1,818	(496)
Taxation	(63)	(122)
Profit (loss) for the year from continuing operations	1,755	(618)
Discontinued operations		
Profit for the year from discontinued operations	3	4
Profit on disposal of Group entity	22	-
Profit (loss) for the year	1,780	(614)

Group revenue (MUR m)



Damien Mamet

Executive Director and
Chief Finance Executive
of the Rogers Group

Segment Analysis

In Rs million	REVENUE		EBITDA		PAT	
	FY22	FY21	FY22	FY21	FY22	FY21
FinTech	1,251	1,033	516	452	332	297
Hospitality	2,858	869	699	(1,609)	406	(1,973)
Logistics	4,684	3,750	477	426	194	149
Property	2,156	2,077	1,356	1,400	931	940
Corporate Office and Treasury	115	75	68	72	(102)	(94)
	11,064	7,804	3,116	741	1,761	(681)
Other Gains and Losses	-	-	19	67	19	67
Group Elimination	(351)	(286)	-	-	-	-
Total	10,713	7,518	3,135	808	1,780	(614)

Served Market Performance

FINTECH

FinTech continued its good performance from last year with an increase in PAT from MUR 297m to MUR 332m. The withdrawal of Mauritius from the list of high-risk third countries ("EU blacklist") end of February 2022 has boosted investor confidence in Global Business activities. Technology services' profitability increased by 50% compared to last year due to the successful installation of optic fibre in high-density business areas. However, Technology services is a low-margin business because of the high cost of sales. Credit activities performance was below last year but remained profitable. With rising prices and higher borrowing costs, consumers are more cautious, causing a reduction in finance volume. Our investment in Swan Group has also generated an improved PAT of 12% to MUR 259m (FY21: MUR 232m).

HOSPITALITY

Revenue from Group Hospitality Served Market tripled to MUR 2,858m and posted a positive EBITDA of MUR 699m and PAT of MUR 406m compared to two consecutive negative EBITDA and losses in FY20 and FY21. This turnaround is on account of the successful post-Covid relaunch of our operations and a fair value gain of MUR 246m following a change in the dedicated use of a portion of land. The five-star Heritage Hotels has considerably contributed to the positive performance as tourist arrivals in Mauritius started to pick up, and the Mauritian Rupee continued to depreciate. The depreciation of the Mauritian Rupee and the revised hotel room pricing have both led to higher Guest Nights Sold ("GNS") and Total Revenue Per Available Room ("TREVPAR"). The return to profitability of the Travel activity and the improved performance of our associate NMH also contributed to the good results.

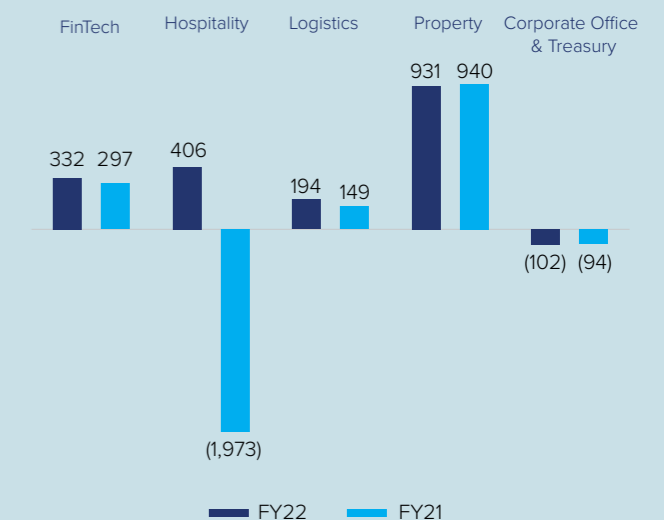
LOGISTICS

Through Velogic, our Logistic Served Market further improved its performance from last year with an increase in revenue by 25% to MUR 4,684m (FY21: MUR 3,750m) and an EBITDA of MUR 477m, 12% more than FY21. Overall, Velogic generated a PAT of MUR 194m (FY21: MUR 149m) before the sale of its 70% stake in Velogic France. This commendable performance is attributed to Velogic overseas activities, which contributed to 55% of the profitability as compared to 44% in FY21 and increased freight volumes and courier activities following growth in e-commerce.

PROPERTY

Property reported an increase in revenue to MUR 2,156m (FY21: MUR 2,077m) and EBITDA to MUR 1,356m (FY21: MUR 1,400m) further to the successful implementation of strategic plans from Ascencia, namely the opening of 42 Market Street at Bagatelle Mall and the full acquisition of Bo'Valon Mall. In addition, this enhanced performance is on the back of strong rental levels, improved rent-to-turnover ratio and trading densities. PAT fell slightly to MUR 931m (FY21: MUR 940m) mainly due to the lower performance of the Property Development sector and the Agribusiness.

PAT* (MUR m)



Note: *PAT figures exclude other gains and losses

Shareholder Information for the Financial Year 2022

As at 30 June 2022, the closing price for Rogers shares on the SEM was MUR 28.40 – up 29% since FY21. During the financial year 2022, the average daily trading volume of Rogers shares was 18,849. Market capitalisation ended at MUR 7,158m against MUR 5,545m in 2021.

Rogers Share Price Evolution (MUR)



As at 30 June 2022

MUR 28.40

Share Price

252,045,300

No of Shares

MUR 7,158m

Market Capitalisation

For the financial year 2022 (July 2021 – June 2022)

MUR 32.00

Highest Share Price

383,942

Highest Daily Volume Traded

18,849

Average Daily Volume Traded

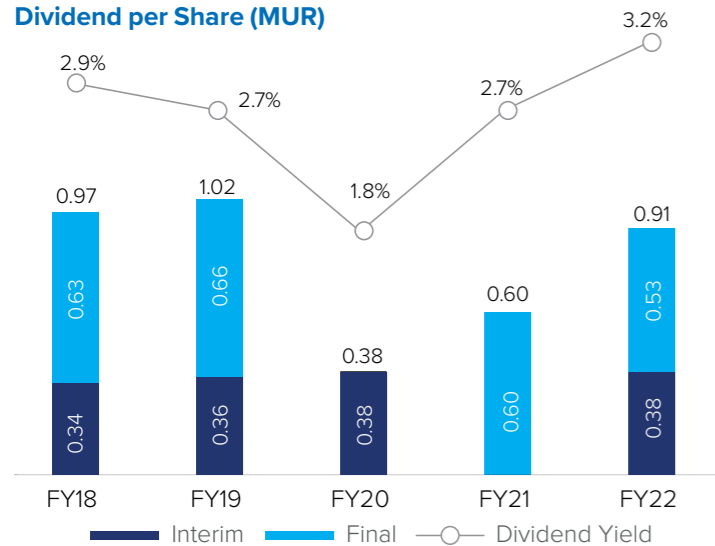
MUR 22.50

Lowest Share Price

Shareholders' Return

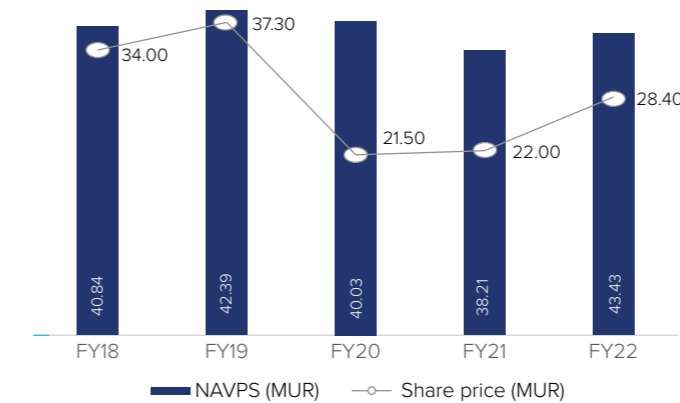
A final dividend of MUR 0.53 per share was declared on 13 June 2022 and paid on 21 July 2022. This totalled the dividend per share for the financial year ending 30 June 2022 to MUR 0.91 with a dividend yield of 3.2%, the highest over the last five years.

Dividend per Share (MUR)



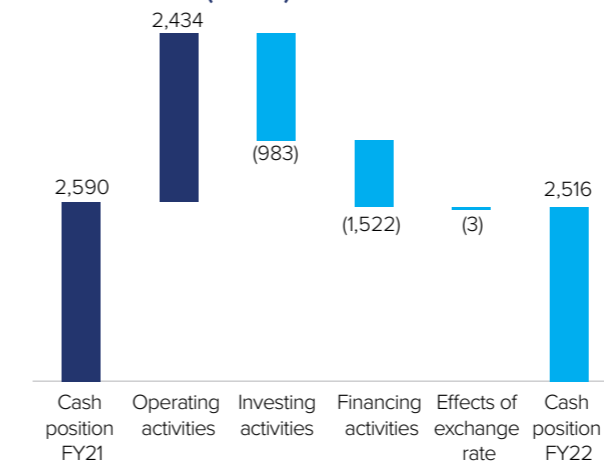
Net Asset Value Per Share (MUR)

The net asset value has increased by 14% to MUR 10,947m as at 30 June 2022 which represented a discount to NAV of 35%.

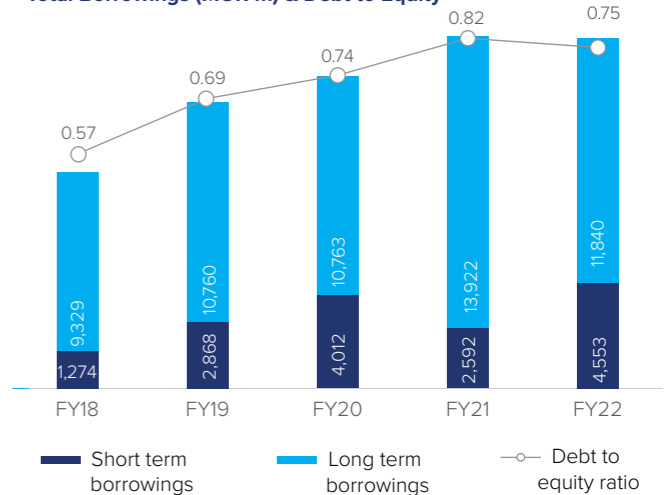


Financial and Treasury Management

Cashflow Position (MUR m)



Total Borrowings (MUR m) & Debt to Equity



During the financial year ended 2022, our focus was to maintain an optimal liquidity position to consolidate our business operations especially in this current volatile environment, while expanding and growing our businesses as well. We managed to reduce our cost of funding and improve our debt maturity profile through the successful refinancing of Ascencia's existing bank debts of MUR 4.76bn with the issuance of 4,760 secured floating notes at a nominal issue price of MUR 1m to Selected Investors namely the MCB and SBM.

Our teams have also worked and completed strategic acquisitions; namely the acquisition by Velogic of the remaining 49% shares in VK logistics from KIBO Fund II and the acquisition by Ascencia of the remaining 50% stake in Bo'Valon, that will add value to the company. In addition, our operating cashflow improved significantly from MUR 774m to MUR 2,434m as a result of the turnaround performance of the Hospitality Served Market.

Financial Outlook

Recovery from the pandemic remains a lengthy process. However, we remain optimistic that the target tourist arrivals of 1 million will be attained and will be of great benefits in terms of social and financial, for the country as well as for all our Served Markets. The teams across the business have shown agility and resilience this year and will continue to work tirelessly to deliver on our strategy while staying alert to any potential and upcoming risks.

On a final note, I would like to dedicate this strong financial performance to the continuous hard work of all our team members, who are determined to create sustained value for our stakeholders and laid the groundwork for long-term and continuous growth. I am confident that we will build on this momentum to preserve and enhance profitability for the forthcoming financial year despite the international uncertainties and the full impact of the inflation yet to be felt.

Damien Mamet

Executive Director and Chief Finance Executive of the Rogers Group



FinTech

The **FinTech** Served Market sectors operate under the brand name of **Rogers Capital** and comprises three core services, namely Global Business, Technology and Financial, positioning itself as a provider of structured solutions for its international and domestic clients.

Rogers holds a significant stake in Swan General, a leading general and life insurer in Mauritius and is also a shareholder of Swan Capital Solutions, a company operating in fund management and brokerage activities.

SERVED MARKET: FINTECH

Our International Presence



Our Brands

- ▶ Rogers Capital
- ▶ Noula

Investments

- ▶ Swan Financial Solutions Ltd
- ▶ Swan General Ltd

Service through agents

Mauritius
Côte D'Ivoire
Seychelles

Key figures

536

team members

Rogers Capital Corporate Services ("Global Business")

- ▶ Customers from **42** countries
- ▶ Geographical presence in **3** jurisdictions
- ▶ Assets under administration **USD 40bn**
- ▶ **60** funds under administration

Rogers Capital Technology Services ("Technology")

- ▶ **3** data centres
- ▶ **18** submarine cables with dedicated capacity
- ▶ **14** international points of presence

Rogers Capital Finance ("Financial")

- ▶ **85,000** clients
- ▶ **MUR 6bn** of amount financed since inception
- ▶ Consumer Finance via **480+** retailers
- ▶ **125+** vehicle and equipment dealers
- ▶ **5** branches

Trust and Innovation Drive Growth

The much-awaited removal of the Mauritian jurisdiction from the grey list of the FATF and its subsequent exit from the EU's list of high-risk third countries put an end to the uncertainty surrounding the Mauritius International Financial Centre.

Besides its traditional offerings and successful sale of innovative Robotic Process Automation ("RPA") and Artificial Intelligence ("AI") driven solutions, Rogers Capital Technology Services saw the successful deployment of underground fibre optics in Ebène and Port Louis.

In the aftermath of the Covid-19 pandemic, Rogers Capital Finance Services maintained its resilience and profitability despite the prevailing economic situation. The launch of Noula application was a major step towards digitising the application process for consumer credit activities.

REVENUE

MUR 1,251m

▲ 21% over last year

EBITDA*

MUR 516m

▲ 14% over last year

PAT*

MUR 332m

▲ 12% over last year

In Rs million	REVENUE		PAT*	
	FY22	FY21	FY22	FY21
Corporate Services	490	439	106	86
Technology Services	439	313	6	4
Financial Services	296	273	3	13
Head Office	26	8	(42)	(38)
Total FinTech excluding investments	1,251	1,033	73	65
Investments	-	-	259	232
Total	1,251	1,033	332	297

*excluding other gains and losses

Strategic Objectives for FY22

- ▶ **Global Business:** solid growth expected while maintaining efforts on improving efficiency and cash collection, despite the adverse effects of the FATF grey list.
- ▶ **Technology:** Leadership position in RPA and AI-driven solutions expected to bring substantial revenue and improvement in earnings.
- ▶ **Financial:** Monitor closely non-performing loans and improvement in the quality of loan book.

FY22 Highlights

- ▶ **Global Business:** We maintained robust growth in our global business activities.
- ▶ **Tax Africa Network:** Rogers Capital Tax Specialist Services, established last year, was the founding member of the Tax Africa Network, which already counts professional tax firms from 15 African countries. Born in Africa and gestated by Africans, this network offers a common platform allowing a pool of African tax specialists to share valuable expertise, data and cross-refer advisory work.
- ▶ **Technology:** We initiated our fibre network roll-out, which spans across 33 high-density business areas in Mauritius. The project is expected to reach completion in the next financial year.
- ▶ **Financial:** Prudence was essential amidst an uncertain economic environment. The improvement in the quality of the loan book was confirmed, and profitability was maintained. Launch of Noula application, a major step towards digitising the application process for consumer credit activities.
- ▶ **Digital Transformation:** Rogers Capital has achieved significant milestones through RPA, workflows and software development, enhancing efficiency, creating competitive edge and easing growth opportunities.
- ▶ **Tech Enhancements:** The financial year under review has been marked by the go-live of two major applications:
 - ARGOS, a web application with 121 automated workflows, a debtors monitoring module and a risk scoring feature to bring efficiency to work processes, and
 - ATLAS, a web and mobile application to enhance the customer experience of the Credit business.

Customer Centricity

- ▶ Delivering a great customer experience nowadays requires a focus on digitisation, personalisation and self-service. Rogers Capital has embarked on a digital transformation journey since a few years and is maintaining the path of innovation.
- ▶ This digital culture shift is essential for businesses to be sustainable. It imposes the workforce's upskilling and digital learning to enhance customer experience.
- ▶ Notwithstanding the digitisation journey, client relationship is nurtured via social media and other communication channels like e-mail, telephony and video conferencing.

Prosperity - People - Planet

Prosperity

FinTech maintained healthy growth with an increase in PAT of 12%. This was achieved thanks to the continuous trust of our clients in the Global Business, reflected by an increase in PAT of 23%. Through enhanced commercial development on traditional offerings and the marketing and sale of innovative RPA and AI driven solutions, Technology's PAT has increased by 50%. The re-engineering of the Credit business process has enabled this activity to maintain its profitability despite under the prevailing economic situation.

People

Partnership with tertiary education institutions has driven the setting up of Xcelerate Academy, with the objective of creating a pool of young graduates for the Global Business and also helped Rogers Capital to identify and hire young talents.

Rogers Capital fosters financial literacy training for the youth in partnership with Junior Achievement Mascareignes (JAM), with a Senior Manager of Rogers Capital serving as President of JAM.

Technology services and coaching sessions are offered to NGO Fam-Unie, with an Executive of Rogers Capital serving as Council Member of the NGO.

Other achievements comprised community health awareness initiatives and blood and food donations.

Planet

Harnessing the power of people and technology toward a sustainable future is an integral part of Rogers Capital's evolution. Paperless initiatives, automation projects and innovation have enabled positive outcomes in operations.

Additionally, based on the five pillars of the Rogers Sustainability Charter, Rogers Capital has adopted various strategies to manage its commitments to make a significant impact.

The initiatives for 2022 included energy efficiency management, the "plant a tree" initiative and World Clean-up Day.

Long-term Objectives

1. Global Business: growth through internationalisation, service quality enhancement and digitalisation.

2. Technology: business re-engineering to unlock value with plan for internationalisation, provision of disruptive technologies and positioning as local fibre player.

3. Financial: reorganisation of businesses to unlock growth potential with maintained focus on digitalisation, customer experience and book quality.

4. People: talent attraction, development and retention through a compelling employee experience and an engaged workforce.

Risks and Outcomes

The removal of Mauritius from the grey list of the FATF and the EU's list of high-risk third countries allowed the global business sector to remove the uncertainty surrounding the Mauritian jurisdiction.

However, the recent downgrade by Moody's may affect investors' confidence.

The reopening of borders in October 2021 has boosted the economic recovery. Nonetheless, impact of the war between Russia and Ukraine is expected.

The dearth of competencies in Global Business and Technology has been exacerbated by the exodus of skilled talents in countries like Luxembourg, Malta and Switzerland.

Rising inflation and local currency depreciation are also risks being closely monitored.

Looking Ahead: FY23 Focus and Anticipated Outcomes

Although the war between Russia and Ukraine will potentially impact businesses locally, and the effects of the pandemic cannot be overlooked yet, all sectors of Rogers Capital are expected to improve performance.

The removal of Mauritius from the FATF and EU lists bodes well for the Global Business sector. Enhanced business development, coupled with service quality assurance and automation, are also expected to contribute to better performance.

Technology Services plans to complete the national fibre roll-out in 33 high-density business areas in Mauritius during the course of 2023. It is expected to derive additional market share. Developing disruptive solutions and strategies for internationalisation are also expected to contribute to growth.

The Credit business will be reorganised in 2023 to unlock potential through strategic partnerships and organic growth. Digitalisation and customer experience agendas will be maintained whilst close monitoring of key metrics is also expected to improve financial performance.



Hospitality

HOTELS, LEISURE & TRAVEL

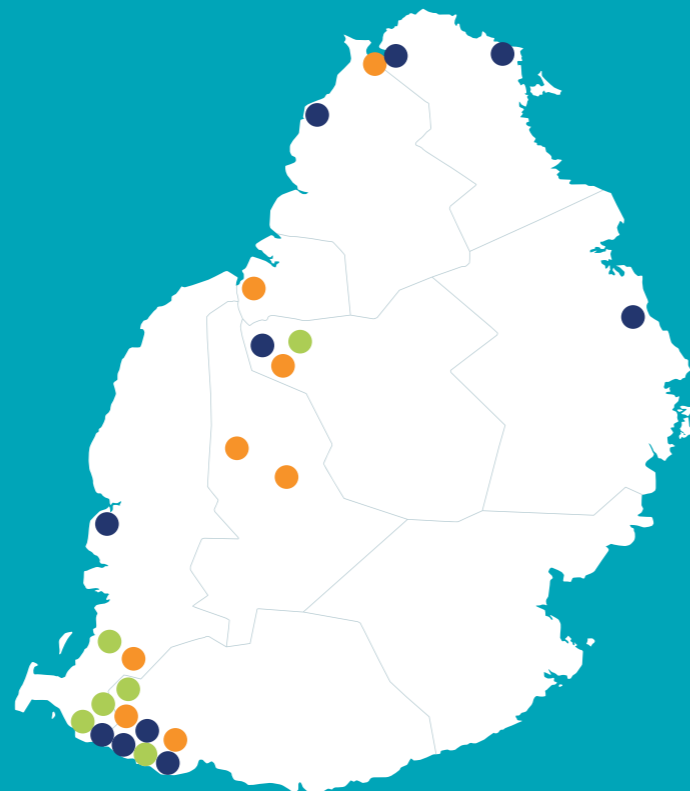
The Hospitality Served Market is split into **Rogers Hospitality** (for hotel, resort and leisure services) and **Rogers Aviation** (for aviation and travel services). Both sectors are key leading players in their respective fields as well as own and represent strong local and international brands.

In 2020, travel stopped, and many in the hospitality and travel industry had to halt their activities to survive. The Hospitality sector endured constantly evolving market conditions and ever-changing health protocols. Nevertheless, Rogers Hospitality and Rogers Aviation overcame the challenges of the most devastating period in this industry through agility, creativity and resilience and are all geared towards a quick recovery.

HOTELS AND LEISURE

Geared towards the objective of putting people at the centre of all their activities and offering a seamless service to their customers, Veranda Leisure and Hospitality (VLH) and Island Living, the hotel and leisure divisions of the Rogers group, merged into a new entity, known as Rogers Hospitality. Offering a holistic experience, Rogers Hospitality integrates resorts & hotels, restaurants and leisure with a strong and sustainable local footprint across the island. The entity has four distinctive clusters: Hotels & Resorts, Leisure, Destination Restaurants, and Quick Service Restaurants, all driven by the same passion and the same philosophy: curating handpicked and typical Mauritian moments meant to make a lasting impression on our clientele while nurturing a positive impact on our communities, environment and the Island at large.

With a combined 74 years of iconic presence in the Mauritian landscape in travel, hospitality and leisure, Rogers Hospitality is building on the expertise of the teams to offer more than just hospitality and to optimise the resources and savoir-faire of both current entities.



The Hotels and Leisure activities organised in the clusters below:

- Hotels & Resorts**
 - Heritage Le Telfair *****
 - Heritage The Residences (in management) *****
 - Heritage Awali Hotel *****
 - Veranda Grand-Baie ***
 - Veranda Palmar ***
 - Veranda Tamarin (71%) ***
 - Veranda Pointe aux Biches *****
 - Veranda Paul et Virginie *****
 - Voilà Bagatelle***
 - Kaz'Alala Guest House
- Restaurants**
 - Moka'Z
 - Destination Restaurants**
 - Le Château de Bel Ombre
 - Le Chamarel Restaurant
 - C Beach Club
 - Quick Service Restaurants**
 - Domino's
 - Ocean Basket
- Leisure**
 - Heritage Golf Club – Le Golf du Chateau, La Reserve Golf Links
 - Chamarel Seven Coloured Earth Geopark
 - Croisières Australes
 - Bel Ombre Nature Reserve
 - World of Seashells
 - Seven Colours Spa

6 of our hotels are Green Key Certified

Investments

- ▶ Lagoona Cruise Ltd
- ▶ New Mauritius Hotels Limited

Key figures



Recovery and Transformation

In this financial year, restrictions finally began to lift, especially after October 2021, hotels reopened, travel kicked-in again, often quicker than expected, and the industry has recovered well. The work has evolved, businesses have changed, and customers have changed. Rogers Hospitality has transformed adequately to operate a smooth recovery and accelerate growth.

REVENUE

MUR 2,480m

▲ 313% over last year

EBITDA*

MUR 646m

PAT*

MUR 384m

In Rs million	REVENUE		PAT*	
	FY22	FY21	FY22	FY21
Veranda Resorts	601	155	28	(172)
Heritage Resorts	1,326	131	165	(465)
Mid-scale Accommodation	91	51	(22)	(38)
Quick Service & Destination Restaurants	301	223	(2)	(33)
Leisure Activities	116	25	(8)	(44)
Corporate Services	45	15	238	(391)
Total Hotels & Leisure excluding investments	2,480	600	399	(1,143)
Investments	-	-	(15)	(716)
Total	2,480	600	384	(1,859)

*excluding other gains and losses

Strategic Objectives for FY22

- ▶ The Group consolidated all activities under the banner of Rogers Hospitality Operations Ltd and undertook a successful rebranding campaign.
- ▶ Rogers Hospitality was focused on the post-Covid relaunch of operations in its sector, reopening borders and finally allowing the hotels and leisure business to function at standard capacity.
- ▶ The consolidation and activation of the Sustainability Roadmap were and will remain one of the top priorities of the hospitality and leisure teams; the 'Now for Tomorrow' programme was launched.

FY22 Highlights

- ▶ The merger of the hotels, resorts, leisure & restaurant activities under one single entity was effective in October 2021.
- ▶ Since the reopening of the borders in October 2021 and January 2022, Rogers Hospitality has surpassed expectations and projections, exceeding its budget room nights by 25%.
- ▶ The **"Now for Tomorrow"** programme was launched at the beginning of the Financial Year. The Hospitality Group continued to focus on sustainability projects and working with communities (see the People and Planet section).

Customer Centricity

- ▶ At Rogers Hospitality, customer-centricity is continuously being developed, enhanced and nurtured via the ability of its team members to understand its customers' expectations, perceptions, needs, wants, and expectations, placing the customer at the centre of all decisions related to delivering products, services and experiences, to create customer satisfaction, loyalty and advocacy.
- ▶ The teams are dedicated to creating meaningful experiences, a positive impact and building lasting customer relationships.

Prosperity - People - Planet

Prosperity

Rogers Hospitality renewed to profitability with a PAT of MUR 384m compared to a loss of MUR 1,859m in FY21. This good performance was spearheaded by the attractiveness of Heritage Resorts which focus on sustainable development to provide guests and clients with real-life experience. Carbon Neutral Stays through the **"Now For Tomorrow"** programme, which are offered to guests residing at Heritage Resorts and Veranda Resorts has already been a success; this initiative should further generate long-term financial returns in an environmentally sustainable way.

People

Rogers Hospitality employs 1,876 team members.

The merger of the activities of Rogers Hospitality has offered the team members opportunities to grow and travel across different activities. Roadshows were organised across the four clusters to gather troops under the banner of the new hospitality brand.

Risks and Outcomes

External factors have strongly influenced the outlook of the hospitality, tourism, travel and leisure companies; geopolitical shifts, a rapidly evolving industry, agile competitors, and changing consumer trends had significant impacts.

In FY22, the Hospitality Cluster operations were affected by the country's policies, airline policies, and customer trends. On the local aspect, the borders reopened in Mauritius in October 2021 and challenges were posed by new restrictions due to the spread of the Omicron variant. An apparent increase in travelling was observed from February 2022.

Sanitary protocols and variants of Covid-19 still impact businesses, while exchange rates affect the room rates. Inflation caused by the war will put pressure on operational costs.

The whole industry must prepare for Climate Change effects that will impact us directly: exceptionally high tides happening recently and subsequent erosion of coastlines are excellent examples of this.

Finding and retaining key talent is also becoming more and more critical for the industry, especially when there are twin trends – increased demand for Mauritius labour in international markets, especially the cruise industry, and a lower number of people in Mauritius applying to be in the hospitality space.

In FY22, the Rogers Hospitality Human Resources Department supported operations in fortifying and consolidating their respective HR functions. It continued to actively support the Management actively in their various talent attraction and retention initiatives, closely monitoring their payroll costs and their organisational development by coordinating multiple on-the-job and online learning & development programmes.

In parallel, structures, systems and procedures have been further consolidated for better people management. Much emphasis was placed on the continuous monitoring of the engagement level of the team members with the implementation of an employee experience and productivity enhancement action plan.

The Human Resources Department also collaborated closely with the Management of hotels in their 'Feel Safe', 'Star rating' and 'Green key' Certification processes by organising and coordinating Quality Standards audits and training initiatives on site.

FY23 will be another challenging year for the Human Resources function. It will mainly consist of supporting the Management in consolidating the organisation structure and attracting and retaining talents in our operations while maintaining tight control over staffing costs without affecting the quality and standard of service.

Communities

The Group has ongoing partnerships with NGOs to help communities, as seen in the Sustainability Section on pages 56-65.

Planet

Rogers Hospitality's objective is to deliver premium hospitality services that benefit the environment, add value to local communities whilst uplifting guest experience.

Through the **"Now for Tomorrow"** programme, the Group committed to consolidating resilient development, favouring sustainable consumption, protecting Mauritius' biodiversity through mindful development, valorising cultural and historical heritage, and maintaining vibrant communities. This programme is based on six different areas of intervention on which the Group focuses its efforts: Going Carbon Neutral, Renewable Energy, 100% Locally sourced products, Into Conservation, Certification, Waste Management and Towards zero single-use plastic. Rogers Hospitality has made considerable progress on the commitments made, as seen in the Sustainability Section on pages 56-65.

Long-term Objectives

1. Offer truly integrated hospitality and leisure solutions post-integration of VLH and Island Living.
2. Develop Bel Ombre into a Sustainable Tropical 'Art de Vivre'.
3. Become the hallmark of sustainable tourism in Mauritius.
4. Create three platforms for economic value creation in the hospitality and leisure sector in Mauritius - a property arm, a management company, and an operating company.

Looking Ahead: FY23 Focus and Anticipated Outcomes

For the coming financial year, the Hospitality Served Market is set to restructure and reduce the debt portfolio by focusing on the profitability of each Business Unit supported by the C&C Programme (see "Strategy" section on pages 48-49).

Rogers Hospitality has signed a Subscription Agreement with the Government of Mauritius through the Mauritius Investment Corporation ("MIC") for one of its subsidiaries, namely Veranda Tamarin, to the tune of MUR 100m. On 02 August 2022, five bonds of MUR 10m each were issued by Veranda Tamarin Ltd for a total of MUR 50m.

We will continue our efforts on the sustainability roadmap, as seen in the PPP section; for more ongoing updates, visit the website <https://nowfortomorrow.mu>.

The main digitalisation initiatives for FY23 will be the complete revamping of the hardware and software to ensure a more modern seamless customer experience and internal operations.

The Heritage Villas Valriche rental pool will be extended to 35 villas during the next financial year.

The official launch of La Réserve Golf Links at Heritage Golf Club is planned for November 2023. This is the first and only contemporary Links in the Indian Ocean and offers an unparalleled experience of pure golfing drama. With panoramic ocean views from every hole, this exhilarating new course will play hand-in-hand with nature alongside a UNESCO Biosphere Reserve. Co-designed by Open Champion Louis Oosthuizen, La Réserve Golf Links will host the DP World Tour 2023 Mauritius Open.

TRAVEL

Our International Presence

Rogers Aviation is one of the region's leading leisure, travel and aviation groups and has been active for more than seven decades. Headquartered in Mauritius, it encompasses Airlines and Systems (airline representations), Ground Handling, Corporate services (travel agencies) and Investments in associates.



Our Brands

- ▶ Rogers Aviation
- ▶ BlueSky
- ▶ Transcontinent
- ▶ Holidays by BlueSky
- ▶ PATS

Our Partner Brands

- ▶ Air Mauritius
- ▶ Air France
- ▶ Air Seychelles
- ▶ Emirates
- ▶ Latam Airlines
- ▶ Kenya Airways
- ▶ Air Madagascar
- ▶ Air Austral
- ▶ SA Airlink
- ▶ South African Airways
- ▶ TAAG Angola Airlines
- ▶ RwandAir
- ▶ Sabre Travel Network
- ▶ VFS International
- ▶ American Express Global Business Travel
- ▶ Costa Cruises
- ▶ Cosmos & Globus
- ▶ MSC
- Owned and associate offices worldwide
 - Mauritius
 - South Africa
 - Madagascar
 - Reunion
 - Comoros
 - Mayotte
 - Mozambique

Investments

- ▶ Air Cargo Service Madagascar Ltd
- ▶ Blue Connect Ltd
- ▶ Mautourco Group
- ▶ Mozambique Airport Handling Services Limitada

Key figures

22

Offices

12

airlines in Mauritius and the region

376

team members airline and partner

80%

of pre-Covid volumes traded

20-30%

increase in fares post-Covid

17,028 tons

handled in Mauritius (54% compared to pre-Covid volumes) and 6,289 tons in Madagascar

Adapting to New Travel Behaviours

As countries are progressively easing their restrictions and hotels have re-opened and travellers have booked their first post-pandemic trip. Sanitary requirements are gradually being lifted for vaccinated travellers. There is now a high demand for domestic travel, which has been coined as “revenge travel”, followed by rising long-haul travel. Globally, the industry has begun to recover, and travellers seek travel agents’ advice to organise their journeys.

Distinct trends are impacting the activities of Rogers Aviation. Travel costs rose due to fuel increases and seat capacity shortages, and new customer travel behaviours emerged post-Covid-19, including:

- ▶ Fewer trips for longer duration;
- ▶ Travel in economy v/s business class for short-haul flights;
- ▶ Shorter reservation time v/s date of travel making travel arrangements more complex; and
- ▶ Technology is replacing some business travel.

Cargo capacity has also increased over the period driving rates downwards yet remaining higher than pre-Covid levels.

REVENUE

MUR 378m

▲ 41% over last year

EBITDA*

MUR 53m

PAT*

MUR 22m

In Rs million	REVENUE		PAT*	
	FY22	FY21	FY22	FY21
Airlines & Systems	198	140	12	(46)
Ground Handling	60	37	9	3
Corporate	120	92	5	(22)
Total Travel excluding investments	378	269	26	(65)
Investments	-	-	(4)	(49)
Total	378	269	22	(114)

*excluding other gains and losses

Strategic Objectives for FY22

- ▶ Retention of talents and recruitment of new competencies with digital skills.
- ▶ Focus on structural reduction in expenses.
- ▶ Strengthening of relationships with partners.
- ▶ Expansion of activities in the region.
- ▶ Adjustment of pricing mechanism to reflect the higher effort required in servicing customers post-Covid-19.
- ▶ Continue our digitalisation journey by launching the BlueSky travel app and revamping the BlueSky website to be a fully transactional website.
- ▶ Worked on new offerings of sustainable aviation solutions to customers, for example, offering a Fly-Greener carbon offset program to our customers (see Planet section).
- ▶ Successful turnaround of BlueSky Reunion and exit of BlueSky Mayotte.

FY22 Highlights

- ▶ **Partnerships:** Renewal and renegotiation of contractual General Sales Agency agreements with our airlines.
- ▶ **Expansion:** New representation of RwandAir General Sales Agency agreement and Airlink Passenger Sales Agreement in Mozambique.
- ▶ **Digitalisation:** There was an increase in online sales via the website, the Travel App ("Holidays by Blue Sky") and the corporate booking tool.
- ▶ **Airlines:** Sales have gained momentum since the opening of borders and the lifting of travel restrictions. Airlines are slowly increasing their capacity on our routes. New sources of revenue have been generated from passengers and cargo charter opportunities.
- ▶ **Travel and Services:** Return to profitability despite sales volumes being still under pressure due to continued Covid constraints. The complexity of organising travel and the time involved led to increased service fees. The significant financial support from the French government facilitated the strategic decision to right-size the travel agencies in these territories and reach the break-even point.
- ▶ **Ground Handling:** New sources of revenue have been developed to extend customer centricity (see Customer Centricity below). An annual increase in fees was also achieved. The resumption of Air Mauritius flights in Madagascar and the gradual reopening of borders in source markets have benefited the Company.

Customer Centricity

Rogers Aviation is committed to its customers through several initiatives:

- ▶ Facilitation of the booking processes
- ▶ Duty of care principles is set up as recommended by our partner American Express Global Business Travel
- ▶ Carbon offsetting services
- ▶ PATS has invested in 2 onsite cold room facilities (2-8 °C) and (15-25 °C).

Risks and Outcomes

External factors have strongly influenced the outlook for our industry; geopolitical shifts, a rapidly evolving industry, agile competitors, and changing consumer trends had significant impacts. The continued effects of the pandemic have forced hospitality companies to reshape their business models and rapidly redirect their focus to enhance resilience and agility.

In FY22, our operations were impacted by countries' policies, airline policies, and customer trends. On the local aspect, borders reopened in Mauritius in October 2021 and challenges were posed by new restrictions due to the spread of the Omicron variant. An apparent increase in travelling was observed from February 2022.

On the travel side, the sector saw significant changes in customer behaviours; bookings are made on a much-reduced period, impacting our forecasts. Travel fares are higher due to a sharp increase in fuel prices combined with a lack of seat capacity, which is not yet back to the pre-Covid level resulting in demand exceeding supply.

Rogers Aviation expects increased competition via the presence of new entrants in some markets: new carriers coming on the routes will compete with our existing airline representations and possibly impact our market share.

Prosperity - People - Planet

Prosperity

Rogers Aviation operated only six months of the year (since the re-opening of borders) and still managed to generate a PAT excluding other gains and losses of MUR 22m compared to a loss of MUR 114m. MUR 50m savings were achieved compared to the base year of 2019 through a complete review of all partners' and suppliers' contracts and government support assistance. Furthermore, to meet the new customer travel behaviour, Rogers Aviation has continued to invest in digitalising its process and reviewing its service prices.

People

With the impact of Covid-19, we had to streamline our workforce to adapt to the reduced size of activities. The reduced labour force of 26% represented 33% of the HR costs base.

The reduction in labour force was achieved through various initiatives such as early retirement plan for employees from 55 years old, fair pay-out to team members based on years of service and spin-off of the online tour operating activity within the Group. Amicable settlements were attained without requiring to go through Redundancy Board or Ministry of Labour.

The Future-Fit Staff objective defined in the 3-Year Strategic Plan 2023 remains an ongoing initiative. Accordingly, we designed, implemented and monitored a robust Talent Management Programme to keep current talents on board and, more importantly, help them grow to better contribute to the enterprise's success. This programme includes a good mix of training, coaching and mentoring.

Since our industry constantly needs fresh blood, mainly for technology-related jobs, our Employee Value Proposition has been revamped to attract more talents.

Planet

Prior to the pandemic, Rogers Aviation had assessed the carbon footprint of its activities. The same has been estimated at 4,4T for 2019. Data collected for 2020 and 2021 were lower but have low significance due to successive national lockdowns. The company is working on its impacts from three angles by:

- ▶ reinforcing its Reuse-Reduce-Recycle philosophy.
- ▶ participating in tree planting, plogging, and waste collection activities.
- ▶ offering travelling clients the opportunity to offset their carbon footprint.

Long-term Objectives

1. Be the leader in the digitalisation of travel agencies in the Indian Ocean.
2. Expansion of our business segments in Africa and Indian Ocean islands.
3. Develop new revenue drivers such as charters.
4. Accomplish operational excellence in all our interactions with stakeholders.
5. Become the leading provider of sustainable aviation solutions in the region.

Looking Ahead: FY23 Focus and Anticipated Outcomes

A further rebound is expected in the next financial year as people are flying more significantly, and cargo is currently performing well against growing economic uncertainty.

Rogers Aviation is now leaner, tougher, and nimbler. Tough decisions on staff rightsizing and strict cost-cutting will positively impact the bottom line next year. We intend to continue the expansion of our airline portfolio in the region, while cargo-related activities are expected to contribute significantly to our performance. For example, foreign carriers are gradually increasing their frequencies to Mozambique and Mauritius. Total Energies have returned to Mozambique for the LNG sector, which should positively impact the number of flights to operated airports.

Globally, industry losses will be cut to USD 9.7bn in 2022 for a net loss margin of -1.2%, and profitability is on the horizon for 2023.

Recent history supports optimism, despite challenges on costs, particularly fuel (+40% increase in world oil prices), and some lingering restrictions in a few key markets. Other factors that make the business environment challenging in the region are inflation and GDP, which are to grow lower than expected this year, down on earlier forecasts.

Market trends: 'Revenge travel' is foreseen in the leisure segments. Corporate travel will subside as corporates shall conduct meetings online; on the other hand, there will be a rise in 'Bleisure travel' (a combination of business travel and leisure travel).

From a sanitary point of view, caution will remain essential in the following year. Actual processes include monitoring the virus progression (and potentially new variants/Monkeypox) and changing protocols.

On the sustainability side, aviation is just over 2% of global emissions but yet is the most significant target for environmentalists. Unless the industry gets it right, air travel could become very pricey due to the high cost of Sustainable Alternative Fuels, which will have to be passed on to travellers.



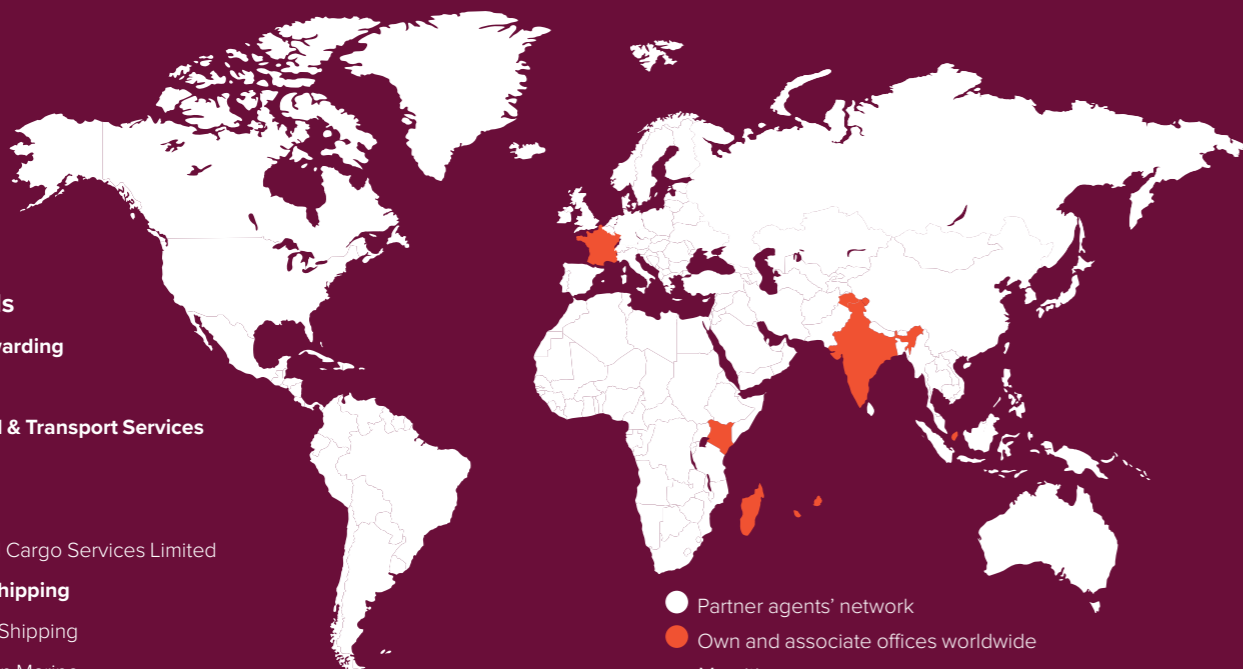
Logistics

Velogic is an integrated international logistics operator, encompassing all logistics activities of the Rogers Group for over 50 years.

The company manages the storage, pick-up, drop-off and delivery of goods shipments, serving various key industry sectors with the benefits of an end-to-end supply chain solution.

SERVED MARKET: LOGISTICS

Our International Presence



Our brands

Freight Forwarding

- ▶ Velogic

Port Related & Transport Services

- ▶ Velogic
- ▶ FOM
- ▶ General Cargo Services Limited

Packing & Shipping

- ▶ Rogers Shipping
- ▶ Southern Marine
- ▶ Sukpak

Certification and industry standards*



International Air Transport Association



International Federation of Freight Forwarders Associations



Authorized Economic Operator France



AJA EuropeTM

* Certifications are country specific

Team Members

- ▶ **1,288**

Agents

- ▶ **+300** worldwide

Vehicle Float

- ▶ **158** lorries
- ▶ **7** container reach trucks
- ▶ **175** trailers
- ▶ **12** side lifters
- ▶ **2** loaders
- ▶ **1** excavator

Warehousing Space

- ▶ **+20,000m²** in Mauritius
- ▶ **+1,000m²** in Kenya

Sites

- ▶ **8.5ha** in the Mauritius Freeport Zone
- ▶ **3.6ha** in Riche Terre

Container Capacity

- ▶ **3,700** units

Key figures

Freight Forwarding

Air shipment (Tons)

- ▶ FY22 - **8,983** (FY21 - 7,480)

Ocean Freight (TEUs)

- ▶ FY22 - **11,405** (FY21 - 12,247)

Port Related and Transport Services

Container Storage (KTEU Days)

- ▶ FY22 - **722** (FY21 - 1,638)

Container Transport (No. of Trips)

- ▶ FY22 - **55,279** (FY21 - 63,190)

Packing (Tons)

- ▶ FY22 - **7,712** (FY21 - 7,975)

Innovative Thinking Driving Growth

Continuous changes in supply chains since the advent of the pandemic, global geopolitical instability and technological innovations have changed the rules of the game and the key players in it.

Adapting to the fast-evolving landscape has been key to Velogic's continuous growth. Our dedicated teams have shown agility in meeting customers' new requirements and finding solutions to continue making trade as easy as possible.

REVENUE

MUR 4,684m

▲ 25% over last year

EBITDA*

MUR 477m

▲ 12% over last year

PAT*

MUR 194m

▲ 30% over last year

In Rs million	REVENUE		PAT*	
	FY22	FY21	FY22	FY21
Freight Forwarding	3,642	2,584	108	21
Port Related & Transport Services	853	956	59	89
Packing & Shipping	189	210	37	47
Corporate Services	-	-	(10)	(8)
Total	4,684	3,750	194	149
Less Discontinued Operations	968	648	3	4
Continuing Operations	3,716	3,102	191	145

* excluding other gains and losses

The data and statistics reported for Velogic include continuing and discontinued operations following the disposal of 70% of Velogic France in May 2022 (11 months).

Strategic Objectives for FY22

- ▶ Pursue growth in the Indian Ocean region through acquisition, partnerships and expansion of services. The growth of the company would be derived significantly from the activities in the emerging economies, namely, Kenya, India and Madagascar. Velogic has established a strong platform in Kenya, one of the main business hubs in East Africa, to tap into the growth opportunities in that region.
- ▶ Regional expansion in India remained on the company's agenda to drive its development.
- ▶ Continue its growth path in Madagascar as the country further positions itself as a major apparel manufacturing base as well as an important player in the mining industry.

FY22 Highlights

Overseas expansion and strategic partnership

Velogic purchased shares of KIBO Fund II in October 2021, providing exit to two private equity investors in the Kenya branch, thus strengthening Velogic's position in the region.

Sale of a majority shareholding in the French business unit. A strategic partnership for the French entity was completed through the sale of 70% stake to an established local operator having operations in Europe and the US.

Opening of a tenth office in India.

Listing: Velogic was listed on the Development and Enterprise Market of the SEM in December 2021, a significant step in providing an additional option to finance our growth.

Digitalisation: Launch of the website Trackright.africa. TrackRight is well on course for our East African activities and is planned to be operational by end of 2022. Automation with our service app will extend the streamlining of processes through which customers, in addition to having reliable automated audit trails of their cargo, will now significantly decrease their carbon footprint.

Restructuring: Transferring the haulage activities from rented premises to owned newly built facilities on part of the container yard after the exit of a container depot major customer.

Customer Centricity

- ▶ The Covid-19 pandemic caused critical supply chain disruptions in the logistics sector worldwide. Velogic set to alleviate those complications via close collaboration with customers, shipping lines and airlines.
- ▶ Clients were advised to plan for their logistics needs early and were encouraged to move from low-frequency high-volume shipments to high-frequency low volumes ones, which allowed them to mitigate supply chain and container shortage issues.
- ▶ Our strong regional footprint and expertise in a complete chain of services represent a distinct competitive advantage. It allows us to seamlessly serve different markets through our existing presence and to propose practical solutions within our different markets.

Risks and Outcomes

The financial year was marked by a volatile business environment that slowed global recovery.

High energy prices, fuelled by the war between Russia and Ukraine have triggered inflationary pressures worldwide. The market conditions for logistics, especially for sea freight, remained difficult with ongoing capacity constraints and high rates.

These challenges have impacted import levels adversely in some of the territories in which Velogic operates, such as Mauritius and Kenya.

There was, however, a notable pick-up in air freight activities as commercial flights resumed gradually across all our Served Markets due to the gradual opening of borders. The government offered subsidy options that relieved and supported our traders and exporting companies.

The surge in e-commerce helped the express courier segment, although the trend started to flatten in the last quarter with the rise in customer travel. Overall, Velogic navigated through the uncertainties that prevailed by promoting innovative thinking to deliver strong top and bottom-line growth.

Prosperity - People - Planet

Prosperity

Velogic's profitability before other gains and losses improved by 30% derived mainly from the performance of the freight forwarding activities, especially from its international operations. The strategy to focus on international growth has been fruitful, with overseas activities contributing to 55% of Velogic's profitability compared with 44% in the prior year. With this strong performance, a total dividend of MUR 67.3m was distributed, the highest over the last four years.

People

Velogic employs around 1288 team members across various regions. We provide continuous training to our teams. In 2022, 570 days of training were dispensed to 200 staff members mainly in Customer Care and Management.

Planet

We recognise the impact of our business on natural resources. It mainly uses fossil fuels to transport goods and space to install storage sheds. We are working to progressively reduce the negative impacts of activities on the environment and the health of all stakeholders.

These require establishing a dedicated governance structure to ensure appropriate compliance to set standards and adherence to internal controls. To strengthen transparency and exchanges on environmental and social issues with other economic players, Velogic has adhered to the *SigneNatir* charter, a community initiative led by Business Mauritius to make Mauritius more respectful of people and the environment. We also produce a Sustainability and Inclusiveness report every year on five pillars (climate, biodiversity, communities, inclusive development and circular economy) and have committed to the Rogers Group Sustainability & Inclusiveness Charter.

Velogic is committed to reducing its carbon footprint, which is predominantly Scope 3 classified, that is, emitted by our leading suppliers – Airlines and Shipping companies. As they embrace greener fuels, our carbon footprint will also drop. The haulage business has the highest carbon footprint on the company's side. As such, we further promoted our commitment to reduce fuel consumption by providing eco-driving training to truck drivers and maintaining a fuel-efficient fleet. We also invested in software in Kenya to plan long-distance deliveries efficiently and converted old containers into low-cost housing units. Finally, we are working on reducing plastic consumption by procuring reusable wraps instead of single-use plastic films. This will allow for the reduction of the carbon footprint by 30 tonnes each year.

Long-term Objectives

1. Consolidate our strategic positioning as a one-stop shop solutions provider in logistics.
2. Simplify trade for our customers through digitalisation and operational excellence.
3. Become the most sustainable logistics player in the region.
4. Strengthen the reach of the Velogic Brand.

Looking ahead: FY23 Focus and Anticipated Outcomes

The sustained post-Covid recovery and the war between Russia and Ukraine will continue to impact demand growth and increase the underlying cost of logistics. The performance for the next financial year will also depend on the sustainability of household consumption and trade patterns:

Air freight volumes should increase, with commercial flights expected to operate normally for the entire year;

Ocean freight rates should start to decrease, although there is currently no visibility on the timing and extent of the potential reduction;

The Courier business is expected to perform well, albeit at a potentially lower level than last year.

In Mauritius, the gradual recovery of the hospitality sector should provide upsides to import volumes.

The performance of the warehousing and containerised transport activities will depend on a potential recovery of the import levels. The ongoing focus on improving fleet utilisation should generate upsides for sugar cane and container transportation businesses.

Abroad, Madagascar is expected to continue to grow on the back of increasing textile orders, while India is also projecting exciting growth.

Rising fuel prices and a potential recession in developed markets might affect operations. The elections in Kenya are expected to hinder growth in the first quarter of the fiscal year. A prompt recovery to normality in East Africa's biggest economy expected after the transition of power.

Velogic will closely monitor these potential downside risks to achieve its goals locally and regionally.



Property

The Property Served Market covers the Property Investments activities carried out under Ascencia, and the Property Development and Agribusiness carried out under Agría.

Ascencia is the current leader in retail property investment on the local market. Agría's activities include property development and agriculture, located in Bel Ombre.

Rogers is positioning Bel Ombre to become the reference in Sustainable Tropical 'Art de Vivre'.

PROPERTY INVESTMENTS

Ascencia creates safe environments and opportunities for visitors to connect and have authentic and meaningful experiences in line with our customer promise: “Shaping Singular Places”.

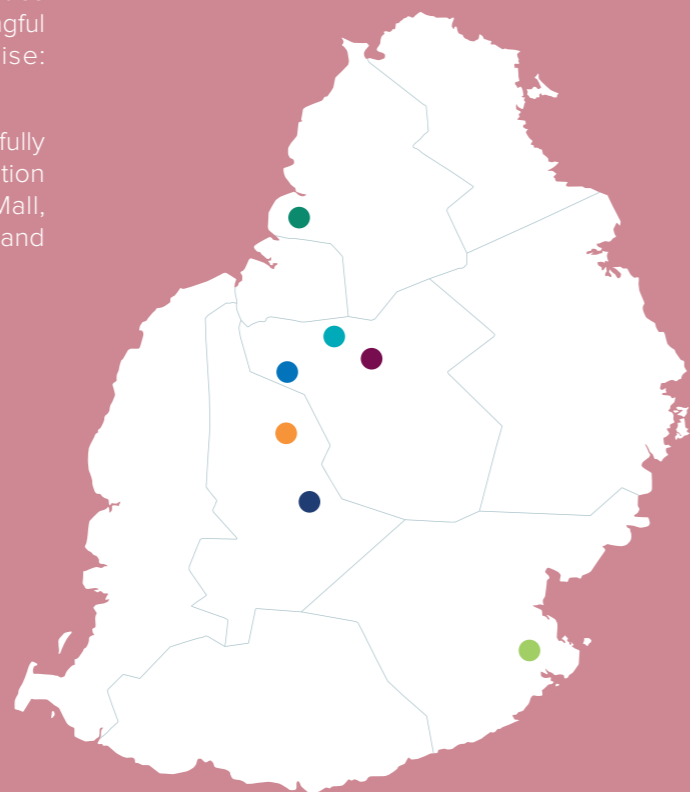
The company is a leader in its field and has successfully developed and managed seven malls since its creation in 2008. The malls are Bagatelle Mall, Phoenix Mall, Riche Terre Mall, Bo’Valon Mall, Kendra, Les Allées and So’flo.

Our brands

- Bagatelle Mall
- Phoenix Mall
- Riche Terre Mall
- Bo’Valon Mall
- So’flo
- Kendra
- Les Allées

Investments

- ▶ FPHL Infra Ltd
- ▶ Le Morne Development Corporation Ltd
- ▶ Reliance Facilities Ltd
- ▶ Reliance Security Services Ltd
- ▶ Reliance Systems Ltd
- ▶ Semaris Ltd
- ▶ The Beauvallon Shopping Mall Ltd (Consolidated as a subsidiary as from October 2021)



Key figures

7

Malls

5.6%

Rent reversion
(standard escalation - 5.0%)

+500

Tenants

MUR 10,655 per m²

Trading densities
(+16.8% compared to last year)

Successful Listing and Performance

Following uncertainties surrounding the global crises over the past two years, such as the prolonged pandemic, fragile economic context, escalating international tensions and subsequent inflation, Ascencia again delivered a strong performance marked by improving rent to turnover and trade densities.

Moreover, Ascencia has successfully migrated from the Development & Enterprise Market to the Official Market on the SEM and included in the SEM Sustainability Index (“SEMSI”). On top of this migration, the Company integrated the **SEM-10**. These are testimony to the company’s stability and future potential. Pre-Covid, the company achieved financial results and maintained its position in the Top 5 companies in Mauritius in terms of market capitalisation.

CARE Ratings upgraded the rating on all our debt facilities to **CARE MAU AA- Stable** from CARE MAU A+ Stable after considering the strong performance and high occupancy of all the malls, successful renewal of lease rentals agreements, and timely completion of the expansion of Bagatelle Mall.

REVENUE

MUR 1,602m

▲ 15% over last year

EBITDA*

MUR 1,346m

▲ 1% over last year

PAT*

MUR 984m

▼ 1% over last year

In Rs million	REVENUE		PAT*	
	FY22	FY21	FY22	FY21
Ascencia	1,570	1,363	961	903
Other Properties	32	31	9	22
Total Property Investments excluding investments	1,602	1,394	970	925
Investments	-	-	14	66
Total	1,602	1,394	984	991

* excluding other gains and losses

Strategic Objectives for FY22

- ▶ Migration from the DEM to the Official Market of the SEM and subsequent inclusion in the **SEMSI** and **SEM-10** have enhanced the liquidity of the shares.
- ▶ Opening of 42 Market Street and the new shopping gallery housing global brands such as GAP, Ralph Lauren, Lacoste, Hugo Boss and Gant.
- ▶ Acquisition of the remaining stake in Bo'Valon in October 2021.
- ▶ Sale of Decathlon.
- ▶ Restructuring of an existing debt by issuing secured floating notes to selected investors, namely the MCB and the SBM (privately negotiated).
- ▶ Amalgamation of subsidiaries into the Holding company Ascencia Ltd effective 1 July 2022.

FY22 Highlights

- ▶ Results for the year were in line with expectations, with Total Revenue and Net Operational Income growing by 15% and 14% respectively, from last year.
- ▶ Average monthly foot count increased by 10% from FY21 trading density increased by 17% and the rent-to-turnover ratio reduced from 9% to 8%. Cash flow management remained a priority and cash collections for the year were 101% of billings.
- ▶ Some 22,283m² were renewed (representing 17% of portfolio Gross Leasable Area) at a rent reversion rate of 5.6% against a standard escalation of 5.0%. A commendable achievement at a time when competition was shaping up down the road, testifying to the tenants' confidence in the continued success of Ascencia malls.
- ▶ Projects: 42 Market Street opened in Bagatelle Mall; The connection of the metro station to Phoenix Mall is under construction and well on track.
- ▶ Local initiatives to promote and support local entrepreneurs by giving them visibility in Ascencia malls benefited some 30 SMEs who were proposed preferential rates.
- ▶ More than 36 markets were organised during the year to promote SMEs.
- ▶ Ascencia launched its new digital operations platform, Infraspak, in August 2021, which contributes to the objective of achieving operational excellence.

Customer Centricity

- ▶ Our definition of success is to adopt a customer-centric approach for all stakeholders whilst enabling a secured environment that fosters better engagement and a unique shopping experience, relying on an optimised operating system.
- ▶ The know-how and capability to innovate are what sets Ascencia apart and remain a key driver of sustainable growth and adaptation to unforeseen circumstances.
- ▶ Enhancing shopper experience on a daily basis is vital to Ascencia. Our engagement is to continuously refresh the tenant mix, creating a unique atmosphere and maintaining customer loyalty. This is reflected in the customer satisfaction index, which has improved to an average of 83% across the portfolio, and successful lease renewals achieved at a rent reversion rate of 5.6%.

Prosperity - People - Planet

Prosperity

Ascencia brings stable value to its shareholders. Total dividend distributed amounted to MUR 439m for FY22 and the share price as at 30 June 2022 was MUR 29.40. Data trading densities jumped almost 16.8% year-on-year, which strengthened the Rent-to-turnover (from 8.6% to 7.9%) ratio and helped collection rate (101% of billing for the year). Fair value gains amounted to MUR 386m. Another commendable achievement pertains to lease renewals on 22,283 square metres at a rent reversion of 5.6%, compared with a standard escalation of 5.0%.

People

The company is engaged in undertaking strategic asset management incentives to continuously refresh the tenant mix, creating a unique atmosphere and maintaining customer loyalty in line with our customer promise. The overall customer satisfaction index averaged around 79%. We also stepped up our commitment to society in collaboration with NGOs and worked with SMEs to promote local entrepreneurs, for example, by working directly with a number of local entrepreneurs for the 42 Market Street project.

Planet

In line with the Group's Sustainability roadmap, Ascencia is developing a number of projects showing progress through innovative solutions across its portfolio. The solar farms installed at Bagatelle Mall, Phoenix Mall, Kendra, and Les Allées operate close to optimum levels. Under the Medium Scale Distributed Generation, Ascencia is ready to implement new PV farms at Bagatelle Mall, Riche Terre Mall, So'flo and Bo'Valon Mall. Energy management will be improved by replacing high-consumption HVAC units with more efficient ones.

Going forward, a LEED certification project will be deployed across the portfolio, starting with Phoenix Mall. Water use will be more efficient. The sewer system at Bagatelle Mall will be connected to Wastewater Management Authority to decrease sewer pumping and the construction of a biogas station at Bagatelle Mall, a first in Mauritius and the region.

Long-term Objectives

Ascencia's objective is to continue to lead the Mauritian market by creating the best shopping experiences for tenants and shoppers, and to deliver strong returns to the various stakeholders of the company.

Risks and Outcomes

Adverse economic conditions due to high inflation resulted in a drop in trading density, pressure on rent to income turnover ratio, and new competition from other players close to Moka.

To mitigate these conditions, the engagement with tenants was maintained through relief plans. Support came through three distinct schemes: rental concessions, safe shopping expenditure, and additional marketing spend. Moreover, the communication campaigns were enhanced via various channels, including social media platforms. Emphasis was laid on creating unique shopping experiences in line with Shaping Singular Places and successfully renewing leases.

An increase in the level of current and expected competition may lead to a supply of rented space exceeding demand and a decrease in footfall.

Looking ahead: FY23 Focus and Anticipated Outcomes

In collaboration with Metro Express, The Transit Oriented Development at Phoenix Mall will transform into a mixed-use property. The first floor of the mall has been reconfigured to create a direct connection to the Phoenix Mall Station, which will include the following:

- ▶ A dedicated retail zone
- ▶ A restaurant
- ▶ Commuter retail
- ▶ Metro ticketing office

The ground floor has been reviewed with a "Kiss and Ride" drop-off and other facilities. A "Park and Ride" facility will be provided, with 50 parking slots to start with. The current food court will also be covered. Total related investments will amount to MUR 440m.

Riche Terre Mall will be revamped to refresh the look and feel inside and outside the mall while improving the tenant mix of the food court.

A McDonald's restaurant opened in July 2022 at Bo'Valon Mall.

A new extension of Bagatelle Mall will bring the Home & Leisure node closer to the mall with the creation of new boxes to host new brands, thus enhancing our offering.

Still, at Bagatelle, the waste recycling process will be improved with the first biogas station and water recycling with a connection to the Wastewater Management Authority.

Continuous improvement of the operational excellence:

- ▶ Monitoring of critical assets via IoT sensors to reduce downtime.
- ▶ Focusing on Business Continuity and process optimisation.
- ▶ Pursuing initiatives to reduce carbon footprint.

Ascencia plans to make progress on its Sustainability Roadmap in 2023 by completing the HVAC (Heating, Ventilation, and Air Conditioning) system at Bagatelle Mall, with the objective to alleviate tenants' occupancy costs and reduce energy consumption by 20%.

As part of its digital strategy, Ascencia is well on track with the development of a CRM platform. The challenges and objectives are to centralise several aspects of asset management and improve efficiency, visibility and tenant relations.

PROPERTY DEVELOPMENT AND AGRIBUSINESS

Agría's activities are established in the South West of Mauritius, more particularly in the region of Bel Ombre. Incorporated on 22 June 1910, the company (formerly known as Compagnie Sucrière de Bel Ombre) was engaged in the cultivation and transformation of sugar cane. A complete reengineering of the Bel Ombre region was initiated in 1999 with the closing of its milling operations. With a new vision of transforming the zone into a quality hospitality and leisure zone, a master plan was implemented to set up exclusive leisure and property developments whilst pursuing sugar-cane cultivation and agricultural diversification. The company now operates in property development and management, agriculture, smart farming, retail and landscaping.

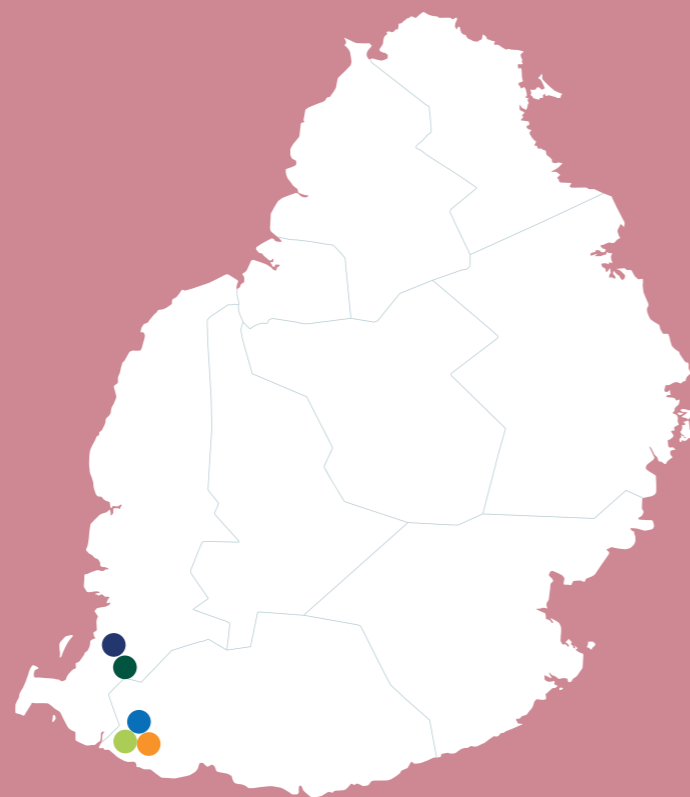
Under Rogers' management, Agría Ltd also runs Case Noyale Ltée (CNL) and Les Villas de Bel Ombre Ltd (LVBO).

Case Noyale Ltée covers 955 hectares (Ha) of land in Case Noyale and Chamarel with its main revenue-generating activity being the Chamarel Seven Coloured Earth Geopark and the Café de Chamarel.

Les Villas de Bel Ombre is the property development arm which markets residences within a golf and lifestyle resort open to both local and foreign ownership. The residences are sold under the Heritage Villas Valriche brand name, an Integrated Resort Scheme of 288 units over 105 Ha of land along Le Château Championship Golf Course.

Agría's objective is to transform Bel Ombre into a world-class leader in sustainable living and agri-tourism destination. The ambition is to position Bel Ombre as a great place to live, work, play, learn and visit; a land where nature and people thrive. The 2,080 Ha of unspoiled nature in the South West of Mauritius held by Agría intends to become the reference in Sustainable Tropical 'Art de Vivre'.

Please refer to Agría's case study on Bel Ombre on pages 60-61.



Our brands

- ▶ shop.agria.mu
- ▶ Bel Ombre, Lamer, Later, Lavi.
- ▶ Place du Moulin
- ▶ Café de Chamarel
- ▶ Heritage Villas Valriche
- ▶ Le Chasseur Mauricien

Investments

- ▶ FMVV Immobilier Ltée
- ▶ Jacotet Bay Ltd
- ▶ Saint Marie Crushing plant Ltd

Key figures

5,146

deers

302

team members

32 Ha

of nursery activity

7 Ha

under 'smart' agriculture

905,000 m²

of landscaped land under management

261 Ha

under sugar cane cultivation and 940 tons of sugar

3,040 Ha

of land on the South West coast of Mauritius

Transition of Agría

Agría is now entering a new era, and its operating model will transition to become a sustainable grower, farmer and property developer, built over three pillars:

- ▶ **Smart agriculture** to transform our own agriculture and to train local farmers to grow fruits and vegetables responsibly by promoting zero-kilometre farm-to-fork food to supply the local population, hotels, and restaurants of Bel Ombre;
- ▶ **Smart farming** activities will be based on the local production of deer meat to initiate a substitution process from imported meat to locally produced and healthier meat.
- ▶ The **'Sustainable Smart Village'** is a responsible master-planned project that intends to promote the regeneration and conservation of the Bel Ombre area by developing responsible agri-tourism and property.

The process is end-to-end integrated, from training to market opportunities for local growers whilst positioning Mauritius, particularly the Bel Ombre Region, as a sustainable tourist destination. These activities will positively contribute to the promotion of food security in Mauritius and the inclusion of the local community in the region's development.

REVENUE

MUR 554m

▼ 19% over last year

EBITDA*

MUR 10m

▼ 85% over last year

PAT*

MUR (53)m

▼ 2% over last year

In Rs million	REVENUE		PAT*	
	FY22	FY21	FY22	FY21
Real Estate	334	536	36	70
Agribusiness	169	144	(113)	(106)
Leisure	51	3	24	(18)
Total Property Development and Agribusiness excluding investment	554	683	(53)	(54)
Investments	-	-	-	3
Total	554	683	(53)	(51)

* excluding other gains and losses

Strategic Objectives for FY22

- ▶ Complete review of existing operations.
- ▶ Identify market opportunities to turnaround loss-making operations with direct sales to consumers and development of new markets.
- ▶ Identify specific land assets with potential for sales to reduce the overall debt situation of Agría.
- ▶ Initiate the process of long-term property development to build a pipeline of recurrent profitable projects.
- ▶ Identify opportunities to optimise revenue generation at Chamarel Seven Coloured Earth Geopark.
- ▶ Restructure Agría's support services (Finance, HR, IT).

FY22 Highlights

- ▶ Our Agribusiness revenues saw increases of MUR 25m due to the gradual recovery of the travel and tourism industry, and driven by the increased sale of deer meat, palms and coffee to the hotels and leisure industry. However, increases in prices due to a high inflation environment and a one-off write-off of deferred expenditure have impacted our results.
- ▶ With the non-materialisation of a sale of land during the financial year, the Property Development and Agribusiness showed a loss after tax of MUR 53m compared to a loss after tax of MUR 51m for FY21.
- ▶ Sugar and landscaping operations were negatively impacted by operational costs increases due to external factors (fertilisers and transport). In contrast, smart farming operations managed to mitigate losses with measures to shorten sales circuits and promote value-added transformed products.
- ▶ CNL's improved performance followed the reopening of our frontiers and the renewed number of visitors at Chamarel Seven Coloured Earth geopark.
- ▶ LVBO's performance remained satisfactory with increased sales of the number of units, although sales value was lower due to the more significant proportion of land sales compared to villa sales.

Customer Centricity

- ▶ The nature of Agría's business is changing fundamentally. We are at the early stage of the strategic reflection on putting our customers first and creating a long-term relationship.
- ▶ Online Sales of our products through shop.agria.mu is the first step in enhancing our clients' experience which started during the Covid-19 period.
- ▶ Efforts are being made to review customer satisfaction at each level of our business with surveys planned for FY23 in retail and smart farming.

Prosperity - People - Planet

Prosperity

Agría has entered a transition period with a plan to reassess its strategic orientation. Within such context, financial results have not shown improvements especially in an inflationary environment and a one-off deferred expenditure negatively affecting the results.

However, measures are being implemented to reduce losses to reach a breakeven situation at the operational level by FY24 and return progressively to profitability by FY25.

People

We have initiated a virtuous circle of people's growth in the Bel Ombre region, whereby the low-rise and low-density, property developments generate resources to finance sustainable agriculture training for vulnerable local populations.

The output of these initiatives will be sold to the neighbouring hotels, thus allowing those neo-entrepreneurs to replicate this cycle.

Planet

Soil regeneration, responsible agriculture and healthy foods are part of Agría's programme to promote Bel Ombre as a sustainable destination.

Pilot projects such as "Le Potager du Château" have already started as a zero-fertilizer – zero-kilometre potager and will be replicated around the estate.

Long-term Objectives

The management is actively working to transform Agría into a profitable company with reshuffled teams and operations, integrated and harmonious property development that will enhance the value of land, our main asset, whilst regenerating and consolidating its ecological value.

Risk and Outcomes

- ▶ Agría has suffered from the continued consequences of the pandemic and is susceptible to climate change. The complex economic factors and challenging market conditions are mitigated by strict cost reduction and containment measures and the transformation of our smart farming and smart agricultural activities geared toward capturing untapped markets in the Group's hospitality cluster.
- ▶ We ensure our financial sustainability by operating a paradigm shift of our agricultural operations and the implementation of C&C initiatives such as a focus on the "farm-to-fork" concept in line with the evolving tourism market towards greener practices and carbon neutral stays, diversification of the market, e.g., high-end customers (B2C) and focus on untapped markets, investment new crops such as banana and papaya.
- ▶ With regard to funding and liquidity, the company focuses on strict debtors management and limited credit facilities to external clients. The average effective cost of debt is tightly monitored; the debtor days are kept shorter than the creditor days. Product costing and pricing are also carefully managed.

Looking Ahead: FY23 Focus and Anticipated Outcomes

A progressive restoration of Agría's profitability will go through:

- ▶ The phasing out of non-strategic loss-making operations;
- ▶ A debt optimisation exercise through the sale of specific land assets;
- ▶ The launching of a 15-years property development programme around the La Reserve Golf Links under a sustainable smart living scheme;
- ▶ The consolidation of the performance of Chamarel Seven Coloured Earth Geopark through better yield management, merchandising and new activities.



we

R

opportunity

How Rogers Manages Risks

1. Overview

Rogers has successfully navigated and emerged more resilient from the Covid-19 pandemic. Management has adopted an agile approach to drive strategic reviews, implement important initiatives and make effective strategic responses. Risk management has been integral to the reviews and the responses as the team has strived to make the best decisions, mitigate significant risks and capitalise on emerging opportunities. The main initiative taken; "Challenge the Status Quo and Collaborate Forward" ("C&C") Programme (refer to "Strategy" Section on pages 48-49), is designed to improve performance, ensure accountability and reinforce the capability to create Meaningful Change within the organisation.

The impacts of the Ukraine-Russia war, significant inflationary pressures and recessionary conditions will require ongoing vigilance to face the ongoing uncertainties. The measures taken to date, backed by the Group's agility and resilience, enabled the Group to be well-positioned to meet the challenging times ahead.



“
Effective and agile risk management practices are an integral part of sustainable and responsible growth.
”

Vivian Masson
Chairman
Risk Management and Audit Committee

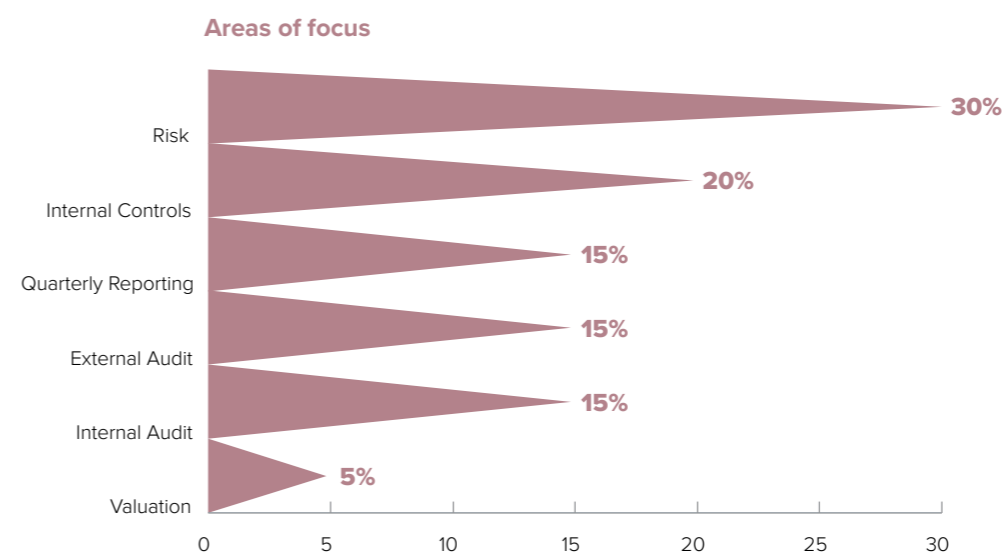
Focus areas of the Risk Management and Audit Committee ("RMAC")

During FY22, the Rogers RMAC performed all the responsibilities required by its Terms of Reference (available on <https://www.rogers.mu/investors/corporategovernance>).

We reviewed the major identified risks of the businesses and the associated responses, quarterly financial performance, internal controls, audit plans and findings (internal and external) and related parties' transactions. Two special meetings were held to deep dive into specific risks, and corresponding strategic responses were evaluated and recommended to the Board.

1. Overview (cont'd)

The time allocated by the RMAC during the year was as follows:



We have received regular reports and information from management, internal auditors and external auditors who attended the Committee meetings by invitation. We have reviewed and are satisfied with the performance of both the internal and external auditors. Hence, we recommended to the Board the re-appointment of our external auditor, Ernst and Young, at the annual meeting of shareholders on 29 March 2022.

RMAC

The Rogers RMAC consists of three members, two of whom are independent (including the Chairman).

All members have relevant financial experience with international exposure and experience across Rogers' business sectors. Members are:

- ▶ Mr Vivian Masson.
- ▶ Mr Thierry Hugnin.
- ▶ Mr Eric Espitalier-Noël.

The average Committee tenure is five years. Seven meetings were held during the year with 90% attendance. The Head of Internal Audit and Risk Management and Chief Finance Executive ("CFE") attend the RMACs. Sessions were held with both Internal and External auditors without the presence of management.

Key Activities FY22

- ▶ Reviewed the adequacy and effectiveness of the organisation's risk management and internal control systems.
- ▶ Held special meetings to review funding risk and corresponding opportunities.
- ▶ Reviewed recommendations of external auditors with respect to internal controls.
- ▶ Discussed critical policies, judgements, estimates and key audit matters with the external auditor. A special RMAC was held to discuss the valuation of investment properties and review the key assumptions.

Priorities for FY23

- ▶ Review risk appetite and risk appetite statements to ensure clarity.
- ▶ Review effectiveness and consistency of risk framework across all sectors.
- ▶ Review integration of risk management into critical decision-making.

The Way Forward

Effective and agile risk management practices are integral to sustainable and responsible growth. The rollout of sound risk management practices across the group will continue to be reinforced.

Internal audit will continue to focus on the areas of most significant risks to the group to provide assurance that mitigating actions and responses are in place.

Last but not least, I would like to thank the RMAC members, the Group's Chief Executive Officer, the Group's CFE, the management team and the Head of Internal Audit and Risk Management and his team for their constant support and commitment throughout the year.

Vivian Masson
Chairman

Risk Management and Audit Committee

2. Risk Framework

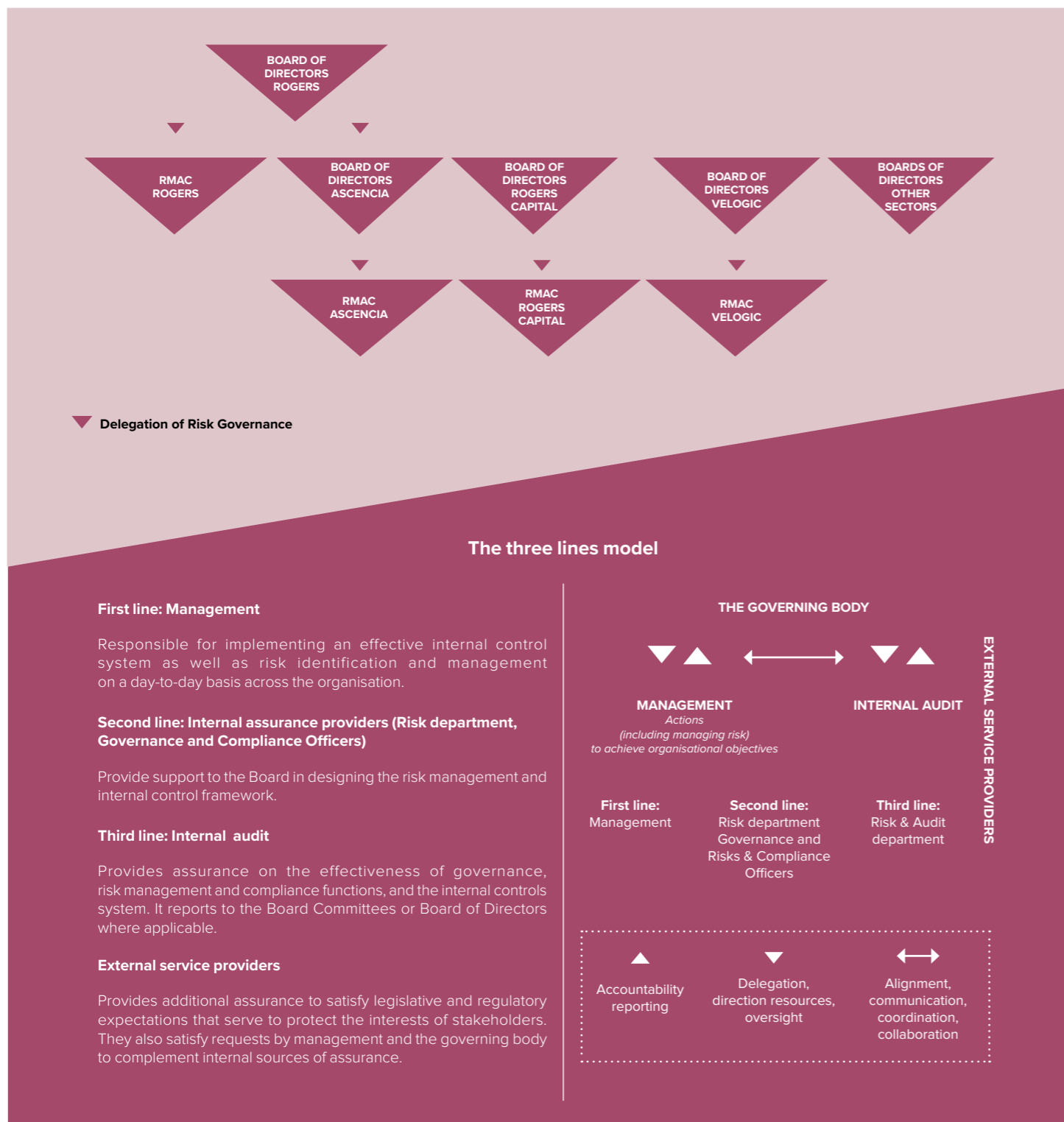
2.1. Risk Management Structure (Governing Body)

The Board of Directors of Rogers is responsible for the governance of risk and for determining the nature and extent of the principal risks the Group is willing to take to achieve its strategic objectives.

The Board of Rogers and the Boards of each Served Markets perform their oversight role in risk management through three established committees. Each committee has its respective Terms of Reference defining its roles and responsibilities.

The risk management organisation of each cluster is designed as most appropriate to the size of the cluster, its business activities and risk profile. Specific sectors have set up a Risk Committee at the management level and appointed risk managers. In other sectors, CFOs are designated as risk champions.

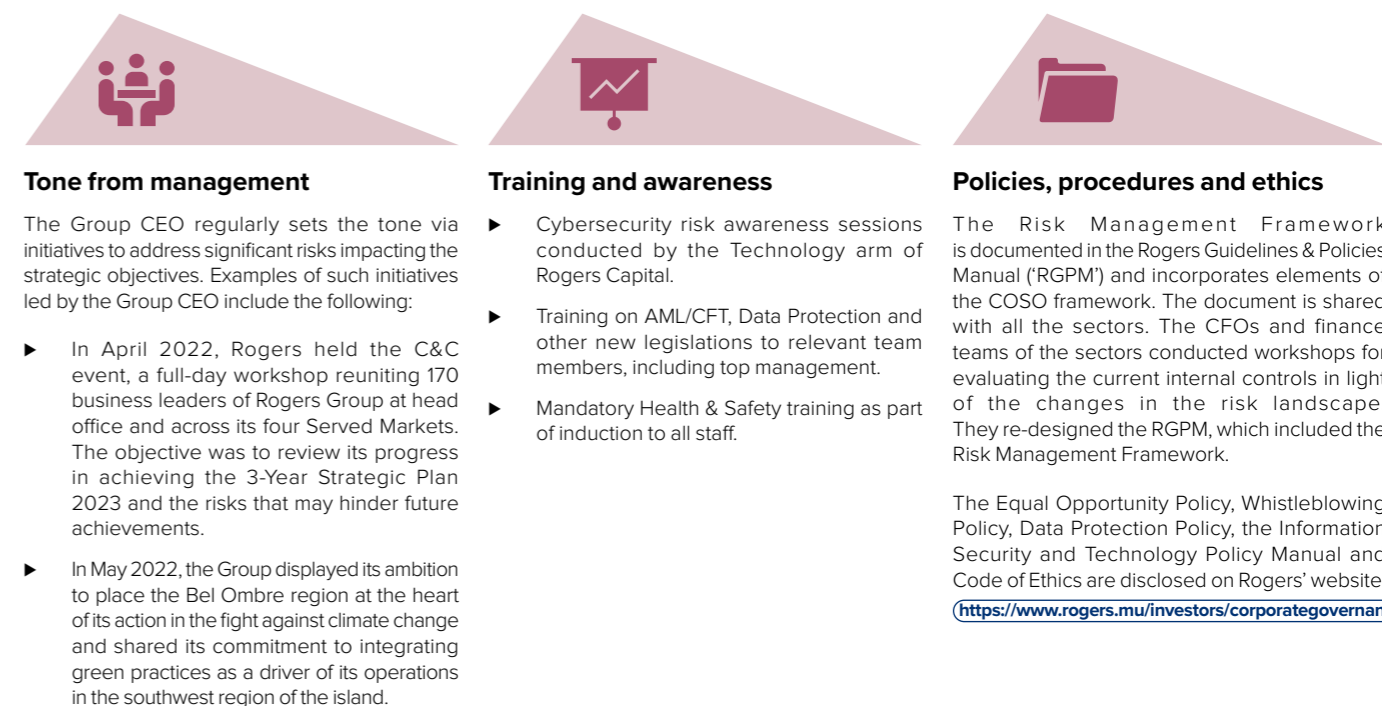
Rogers adopts a three lines model to ensure appropriate governance and safeguard the creation and protection of value.



2. Risk Framework (cont'd)

2.2. Risk Culture

Rogers promotes a robust and pervasive risk culture throughout the Group, which drives the behaviours influencing day-to-day business practices and decision making as illustrated by the diagram below:



2.3. Our Risk Management Journey

Rogers continues to mature in its risk management journey. In 2022, the risk maturity level of Rogers was assessed using the criteria (risk appetite, risk assessment, common language and use of risk information) set out in the Risk Management Maturity Model of the International Professional Practices Framework ('IPPF') of the Institute of Internal Auditors ('IIA'). Based on the maturity level of each sector, Rogers is within the defined level of risk maturity journey.

Achievements in FY22

- Group risk management policy approved by the Board and communicated to all the sectors.
- Risk registers deployed for main companies which previously did not have their own register.
- Risk management committees (management level) set up for priority businesses.
- Risk awareness on cyber security and training on targeted risks such as compliance.

Targets

- Risk management tools and registers to be deployed and effectively used across all companies.
- Risk appetite to be reviewed to ensure clarity.
- Ensure effectiveness of risk management framework across all sectors.
- Embed risk management in key decision making.

2. Risk Framework (cont'd)

2.3. Our Risk Management Journey (cont'd)

Initial: Risk management practices are non-existent or very weak function with no structured approach. Risk management may be at a conceptual stage and mainly not supported by a formal framework or dedicated resources.

Aware: In place, and there is a general understanding in most business areas of the role of risk assessment and risk management at a high level. There is some effort to systematically identify, analyse and treat significant risks at an enterprise level and within large projects.

Defined: Initiated but function not fully developed. The elements of risk management are defined (in form) but not yet implemented through a formal established process and structure.

Managed: Present but still fragmented. A risk management approach is implemented, and most tools and techniques are effectively functional; additional work is required to ensure the overall integration of risk management practices within the Group's activities.

Optimised: Mature and has been embedded in the operations of Served Markets. All framework elements are consistently applied and continuously evolving with the profile of the Group.

2.4. Risk Management Process

The CEO of Rogers Group and Sector CEOs/Managing Directors are risk owners. The CFOs/Finance Managers of Business Units are the designated Risk Champions. The risk management process at Rogers is structured around the following seven stages:

Objectives

The strategic objectives are set by each sector at the time of preparation of the strategic plan and align with the risk appetite set by the Board.

Identification

Internal and external risks that may impact the strategy are identified using both a top-down and a bottom-up approach at the time of preparation of the strategic plan, budget, regular meetings and quarterly performance review.

Analysis

Inherent and residual risks are analysed at the start of the financial year in terms of root causes, consequences and impact. They are categorised as strategic, financial, operational and compliance in the risk register.

Evaluation

Risks are evaluated in terms of likelihood and impact, which could be financial and non-financial. The financial impact of risks is based on a percentage of EBIT and likelihood categories are defined as percentage chances of occurrences. If residual risks are higher than desired residual risks (risk tolerance), then mitigation strategies/actions are discussed and evaluated. Otherwise, opportunities are also identified. Heat maps are used to improve evaluation.

Treatment

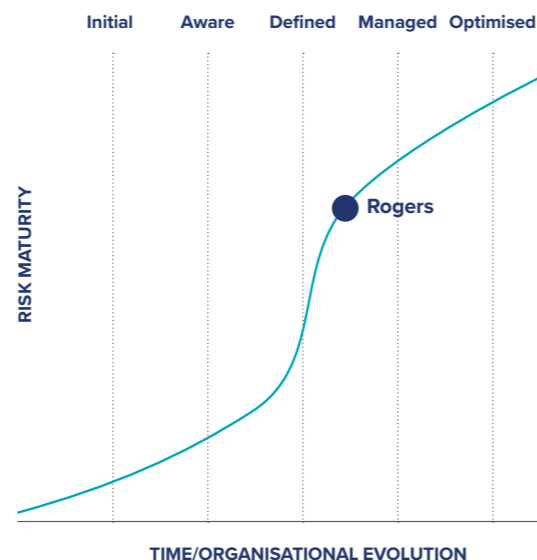
Decisions on mitigating actions are discussed at the Management or Board level depending on the level of risks. The mitigating actions/control procedures are action plans which aim to reduce the risks to a tolerable level. Risks exceeding tolerable levels are transferred to insurance companies.

Monitoring

The monitoring of risks falls under the primary responsibility of Management. However, the Chief Finance Executive, Compliance Officers, Head of Internal Audit and Risk Management and his department are also responsible for risk monitoring.

Reporting

Reporting is at all levels, whereby all team members are aware of the risks involved and escalate such risks to the superior level. Strategic risks are reported to the Group CEOs or CFOs during monthly reviews. CEOs and CFOs report financial and other risks regularly to their respective sector Board.



Objectives

Identification

Analysis

Evaluation

Treatment

Reporting

Monitoring

2. Risk Framework (cont'd)

2.5. Internal Controls

Rogers' internal control framework, which is aligned with the COSO framework, is supported by the Rogers Guidelines & Policies Manual and various Standard Operating Procedures developed by each sector. The first line of defence consists mainly of processes and systems in place and operated by team members. Risk Managers and Compliance officers ensure the first line is working effectively.

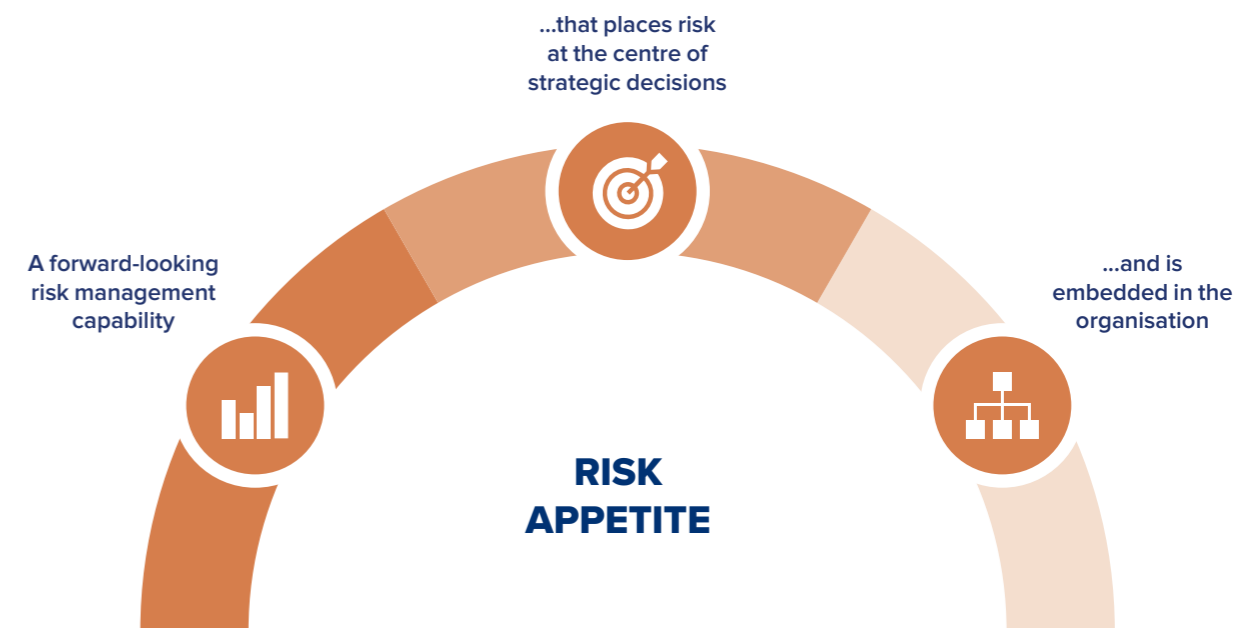
In some sectors, namely, FinTech, Property Investments, Property Development and Hospitality sectors, compliance and risk function have been set up and are operating. Committees at the management level have been set and meet regularly. Procedures manuals which include controls are updated with changes in business activities. Internal controls are reviewed by the internal audit function and external audit regularly.

2.6. Risk Appetite Approach and Framework

The risk appetite is embedded within the policies and procedures of the organisation and applies to key decisions such as investments in new companies, capital expenditures in investment properties and level of borrowings and are subject to the approval of the Board in line with the risk appetite of the sector. For example, the strategic pillars, which include internationalisation, align with the risk appetite of the Group, which seeks to expand in the East African Market. Furthermore, the Board reviewed an investment opportunity in a foreign country for one sector during the year. Also, it approved the divestment in Velogic France in line with their respective risk appetite.

Risk appetite is aligned with strategic objectives that the Group wants to achieve and influences the risk culture, operating style and decision-making of Rogers.

To improve the risk management framework at Rogers, the Board of Directors will embark on a journey to ensure its risk appetite is clearly defined, documented and communicated for each sector.



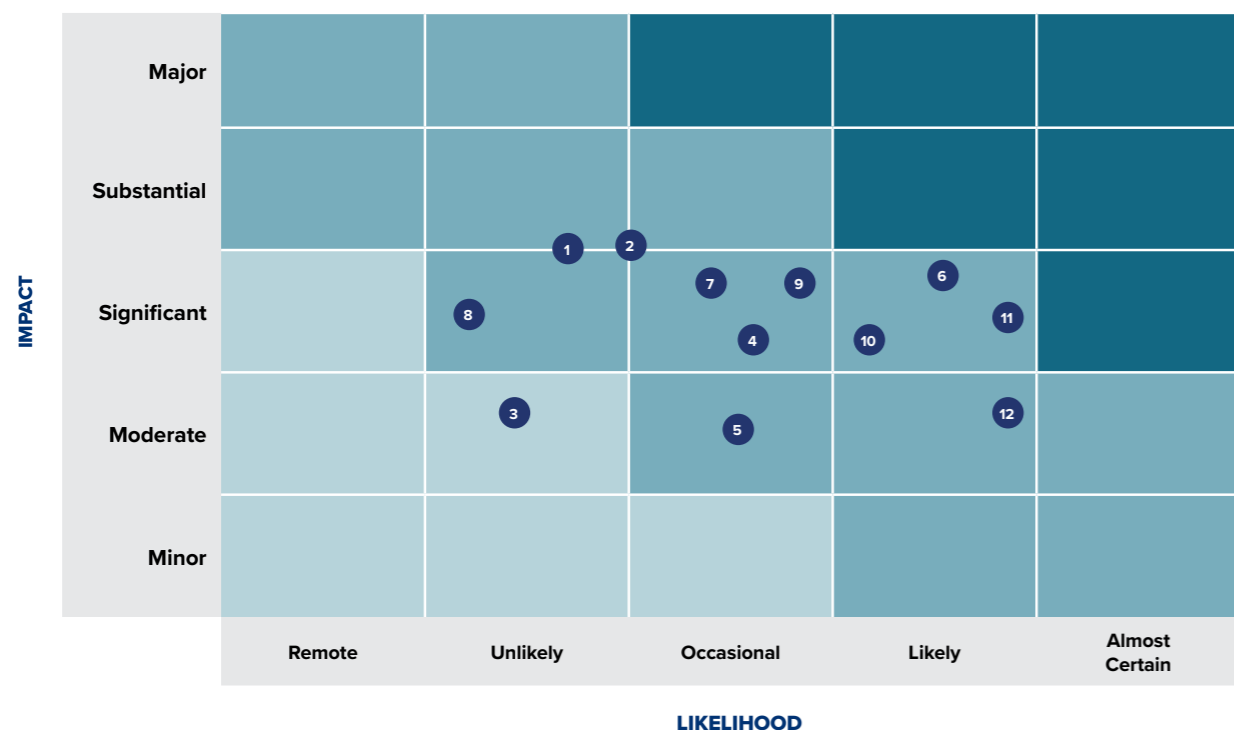
3. Rogers Risk Profile

External and internal risks that pose a threat to the achievement of the strategic objectives or have the potential to erode the value of the Group significantly were analysed in terms of the root cause.

Strategic responses implemented and existing internal controls/strategic responses were also assessed, i.e. whether they effectively mitigate the risks. The residual risk level was compared to its tolerable level to determine whether additional measures were required or not. The top residual risks are represented on a heatmap and discussed further.

Emerging Risks

Emerging risks are identified by management but are not evaluated in terms of likelihood and impact due to the high level of uncertainty involved. These risks identified are monitored and discussed with Group CEO and Directors at the Board level for further actions if needed. Certain emerging risks are not anticipated to be material for the Group. Examples of emerging risks identified are vertical integration of importers, increasing climate change regulations and potential taxes, nuclear and world war and disruptive technology, including cryptocurrency.



- 1 Business Continuity
- 2 Information Security
- 3 Legal and Compliance
- 4 Climate Change
- 5 Talent Engagement
- 6 Economic Deterioration
- 7 Country
- 8 Credit
- 9 Other Financial
- 10 Exchange Rates
- 11 International Conflict
- 12 Competition

Evolution of Risks Forecast

International conflict	▲
Climate Change	▲
Inflation (economic)	▲
Competition	▲

Main changes from last year

Exchange rate	▲
Compliance – AML/CFT	▼
Talent Engagement	▲
Economic Deterioration	▲

Risks, where notable decreases were noted, are further described in terms of actions taken and their effectiveness.

3. Rogers Risk Profile (cont'd)

Risks - How they were managed at Rogers

The effectiveness of the measures implemented should be assessed in the short, medium and long term as the implementation of specific measures straddle over more than one financial year. Examples of risks that were reduced following actions by management include the following:

Risk: Default or inability to replace vacated tenants in shopping malls - Ascencia

Actions taken and their effectiveness: Engagement with tenants through relief plans. Support came through three distinct schemes: rental concessions, safe shopping expenditure, and additional market spend. Moreover, the communication campaigns were enhanced via various channels, including social media platforms. Emphasis was laid on creating unique shopping experiences in line with Shaping Singular Places and lease renewals. As a result, 93% of the gross lettable area was successfully renewed, and the weighted average trading densities improved by 13.9%.

Risk: Non-adherence to AML/CFT laws

Actions taken and their effectiveness: AML/CFT policies and procedure manuals reviewed by the Board of Directors were already implemented for Ascencia, Villas de Bel Ombre and Rogers Capital. Additionally, AML/CFT officers have been recruited and trained to strengthen the AML/CFT function in Global Business. AML/CFT audits carried out in Global business during 2022 revealed no major non-compliance to the applicable laws and legislations, and the majority of recommendations have been implemented.

Risk: Lack of adequate/missing skills in business and capability gaps in current teams. Loss of key personnel

Actions taken and their effectiveness: To fill talent and capability gaps within the Group, several key positions have been filled. For example, the Group recruited a Chief Communication Officer and Chief Commercial Officer, intending to build marketing and communication capabilities. A Chief Revenue & Pricing officer was also recruited. Other key positions that were filled during the year include the recruitment of a Chief Legal and Compliance Executive.

Risk: Inability to sustain loss-making businesses.

Actions taken and their effectiveness: C&C initiative provided a forum for deep dive into the loss-making businesses and activities. With regard to the challenging business and economic environment in France, Velogic sold 70% of its equity shareholding in Velogic France to a new strategic partner with offices in Europe and the US. It will thus create economies of scale, and synergies and provide opportunities.

Looking Ahead

The Board of Rogers understands its oversight role in the effective risk management process. It targets to clarify and document its risk appetite statement. It will continue to work closely with its RMACs to enforce policies and procedures around risks that are consistent with the risk appetite and follow up with management on its implementation. It also aims to place risk management gradually at the centre of decision-making across all sectors and measure the effectiveness of its strategic actions on an ongoing basis.

Strategic Risks

A. Economic deterioration	Sector/Activities Impacted	Strategic Pillars Impacted:	Capitals Impacted:	Trend
	All	Internationalisation, Operational Excellence, Digitalisation		

Principal risks and impacts	Strategic responses
-----------------------------	---------------------

As a result of inflationary pressures:

- The profitability of sectors may be significantly impacted as follows:
 - Rise in the cost of operations (e.g., energy and employee costs).
 - Further increases in the repo rate.
 - Changes in customer patterns mainly in the consumer finance business and shoppers to the malls.
- Low employee morale due to a decrease in purchasing power.

Focus on the Group's 3-Year Strategic Plan 2023 along with the new market development and continued execution of key strategic pillars. Responses include:

Ongoing measures

- Cost containment.
- Use of market intelligence to respond to changing consumer patterns.

Opportunities

- Diversifying investments in other geographical locations.
- Review the pricing policies.
- Provide compensation to alleviate employees' decrease in purchasing power.

B. International conflicts	Sector/Activities Impacted	Strategic Pillars Impacted:	Capitals Impacted:	Trend
	Hospitality, Logistics, FinTech, Property	Internationalisation, Operational Excellence		

Principal risks and impacts	Strategic responses
-----------------------------	---------------------

With international tension on the rise and the threat of escalation of the current war between Russia and Ukraine to other countries in Europe, the Group anticipates direct or knock-on effects on its revenue due to:

- Disruption in the travel of tourists impacts mainly the Hospitality Served Market.
- Disruption in trade and supply of goods across the Group, mainly the logistics sector and Consumer Finance Business.

The leadership team continues to assess and monitor the evolution of the situation and the potential impact on its strategic objectives closely. Responses include:

Ongoing measures

- Continuously review the sourcing strategy by diversifying the source of supply within the Indian Ocean or purchasing locally where available to reduce dependence on imported products.

Opportunities

- Review target markets in the hospitality sector and diversify where possible.
- Consider increasing the inventory level for essential products to manage potential shortages better.

C. Country	Sector/Activities Impacted	Strategic Pillars Impacted:	Capitals Impacted:	Trend
	FinTech, Travel and Logistics	Internationalisation, Operational Excellence		

Principal risks and impacts	Strategic responses
-----------------------------	---------------------

The recent downgrade by Moody's and adverse media on the country may undermine investors' confidence in Mauritius and adversely impact the expected growth of the Group's investment in the global business sector.

Elections in Kenya and Madagascar may lead to political/social tensions causing disruption in activities of the Logistics and Travel sectors in the territories mentioned.

Ongoing measures

- Constant communication with clients to reassure them on measures taken by authorities to bring back the economic situation into a healthier position. Moody's has maintained the investment grade of the country's banking sector.
- Activate the current business continuity and crisis management plans, including work-from-home arrangements.

D. Competition and market	Sector/Activities Impacted	Strategic Pillars Impacted:	Capitals Impacted:	Trend
	All	All		

Principal risks and impacts	Strategic responses
-----------------------------	---------------------

Retaliation of competitors in some markets in terms of pricing or new entrants may result in loss of market share and profitability.

Markets where competition is believed to be a potential threat to the achievement of strategic objectives are the Hospitality, Consumer Finance Business and Property Investments.

The RMAC and Boards of specific sectors review the risk and the response to the threat. The Group's position in the market has been consolidated with strategic developments, recruitment of communication and marketing resources and innovation brought with new concepts. Opportunities for cross-border expansion are also considered in other markets to provide sustained growth to all our stakeholders.

Ongoing measures:

- Recruitment of high-calibre professionals in communication and marketing functions in hospitality and at the Corporate Office.
- Review of strategic positioning and digitalisation of processes in the Consumer Finance Business.
- Extension of Bagatelle Mall with the new concept of "42 Market Street" and the strategic linkage of the metro with Phoenix Mall.
- Rebranding exercise underway.

Opportunities

- Geographic expansion.

Financial Risks

A. Exchange rates	Sector/Activities Impacted	Strategic Pillars Impacted	Capitals Impacted	Trend
	Hotels, Logistics, Property Development, Global Business	All		

Principal risks and impacts	Strategic responses
-----------------------------	---------------------

Appreciation or depreciation of the Mauritian rupee against the currencies to which the Group is exposed (EUR mainly in the hospitality sector, USD in the global business, logistics and development properties and GBP in the sugar packing activities) may lead to exchange gain or losses depending on the net exposure to those currencies.

Ongoing measures:

- Monitoring the currency position and use of currency forwards as mitigating measures.
- Hedging in the freight forwarding sector.

Opportunity

- Consider the option of purchasing locally to mitigate translation differences.

B. Credit	Sector/Activities Impacted	Strategic Pillars Impacted	Capitals Impacted	Trend
	Consumer Finance, Property Investments	Operational Excellence		

Principal risks and impacts	Strategic responses
-----------------------------	---------------------

Delays and/or defaults from debtors resulting from inappropriate credit assessment, lack of monitoring of credit limits, and inadequate follow-up leading to reduced revenue and profitability.

The risk is inherently higher in the Consumer Finance Business.

Ongoing measures

- Implemented credit policies and procedures in each sector.
- Deposits, bank guarantees or assets financed are taken as security.
- An appropriate insurer or agency insures debtors in specific sectors.
- Follow-up is performed regularly by each sector, and debtors' ageing is reported and reviewed monthly and quarterly by the Board of Directors.
- Long outstanding debtors are sent to the attorney.

C. Other financial	Sector/Activities Impacted	Strategic Pillars Impacted	Capitals Impacted	Trend
	All	All		

Principal risks and impacts	Strategic responses
-----------------------------	---------------------

Funding

Lack of adequate financial credibility to obtain funding from financial institutions impacting on the ability to execute current and future projects.

Liquidity

Inability to meet working capital needs, financial obligations and payment of dividends due to insufficient funds resulting from poor cash flow management.

Interest rate

Increase in finance costs resulting from significant increases in interest rate adversely affecting profitability and cash flow.

Funding

Ongoing measures

- Use of financing obtained from the Mauritius Investment Corporation ("MIC") and Covid-19 loan (Hospitality).
- Negotiations with banks partially successful in consumer finance.
- Monitoring and review strategy with the RMAC and Board.

Liquidity

Ongoing measures

- Monitor daily/weekly cash flow position and forecast. Liquidity gaps are identified at early stage and remedial actions taken. Targets are set for monthly recovery.
- Review of financing strategy in the consumer finance business.
- Restructuring of debts in Ascencia.

Interest rate

Ongoing measure

- CARE rating obtained on debts instrument which enables a reduction in cost of finance.

Opportunity

- Review the pricing strategy.

Debt obligation

High level of indebtedness leading to breaches in debt covenants resulting in loss of confidence from providers of finance and inability to raise finance.

Debt obligation

Ongoing measures

- Monitor closely gearing and reduction in the debt level where needed.
- Close monitoring of covenants and negotiation with the bank in cases where covenants cannot be adhered to.

Financial sustainability

Inability to pay dividends and meet shareholders' expectations due to reduced profitability resulting from low-yielding businesses or loss-making businesses (for e.g. agribusinesses, hunting, villa sales, quick service restaurant) and poor-performing investments which are not managed by Rogers.

Financial sustainability

Ongoing measures

- Divestment in loss-making activities (for e.g. Velogic France).
- Rebalance portfolio mix and diversify with new products generating higher profit margins (for e.g. the consumer finance business).

Opportunities

- Agribusiness: Paradigm shift from sugarcane monoculture to a diversified agricultural landscape and property development strategy.
- Hospitality: review strategy of Veranda Tamarin hotel and Domino's Pizza quick service restaurants.

Operational Risks

A. Climate change	Sector/Activities Impacted	Strategic Pillars Impacted	Capitals Impacted	Trend
	All	Sustainable Development		

Principal risks and impacts	Strategic responses
<p>Reduced revenue as a result of business disruption caused by:</p> <ul style="list-style-type: none"> Severe weather conditions impacting agricultural crops, leisure and transport activities. Beach erosion, rising sea levels and coral reef destruction affecting the attractiveness of hotel beaches. Biodiversity loss in Mauritius impacting the country's image as a tourist destination. 	<p>Ongoing measures</p> <ul style="list-style-type: none"> A sustainability charter has been implemented. Awareness sessions conducted by Reef Conservation on marine ecosystem protection. Maintenance work on wave breakers along Bel Ombre coastal line to adapt to rising sea levels. Carbon-neutral stay at Heritage Resorts since October 2021. Measurement of sustainability-related parameters using the Hotel Carbon. Measurement Initiatives tool for carbon footprint study and internal reporting tools. Participation in reforestation initiatives along Jacotet River.

B. Business Continuity	Sector/Activities Impacted	Strategic Pillars Impacted	Capitals Impacted	Trend
	All	All		

Principal risks and impacts	Strategic responses
<p>Fire</p> <p>Fire events (for e.g. the hospitality due to hot work carried out, cooking and smoking in prohibited areas) resulting from the non-adherence to prevention and safety measures leading to disruption in business operations and financial loss.</p> <p>Epidemics/Pandemics:</p> <p>New contagious viruses or variants of Covid-19 and new pandemics such as monkeypox could lead to lockdowns, reduction in business activities and fall in revenue and profitability.</p> <p>Health & Safety</p> <p>Failure to provide a safe environment for team members (for e.g. in the logistics sector, which deals in the handling of dangerous cargo such as chemical products, LPG cylinders and transport of petroleum products) and clients may lead to injuries and death, leading to compensation liabilities, environmental and reputational damages.</p>	<p>Fire</p> <p>Ongoing measures</p> <ul style="list-style-type: none"> Ensure Fire Certificate is valid. Induction course is provided to all team members. Health & safety checks carried out by compliance officers during the year, and major risks are reported to RMAC and Board on a regular basis. Appropriate insurance cover. <p>Epidemics/Pandemics</p> <p>Ongoing measures</p> <ul style="list-style-type: none"> Protocols and crisis committee already in place. <p>Health & Safety</p> <p>Ongoing measures</p> <ul style="list-style-type: none"> Compliance officers carry out regular checks and risk assessments and recommend safety measures to be implemented on a priority level basis. Training on Health and safety measures are provided to team members, including lorry drivers.

C. Information security	Sector/Activities Impacted	Strategic Pillars Impacted	Capitals Impacted	Trend
	All	Digitalisation		

Principal risks and impacts	Strategic responses
<p>Increased use of technology in several sectors exposes these businesses to cyberattacks such as fraudulent phishing attempts, spoofing emails, malware and/or ransomware which can cause disruption in activities, leakage of sensitive information, financial loss, penalties and reputational damage.</p>	<p>Ongoing measures</p> <ul style="list-style-type: none"> Implemented an information and security policy for the Group and communicated the policy to all the sectors. Awareness sessions on cyber threats are carried out for the leadership team. Scanning inbound emails against viruses, malware and other threats, as well as reducing spoofing and phishing attempts. Adhere to the ISO27001 security policies (technology sector). Implement IT security solutions & Security Operation Centre. Transfer risks to insurance companies. Cybersecurity audits are carried out as per the audit plan.

Operational Risks (cont'd)

D. Talent engagement	Sector/Activities Impacted	Strategic Pillars Impacted	Capitals Impacted	Trend
	Hospitality, Technology & Global Business	All		

Principal risks and impacts	Strategic responses
<p>Lack of talent in specific sectors impacting ability of the business to achieve its objectives. The risk is more significant in the following sectors/areas:</p> <ul style="list-style-type: none"> Hospitality: faces challenges in attracting and retaining employees due to the talent war in Mauritius and competition from cruise ships. Global business: confronted with the exodus of resources to other global business jurisdictions. Technology: struggles to find talents with expertise in specific IT areas in Mauritius to deliver on planned projects. 	<p>Ongoing measures</p> <ul style="list-style-type: none"> Implement talent engagement and retention programs that help boost team member morale and productivity. Deploy Recognition Program to boost team member morale. Implement Flexi-job work system to meet the new generations' expectations in the hospitality sector. Listen and maintain constant communication with team members for clarity and engagement.

Compliance Risks

Legal and compliance	Sector/Activities Impacted	Strategic Pillars Impacted	Capitals Impacted	Trend
	All	All		

Principal risks and impacts	Strategic responses
<p>Non-adherence to existing legislation leading to fines, loss of clients and reputational damages for the Directors, the Group and the country.</p>	<p>Ongoing measures</p> <p>Data Protection</p> <p>Data protection audits are carried out with specialist consultants in targeted businesses such as hotels, Property Investments and Global Business. Training is provided, and measures implemented.</p> <p>AML/CFT</p> <ul style="list-style-type: none"> The Group has implemented an AML/CFT policy and framework in relevant sectors, namely Global Business, Property Investments and development and consumer finance. Compliance team in global business has been consolidated with recruitment of qualified resources to ensure robust procedures are in place and ongoing compliance monitoring is carried out throughout the year. At Property Investments and development level, specific compliance procedures are outsourced to the Group's companies.

4. Audit

Internal Audit, its Role and Independence

The Head of Internal Audit and Risk Management leads the internal audit department. It provides an independent assurance that the Group's risk management, governance and internal control processes are operating effectively. It evaluates the internal controls implemented by management to effectively manage risk within the tolerable level established for each significant risk.

The Head of Internal Audit and Risk Management reports the main findings quarterly to the RMACs and Boards of subsidiary companies, including independent Non-Executive Directors ("INEDs"). During the year, he has attended all meetings where risk and internal audit matters have been presented. Significant findings are reported to the main Board of Directors via the Chairman of the RMACs. The Head of Internal Audit and Risk Management meets the Chairman of the RMACs in the absence of management as and when required.

For example, during FY22, the internal audit function served as a consultant in implementing the 'Robotic Process Automation' project for automating the processing of payments for recurring invoices.



Areas Covered by the Internal Audit Team

The internal audit function's scope is agreed upon by the RMACs of Rogers and is reviewed annually. It excludes dormant entities and investment holding companies based on the level of risk involved. It also excludes associates and joint ventures of Rogers. The internal audit functions of these entities are either in-house or outsourced.

The areas to be covered by the internal audit function are formally documented in a risk-based three-year audit plan. The plan takes account of the Group's strategy and changes in the risk landscape. Focus is placed on areas where the risks are significant or anticipated to increase. The plan for FY22-24 was reviewed and approved by the RMAC at the start of FY22. The RMAC revalidates the plan annually. This review will consider any emerging risks that necessitate plan changes.

Role of Internal Audit in Risk Management and Internal controls

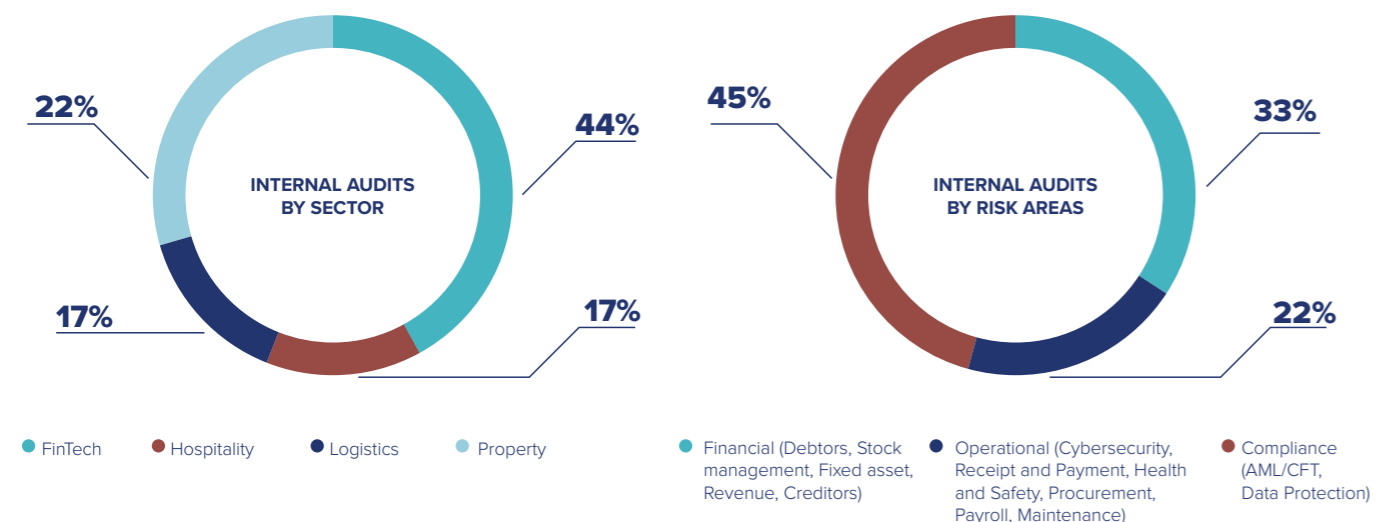
Risk Management

The internal audit function provides assurance to the RMACs or Boards on the review of risks evaluated by management at the start of the year, at the time of the budgeting process and review of the strategic plan. Where required, it may also facilitate the identification and evaluation of risks via workshops with management. The internal audit plan includes an independent audit of the risk management process of the entities under its scope in FY23 and FY24.

Internal control

The 3-Year internal audit plan for FY22 to FY24 includes 80 assignments. Further to border/hotel closures and travel restrictions, the internal audit team achieved 72% of its target set prior to Covid-19. The internal audit team's ability to complete some planned assignments was hampered by border and hotel closures during the first quarter of FY22; with the addition of new resources, the internal audit team targets to increase the number of assignments in FY23. The areas to be covered will be determined in accordance with the audit plan.

The areas audited during FY22 have been aligned to the principal risks identified for the Group and are summarised below:



4. Audit (cont'd)

During the year, a particular focus was placed on compliance risks (AML/CFT) since the Group has investments in the Global Business sector which are exposed to those risks. Other risk areas included cybersecurity, credit and process reviews. There were no restrictions placed over the right of access by internal audit to the employees, management and records of the organisation.

Target dates for implementing recommendations are agreed upon with management based on the level of significance of the risks. Areas that require immediate attention are usually implemented within three months. Other areas are addressed within six months. The level of implementation is followed up by the internal audit team, and the percentage of implementation for FY22 is illustrated in the table.

Number of follow-up audits (2022)	Status on recommendations	
7	Implemented/closed	67%
	In progress*	24%
	Open*	9%

*The recommendations are being addressed by the management

Team Composition

The internal audit team comprises nine members with an average experience of eight years in the relevant field. The team has communication (written, oral and presentation), problem-solving and analytical skills. Additionally, qualified team members keep up to date with industry and regulatory changes and professional standards via Continuous Professional Development (CPDs).

The Head of Internal Audit & Risk Management is a fellow Association of Chartered Certified Accountants (FCCA) member with 20 years of experience in audit, accounting, and finance. He is also a member of the IIA. Refer to page 27 for more details on his profile.

During FY22, the Head of Internal Audit and Risk Management focused on capacity growth by hiring five new team members. The team has been bolstered by the addition of one new Manager, a consultant, seniors and a junior member.

The Manager is a member of the Association of Chartered Certified Accountants with ten years of experience in the auditing field. She has internal audit experience in various sectors, including hospitality, global business, manufacturing, banking and construction.

The Consultant is a member of the Association of Chartered Certified Accountants and is a Certified Internal Auditor with more than 20 years of experience in the auditing field. He has relevant experience in various sectors, including Agricultural, Logistics and Real Estate.

The Lead Internal Auditor has extensive experience in AML/CFT and has been appointed to coach team members in that area.

The internal audit function aims to build its competencies in AML/CFT audits and improve capabilities and confidence in the realisation of its audit plan by utilising the most recent techniques and technology. The diagram illustrates training sessions provided in 2022.

A training plan has been deployed in 2023 to upskill the team in the areas of IT audit, data analytics, risk management, audit documentation and leadership.

Approach and Methodology

The internal audit work is guided by Rogers' internal audit methodology/manual in line with the IIA standards and International Professional Practices Framework (IPPF). The team also adopts an analytic approach to identify high-risk areas and aims to continuously improve its approach in line with the latest developments in information technology.

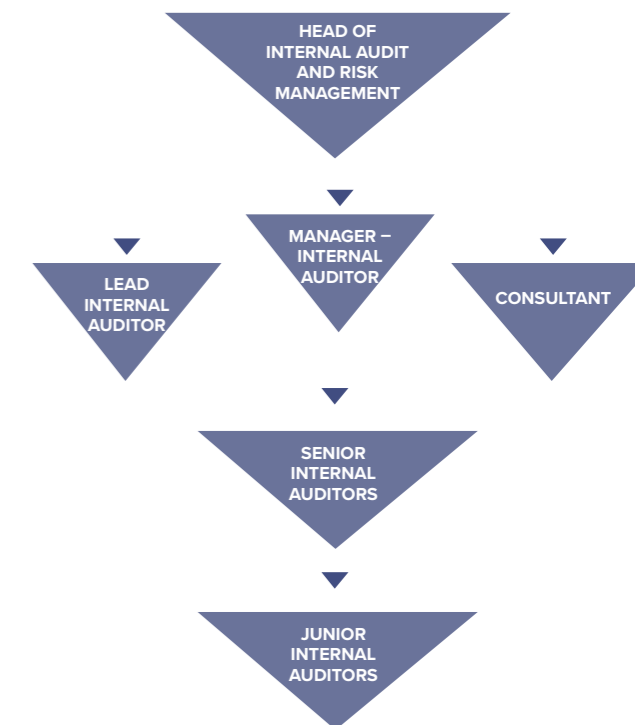
External Audit

Appointment

Ernst and Young was appointed as external auditors for the current financial year at the annual meeting of shareholders.

Effectiveness

The external audit process, planning, observations, recommendations and accounting principles are evaluated and discussed with the RMAC. The external auditor has direct access to the RMAC should they wish to discuss any matters in the absence of management.



Information on the key Internal Audit team members is detailed on the website:

<https://www.rogers.mu/investors/corporategovernance>





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STATEMENT OF COMPLIANCE

To the best of the Board's knowledge, Rogers has complied with the National Code of Corporate Governance for Mauritius (2016).

Signed by

Jean-Pierre Montocchio

Chairman

Date: 30 September 2022

Signed by

Philippe Espitalier-Noël

Executive Director and Chief Executive Officer

SECRETARY'S CERTIFICATE

In my capacity as Company Secretary of Rogers and Company Limited (the "Company"), I hereby confirm that, to the best of my knowledge and belief, the Company has filed with the Registrar of Companies for the financial year ended 30 June 2022, all such returns as are required of the Company under the Companies Act 2001.

Signed by

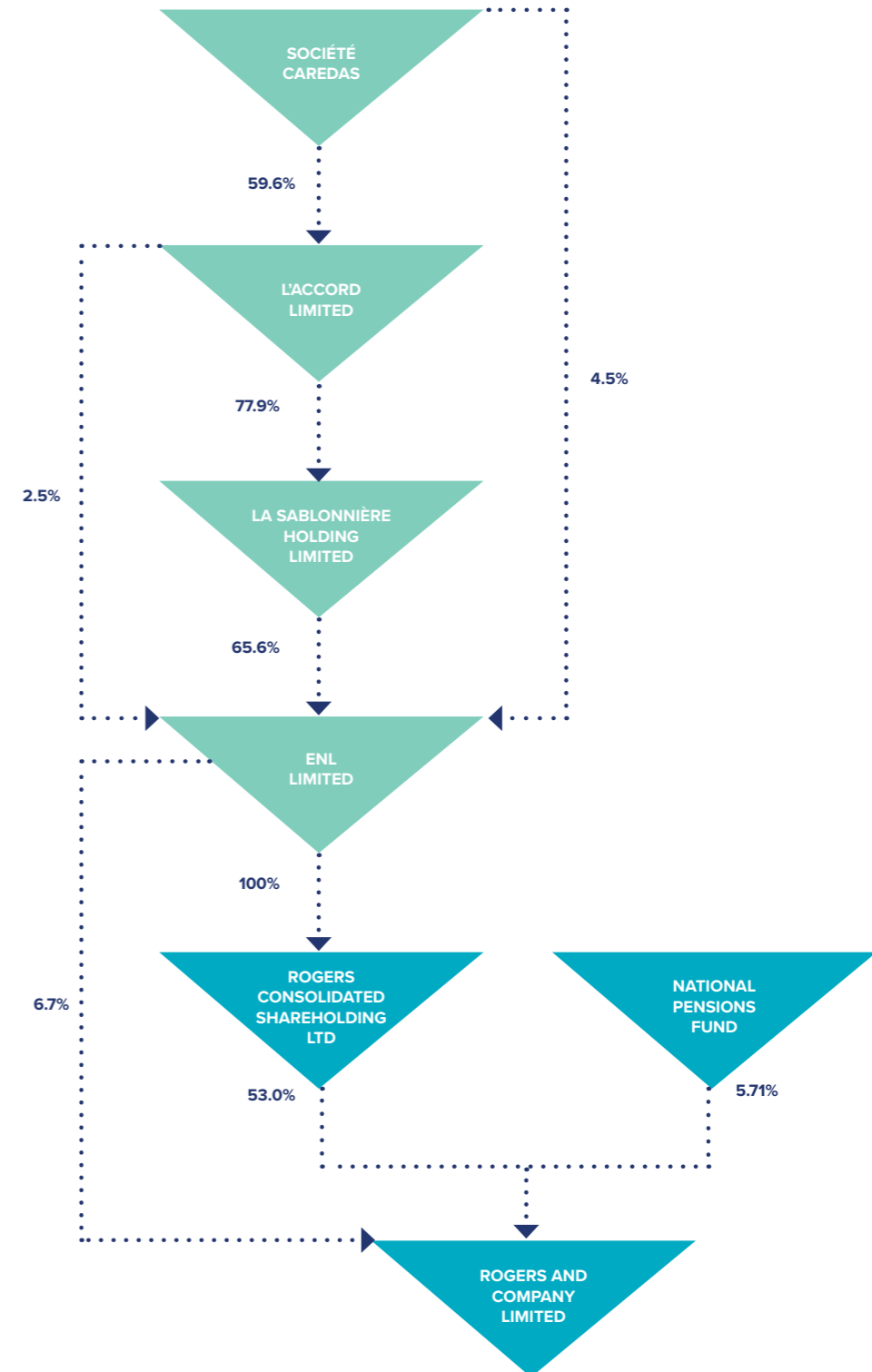
Sharon Ah Lin

Company Secretary

Date: 30 September 2022

Voting Rights

as at 30 June 2022



Other Statutory Disclosures

1. Directors' interests in Rogers and Company Limited (the "Company") and its subsidiaries

Directors

Name	Position	Direct % Shareholding
Mr MONTOCCHIO Jean-Pierre	Chairman	0.0039
Dr ADAM Marie Marc Guy	Director	0.9006
Mr ESPITALIER-NOËL Marie André Eric	Director	0.0168
Mr ESPITALIER-NOËL Marie Edouard Gilbert	Director	0.0240
Mr ESPITALIER-NOËL Marie Hector Philippe	Director	0.0168
Mr ESPITALIER-NOËL Marie Maxime Hector	Director	0.0178
Mr HUGNIN Thierry	Director	0.0008
Mr MAKOOND Deonanan	Director	nil
Mr MAMET Jean Evenor Damien	Director	nil
Mr MASSON Jean Pierre Vivian	Director	0.0254
Mr RUHEE Ashley Coomar	Director	0.0008
Ms. RADHAKEESOON Aruna Lata Vidia	Director	0.0214

Save for Mr. Vivian Masson and Ms. Aruna Radhakeesoon, who hold a direct interest of 0.00428% and 0.0077% in Velogic Holding Company Ltd and Ascencia Limited, respectively, none of the other directors of the Company holds a direct interest in the shareholdings of the other subsidiaries of the Company.

2. There was no major transaction by the Company and any of its subsidiaries for the year under review.

Other Statutory Disclosures (cont'd)

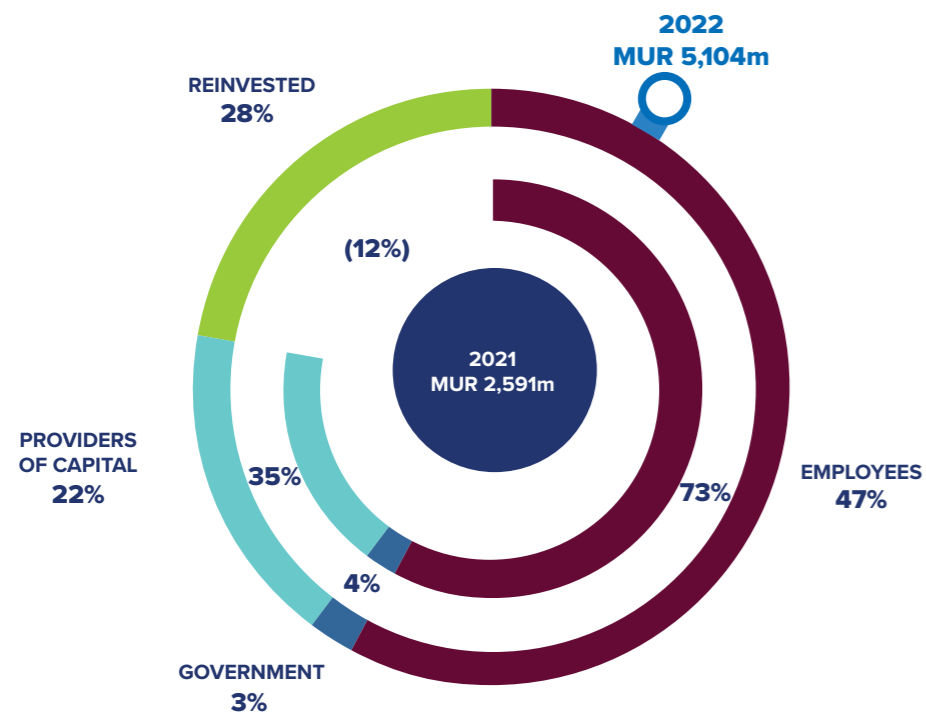
For the year ended 30 June 2022

In Rs million	COMPANY	
	FY22	FY21
DIRECTORS' REMUNERATION & BENEFITS		
Remunerations and benefits paid by the Company to:		
Directors of Rogers and Company Limited		
4 Executive-full time (FY 21: 4)	44.0	31.8
8 Non-executive (FY 21: 8)	4.2	4.2

In Rs million	GROUP		COMPANY	
	FY22	FY21	FY22	FY21
DONATIONS				
Donations made during the year				
Corporate Social Responsibility (2%)	7.9	9.3	-	-
Voluntary	1.7	2.1	1.4	1.9
Political	-	-	-	-
AUDITORS' REMUNERATION				
Audit fees paid to:				
EY	22.8	13.7	5.5	3.4
BDO	9.5	8.6	0.7	-
Other firms	9.9	9.1	1.2	-
Fees paid for other services provided by:				
EY	-	0.1	-	-
BDO	1.6	3.0	-	0.6
Other firms	17.3	17.9	-	0.8

Consolidated Value Added Statement

For the year ended 30 June 2022



In Rs million	FY22	FY21
Revenue	10,713	7,518
Bought-in materials & services	(5,609)	(4,927)
Total value added	5,104	2,591
Applied as follows:		
EMPLOYEES		
Wages, salaries, bonuses, pensions & other benefits	2,395	1,884
GOVERNMENT		
Income Tax	130	103
PROVIDERS OF CAPITAL		
Dividends paid to:		
Shareholders of Rogers & Co Ltd	229	151
Outside shareholders of Subsidiary Companies	308	219
Banks & other lenders - Finance costs	594	545
	1,131	915
REINVESTED		
Depreciation & amortisation	693	748
Retained Profit	755	(1,059)
	1,448	(311)
	5,104	2,591

Note: The above statement excludes any amount of Value Added tax paid or collected.

Directors of Subsidiary Companies

Hospitality

	Arekion Charles Henri Thierry	Bissessur Jitendra Nathsingh	Bouic Joseph Guillaume Karl	Cisneros Gilbert Jean Antoine	Cisneros Maria Antoinette Yolande	Dodds Ryan Matthew	Dupont Danielle Christine	Espitalier-Noël M.A. Eric	Espitalier-Noël M. H. Philippe	Fayd'herbe de Maudave Alexandre	Hugnin De Loppinot Brigitte	Kone-Dicoh Khady-Lika	Mamet M. J. Jean-Pierre	Mamet Jean Evenor Damien	Marrier D'Unienville Jean Albert	Menteath Jonathan Lawrence	Motet Joseph Jacques	Nadassen Kishen	Rey D. A Thierry Hugues	Stedman Richard Sohrab	Tapiès Ibern Jaume
Bagatelle Hotel Operations Company Limited									X												X
BlueAlizé Ltd	R	X						X									X				X
Cap D'abondance Ltd								X													X
CCC LAH Limited																			X		X
Croisières Australes Ltée								X													X
DOMC Ltd								C	R			X					X	X	X		X
Island Living Ltd							A	C	R	X	X		A			A	R		X		A
Seafood Basket Limited								X													X
Sweetwater Ltd								X													X
Sports-Event Management Operation Co Ltd						X		C						X							X
Heritage Events Company Ltd																X					
Heritage Golf Management Ltd						X															
Rogers Hospitality Operations Ltd		A					X	X	X	X	X		X		X		X		X		X
Seven Colours Spa Ltd							X		X												
Rogers Hospitality Training Ltd							X		X												
Adnarev Ltd							X		X												
Veranda Tamarin Ltd			X	X		R							X								X
Rogers Hospitality Management Company Ltd								X		X											X
Rogers Hospitality Property Fund Ltd							X	R	X								X		X		
Rogers Hospitality Group Ltd							X	R	X								X		X		
Hotel Operations Company Ltd							C														X
Restaurant Operations Company Ltd								C													X

C- Chairman

X-In office as director

A-Appointed as director

R-Resigned as director

Logistics

	Abraham Bertrand Denis	Arrowsmith Sarah Carmen	Barbier Vincent Jean Pierre	Bhatt Mehul Hitesh Kumar	Brewis Martin John	Chellapermal Radhakrishna	De Comarmond Marie Maurice André	Driver H. W. Anthony	Elysee David	Espitalier-Noël M.E. Gilbert	Espitalier-Noël M. H. Philippe	Espitalier-Noël H. J. Thierry	Girard Sylvain	Gobindram Shah Nawaz	Humath Rajesh	Hung Han Yun Denis	Jeeawock Gianduth	Kone-Dicoh Khady-Lika	Lagesse Marcel Ernest Clement	Lalsing Krishnaje	Mamet Jean Evenor Damien	Mokar Shah Kirtikumar	Noël Alexandre Jospeth Raoul	Nunkoo Nayendranath	Olivier Vivian	Sangeelee Naveen	Vacher Belinda	Yue Chi Ming Tony		
Cargo Express Madagascar S.A.R.L.						X																								X
Express Logistics Solutions Ltd	X					X									X								X	X						
Freeport Operations (Mauritius) Ltd	X					X									X								X	X						
Logistics Solutions Ltd									X	C									X				X	A						
Velogic Ltd						X								A									X	X						
Velogic Holding Company Ltd		A	X		A			X		C						A	R						X	X	A					
P.A.P.O.L.C.S. Ltd.							X								R			A	A				C	R	X					
Papoi Holding Ltd							X	X															X	X						
Rogers IDS (Velogic France) SA											X																			
Rogers IDS Madagascar SA							X																							X
VSR (Velogic Reunion)																								X						
Velogic Express Reunion SAS						X																	X	X						
Velogic India Private Limited													X										X	X						
VK Logistics Ltd			X																			X	X							
General Cargo Services Limited (Kenya)			X																		X	X	X							
Gencargo (Transport) Limited (Kenya)			X																		X	X	X							
Rogers Logistics International Ltd										X													X	X						
Rogers Logistics Services Company Ltd	X					X									X								X	X						
Southern Marine & Co Ltd																		A					X	X						
Sukpak Ltd		X		X						C	X												X	X						
Velogic Haulage Services Ltd	X					X																	X	X						
Velogic Garage Services Ltd	X					X									X								X	X						
Associated Container Services Limited						X																	C	X						
Rogers Shipping Ltd																		A					X	R	X					
Rogers Shipping PTE Ltd								X	X													X	X							
Global Air Cargo Services Ltd						X									X															

C- Chairman X-In office as director A-Appointed as director R-Resigned as director

Aviation

	Abdoollah Mohammad Fezal	Cassam Raficq	Radhakeesoon Aruna Lata Vidia	Cavalot Rene Claude Vincent	Corroy Marie Sybil Anick	Espitalier-Noël Philippe	Fayd'herbe de Maudave Alexandre	Fakeermahomd Sheik Mohammad Jalloud	Giraud Paul France	Jaunbaccus Ahmed Nawaz Sanaudin	Langlois Gerard Philippe Stephane	Laulloo Mohammad Faiz Hafiz	Mamet Jean Evenor Damien	Masrani Hasu	Patel Kiran	Payen Donald Emmanuel	Ramchurn - Oogarah Soorya Devi
Rogers Aviation Comores S.A.R.L.							X										
Ario Seychelles Ltd							X										X
Rogers Aviation France S.A.R.L.							X										
Rogers Aviation Reunion SARL							X										
Rogers Aviation Kenya Ltd		X					X				X						
Beavia Kenya Limited					X		X							X	X		X
Rogers Aviation International Ltd							X			X	X	X					X
Rogers Aviation Madagascar S.A.R.L.	X						X			X							X
Rogers Aviation Mayotte SARL							X										
Rogers Aviation Mozambique LDA.							X			X							X
Rogers Aviation (Mauritius) Ltd							C					X					
BS Travel Management Ltd							X			X	X						X
RUN TOURISME							X										
BS Travel Management Limitada							X			X							X
Bluesky Mayotte SARL							X										
Bluesky Madagascar SARL	X						X			X							X
Plaisance Air Transport Services Ltd.							C			X	X						
Rogers Aviation South Africa (Proprietary) Limited							X			X							X
Rogers Aviation Holding Co Ltd			R	X		C	X	A		X	X		X			X	
Transcontinent S.A.R.L.							X	X	A	X							

C- Chairman X-In office as director A-Appointed as director R-Resigned as director

Property Investment

	Bissessur Shreeakantsingh	Boshoff Armond	Boyramboli Bojrazsingh	De Robillard Sebastien Marie	De Waal Anton	Espitalier-Noël M.A. Eric	Espitalier Noél M. M. Hector	Espitalier Noél M.H. Philippe	Galea Marie Henri Dominique	Harel, Jerome Guy Antoine	Hart De Keating Christopher	Kawol Danandjay	Lam Kin Teng Dean Allen	Lenoir Gustave E. Jean Pierre	Louw Lucille Helen	Mamet J. E. Damien	Pascal Pierre Yves	Pilot Joseph Michel	Pilot Joseph Marie Johan	Radhakeesoon Aruna Lata Vidia	Sauzier Thierry Raymond	Vacher Belinda	Veerasamy Naderasen Pillay	Wong Choi Wah Jean Arnaud
Ascencia Limited	X	X	R			X	C	X			A	X	X	X	X	X					X	X		
Bagaprop Ltd		R					R							R								X		
Floreal Commercial Centre Limited															R							X		
Foresite Property Holding Ltd							C								X			R						
Motor Traders Ltd																								X
South West Tourism Development Company Limited						X	X	X																
Case Noyale Limitée						X	C	X	X	X				X			R		X	A				
Agria Limited						X	C	X	X	X				X			R		X	A				
Les Villas De Bel Ombre Ltee			X	X	X		C		X								R	X						
Les Villas De Bel Ombre Amenities Ltd					X		C		X															
Terroirs Mauriciens Ltd																	R		A					

C- Chairman X-In office as director A-Appointed as director R-Resigned as director

Financial Services

	Ah Ching Cheong Shaow Woo	Bessoondyal Kevin	Bhoyroo Mohammad Yashinn	Bissessur Shreeakantsingh	Chung Tick Kan Georges	Corneillet Virginie Anne	Espitalier-Noël M.M. Hector	Espitalier-Noël M.H.Philippe	Gopaul Sanjay	Guillaud Philippe Pierre Marcel	Jingree Jayechund	Le Roux Permaloo Hanjali Devi	Leteipan Dave	Li Ting Chung Richard	Magon Georges	Mamet Jean Evenor Damien	Nathoo Roshan	Ndjamba Abessolo Jean Paul	Nunkoo Nayendranath	Radhakeesoon Aruna Lata Vidia	Ramessur Daya Prakash	Ruheer Ashley Coomar	Shah Sharmil Dhanraj	Soowamber Manesha	Teysseudre Michel Claude	Ujoodha Dhanun	Vacher Belinda
Rogers Capital Fin Ltd	X	X																				X					
Enterprise Information Systems Ltd												R						R	X						X		
Globefin Corporate Services Ltd																X											
Globefin Nominees Ltd																X											
Rogers Capital Nominee 2 Ltd																X					X				X		
Roger Capital City Executives Ltd																X					X				X		
Rogers Capital Nominee Ltd																X					X				X		
Rogers Capital Accounting Services Ltd																X							X		X		
Rogers Capital Brokers Ltd																X									X		
Rogers Capital Corporate Services Ltd	X	X	R	X	X	X		X		X						X	X				X						
Rogers Capital Corporate Services (Seychelles) Limited												R				X					X						
RCAP Executives Ltd															X	X											
Rogers Capital Specialist Services Ltd										X						X					X				X		
Rogers Capital Captive Insurance Management Services Ltd																X					C			X			
Rogers Capital Fund Services Ltd		X	X	X												X					C	X	X				
Rogers Capital Finance Ltd	X	X		X	C	X	X								X			R	X								
Rogers Capital Nominee 1 Ltd																X					X			X			
Rogers Capital Investment Advisors Ltd	X	X	X	R																	C				X		

C- Chairman X-In office as director A-Appointed as director R-Resigned as director

Financial Services

	Ah Ching Cheong Shaow Woo	Allagapen Gary Deva	Allas Harold - Dennis Dantes	Bhoyroo Mohammad Yashinn	Chung Tick Kan Georges	Corneillet Virginie Anne	Espitalier-Noël M.M. Hector	Espitalier-Noël M.H.Philippe	Gopaul Sanjay	Guillaud Philippe Pierre Marcel	Hannelas Marie Anabelle Cathie	Harel Simon	Hurkoo Dev Harish	Jeeawock Gianduth	Jingree Jayechund	Mamet Jean Evenor Damien	Nathoo Roshan	Nunkoo Nayendranath	Ruhe Ashley Coomar	Shah Sharmil Dhanraj	Ujoodha Dhanun
Rogers Capital Ltd	X		X	X	X	X	C	X		X			A	X	X				X		
Rogers Capital Management Services Ltd				X	X		X								X				X		
Rogers Capital Payroll Services Ltd																	X			X	
River Court Nominees Limited																	X			X	
Rogers Capital Trustees Services Limited														X	X				X	X	
Rogers Capital Outsourcing Ltd		X	X	X			C					X							X		
Rogers Capital Technology Services Ltd	X		X	X			C	X		X		X							X		
Rogers Capital Tax Specialist Services Ltd		X								X											C

Other Investments

	Ah Ching Cheong Shaow Woo	Bhatt Mehul Hiteshkumar	Bhoyroo Mohammad Yashinn	D'Hotman De Villiers Audrey	Espitalier-Noël M.H.Philippe	Fayd'herbe de Maudave Alexandre	Guillot Sestier Celine	Hannelas Marie Anabelle Cathie	Jeeawock Gianduth	Kone-Dicoh Khady-Lika	Makoond Deonanan	Mamet Jean Evenor Damien	Mangar Binesh	Nadassen Kishen	Nanon Louis Christian	Piat Jean-Marie Alexandre Evenor	Pilot Joseph Michel	Radhakeesoon Aruna Lata Vidia	Robert Francois Richard	Ruhe Ashley Coomar	Sauzier Thierry Raymond	Sophie Marie Wendy Fabiola	Stedman Richard Sohrab
Rogers Foundation Ltd		X	X	X		X	X		C	X		X	X		X	X	R				A	R	
Rogers Corporate Services Ltd				X					A							R							
Vivacis Solidarity Ltd		X	X	X		A	X		X	X					X	X	R	R	X		A	R	
Island Holidays Ltd		A		R	R			X					X	A									R
Rogers Logistics Investment Holding Ltd	R	R						A		A	R								R				

FINANCIAL PERFORMANCE

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DIRECTORS' REPORT FINANCIAL STATEMENTS

The Directors of Rogers are responsible for the integrity of the audited financial statements of the Group and the Company, and the objectivity of the other information presented in these statements.

The Board confirms that, in preparing the audited financial statements, it has:

- (i) selected suitable accounting policies and applied them consistently;
- (ii) made judgements and estimates that are reasonable and prudent;
- (iii) stated whether applicable accounting standards have been followed, subject to any material departures explained in the financial statements;
- (iv) kept proper accounting records which disclose with reasonable accuracy at any time the financial position of the Group and the Company;
- (v) safeguarded the assets of the Group and the Company by maintaining internal accounting and administrative control systems and procedures; and
- (vi) taken reasonable steps for the prevention and detection of fraud and other irregularities.

GOING CONCERN STATEMENT

On the basis of current projections, we are confident that the Group and the Company have adequate resources to continue operating for the foreseeable future and consider that it is appropriate that the going concern basis in preparing the financial statements be adopted.

INTERNAL CONTROL AND RISK MANAGEMENT

The Board is responsible for the system of Internal Control and Risk Management for the Company and its subsidiaries. The Group is committed to continuously maintain a sound system of risk management and adequate control procedures with a view to safeguarding the assets of the Group. The Board believes that the Group's systems of Internal Control and Risk Management provide reasonable assurance that control and risk issues are identified, reported on and dealt with appropriately.

DONATIONS

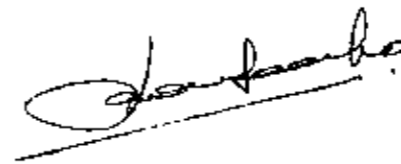
For details on political and charitable donations made by the Company, please refer to page 131.

STATEMENT OF COMPLIANCE

Throughout the year ended 30 June 2022, to the best of the Board's knowledge, Rogers has complied with the Code of Corporate Governance for Mauritius (2016). Rogers has applied the 8 principles set out in the Code and explained how these principles have been applied.

AUDITED FINANCIAL STATEMENTS

The audited financial statements of the Group and the Company which appear on pages 147 to 256 were approved by the Board on 30 September 2022 and are signed on their behalf by:



Jean-Pierre Montocchio
Chairman



Philippe Espitalier-Noël
Executive Director and Chief Executive Officer

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF ROGERS AND COMPANY LIMITED

REPORT ON THE AUDIT OF THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

Opinion

We have audited the consolidated and separate financial statements of Rogers and Company Limited (the "Company") and its subsidiaries (the "Group") set out on pages 147 to 256 which comprise the consolidated and separate statements of financial position as at 30 June 2022, the consolidated and separate statements of profit or loss, the consolidated and separate statements of profit or loss and other comprehensive income, the consolidated and separate statements of changes in equity and the consolidated and separate statements of cash flows for the year then ended, and notes to the consolidated and separate financial statements, including significant accounting policies.

In our opinion, the consolidated and separate financial statements give a true and fair view of the consolidated and separate financial position of Group and Company as at 30 June 2022, and of its consolidated and separate financial performance and consolidated and separate cash flows for the year then ended in accordance with International Financial Reporting Standards 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 applies equally to the audit of the consolidated and separate financial statements.

Key Audit Matter	How the matter was addressed in the audit
<p>Assessment of impairment of investment in subsidiary companies and associate companies.</p> <p>Investment in subsidiary companies and associated companies are stated at cost less impairment in the separate Statement of Financial Position. In the group Financial Statements, investment in associated companies is stated at cost plus post acquisition changes in net assets using the equity method less impairment. The carrying amount recorded for investment in subsidiary companies were Rs 4.8 billion and investment in associated companies were Rs 3.7 billion in the separate Statements of Financial Position. In the consolidated Statement of Financial Position, the investment in associate companies amounted to Rs 5.4 billion.</p> <p>Management reviews regularly whether there are any indicators of impairment of the investment in subsidiary companies and associated companies reported in the separate financial statements and the investment in associated companies reported in the consolidated financial statements by reference to the requirements under IAS 36 and IAS 28 respectively.</p> <p>For the investment in subsidiary companies and associated companies, where impairment indicators exist, management estimates the recoverable amounts of the investments based on the higher of the fair value less costs to sell and the value in use, determined by discounting future cash flows (DCF).</p> <p>As at the year end, the value of certain quoted investment in associated companies based on share price were lower than the carrying amounts included in the financial statements, indicating the existence of an impairment. Management estimated the recoverable amount of these investments by estimating their value in use.</p>	<p>We obtained an understanding, evaluated the design and tested the operating effectiveness of selected key controls over projections of future income, terminal growth rate assumptions, and discount rates related to impairment of investment.</p> <p>Our audit procedures in assessing the impairment of investment in subsidiary companies and associated companies included the following:</p> <ul style="list-style-type: none"> Reviewed management's assessment of impairment of investment in subsidiary companies and associated companies; Obtained an understanding on how the potential impact of Covid-19 were incorporated in the forecasts; Tested the mathematical accuracy of the impairment workings; Inspected published market information on the share price, financial position and performance of the subsidiaries and associates to evaluate management's impairment assessment and to identify whether there were any additional indicators of impairments; Assessed the reasonableness of the forecast used; Evaluated managements' ability to make forecasts by comparing last year's forecast to this year's actual results; Evaluated management's methodology and assumptions used including projections on future terminal growth rate and discount rate assumptions; Performed an independent assessment, through the use of our internal valuation specialists, on the valuation methodology and the appropriateness of key inputs; Ensured that the proper disclosures have been made in the financial statements as per IFRS 13 Fair Value Measurement in terms of hierarchy levels. <p>Disclosures around investment in subsidiary companies and associated companies and related impairments thereon are provided in notes 13 and 14(b) of the financial statements.</p>

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF ROGERS AND COMPANY LIMITED

REPORT ON THE AUDIT OF THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS (CONTINUED)

Key Audit Matters (Continued)

Key Audit Matter (continued)	How the matter was addressed in the audit (continued)
<p>There was uncertainty in estimating the recoverable amount of the investment in subsidiary companies and associated companies, which principally arises from the inputs used in both forecasting and discounting future cash flows. Furthermore, the value in use is highly sensitive to changes in these inputs.</p> <p>The determination of the recoverable amount of the investment in subsidiary companies and associated companies was one of the key judgemental areas in preparing the financial statements due to a combination of the significance of the investment in the subsidiary companies and associated companies and the inherent uncertainty in the assumptions supporting the recoverable amount of these investments. We therefore considered this to be a key audit matter.</p>	
<p>Valuation of investment properties</p> <p>Investment properties amounting to Rs 15.5 billion are carried at fair value in the consolidated Statements of Financial Position with the gains and losses recognised in the statement of profit or loss.</p> <p>The fair values of the investment properties are determined by an external independent valuation specialist and management using valuation techniques which involve significant judgements and assumptions.</p> <p>Inappropriate estimates made in the fair valuation of investment properties would result in a significant impact on the results and on the carrying amount of the properties.</p> <p>Consequently, the valuation of investment properties has been identified to be a key audit matter.</p>	<p>The audit procedures included the following:</p> <p>We performed group oversight procedures across all scoped-in components at each phase of the audit cycle to ensure consistent and robust procedures were in place for the key identified key audit matter. We also provided detailed instructions which included:</p> <p>(a) Work performed by Component auditor</p> <ul style="list-style-type: none"> Obtained, read, and understood the reports from the external management specialist. Tested the mathematical accuracy of the reports and with the help of our valuation team, evaluated the valuation methodology used by the external independent valuation specialists; Involved our valuations specialist in validating the appropriateness of the methodology and assumptions used; Assessed the competence, capability, experience, and independence of the external independent valuation specialist; Held discussions with management, challenging key assumptions adopted in the valuations, including discount rates and reversionary rates, and comparing them with historical rates and other available market data; Reviewed the forecasted data used in the valuations and corroborated the major inputs used in the forecasts such as rental income and operating costs by comparing the actual tenancy information in the underlying contracts and by comparing operating costs; Considered the reasonableness of the inputs and assumptions used in the context of the Covid-19 pandemic; and Reviewed the disclosures about significant accounting judgements and estimates made by management in the financial statements in respect of valuation of investment properties to ensure that the disclosures are in accordance with IAS 40 Investment Property and IFRS 13 Fair Value Measurement. <p>(b) Work performed by Primary auditor</p> <ul style="list-style-type: none"> Performed oversight procedures including the review of working papers of the component auditors relating to the valuation of investment properties including the reports from the component auditors valuation specialists; Performed cross reviews with component auditors and discussed the rationale for the valuation methodology used, main assumptions, sensitivities of the valuation workings to these assumptions, their audit findings and their conclusion on the valuation of investment properties; <p>Disclosures around significant accounting judgements and estimates and required disclosures relating to investment property are provided in note 11 of the financial statements.</p>

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF ROGERS AND COMPANY LIMITED

REPORT ON THE AUDIT OF THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS (CONTINUED)

Key Audit Matters (Continued)

Key Audit Matter (continued)	How the matter was addressed in the audit (continued)
<p>Assessment of impairment of goodwill and market related intangibles</p> <p>The carrying amount of goodwill and market related intangibles recognised in the Consolidated Statement of Financial Position amounted to Rs 955.8 million and Rs 111.7 million respectively as at 30 June 2022.</p> <p>A cash generating unit ("CGU") to which goodwill has been allocated must be tested for impairment at least annually in accordance with IAS 36 Impairment of Assets, by comparing the carrying amount of the CGU, including the goodwill, with the recoverable amount of the unit. The determination of recoverable amount, being the higher of value-in-use and fair value less costs to sell, requires judgment on the part of management in both identifying and then valuing the relevant CGUs.</p> <p>The value-in-use calculations use discounted cash flow (DCF) projections based on financial budgets which involve judgment by management, such as determining the appropriate weighted average cost of capital (WACC), revenue growth rates, gross margins, and operating margins.</p> <p>The ongoing COVID-19 pandemic encompasses uncertainties regarding its duration and the timing of recovery which eventually cause uncertainties on the projections of cash flows and assumptions including growth rate and discount rate.</p> <p>These factors have made the timing and amount of future cash flows more uncertain, when they are already inherently uncertain.</p> <p>These assumptions and estimates can have a material impact on the impairment figure reflected in the consolidated financial statements of the Group. Accordingly, the impairment assessment of goodwill was considered as a key audit matter.</p>	<p>Our audit procedures included the following:</p> <p>We obtained an understanding, evaluated the design and the operating effectiveness of selected key controls over projections of future income, terminal growth rate assumptions, and discount rates related to the impairment of goodwill.</p> <p>In relation to the above, our substantive testing procedures included the following:</p> <ul style="list-style-type: none"> We corroborated the justification of the CGUs defined by management for goodwill allocation; and We obtained the Group's discounted cash flow model that supports the value-in-use calculations and assessed the following: <ul style="list-style-type: none"> (i) the appropriateness of the methodology applied in the Group's annual impairment assessment; and (ii) the assumptions used including projections on future income, terminal growth rate assumptions, discount rates and sensitivity analysis to determine the impact of those assumptions; the management's ability to make forecasts by comparing last year's forecast to this year's actual results. <ul style="list-style-type: none"> Involved our independent valuation specialists in validating the appropriateness of the methodology and assumptions used; Verified the mathematical accuracy of the cash flow models used; Challenged the key judgments by management with reference to historical trends, our own expectations based on our industry knowledge and management's strategic plans given the continuing impact of Covid-19 on the economy; and We also assessed the appropriateness and completeness of the related disclosures in the consolidated financial statements in terms of IAS 36 Impairment of assets. <p>Disclosure of significant accounting judgements and estimates and required disclosure relating to goodwill impairment are provided in note 12 of the financial statements.</p>

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF ROGERS AND COMPANY LIMITED

REPORT ON THE AUDIT OF THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS (CONTINUED)

Other Information

The Directors are responsible for the other information. The other information comprises the information included in the document titled "Rogers and Company Limited Annual Report Year Ended 30 June 2022", which includes Shareholding Structure, Stakeholders Engagement Report, Profiles of Directors, Statement of Compliance, Corporate Governance Report, Risk Management Report, Other Disclosure Information, Financial Performance Contents, Director's Report and the Secretary's Certificate as required by the Companies Act 2001, which we obtained prior to the date of this report, and the Integrated Report which is expected to be made available to us after that date. The other information does not include the consolidated or the 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 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, 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 International Financial Reporting Standards 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.

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF ROGERS AND COMPANY LIMITED

REPORT ON THE AUDIT OF THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS (CONTINUED)*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*

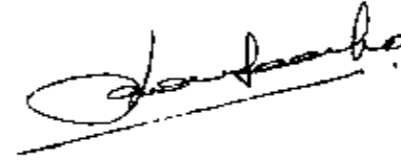
The Directors are responsible for preparing the Corporate Governance Report. Our responsibility under the Financial Reporting Act is to report on the compliance with the Code of Corporate Governance ("the Code") disclosed in the annual report and assess the explanations given for non-compliance with 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***ERNST & YOUNG**
*Ebène, Mauritius**Patrick Ng Tseung***PATRICK NG TSEUNG, A.C.A.**
Licensed by FRC

Date: 30 Septembre 2022

FINANCIAL STATEMENTS

These financial statements have been approved for issue by the board of directors on 30 September 2022.


Jean-Pierre Montocchio
Chairman

Philippe Espitalier-Noël
Executive Director and Chief Executive Officer

STATEMENTS OF PROFIT OR LOSS

Year ended 30 June 2022

In Rs million	NOTES	GROUP		COMPANY	
		2022	2021	2022	2021
Continuing operations					
Revenue from contracts with customers	3	8,000.3	5,349.0	243.6	189.0
Rental and related income	3	1,512.7	1,294.1	22.3	22.4
Interest revenue calculated using effective interest rate (EIR) method	3	225.5	218.1	13.5	17.9
Investment income	3	6.1	8.5	329.4	267.9
Revenue	3	9,744.6	6,869.7	608.8	497.2
Cost of sales		(4,882.2)	(3,563.9)	-	-
Gross Profit		4,862.4	3,305.8	608.8	497.2
Sundry income		173.6	5.5	18.0	0.7
Interest expense - consumer finance business	5	(76.9)	(73.0)	-	-
Administrative expenses	4	(3,608.3)	(3,274.3)	(338.9)	(253.1)
Reversal of (increase in) loss allowance and write off (Impairment losses) reversal of impairment losses on subsidiaries and associated company	17/22/23 13/14	54.0 -	(177.8) (13.0)	0.2 (6.6)	(9.3) 224.9
Fair value movements	11/15/19	615.0	574.1	(17.2)	28.2
Share of results of jointly controlled entities	14	(0.2)	30.6	-	-
Share of results of associated companies	14	395.9	(396.3)	-	-
Profit (loss) before finance costs and other gains and losses		2,415.5	(18.4)	264.3	488.6
Finance costs	5	(594.1)	(544.6)	(152.3)	(160.1)
Profit (loss) before other gains and losses		1,821.4	(563.0)	112.0	328.5
Other gains and losses					
Settlement of pre-existing obligations	6	(41.3)	-	-	-
Gain on bargain purchase	6	24.1	-	-	-
Profit realised on the fair value on contingent consideration	6	-	14.1	-	-
Impairment of goodwill	6	-	(8.8)	-	-
(Loss) profit on disposal of group entities and other financial assets	6	(1.0)	9.2	-	-
Profit on sale of properties	6	15.3	52.7	-	-
Profit (loss) before taxation		1,818.5	(495.8)	112.0	328.5
Taxation	7	(62.8)	(122.5)	-	-
Profit (loss) for the year from continuing operations		1,755.7	(618.3)	112.0	328.5
Discontinued operations					
Profit for the year from discontinued operations	38	2.7	4.0	-	-
Profit on disposal of group entity	38	21.9	-	-	-
Profit (loss) for the year		1,780.3	(614.3)	112.0	328.5
Attributable to					
Owners of the parent - Continuing operations		964.1	(910.1)		
- Discontinued operations		19.9	2.6		
Non-controlling interests		796.3	293.2		
Profit (loss) for the year		1,780.3	(614.3)		
From continuing and discontinued operations					
Basic earnings (loss) per share	8	Rs 3.90	Rs (3.60)		
Diluted earnings (loss) per share	8	Rs 3.77	Rs -		
From continuing operations					
Basic earnings (loss) per share	8	Rs 3.83	Rs (3.61)		
Diluted earnings (loss) per share	8	Rs 3.69	Rs -		

The explanatory notes on pages 155-256 form an integral part of these financial statements.
Auditors' report on pages 142-146.

STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

Year ended 30 June 2022

In Rs million	NOTES	GROUP		COMPANY	
		2022	2021	2022	2021
Profit (loss) for the year		1,780.3	(614.3)	112.0	328.5
Other comprehensive income					
Gains on property revaluation	9	145.2	72.7	-	-
Remeasurements of post-employment benefit assets/obligations	9	(11.1)	78.7	(4.8)	1.4
Gains arising on financial assets at fair value through other comprehensive income	9	66.7	11.5	67.1	11.8
Share of other comprehensive income of associated companies	9	538.5	325.7	-	-
Items that will not be reclassified to profit or loss		739.3	488.6	62.3	13.2
Exchange differences on translating foreign entities	9	31.4	56.6	-	-
Share of other comprehensive income of associated companies	9	41.9	159.3	-	-
Items that may be reclassified subsequently to profit or loss		73.3	215.9	-	-
Other comprehensive income for the year, net of tax		812.6	704.5	62.3	13.2
Total comprehensive income for the year, net of tax		2,592.9	90.2	174.3	341.7
Attributable to					
Owners of the parent		1,711.5	(308.7)		
Non-controlling interests		881.4	398.9		
Total comprehensive income for the year, net of tax		2,592.9	90.2		

The explanatory notes on pages 155-256 form an integral part of these financial statements.
Auditors' report on pages 142-146.

STATEMENTS OF FINANCIAL POSITION

30 June 2022

In Rs million	NOTES	GROUP		COMPANY	
		30 June 2022	30 June 2021 Restated	30 June 2022	30 June 2021
ASSETS					
Non current assets					
Property, plant and equipment (Inclusive of rights of use assets)	10	12,622.2	12,512.3	86.9	72.6
Investment properties	11	15,475.6	13,979.7	169.1	181.2
Intangible assets	12	1,289.9	1,336.5	14.1	13.9
Investment in subsidiary companies	13	-	-	4,783.8	4,783.8
Investment in jointly controlled entities	14	38.8	208.7	-	-
Investment in associated companies	14	5,405.8	4,531.2	3,732.0	3,729.8
Financial assets at fair value through other comprehensive income	15	197.2	186.1	191.7	173.4
Financial assets at fair value through profit or loss	15	222.2	263.0	-	-
Financial assets at amortised costs	16	81.9	66.3	210.4	266.0
Loans and advances	17	1,451.5	1,445.0	-	-
Deferred expenditure	18	-	10.2	-	-
Deferred tax assets	30	82.0	96.9	-	-
Retirement benefit asset	32	36.2	35.5	36.2	35.5
Total non current assets		36,903.3	34,671.4	9,224.2	9,256.2
Current assets					
Consumable biological assets	19	74.2	88.8	-	-
Inventories	20	855.3	498.7	-	-
Prepayments	21	161.3	165.0	12.9	2.9
Loans and advances	17	752.8	827.5	-	-
Contract assets	22	109.1	148.1	-	-
Trade receivables	23	1,274.3	1,297.0	2.4	0.9
Financial assets at amortised costs	16	577.0	729.6	519.5	338.7
Bank balances and cash	35	3,062.8	3,069.5	93.3	205.5
Assets classified as held for sale	42	-	19.1	-	-
Total current assets		6,866.8	6,843.3	628.1	548.0
Total assets		43,770.1	41,514.7	9,852.3	9,804.2

The explanatory notes on pages 155-256 form an integral part of these financial statements.

Auditors' report on pages 142-146.

STATEMENTS OF FINANCIAL POSITION (cont'd)

30 June 2022

In Rs million	NOTES	GROUP		COMPANY	
		30 June 2022	30 June 2021 Restated	30 June 2022	30 June 2021
EQUITY AND LIABILITIES					
Capital and reserves					
Share capital	24	1,260.2	1,260.2	1,260.2	1,260.2
Reserves		9,686.3	8,370.4	3,900.3	3,955.4
Equity attributable to owners of the parent		10,946.5	9,630.6	5,160.5	5,215.6
Non-controlling interests	25	10,852.3	10,501.3	-	-
Total equity		21,798.8	20,131.9	5,160.5	5,215.6
Non current liabilities					
Borrowings	28	11,840.5	13,922.0	2,166.1	3,263.6
Liabilities at fair value through profit or loss	29	325.0	-	-	-
Liabilities related to contracts with customers	34	226.7	197.7	-	-
Deferred tax liabilities	30	904.2	975.8	-	-
Retirement benefit obligations	32	243.8	239.5	45.1	39.2
Total non current liabilities		13,540.2	15,335.0	2,211.2	3,302.8
Current liabilities					
Borrowings	28	4,552.9	2,592.2	1,725.8	551.3
Trade and other payables	33	3,352.3	3,060.2	621.2	583.3
Liabilities related to contracts with customers	34	295.4	182.4	-	-
Income tax liabilities	31	96.9	61.4	-	-
Dividends payable	27	133.6	151.2	133.6	151.2
Liabilities associated with assets classified as held for sale	42	-	0.4	-	-
Total current liabilities		8,431.1	6,047.8	2,480.6	1,285.8
Total liabilities		21,971.3	21,382.8	4,691.8	4,588.6
Total equity and liabilities		43,770.1	41,514.7	9,852.3	9,804.2

The explanatory notes on pages 155-256 form an integral part of these financial statements.

Auditors' report on pages 142-146.

STATEMENTS OF CHANGES IN EQUITY

Year ended 30 June 2022

GROUP									
In Rs million	NOTES	Share capital	Capital reserves	Revaluation reserves	Translation reserves	Retained earnings	Attributable to owners of the parent	Non-controlling interests	Total
At 1 July 2020		1,260.2	(3.8)	3,773.5	(143.0)	5,203.3	10,090.2	9,846.1	19,936.3
Convertible bonds issued to non-controlling interest		-	-	-	-	-	-	467.4	467.4
Effect on issue of shares		-	-	-	-	-	-	7.6	7.6
Dividends	27	-	-	-	-	(151.2)	(151.2)	(218.7)	(369.9)
(Loss) profit for the year		-	-	-	-	(907.5)	(907.5)	293.2	(614.3)
Other comprehensive income for the year	9	-	-	149.2	184.0	265.6	598.8	105.7	704.5
Transfers*		-	1.6	(17.4)	(6.8)	22.6	-	-	-
Disposal of group companies		-	-	(19.8)	(2.0)	22.1	0.3	-	0.3
At 30 June 2021		1,260.2	(2.2)	3,885.5	32.2	4,454.9	9,630.6	10,501.3	20,131.9
At 1 July 2021		1,260.2	(2.2)	3,885.5	32.2	4,454.9	9,630.6	10,501.3	20,131.9
Effect on issue of shares		-	-	-	-	-	-	212.5	212.5
Dividends	27	-	-	-	-	(229.4)	(229.4)	(307.8)	(537.2)
Profit for the year		-	-	-	-	984.0	984.0	796.3	1,780.3
Other comprehensive income for the year	9	-	-	679.7	20.6	27.2	727.5	85.1	812.6
Transfers*		-	-	(30.6)	-	30.6	-	-	-
Changes in ownership interests in subsidiaries that do not result in a loss of control	26	-	-	-	-	(166.2)	(166.2)	(435.1)	(601.3)
At 30 June 2022		1,260.2	(2.2)	4,534.6	52.8	5,101.1	10,946.5	10,852.3	21,798.8

* In 2022, transfers relate to adjustment in reserves realised upon a transfer of building from property, plant and equipment to investment property and an adjustment in reserves of an associated company. In 2021, transfers relate to adjustments in reserves of an associated company.

STATEMENTS OF CHANGES IN EQUITY (cont'd)

Year ended 30 June 2022

COMPANY					
In Rs million	NOTES	Share capital	Revaluation reserves	Retained earnings	Total
At 1 July 2020		1,260.2	67.2	3,697.7	5,025.1
Dividends	27	-	-	(151.2)	(151.2)
Profit for the year		-	-	328.5	328.5
Other comprehensive income for the year	9	-	11.8	1.4	13.2
At 30 June 2021		1,260.2	79.0	3,876.4	5,215.6
At 1 July 2021		1,260.2	79.0	3,876.4	5,215.6
Dividends	27	-	-	(229.4)	(229.4)
Profit for the year		-	-	112.0	112.0
Other comprehensive income for the year	9	-	67.1	(4.8)	62.3
Transfers		-	(2.8)	2.8	-
At 30 June 2022		1,260.2	143.3	3,757.0	5,160.5

The explanatory notes on pages 155-256 form an integral part of these financial statements.

Auditors' report on pages 142-146.

The explanatory notes on pages 155-256 form an integral part of these financial statements.

Auditors' report on pages 142-146.

STATEMENTS OF CASH FLOWS

Year ended 30 June 2022

In Rs million	NOTES	GROUP		COMPANY	
		2022	2021	2022	2021
OPERATING ACTIVITIES					
Cash generated from (used in) operations	36	2,397.8	739.1	(86.1)	499.7
Interest received - consumer finance business		211.4	199.1	-	-
Interest paid - consumer finance business		(76.9)	(71.0)	-	-
Income tax paid	31	(98.4)	(93.3)	-	-
Net cash flows generated from (used in) operating activities		2,433.9	773.9	(86.1)	499.7
INVESTING ACTIVITIES					
Dividends received		107.6	116.1	283.9	259.5
Proceeds from sale of financial assets at fair value through other comprehensive income		48.8	-	48.8	-
Proceeds from sale of financial assets at fair value through profit and loss		15.6	27.1	-	-
Interest received		13.8	23.2	7.9	19.3
Purchase of investment property		(520.4)	(527.7)	(5.1)	(2.7)
Purchase of property, plant and equipment		(682.4)	(383.5)	(17.2)	(1.6)
Proceeds from sale of investment property		248.3	74.0	-	-
Proceeds from sale of property, plant and equipment		70.4	25.1	4.8	0.7
Purchase of intangible assets		(18.4)	(13.2)	(1.5)	(0.2)
Loans granted to financial assets at amortised costs		(37.8)	(2.3)	(22.0)	(25.0)
Loans recovered from financial assets at amortised costs		-	-	10.6	38.6
Purchase of investment in associated companies		(5.3)	(23.6)	(5.3)	(13.8)
Acquisition of subsidiaries net of cash	37	(210.3)	-	-	-
Disposal of subsidiaries net of cash	38	(12.5)	5.8	-	-
Net cash flows (used in) generated from investing activities		(982.6)	(679.0)	304.9	274.8
FINANCING ACTIVITIES					
Proceeds from borrowings		6,889.5	5,000.8	477.6	2.4
Repayment of borrowings		(7,101.3)	(3,360.6)	(570.0)	(502.0)
Proceeds from liabilities at fair value through profit loss		325.0	-	-	-
Payment of principal portion of lease liabilities		(184.7)	(128.4)	(11.5)	(9.7)
Interest paid		(564.0)	(553.0)	(148.3)	(159.6)
Dividends paid to shareholders of Rogers and Company Limited		(247.0)	-	(247.0)	-
Dividends paid to outside shareholders of subsidiary companies		(284.5)	(118.3)	-	-
Acquisition of non-controlling interests		(567.7)	-	-	-
Proceeds from issue of shares by subsidiary companies to non-controlling interests		212.6	475.0	-	-
Net cash flows (used in) generated from financing activities		(1,522.1)	1,315.5	(499.2)	(668.9)
Net (decrease) increase in cash and cash equivalents		(70.8)	1,410.4	(280.4)	105.6
Cash and cash equivalents - opening		2,589.8	1,155.4	205.5	99.9
Effects of exchange rate on cash and cash equivalents		(2.8)	24.0	3.0	-
Cash and cash equivalents - closing	35	2,516.2	2,589.8	(71.9)	205.5

EXPLANATORY NOTES

30 June 2022

1. PRINCIPAL ACCOUNTING POLICIES

The principal accounting policies adopted are disclosed below and in the individual notes to the financial statements:

(a) Basis of preparation

The financial statements comply with the requirements of the Companies Act 2001, the Financial Reporting Act 2004 and have been prepared in accordance with International Financial Reporting Standards ("IFRS") under the going concern basis. These policies have been consistently applied to all the periods presented, unless otherwise stated and where necessary, comparative figures have been amended. The financial statements include the consolidated financial statements of Rogers and Company Limited ("The Company") and its subsidiary companies (collectively referred to as "The Group") and the separate financial statements of the Company. The financial statements are presented in Mauritian Rupees and all values are rounded to nearest million ("Rs million") and to one decimal place, except when otherwise indicated.

The financial statements are prepared under the historical cost convention except that:

- land and buildings are carried at revalued amounts;
- investment properties are stated at fair value;
- financial assets at fair value through other comprehensive income are carried at fair value;
- financial assets and financial liabilities at fair value through profit or loss are carried at fair value;
- retirement benefit asset /retirement benefit obligations are carried at fair value;
- consumable biological assets are valued at fair value and
- non current assets held for sale are carried at the lower of carrying value and fair value less costs to sell.

Note 1 sets out the accounting policies that relate to the financial statements as a whole. The accounting policies apply to both Group and Company unless otherwise stated. Where an accounting policy is specific to one note, the policy is described in the note to which it relates.

New and amended standards and interpretations

The Group applied for the first-time certain standards and amendments, which are effective for annual periods beginning on or after 1 January 2022 (unless otherwise stated). The Group has not early adopted any other standards, interpretation or amendment that has been issued but is not yet effective.

Interest Rate Benchmark Reform – Phase 2 (Amendments to IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS 16)

On August 27, 2020, the IASB published Interest Rate Benchmark Reform – Phase 2, Amendments to IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS 16. With publication of the phase two amendments, the IASB has completed its work in respect to interbank offered rate reform (IBOR). The amendments provide temporary reliefs which address the financial reporting effects when an IBOR is replaced with an alternative nearly risk-free interest rate (RFR). The amendments have no impact on the Group's financial statements.

Covid-19 related rent concessions beyond June 30, 2021

In March 2021, the Board amended IFRS 16 to extend the availability of the practical expedient by one year (2021 amendments). The practical expedient in the 2021 amendments applies to rent concessions for which any reduction in lease payments affects only payments originally due on or before June 30, 2022, provided the other conditions for applying the practical expedient are met. The amendments have no impact on the Group's financial statements.

Standards 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 disclosed below. The Group intends to adopt these new and amended standards and interpretations, if applicable, when they become effective.

IFRS 17 Insurance Contracts

In May 2017, the IASB issued IFRS 17 Insurance Contracts (IFRS 17), a comprehensive new accounting standard for insurance contracts covering recognition and measurement, presentation and disclosure. Once effective, IFRS 17 will replace IFRS 4 Insurance Contracts (IFRS 4) that was issued in 2005. IFRS 17 applies to all types of insurance contracts (i.e., life, non-life, direct insurance and re-insurance), regardless of the type of entities that issue them, as well as to certain guarantees and financial instruments with discretionary participation features. A few scope exceptions will apply. The overall objective of IFRS 17 is to provide an accounting model for insurance contracts that is more useful and consistent for insurers. In contrast to the requirements in IFRS 4, which are largely based on grandfathering previous local accounting policies, IFRS 17 provides a comprehensive model for insurance contracts, covering all relevant accounting aspects. The core of IFRS 17 is the general model, supplemented by:

- A specific adaptation for contracts with direct participation features (the variable fee approach)
- A simplified approach (the premium allocation approach) mainly for short-duration contracts

IFRS 17 is effective for reporting periods beginning on or after 1 January 2023, with comparative figures required. Early application is permitted, provided the entity also applies IFRS 9 and IFRS 15 on or before the date it first applies IFRS 17. The Group has investment in an associated company which operates in both life and general insurance, and it is currently assessing the impact the amendments on the associate's financial statements.

EXPLANATORY NOTES

30 JUNE 2022

1. PRINCIPAL ACCOUNTING POLICIES (cont'd)*Reference to the Conceptual Framework (Amendments to IFRS 3)*

In May 2020, the IASB issued Amendments to IFRS 3 Business Combinations – Reference to the Conceptual Framework. The amendments are intended to replace a reference to the Framework for the Preparation and Presentation of Financial Statements, issued in 1989, with reference to the Conceptual Framework for Financial Reporting issued in March 2018 without significantly changing its requirements.

The Board also added an exception to the recognition principle of IFRS 3 to avoid the issue of potential 'day 2' gains or losses arising for liabilities and contingent liabilities that would be within the scope of IAS 37 or IFRIC 21 Levies, if incurred separately. At the same time, the Board decided to clarify existing guidance in IFRS 3 for contingent assets that would not be affected by replacing the reference to the Framework for the Preparation and Presentation of Financial Statements.

Property, Plant and Equipment: Proceeds before Intended Use (Amendments to IAS 16)

In May 2020, the IASB issued Property, Plant and Equipment – Proceeds before Intended Use, which prohibits entities deducting from the cost of an item of property, plant and equipment, any proceeds from selling items produced while bringing that asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Instead, an entity recognises the proceeds from selling such items and the costs of producing those items, in profit or loss.

The amendment is effective for annual reporting periods beginning on or after January 1, 2022 and must be applied retrospectively to items of property, plant and equipment made available for use on or after the beginning of the earliest period presented when the entity first applies the amendment.

Onerous Contracts – Cost of Fulfilling a Contract (Amendments to IAS 37)

In May 2020, the IASB issued amendments to IAS 37 to specify which costs an entity needs to include when assessing whether a contract is onerous or loss-making.

The amendments apply a "directly related cost approach". The costs that relate directly to a contract to provide goods or services include both incremental costs and an allocation of costs directly related to contract activities. General and administrative costs do not relate directly to a contract and are excluded unless they are explicitly chargeable to the counterparty under the contract.

The amendments are effective for annual reporting periods beginning on or after January 1, 2022. The Group will apply these amendments to contracts for which it has not yet fulfilled all its obligations at the beginning of the annual reporting period in which it first applies the amendments.

Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (Amendments to IFRS 10 and IAS 28)

The amendments address the conflict between IFRS 10 and IAS 28 in dealing with the loss of control of a subsidiary that is sold or contributed to an associate or joint venture. The amendments clarify that the gain or loss resulting from the sale or contribution of assets that constitute a business, as defined in IFRS 3, between an investor and its associate or joint venture, is recognised in full. Any gain or loss resulting from the sale or contribution of assets that do not constitute a business, however, is recognised only to the extent of unrelated investors' interests in the associate or joint venture. The IASB has deferred the effective date of these amendments indefinitely, but an entity that early adopts the amendments must apply them prospectively.

Amendments to IAS 1: Classification of Liabilities as Current or Non-current

In January 2020, the IASB issued amendments to paragraphs 69 to 76 of 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

The amendments are effective for annual reporting periods beginning on or after 1 January 2023 and must be applied retrospectively. The Group is currently assessing the impact that the amendments will have on current practice and whether existing loan agreements may require renegotiation. In July 2021, the Board tentatively decided to defer the effective date of the 2020 amendments to no earlier than 1 January 2024.

Definition of Accounting Estimates - Amendments to IAS 8

In February 2021, the IASB issued amendments to IAS 8, in which it introduces a definition of 'accounting estimates'. The amendments clarify the distinction between changes in accounting estimates and changes in accounting policies and the correction of errors. Also, they clarify how entities use measurement techniques and inputs to develop accounting estimates.

The amendments are effective for annual reporting periods beginning on or after 1 January 2023 and apply to changes in accounting policies and changes in accounting estimates that occur on or after the start of that period. Earlier application is permitted as long as this fact is disclosed.

The amendments are not expected to have a material impact on the Group's financial statements.

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

In February 2021, the IASB issued amendments to IAS 1 and IFRS Practice Statement 2 Making Materiality Judgements, in which it provides 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 to IAS 1 are applicable for annual periods beginning on or after 1 January 2023 with earlier application permitted. Since the amendments to the Practice Statement 2 provide non-mandatory guidance on the application of the definition of material to accounting policy information, an effective date for these amendments is not necessary.

The Group is currently revisiting their accounting policy information disclosures to ensure consistency with the amended requirements.

1. PRINCIPAL ACCOUNTING POLICIES (cont'd)*Deferred Tax related to Assets and Liabilities arising from a Single Transaction - Amendments to IAS 12*

In May 2021, the Board issued amendments to IAS 12, which narrow the scope of the initial recognition exception under IAS 12, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences.

The amendments should be applied to transactions that occur on or after the beginning of the earliest comparative period presented. In addition, at the beginning of the earliest comparative period presented, a deferred tax asset (provided that sufficient taxable profit is available) and a deferred tax liability should also be recognised for all deductible and taxable temporary differences associated with leases and decommissioning obligations.

The Group is currently assessing the impact of the amendments.

Annual Improvements 2018-2020

- IFRS 1 - permits a subsidiary that elects to apply paragraph D16(a) of IFRS 1 to measure cumulative translation differences using the amounts reported by the parent, based on the parent's date of transition to IFRS. An entity applies the amendment for annual reporting periods beginning on or after January 1, 2022. Earlier application is permitted.
- IFRS 9 - clarifies the fees that an entity includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability. An entity applies the amendment for annual reporting periods beginning on or after January 1, 2022. Earlier application is permitted.
- Illustrative Examples accompanying IFRS 16 Leases - removes the illustration of payments from the lessor relating to leasehold improvements in Illustrative Example 13 accompanying IFRS 16. This removes potential confusion regarding the treatment of lease incentives when applying IFRS 16.
- IAS 41 - removes the requirement in paragraph 22 of IAS 41 that entities exclude cash flows for taxation when measuring the fair value of assets within the scope of IAS 41. An entity applies the amendment to fair value measurements on or after the beginning of the first annual reporting period beginning on or after January 1, 2022. Earlier application is permitted.

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

(b) Principles of consolidation

The consolidated financial statements include the Company, its subsidiaries, jointly controlled entities and associated companies. The results of subsidiaries, jointly controlled entities and associated companies acquired or disposed of during the year are included in the consolidated financial statements from the date of their acquisition or up to the date of their disposal. The consolidated financial statements have been prepared in accordance with the acquisition method. The cost of an acquisition is measured as the fair value of the assets given, equity instruments issued and liabilities incurred. Acquisition-related costs are expensed as incurred. The excess of the cost of acquisition over the fair value of the identifiable net assets acquired is recorded as goodwill. If the cost of acquisition is less than the fair value of the identifiable net assets acquired, the difference is recognised in the Statements of Profit or Loss for the current year. The consideration for the acquisition includes contingent consideration arrangement. Where a business combination is achieved in stages, the Group's previously held interests in the acquired entity are remeasured to fair value, with the resulting gain or loss recognised in Statements of Profit or Loss. Amounts previously recognised in Statements of Other Comprehensive Income are reclassified to Statements of Profit or Loss, where such treatment would be appropriate if that interest was disposed. Changes in the Group's interests in subsidiaries that do not result in a loss of control are accounted for as equity transactions. The carrying amounts of the Group's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognised in equity attributable to owners of the Company. When the Group disposes or loses control of a subsidiary, the profit or loss is calculated as the difference between the consideration received, grossed up for any non-controlling interest, and the fair value of assets (including goodwill) and liabilities. If the Group loses control over a subsidiary, it derecognises the related assets (including goodwill), liabilities, non-controlling interest and other components of equity, while any resultant gain or loss is recognised in profit or loss. Any investment retained is recognised at fair value.

In preparing consolidated financial statements, the Group combines the financial statements of the parent and its subsidiaries on a line-by-line by adding together like items of assets, liabilities, equity, income and expenses. Intra-group balances and transactions, including income, expenses and dividends are eliminated in full.

Subsidiaries are all entities, including structured entities, over which the Group has control. The Group controls an entity when it 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.

(c) Impairment of non-financial assets

If the recoverable amount of an asset is estimated to be less than the carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognised as an expense immediately, unless the relevant asset is carried at a revalued amount in which case the impairment loss is treated as a revaluation decrease to the extent of the corresponding revaluation surplus. Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, provided that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised as income immediately, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

(d) Impairment of financial assets

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

EXPLANATORY NOTES

30 JUNE 2022

1. PRINCIPAL ACCOUNTING POLICIES (cont'd)**(e) Foreign currency translation**

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ("functional currency"). The consolidated financial statements are presented in Mauritian Rupees, which is the Company's functional and presentation currency. Foreign currency transactions are translated into Mauritian Rupees using exchange rates prevailing at 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 the Statements of Profit or Loss. Translation differences on non-monetary financial assets and liabilities such as equities held at fair value through profit or loss are recognised in Statements of Profit or Loss as part of the fair value gain or loss. Translation differences on non-monetary financial assets, such as equities classified as financial assets at fair value through other comprehensive income, are included in Statements of Other Comprehensive Income.

The results and financial position of the Group entities that have a functional currency different from Mauritian Rupee are translated into the presentation currency as follows:

- Assets and liabilities for each Statement of Financial Position presented are translated at the closing rate at the reporting date.
- Income and expenses for each Statement of Profit or Loss are translated at average exchange rates.

All resulting exchange differences are recognised in Statements of Other Comprehensive Income within translation reserves.

On disposal of foreign entities, such translation differences are recognised in the Statements of Profit or Loss as part of the gain or loss.

(f) Derivative financial instruments

Derivatives which comprise foreign exchange forward contracts are initially recognised at fair value on the dates the derivatives contracts are entered into and are subsequently remeasured at their fair value. These derivatives do not qualify for hedge accounting. Changes in the fair value of derivatives are recognised immediately in the Statements of Profit or Loss. These derivatives are trading derivatives and are classified as current asset or liability.

(g) Assets classified as held for sale

Assets classified as held for sale are measured at the lower of carrying amount and fair value less costs to sell if their carrying amount is recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only, when the sale is highly probable and the asset is available for immediate sale in its present condition. When the Group is committed to a sale plan involving loss of control of a subsidiary, all of the assets and liabilities of that subsidiary are classified as held for sale when the criteria described above are met, regardless of whether the Group will retain a non-controlling interest in its former subsidiary after the sale.

(h) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the Statements 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.

(i) Government grants

Government grants are recognised where there is reasonable assurance that the grant will be received and all attaching conditions will be complied with. When the grant relates to an expense item, it is netted off against the expense over the period to match the grant on a systematic basis to the costs that it is intended to compensate. Where the grant relates to an asset, it is recognised as deferred income and released to income in equal annual amounts over the expected useful life of the related asset. In light of the Covid-19 pandemic, Wage Assistance Scheme ("GWAS") was introduced by the Government of Mauritius in March 2020 to assist local companies during the lock down period in the payment of salaries to employees. Grants in respect of wages obtained under the Government Wage Assistance Scheme are accounted for in the Statement of Profit or Loss in the period to which the wages relate. A Covid-19 levy arises in the current year and possibly in future periods in cases where the entity achieves chargeable income, a levy payable to the tax authorities is recognised.

(j) Comparatives

Where necessary, comparative figures have been amended to conform with changes in presentation or in accounting policies in the current year.

1. PRINCIPAL ACCOUNTING POLICIES (cont'd)**(k) Significant accounting judgements and estimates**

The preparation of the financial statements requires that management makes estimates, judgements and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Group and that are believed to be reasonable under the circumstances.

Revisions to accounting estimates are recognised in the period in which the estimates are incorporated and in any future periods affected.

Significant areas of estimation, uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements are outlined in the following notes:

Judgements

Note 13 - Investment in subsidiary companies: whether the Group has de facto control over an investee;

Note 14 - Investment in jointly controlled entities and associated companies: whether the Group has significant influence over an investee;

Note 37 - Acquisition of subsidiaries: Whether to apply the acquisition method or predecessor accounting in respect of business combination under common control; and.

Note 47 - Going concern: Whether the Group as a whole has adequate resources to continue in operation for a period of 12 months from the date of approval of the financial statements.

Assumptions and estimation uncertainties

Note 10 - Property, plant and equipment: determining the fair value of property, plant and equipment as part of the revaluation exercise carried out every 3 years;

Note 11 - Investment properties: determining the fair value of investment property;

Note 12 - Intangible assets: impairment test of intangible assets and goodwill: key assumptions underlying recoverable amounts;

Note 15 - Investment in financial assets at fair value: determining the fair value of investments in financial asset on the basis of significant unobservable inputs;

Note 17 - Loan and advances: measurement of ECL allowance for loans and advances: key assumptions in determining the inputs to the ECL model;

Note 19 - Consumable biological assets: determining the fair value of biological assets on the basis of significant unobservable inputs;

Note 22 - Contract assets: measurement of ECL allowance for contract assets: key assumptions in determining the weighted-average loss rate;

Note 23 - Trade receivables: measurement of ECL allowance for trade receivables: key assumptions in determining the weighted-average loss rate; and

Note 32 - Retirement benefit assets/obligations: measurement of defined benefit assets/obligations: key actuarial assumptions.

EXPLANATORY NOTES

30 JUNE 2022

2. FINANCIAL RISK MANAGEMENT

Financial risk factors

The Group's activities expose it to a variety of financial risks, including the effects of changes in debt and equity market prices, foreign currency exchange rates and interest rates.

The Group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the Group. The Group covers to the extent possible exposures through certain economic hedging operations. Written principles have been established for overall risk management, as well as written policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk and investing excess liquidity.

The Group operates internationally and is exposed to foreign exchange risk arising from various major currencies. Group's entities use forward contracts, whenever possible, to hedge their exposure to foreign currency risk. Each subsidiary is responsible for hedging the net position in each currency by using currency borrowings.

In Rs million	GROUP					COMPANY
	EURO	USD	GBP	Rs & others	Total	Rs & others
30 June 2022						
Non current financial assets	-	74.8	-	1,878.0	1,952.8	402.1
Non current financial liabilities	(953.6)	(319.7)	-	(10,892.2)	(12,165.5)	(2,166.1)
Long term exposure	(953.6)	(244.9)	-	(9,014.2)	(10,212.7)	(1,764.0)
Current financial assets	517.1	572.1	68.7	4,509.0	5,666.9	615.2
Current financial liabilities	(342.3)	(596.8)	-	(7,099.7)	(8,038.8)	(2,480.6)
Short term exposure	174.8	(24.7)	68.7	(2,590.7)	(2,371.9)	(1,865.4)
Total exposure	(778.8)	(269.6)	68.7	(11,604.9)	(12,584.6)	(3,629.4)
30 June 2021						
Non current financial assets	-	66.1	-	1,894.3	1,960.4	439.4
Non current financial liabilities	(1,060.7)	(337.7)	-	(12,523.6)	(13,922.0)	(3,263.6)
Long term exposure	(1,060.7)	(271.6)	-	(10,629.3)	(11,961.6)	(2,824.2)
Current financial assets	587.6	549.8	5.5	4,780.7	5,923.6	545.1
Current financial liabilities	(467.1)	(900.3)	-	(4,436.2)	(5,803.6)	(1,285.8)
Short term exposure	120.5	(350.5)	5.5	344.5	120.0	(740.7)
Total exposure	(940.2)	(622.1)	5.5	(10,284.8)	(11,841.6)	(3,564.9)

The sensitivity of the net result for the year and equity with regards to the Group's financial assets and liabilities and the EURO to Rupee, USD to Rupee and GBP to Rupee exchange rate is shown in note 2(a).

(a) Foreign exchange risk

If Rupee had strengthened/weakened by 1% against EURO, USD and GBP the financial impact will be as follows:

In Rs million	GROUP			
	EURO	USD	GBP	Total
30 June 2022				
Profit for the year (+/-)	7.8	2.7	(0.7)	9.8
Equity (+/-)	7.8	2.7	(0.7)	9.8
30 June 2021				
Profit for the year (+/-)	9.5	6.2	(0.1)	15.6
Equity (+/-)	9.5	6.2	(0.1)	15.6

The Company mainly derive its income in Rupees, thus its exposure towards foreign exchange risk is considered to be minimal.

(b) Interest rate risk

The Group is exposed to interest rate risks as income and operating cash flows, generated by the subsidiary companies, are influenced by changing market interest rates. The Group's borrowings and lendings are contracted at fixed and variable rates. The Group manages the risk by maintaining an appropriate mix between floating and fixed rate borrowings.

The sensitivity of the net result for the year and equity to a possible change in interest rates of + or - 0.25%, with effect from the beginning of the year is shown below.

In Rs million	GROUP		COMPANY	
	2022	2021	2022	2021
Profit for the year (+/-)	33.9	42.8	9.6	9.5
Equity (+/-)	33.9	42.8	9.6	9.5

2. FINANCIAL RISK MANAGEMENT (cont'd)

(c) Credit risk

The Group's credit risk arises mainly from leases and other credit facilities made to customers, financial assets carried at amortised costs, contract assets, trade receivables and cash and cash equivalents. The maximum exposure to credit risk at the reporting date is limited the fair value of each class of receivable net of any collateral held. In view of managing its credit risks, the Group has an established credit policy whereby new customers are individually analysed for creditworthiness for each business activity before offering any standard payment delivery terms and conditions. Customers that fail to meet the Group's benchmark creditworthiness may transact with the Group upon lodging of a bank guarantee as a security document or strictly prepaid basis. Further disclosures on credit risk and Expected Credit Losses ("ECL") are provided in the following notes: Note 16 - Financial assets at amortised costs, Note 17 - Loans and advances, Note 22 - Contract assets, Note 23 - Trade receivables and Note 35 - Cash and cash equivalents.

Concentration of credit risk

The Directors consider that there is not significant concentration of credit risk for the Group as the Group operates in diverse sectors and has a wide spread portfolio of customers and credit exposures in Mauritius and in various countries. Additionally, its cash transactions are limited to high credit quality financial institutions.

(d) Liquidity risk

Liquidity risk is the risk that the Group encounters difficulty in meeting the obligations associated with its financial liabilities that are settled by delivery of cash or another financial asset. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities from financial institutions. Due to the dynamic nature of the underlying businesses, the Group treasury aims at maintaining flexibility in funding by keeping committed credit facilities with banks. The Group monitors rolling forecasts of its liquidity reserve on the basis of expected future cash flows.

The table below summarises the maturity profile of the Group's financial liabilities based on contractual undiscounted payments:

GROUP In Rs million	Carrying amount	Less than one year	After one year	After two years	After five years	Contractual undiscounted payments
			and before two years	and before five years		
30 June 2022						
Bank overdrafts	546.6	546.6	-	-	-	546.6
Bank borrowings	5,229.9	2,657.0	780.4	1,529.8	401.0	5,368.2
Convertible bonds	116.5	-	39.0	58.5	175.0	272.5
Redeemable bonds	4,741.0	195.4	196.0	1,176.3	4,991.8	6,559.5
Secured fixed and floating rate notes	4,475.9	1,170.9	149.5	1,831.6	2,437.4	5,589.4
Debentures	158.0	51.6	59.6	67.0	-	178.2
Loans from other companies	77.7	-	77.7	-	-	77.7
Lease liabilities	949.4	149.0	265.1	299.9	356.1	1,070.1
Liabilities at fair value through profit or loss	325.0	13.0	13.0	39.0	357.7	422.7
Trade and other payables	3,352.3	3,352.3	-	-	-	3,352.3
Dividends payable	133.6	133.6	-	-	-	133.6
Financial liabilities maturity profile	20,105.9	8,269.4	1,580.3	5,002.1	8,719.0	23,570.8
30 June 2021						
Bank overdrafts	479.7	479.7	-	-	-	479.7
Bank borrowings	10,023.0	2,694.0	1,996.9	3,115.5	3,083.5	10,889.9
Convertible bonds	127.2	-	39.0	58.5	205.2	302.7
Secured fixed and floating rate notes	4,500.0	170.8	1,158.9	1,362.8	2,972.7	5,665.2
Debentures	189.6	43.0	51.6	126.6	221.2	442.4
Loans from other companies	119.3	69.2	58.3	-	-	127.5
Lease liabilities	992.4	124.9	374.5	225.2	447.2	1,171.8
Trade and other payables	3,060.2	3,060.2	-	-	-	3,060.2
Dividends payable	151.2	151.2	-	-	-	151.2
Financial liabilities maturity profile	19,642.6	6,793.0	3,679.2	4,888.6	6,929.8	22,290.6

Maturity profile has been amended to show the correct allocation of instalment due.

EXPLANATORY NOTES

30 JUNE 2022

2. FINANCIAL RISK MANAGEMENT (cont'd)

COMPANY	Carrying amount	Less than one year	After one year and before two years	After two years and before five years	After five years	Contractual undiscounted payments
30 June 2022						
Bank overdrafts	165.2	165.2	-	-	-	165.2
Bank borrowings	550.0	457.6	101.2	-	-	558.8
Secured fixed and floating rate notes	3,000.0	1,106.4	85.0	1,638.1	556.0	3,385.5
Loans from subsidiary companies	56.7	56.7	-	-	-	56.7
Lease liabilities	76.6	13.9	14.4	43.7	17.1	89.1
Trade and other payables	621.2	621.2	-	-	-	621.2
Dividends payable	133.6	133.6	-	-	-	133.6
Financial liabilities maturity profile	4,603.3	2,554.6	200.6	1,681.8	573.1	5,010.1
30 June 2021						
Bank borrowings	650.0	467.3	104.4	101.1	-	672.8
Secured fixed and floating rate notes	3,000.0	110.0	1,098.1	1,180.3	1,076.8	3,465.2
Loans from subsidiary companies	49.0	50.0	-	-	-	50.0
Lease liabilities	70.0	10.2	10.7	35.3	30.1	86.3
Trade and other payables	583.3	583.3	-	-	-	583.3
Dividends payable	151.2	151.2	-	-	-	151.2
Financial liabilities maturity profile	4,503.5	1,372.0	1,213.2	1,316.7	1,106.9	5,008.8

(e) Derivative financial instruments

At 30 June 2022, the Group had no foreign exchange contracts (2021: nil).

(f) Capital risk management

The capital structure of the Group consists of debts, including all items of borrowings and equity. Total equity comprises all components of equity namely share capital, capital reserves, revaluation reserves, translation reserves, retained earnings and non-controlling interests. The Group monitors capital on the basis of the debt-to-equity ratio, calculated as debt adjusted capital. The Group aims at distributing an adequate dividend whilst ensuring that sufficient resources are maintained to continue as a going concern and for expansion. 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, or sell assets to reduce debt.

In Rs million	GROUP		COMPANY	
	2022	2021	2022	2021
Debt	16,393.4	16,514.2	3,891.9	3,814.9
Equity	21,798.8	20,131.9	5,160.5	5,215.6
Debt/equity ratio	0.75	0.82	0.75	0.73

(g) Sensitivity analysis - equity price risk

The Group is exposed to equity-price risk mainly because of its strategic investments in equity listed companies on the Stock Exchange of Mauritius. The investments are held for medium term and are exposed to fluctuations in the equity market. The Group manages its risk associated with these investments by monitoring the entities' annual financial performance and an analysis of their return on investment. A 5% increase (decrease) in the relevant equity prices will increase (decrease) in equity by Rs 0.4m (2021: Rs 0.3m).

(h) Risk associated with the Group's agricultural activities

The group is exposed to the following risks associated with its agricultural activities namely standing cane, grass, plants, deer farming and palm trees.

(i) Regulatory and environmental risk

The Group has established environmental policies and procedures aimed at compliance with local environmental and other laws.

(ii) Demand and supply risk

The Group is exposed to risks arising from fluctuations in the price and sales volume of standing crop, deer farming and palm trees. When possible, the Group manages this risk by aligning its harvest volume to market supply and demand. Management performs regular industry trend analysis for projected harvest volumes and pricing.

(iii) Climate and other risk

The Group's standing crop and palm trees plantations and deer farming are exposed to the risk of damage from climatic changes, diseases, forest fires and other natural forces. The Group has extensive processes in place aimed at monitoring and mitigating those risks, including regular forest health inspections and industry pest and disease surveys. The Group is also insured against natural disasters such as forest fires, floods and cyclones.

3. REVENUE

Accounting policy

The Group generates revenue primarily from the sale of goods and sale of services made to customers, management fees and fees and commissions. Other sources of income include rental income from owned investment properties, interest income and investment income.

Revenue from contracts with customers

Sale of goods and sale of services

Performance obligations

Revenue from contracts with customers is recognised by reference to each distinct performance obligation in the contract with customers. The Group has identified four served markets namely FinTech, Hospitality, Logistics and Property which contribute in generating most of its revenue from contracts with customers through both sale of goods and sale of services made to customers. The FinTech served market is highly involved in the provision of services relating to actuarial businesses, asset management, global businesses, consumer finance businesses, information technology and payroll. The Hospitality served market sells activities relating to boat cruises, catamaran, sightseeing, golf, general sales agency services for airlines, hotel and spa services, online tour operators and travel agencies. The Logistics served market provides courier services, freight forwarding, packing of special sugars, port related and transport services, shipping services and warehousing. The Property served market engages in agriculture and leisure activities, construction and sale of villas, property investment and rental pool management company.

Timing of revenue recognition

Revenue from contracts with customers is recognised either at a point in time or over time basis depending on the substance of the contract and when the performance obligation is satisfied, that is, when control of the goods or services rendered is actually transferred to the customer.

Revenue is recognised when goods and services are delivered and accepted by the customers.

Revenue is recognised from services provided over time as customers simultaneously receive and consume the benefits provided to them. Each service is considered as distinct and represents a performance obligation. For sale of goods and services recognised over time, the Group uses the input method for determining its revenue recognition. The Group considers this method to be an appropriate measure of the progress towards the complete satisfaction of the performance obligations under IFRS15 - Revenue from contract with customers. For long term contracts where the Group constructs or builds assets for customers, the percentage completion method is used based on the Quantity Surveyor assessment using the output method. This method best reflects how benefits are transferred to the customers as the contracts progress.

Determining transactions price

Revenue from contracts with customers is recognised by reference to each distinct performance obligation in the contract. Revenue from customers is measured at the transaction price, being the amount of consideration which the entity expects to be entitled in exchange for transferring promised goods or services to a customer, net of taxes, returns, rebates and discounts. For contracts with multiple performance obligations, the Group allocates the transaction price based on the stand alone selling price of each distinct goods or services.

Generally, payment terms on revenue to customers are short term and do not include any financing component. Generally, the Group's sale of goods and services are not subject to obligations for returns or similar obligations. The Group has not entered into any material sale transactions where it has provided warranties and related obligations.

Allocating amounts to performance obligations

Each contract has a fixed price which is correspondingly allocated to the performance obligations. Therefore, there is no judgement involved in allocating the contract price to each service rendered in such contracts. Customers are allotted specific credit periods as per their contractual agreements, to settle their invoices.

Other revenues from contract with customers earned by the Group are recognised on the following bases:

Fees and commissions

Fees and commission income that are integral to the effective interest rate on a financial asset are included in the effective interest rate.

Other fees and commission income, including account servicing fees, is recognised over time as the related services are performed.

Other fees and commission income relate mainly to transaction, service fees and merchant discount. Merchant discounts relates to discount received from merchant on financing of credit agreements.

Management fees

Management fees are recognised over time as and when the control of services is transferred to the customer at an amount that reflects the condition to which the Group expects to be entitled in exchange of those services.

Other sources of income include:

Rental income

Rental income is derived mainly from the leasing out of retail areas, storage areas and office spaces. Rental income arising from operating leases on investment properties is accounted for on a straight line basis over the pre-defined lease term as per the individual tenant's respective lease agreement and is included in revenue in the Statements of Profit or Loss due to its operating nature.

Investment income

Investment income is accrued when the shareholders' right to receive payment is established.

Effective interest rate

Interest income are recognised in the Statement of Profit or Loss using the effective interest method. The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to the gross carrying amount of the financial asset.

When calculating the effective interest rate for financial instruments other than purchased or originated credit-impaired assets, the estimates future cash flows considering all contractual terms of the financial instrument, but not ECL. For purchased or originated credit-impaired financial assets, a credit-adjusted effective interest rate is calculated using estimated future cash flows including ECL.

The calculation of the effective interest rate includes transaction costs and fees and points paid or received that are an integral part of the effective interest rate. Transaction costs include incremental costs that are directly attributable to the acquisition or issue of a financial asset or financial liability.

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3. REVENUE (cont'd)**Calculation of interest rate**

The effective interest rate of a financial asset is calculated on initial recognition of a financial asset. In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired). The effective interest rate is revised as a result of periodic re-estimation of cash flows of floating-rate instruments to reflect movements in market rates of interest.

However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

For financial assets that were credit-impaired on initial recognition, interest income is calculated by applying the credit-adjusted effective interest rate to the amortised cost of the asset. The calculation of interest income does not revert to a gross basis, even if the credit risk of the asset improves.

In Rs million	GROUP		COMPANY	
	2022	2021	2022	2021
Revenue is made up of				
Sales of goods	1,281.0	1,038.1	-	-
Sales of services	6,122.4	3,934.9	-	-
Fees and commissions	321.6	142.6	-	-
Management fees and other income	275.3	233.4	243.6	189.0
Revenue from contracts with customers	8,000.3	5,349.0	243.6	189.0
Rental and related income (including rental of equipments)	1,512.7	1,294.1	22.3	22.4
Investment income from equity investments in financial assets at fair value through profit or loss	1.1	1.1	-	-
Investment income from equity investments in financial assets at fair value through other comprehensive income held during the reporting period	5.0	7.4	5.0	7.4
Investment income from subsidiaries, jointly controlled entities and associated companies	-	-	324.4	260.5
Interest revenue calculated using effective interest rate (EIR) method	225.5	218.1	13.5	17.9
Total revenue	9,744.6	6,869.7	608.8	497.2

Generally, the Group's sale of goods and services are not subject to obligations for returns or similar obligations. The Group has not entered into any material sale transactions where it has provided warranties and related obligations.

(a) Timing of revenue from contract with customers

The Group has applied the practical expedient of not disclosing transaction price allocated to outstanding performance obligation on customer contract with duration of less than one year. The Group expects that these will be satisfied within a period of twelve months after year end. For contracts where services are consumed simultaneously as they are delivered, the transaction price is allocated either based on a time basis or on the input basis. For long term contracts where the Group constructs or builds assets for customers, the percentage completion method is used based on the Quantity Surveyor assessment using the output method. For contracts with duration for more than one year the transaction price allocated to unsatisfied performance obligation at 30 June 2022 is Rs nil m (2021: Rs 63.4m).

GROUP In Rs million	Activity	Method used	Measurement	At a point in time		Total 2022	At a point in time		Total 2021
				At a point in time	Over time		At a point in time	Over time	
FinTech									
Corporate services	Global business and asset management services	Input method	Time basis	-	481.2	481.2	-	434.5	434.5
Financial services	Credit, leasing and hire purchase	-	-	94.9	1.2	96.1	76.1	-	76.1
Technology services	IT services	Output method	Milestone	161.4	231.5	392.9	119.7	161.9	281.6
Hospitality									
Hotels and Leisure	Hotel operations, restaurants and leisure activities	Output method	Time basis	1,799.2	658.6	2,457.8	518.7	52.1	570.8
Travel	Airlines and ground handling activities	Output method	Time basis	309.9	59.2	369.1	209.9	54.7	264.6
Logistics									
Freight Forwarding	Freight forwarding, customs brokerage and courier services	-	-	2,830.2	-	2,830.2	2,152.0	-	2,152.0
Port related and transport services	Port and transport services	-	-	580.3	-	580.3	671.8	-	671.8
Packing and shipping	Packing and Shipping activities	-	-	188.4	-	188.4	209.7	-	209.7
Property									
Property investments	Property management	Input method	Time basis	-	5.1	5.1	-	5.1	5.1
Property Development and Agribusiness	Property development	Output method	Percentage completion based on the Quantity surveyor assessment	331.3	-	331.3	241.1	292.3	533.4
	Agriculture	-	-	219.3	-	219.3	141.0	-	141.0
Corporate office	Corporate services	-	-	-	48.6	48.6	8.4	-	8.4
Timing of revenue from contract with customers				6,514.9	1,485.4	8,000.3	4,348.4	1,000.6	5,349.0

3. REVENUE (cont'd)**(a) Timing of revenue from contract with customers (cont'd)**

Company In Rs million	Activity	Method used	Measurement	At a point in time		Total 2022	At a point in time		Total 2021
				At a point in time	Over time		At a point in time	Over time	
Corporate office	Management fees and Corporate services	Input method	Time basis	90.3	153.3	243.6	63.8	125.2	189.0

4. ADMINISTRATIVE EXPENSES

In Rs million	GROUP		COMPANY	
	2022	2021	2022	2021
Employee benefits expense:				
Wages, salaries and related expense	(1,684.0)	(1,381.9)	(198.6)	(137.3)
Pension plans and other retirement benefit costs	(134.3)	(132.5)	(28.9)	(23.3)
Depreciation and amortisation*	(622.4)	(626.9)	(19.4)	(16.4)
Net foreign exchange gains (losses)**	-	(155.9)	3.0	3.9
Telecommunication expenses	(310.0)	(182.2)	(9.3)	(8.8)
Legal and professional fees	(171.3)	(148.2)	(47.1)	(48.9)
General expenses	(297.3)	(268.0)	(35.8)	(18.3)
Other expenses	(389.0)	(378.7)	(2.8)	(4.0)
Administrative expenses	(3,608.3)	(3,274.3)	(338.9)	(253.1)

* Included in cost of sales, depreciation and amortisation amounting to Rs 70.9m (2021: Continuing operations: Rs 121.1m).

** During the financial year 2022, a foreign exchange gain of Rs 149.8m has been included in sundry income.

5. FINANCE COSTS**Accounting policy**

Finance costs comprise of interest on borrowings using the effective interest rate method or the contractual rate and accrue to the period end.

The 'effective interest rate' is the rate that exactly discounts estimated future cash payments through the expected life of the financial instrument to the amortised cost of the financial liability.

Finance costs in the Statement of Profit or Loss includes all financing costs of Group other than the consumer finance business where the interest expense has been separately disclosed on the face of the Statement of Comprehensive Income.

In Rs million	GROUP		COMPANY	
	2022	2021	2022	2021
The finance costs are on:				
Consumer finance business				
Bank loans and other loans	76.9	73.0	-	-
Interest expense - consumer finance business	76.9	73.0	-	-
Other financing				
Bank overdrafts	19.5	15.8	1.7	0.2
Bank loans and other loans	514.1	463.0	146.8	155.8
Leases liabilities	60.5	65.8	3.8	4.1
Interest expense - other financing	594.1	544.6	152.3	160.1
Total finance costs	671.0	617.6	152.3	160.1

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6. OTHER GAINS AND LOSSES**Accounting policy**

Other gains and losses are items of income or expense that have been disclosed separately on a consistent basis in the Statement of Profit or Loss to clarify understanding of financial performance.

In Rs million	GROUP		COMPANY	
	2022	2021	2022	2021
Settlement of pre-existing obligations (see (a))	(41.3)	-	-	-
Gain on bargain purchase (see (a))	24.1	-	-	-
Profit realised on the fair value on contingent consideration (see (b))	-	14.1	-	-
Impairment of goodwill (see (c))	-	(8.8)	-	-
(Loss) profit on disposal of group entities and other financial assets (see (d))	(1.0)	9.2	-	-
Profit on sale of properties (see (e))	15.3	52.7	-	-
Total other gains and losses	(2.9)	67.2	-	-

Profit (loss) in 2022/2021 arose mainly from:

- (a) At 30 June 2021, Ascencia, a subsidiary company, held 50% of the share capital and voting rights of The Beau Vallon Shopping Mall Ltd ('BVM'). On 12 October 2021, Ascencia acquired the remaining 50% of the share capital and voting rights of BVM, thus increasing its holding to 100% and obtaining control of BVM for a total consideration of Rs 145.5m, settled in cash (note 37).
At the time of BVM transaction between Enatt and Ascencia, the latter also incurred cost of Rs 41.3m, representing a settlement fee to a third party. This fee is not considered to be part of the business combination and has been therefore expensed in the Statements of Profit or Loss.
- (b) At 30 June 2021, the Group previously acquired 50% stake in one of its associated company. As per the share purchase agreement, the Group agreed to adjust the consideration based on the number of new customers over a period of three years. A liability was recognised in the financial statements for the estimated additional consideration. The final liability was written back as no further payments are expected in 2021.
- (c) Impairment of goodwill arising on initial acquisition of a subsidiary company, BlueSky Reunion S.A.S.
- (d) During the year, the Group has disposed of its investment in financial assets at fair value through profit or loss in Moka city Limited (note 15). In 2021, the Group disposed of investment held in Estate Property Solutions Ltd (note 38).
- (e) During the year, the Group realised a profit on disposal of properties held by Ascencia Limited and Agria Limited, subsidiary companies.

7. TAXATION**Accounting policy**

The tax expense comprises current and deferred tax. Tax is recognised in Statements of Profit or Loss, except to the extent that it relates to items recognised in Statements of 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 substantively enacted by the end of the reporting period.

Deferred tax

Deferred income tax is recognised on temporary differences arising between the expected tax base of assets and liabilities and their carrying amounts in the financial statements. However, the deferred tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction which affects neither the accounting nor taxable profit or loss. Deferred tax is determined using tax rates (and laws) that have been enacted or substantively enacted to apply when the related deferred tax asset is realised or the deferred tax liability is settled.

Deferred tax assets have been recognised for deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Corporate Social Responsibility ("CSR")

Every Mauritian company is required to set up a CSR fund equivalent to 2% of its chargeable income of the preceding year and the company should remit 75% of the fund respectively to the Mauritian Tax Authorities. This practice is being interpreted and CSR is classified as taxation.

Significant accounting judgements and estimates

In determining the amount of current and deferred tax, the Group relies on estimates and assumptions and may involve a series of judgements about future events. Assumptions are made about the application of income tax legislation. These assumptions are subject to risk and uncertainty and there is a possibility that changes in circumstances will alter expectations which may impact the amount of deferred tax assets, liabilities and provision for income taxes recorded in the financial statements. In these circumstances the carrying amount of deferred tax assets, liabilities and provision for income taxes may change impacting the profit or loss of the Group.

The Group's investment property are held under a business model whose objective is not to consume substantially all of the economic benefits embodied in the investment properties over time, rather through sale. As a result, the Group has not recognised any deferred tax on changes in fair value of investment property as the Group is not subject to any capital gain taxes on disposal of its investment property.

	2022	2021	2022	2021
Income tax charge for the year				
(15% - 35%) - (2021: 15% - 35%)	122.3	93.4	-	-
Corporate Social Responsibility (2%)	7.8	9.3	-	-
Under (over) provision in previous years	1.3	(7.3)	-	-
Movement in deferred taxation (note 30)	(68.6)	27.1	-	-
Taxation charge for the year	62.8	122.5	-	-

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7. TAXATION (cont'd)

The effective tax rate differs from that determined by applying the statutory income tax rate to profit before taxation. This is due primarily to different tax rates, investment allowance, non-deductible expenses, tax exempt income, tax credit income and unused tax losses.

	GROUP		COMPANY	
	2022	2021	2022	2021
	%	%	%	%
Reconciliation of effective tax rate is as follows				
Tax rate applicable	15.0	15.0	15.0	15.0
Income not subject to tax	(7.2)	18.7	(22.0)	(25.0)
Expenses not deductible for tax	1.0	(6.5)	8.0	10.0
Tax effect on share of results of associated and jointly controlled entities	(3.3)	(11.2)	-	-
Tax losses for which no deferred tax asset has been recognised	(4.9)	(34.7)	(1.0)	-
Corporate Social Responsibility	1.4	(1.9)	-	-
Effect of tax rates differential	1.1	(2.1)	-	-
Under (over) provision of tax losses	0.1	0.1	-	-
Withholding tax	0.2	-	-	-
Effective tax rate	3.4	(22.6)	-	-

Income not subject to tax includes annual allowances, balancing allowance, foreign exchange gain on bank balances and lease rental payments.

Expenses not deductible for tax purposes include depreciation and amortisation charge, employee benefit expense, interest on leases, bad debts written off and provision for impairment losses.

Unrecognised deferred tax assets

Deferred tax assets are recognised only to the extent that the related tax benefit is probable. No deferred tax is recognised on the tax losses given that there is a time barred to utilise these tax losses. However, deferred tax assets have been recognised on accelerated tax depreciation and provisions given that they can be carried forward indefinitely. Based on an internally approved five-year cash flow forecast, the Group concluded that it has sufficient taxable profit to offset against the deductible temporary differences.

In Rs million	GROUP		COMPANY	
	2022	2021	2022	2021
Unused tax losses available to offset against future profits	1,091.1	1,416.0	125.4	59.6
The tax losses expire on a rolling basis over 5 years as follows:				
Year 1	162.4	107.1	3.8	-
Year 2	145.5	101.6	52.5	14.2
Year 3	89.3	118.4	63.0	8.3
Year 4	588.4	286.2	6.1	37.1
Year 5	105.5	802.7	-	-
Expiry of tax losses	1,091.1	1,416.0	125.4	59.6

8. BASIC AND DILUTED EARNINGS (LOSS) PER SHARE

Accounting policy

Basic Earnings (loss) Per Share ("EPS") is calculated by dividing the profit or loss attributable to ordinary shareholders of the Group by the weighted average number of ordinary shares outstanding during the period. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding for the effects of all dilutive potential ordinary shares.

	GROUP	
	2022	2021
GROUP		
In Rs million		
(a) Basic earnings per share from continuing and discontinued operations:		
Profit (loss) attributable to owners of the parent	984.0	(907.5)
Adjustments for other gains and losses attributable to owners of the parent*	(16.2)	(27.4)
Profit (loss) attributable to the owners of the parent before other gains and losses	967.8	(934.9)
Number of shares in issue	252,045,300	252,045,300
Earnings (loss) per share (in Rs)	3.90	(3.60)
Earnings (loss) per share (excluding other gains and losses) (in Rs)	3.84	(3.71)
(b) Basic earnings per share from continuing operations:		
Profit (loss) attributable to owners of the parent	964.1	(910.1)
Adjustments for other gains and losses attributable to owners of the parent*	1.6	(27.4)
Profit (loss) attributable to the owners of the parent before other gains and losses	965.7	(937.5)
Number of shares in issue	252,045,300	252,045,300
Earnings (loss) per share (in Rs)	3.83	(3.61)
Earnings (loss) per share (excluding other gains and losses) (in Rs)	3.83	(3.72)
*There is no adjustment for tax in respect of other gains and losses since the items did not have tax consequences.		
(c) Diluted earnings per share from continuing and discontinued operations:		
Profit attributable to owners of the parent	949.9	-
Adjustments for other gains and losses attributable to owners of the parent*	(12.9)	-
Profit attributable to the owners of the parent before other gains and losses	937.0	-
Number of shares in issue	252,045,300	252,045,300
Earnings per share (in Rs)	3.77	-
Earnings per share (excluding other gains and losses) (in Rs)	3.72	-
(d) Diluted earnings per share from continuing operations:		
Profit attributable to owners of the parent	930.0	-
Adjustments for other gains and losses attributable to owners of the parent*	1.6	-
Profit attributable to the owners of the parent before other gains and losses	931.6	-
Number of shares in issue	252,045,300	252,045,300
Earnings per share (in Rs)	3.69	-
Earnings per share (excluding other gains and losses) (in Rs)	3.70	-

(e) The convertible bonds are anti-dilutive and are therefore excluded from the calculation of loss attributable to owners of parent for the purpose of diluted earnings per share. The effect of dilution of the convertible bonds on loss attributable to owners of the parent is Rs 11.5m for the financial year ended 30 June 2022 (2021: Rs 105.8m). The effect of dilution is determined as the reduction in the loss attributable to owners of the parent, had the convertible bonds been converted into equity shares of the subsidiary. In 2022, no MIC loan has been received.

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9. OTHER COMPREHENSIVE INCOME

GROUP In Rs million	Revaluation reserves	Translation reserves	Retained earnings	Attributable to owners of the parent	Non- controlling interests	Total
30 June 2022						
Gains arising during the year (note 10)	74.5	-	-	74.5	70.7	145.2
Gains on property revaluation	74.5	-	-	74.5	70.7	145.2
Gains on financial assets at fair value through other comprehensive income (note 15)	71.2	-	-	71.2	-	71.2
Losses on derecognition of Financial assets at fair value through other comprehensive income	(4.5)	-	-	(4.5)	-	(4.5)
Gains on financial assets at fair value through other comprehensive income	66.7	-	-	66.7	-	66.7
Gains arising during the year (note 32)	-	-	(5.6)	(5.6)	(3.4)	(9.0)
Deferred tax on post employment benefit assets/ obligations (note 30)	-	-	(1.9)	(1.9)	(0.2)	(2.1)
Remeasurement of post employment benefit assets/ obligations	-	-	(7.5)	(7.5)	(3.6)	(11.1)
Share of other comprehensive income of associated companies (note 14)	538.5	-	-	538.5	-	538.5
Other comprehensive income that will not be reclassified to profit or loss	679.7	-	(7.5)	672.2	67.1	739.3
Exchange differences on translating foreign entities	-	14.1	-	14.1	17.3	31.4
Share of other comprehensive income of associated companies (note 14)	-	6.5	34.7	41.2	0.7	41.9
Other comprehensive income that may be reclassified subsequently to profit or loss	-	20.6	34.7	55.3	18.0	73.3
Other comprehensive income for the year ended 30 June 2022, net of tax	679.7	20.6	27.2	727.5	85.1	812.6

In Rs million	Revaluation reserves	Translation reserves	Retained earnings	Attributable to owners of the parent	Non- controlling interests	Total
30 June 2021						
Gains arising during the year (note 10)	26.8	-	-	26.8	45.9	72.7
Gains on property revaluation	26.8	-	-	26.8	45.9	72.7
Gains arising during the year (note 15)	11.5	-	-	11.5	-	11.5
Gains on financial assets at fair value through other comprehensive income	11.5	-	-	11.5	-	11.5
Gains arising during the year (note 32)	-	-	52.4	52.4	29.1	81.5
Deferred tax on post employment benefit assets/ obligations (note 30)	-	-	(1.6)	(1.6)	(1.2)	(2.8)
Remeasurement of post employment benefit assets/ obligations	-	-	50.8	50.8	27.9	78.7
Share of other comprehensive loss of associated companies (note 14)	110.9	-	214.8	325.7	-	325.7
Other comprehensive income that will not be reclassified to profit or loss	149.2	-	265.6	414.8	73.8	488.6
Exchange differences on translating foreign entities	-	24.7	-	24.7	31.9	56.6
Share of other comprehensive income of associated companies (note 14)	-	159.3	-	159.3	-	159.3
Other comprehensive income that may be reclassified subsequently to profit or loss	-	184.0	-	184.0	31.9	215.9
Other comprehensive income for the year ended 30 June 2021, net of tax	149.2	184.0	265.6	598.8	105.7	704.5

9. OTHER COMPREHENSIVE INCOME (cont'd)

COMPANY In Rs million	Revaluation reserves	Retained earnings	Total
30 June 2022			
Gains on financial assets at fair value through other comprehensive income (note 15)	71.6	-	71.6
Losses on derecognition of Financial assets at fair value through other comprehensive income	(4.5)	-	(4.5)
Gains on financial assets at fair value through other comprehensive income (note 15)	67.1	-	67.1
Losses arising on remeasurement of post employment benefit assets/obligations (note 32)	-	(4.8)	(4.8)
Other comprehensive income (loss) that will not be reclassified to profit or loss	67.1	(4.8)	62.3
Other comprehensive income (loss) for the year ended 30 June 2022	67.1	(4.8)	62.3
30 June 2021			
Gains on financial assets at fair value through other comprehensive income (note 15)	11.8	-	11.8
Gains arising on remeasurement of post employment benefit assets/obligations (note 32)	-	1.4	1.4
Other comprehensive income that will not be reclassified to profit or loss	11.8	1.4	13.2
Other comprehensive income for the year ended 30 June 2021	11.8	1.4	13.2

10. PROPERTY, PLANT AND EQUIPMENT (INCLUSIVE OF RIGHTS OF USE ASSETS)

In Rs million	GROUP		COMPANY	
	2022	2021	2022	2021
Items of property, plant and equipment include:				
Fixed assets (see note (a))	11,541.4	11,365.9	18.4	9.6
Rights of use assets (see note (b))	1,080.8	1,146.4	68.5	63.0
Property, plant and equipment	12,622.2	12,512.3	86.9	72.6

Accounting policy

(a) Fixed assets

Property, plant and equipment, except for land and buildings, is stated at cost net of accumulated depreciation and accumulated impairment losses, if any.

Such cost includes the cost of replacing part of the property, plant and equipment and borrowing costs for long term construction projects if the recognition criteria are met. When significant parts of property, plant and equipment are required to be replaced at intervals, the Group recognises such parts as individual assets with specific useful lives and depreciation, respectively. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the property, plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs is recognised in the Statements of Profit or Loss as incurred.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the Statements of Profit or Loss when the asset is derecognised.

Subsequent to the initial recognition at cost, land and buildings held for use in the production or supply of goods or services for administrative purposes are measured at fair value less accumulated depreciation on buildings and any impairment losses recognised after the date of the revaluation.

The Group accounts for land and buildings at fair value based on revaluation exercise carried out by qualified independent valuers on a periodic basis, normally every 3 years. The latest valuation was performed in June 2020. The valuation of land and buildings are classified as level 3 on the fair value hierarchy. Increases/decreases in the value of land and buildings are obtained by comparing the revalued amount with the carrying amount of the assets at the reporting period end. Increases in the carrying amount arising on revaluation of land and buildings are credited to Statements of Other Comprehensive Income and shown as revaluation surplus in shareholders' equity. Decreases that offset previous increases of the same asset are charged in Statement of Other Comprehensive Income and debited against revaluation reserves directly in equity, all other decreases are charged to Statements of Profit or Loss. Additionally, the gross carrying amount is adjusted in a manner that is consistent with the revaluation of the carrying amount of the asset.

Bearer biological assets comprise of replantation costs relating to bearer canes and anthurium plants. Replanting costs are capitalised and amortised over a period of fourteen years, one year after the expenses have been incurred.

Assets under construction relate to work in progress in relation to the development of golf course and are stated at cost less impairment losses. No depreciation is charged on assets in progress since depreciation on assets under construction commences when it is available for use, that is, when it is in the location and condition necessary for it to be capable of operating in the manner intended by management.

At each reporting date, the Group reviews the carrying amount of its property, plant and equipment to determine whether there is any indication of impairment. If such indication exists, then the asset's recoverable amount is estimated. An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its recoverable amount.

Gains and losses on disposal are determined by comparing the proceeds with the carrying amount and are recognised in the Statements of Profit or Loss. When revalued assets are sold, the corresponding amounts included in revaluation reserves are transferred to retained earnings.

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10. PROPERTY, PLANT AND EQUIPMENT (INCLUSIVE OF RIGHTS OF USE ASSETS) (cont'd)

(a) Fixed assets (cont'd)

Depreciation

Freehold land is not depreciated. Depreciation on property, plant and equipment is calculated on the straight line method to write off the cost or revalued amounts of the assets to their residual values over their estimated useful lives as follows:

	%
Buildings	2 - 4
Plant & equipment	15 - 25
Vehicles	15 - 25
Bearer plants	14

Depreciation is recognised in Statements of Profit or Loss.

The asset's residual values and useful lives are reviewed and adjusted if appropriate, at the end of each reporting year.

Borrowing costs

Interest costs on borrowings to finance the construction of property, plant and equipment are capitalised during the period of time that is required to complete and prepare the asset for its intended use, as part of the cost of the asset.

All other borrowing costs are expensed in the year they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

Significant accounting judgements and estimates

Revaluation exercise is normally carried out every 3 years by Independent Qualified Valuers. Their assumptions are generally based on the value determinants affecting market conditions at the relevant time.

The techniques used are as follows:

- Where there are a significant number of similar transactions on the market, the market sales comparison approach are usually based upon to determine the open market values of both the land, freehold or leasehold and the buildings as well as the built-up improvements.
- For properties which are not regularly transacted on the open market, more particularly specialised properties, the income approach is used for the buildings and built-up improvements and the market sales comparison approach for the land component.
- For the unimproved sites, the basis of valuation remains the market sales approach, assuming the amount for which this asset could be exchanged between knowledgeable willing parties in an arm's length transaction.
- The estimates in relation to bearer biological assets include the cost of land preparation and planting costs of bearer canes and anthurium plants.

Estimate of useful lives and residual value

The Group makes significant estimates to determine the useful lives and residual value of its property, plant and equipment. Depreciation charge is adjusted when the useful lives are different from previous estimates. Technically obsolete or non-strategic assets that are abandoned or disposed of, are directly written off or written down to the Statements of Profit or Loss.

The depreciation charge calculation require an estimate of the economic useful lives of the different assets. The Group uses historical experience and comparable market available data to determine useful lives.

10. PROPERTY, PLANT AND EQUIPMENT (INCLUSIVE OF RIGHTS OF USE ASSETS) (cont'd)

(a) Fixed assets (cont'd)

GROUP In Rs million	Plant and equipment		Vehicles		Bearer plants	Assets under construction	Total	
	Land and buildings	Held for use	Leased	Held for use				Leased
Cost or valuation								
At 1 July 2020	10,884.6	3,049.1	0.6	397.4	49.1	83.0	160.8	14,624.6
Additions	1.8	205.8	-	23.6	1.1	-	81.2	313.5
Disposals	(1.3)	(106.1)	-	(26.1)	-	-	-	(133.5)
Revaluation adjustment	72.7	-	-	-	-	-	-	72.7
Assets written off	-	(12.0)	-	-	-	-	-	(12.0)
Exchange differences	9.7	25.0	-	2.6	-	-	-	37.3
Transfer to rights of use assets (note 10 (b))	(90.2)	(44.3)	-	(152.3)	-	-	-	(286.8)
Transfer to investment property (note 11)	(128.6)	-	-	-	-	-	-	(128.6)
Transfer to inventories (note 20)	(9.4)	-	-	-	-	-	-	(9.4)
Deconsolidation of subsidiaries (note 38)	-	(8.0)	-	(0.6)	-	-	-	(8.6)
At 30 June 2021 (as restated)	10,739.3	3,109.5	0.6	244.6	50.2	83.0	242.0	14,469.2
At 1 July (as previously stated)	10,809.3	3,109.5	0.6	244.6	50.2	83.0	242.0	14,539.2
Effect of prior year restatements (note 45)	(70.0)	-	-	-	-	-	-	(70.0)
At 1 July (as restated)	10,739.3	3,109.5	0.6	244.6	50.2	83.0	242.0	14,469.2
Additions	212.9	217.6	2.6	60.7	11.0	-	177.6	682.4
Disposals	-	(148.8)	-	(59.5)	-	-	-	(208.3)
Revaluation adjustment	145.2	-	-	-	-	-	-	145.2
Assets written off	(23.3)	(12.2)	-	-	-	-	-	(35.5)
Exchange differences	2.3	(5.7)	-	(0.1)	-	-	-	(3.5)
Transfer from rights of use assets (note 10 (b))	-	16.8	-	26.8	-	-	-	43.6
Transfer to investment property (note 11)	(131.0)	-	-	-	-	-	-	(131.0)
Transfer from intangible assets (note 12)	9.5	-	-	-	-	-	-	9.5
Acquisition of subsidiaries (note 37)	-	1.1	-	-	-	-	-	1.1
Deconsolidation of subsidiary (note 38)	-	(6.9)	-	(0.6)	-	-	-	(7.5)
At 30 June 2022	10,954.9	3,171.4	3.2	271.9	61.2	83.0	419.6	14,965.2

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10. PROPERTY, PLANT AND EQUIPMENT (cont'd)

(a) Fixed assets (cont'd)

GROUP In Rs million	Plant and equipment		Vehicles		Bearer plants	Assets under construction	Total	
	Land and buildings	Held for use	Leased	Held for use				Leased
Depreciation and impairment								
At 1 July 2020	494.5	2,030.9	0.2	277.4	9.4	77.0	-	2,889.4
Charge for the year	156.5	251.8	0.1	29.9	2.5	1.3	-	442.1
Disposal adjustment	(1.2)	(95.0)	-	(18.8)	-	-	-	(115.0)
Assets written off	-	(12.0)	-	(0.1)	-	-	-	(12.1)
Exchange differences	3.4	17.9	-	1.7	-	-	-	23.0
Transfer to rights of use assets (note 10 (b))	(31.3)	(22.1)	-	(67.3)	-	-	-	(120.7)
Deconsolidation of subsidiaries (note 38)	-	(3.0)	-	(0.4)	-	-	-	(3.4)
At 30 June 2021 (as restated)	621.9	2,168.5	0.3	222.4	11.9	78.3	-	3,103.3
Charge for the year	165.7	251.9	1.3	37.6	1.2	0.3	-	458.0
Disposal adjustment	-	(117.6)	-	(41.5)	-	-	-	(159.1)
Assets written off	-	(8.9)	-	-	-	-	-	(8.9)
Exchange differences	2.0	(0.2)	-	-	-	-	-	1.8
Transfer from rights of use assets (note 10 (b))	-	12.1	-	21.5	-	-	-	33.6
Deconsolidation of subsidiary (note 38)	-	(4.6)	-	(0.3)	-	-	-	(4.9)
At 30 June 2022	789.6	2,301.2	1.6	239.7	13.1	78.6	-	3,423.8
Carrying value								
At 30 June 2022	10,165.3	870.2	1.6	32.2	48.1	4.4	419.6	11,541.4
At 30 June 2021 (as restated)	10,117.4	941.0	0.3	22.2	38.3	4.7	242.0	11,365.9
Carrying value of assets pledged								
At 30 June 2022	4,270.7	275.6	-	36.4	-	-	-	4,582.7
At 30 June 2021 (as restated)	4,255.9	287.7	-	10.5	-	-	-	4,554.1

A quantitative sensitivity analysis is shown below for the land on price per arpents and for buildings on price per square feet which are the unobservable inputs that management consider to be most significant.

Price per Arpents

Increase of 1% in price per Arpents would increase fair value gain by Rs 93.0m

Decrease of 1% in price per Arpents would decrease fair value gain by Rs 93.0m

Price per square feet

Increase of 1% in price per square feet would increase fair value gain by Rs 105.6m

Decrease of 1% in price per square feet would decrease fair value gain by Rs 105.6m

10. PROPERTY, PLANT AND EQUIPMENT (cont'd)

(a) Fixed assets (cont'd)

COMPANY In Rs million	Land and buildings	Plant and equipment	Vehicles	Total
Cost or valuation				
At 1 July 2020	3.7	109.9	36.9	150.5
Additions	-	1.6	-	1.6
Disposals	-	(1.3)	(1.9)	(3.2)
Assets written off	-	(59.6)	-	(59.6)
At 30 June 2021	3.7	50.6	35.0	89.3
Additions	-	4.5	12.7	17.2
Disposals	-	(1.0)	(14.5)	(15.5)
At 30 June 2022	3.7	54.1	33.2	91.0
Depreciation and impairment				
At 1 July 2020	3.7	107.0	25.2	135.9
Charge for the year	-	1.7	4.9	6.6
Disposal adjustment	-	(1.3)	(1.9)	(3.2)
Assets written off	-	(59.6)	-	(59.6)
At 30 June 2021	3.7	47.8	28.2	79.7
Charge for the year	-	2.5	4.4	6.9
Disposal adjustment	-	(0.8)	(13.2)	(14.0)
At 30 June 2022	3.7	49.5	19.4	72.6
Carrying value				
At 30 June 2022	-	4.6	13.8	18.4
At 30 June 2021	-	2.8	6.8	9.6
Carrying value of assets pledged				
At 30 June 2022	-	4.6	13.8	18.4
At 30 June 2021	-	2.8	6.8	9.6

In Rs million	GROUP		COMPANY	
	2022	2021	2022	2021
(i) On the Cost basis, land and buildings would have been as follows:				
Cost	4,102.4	3,889.5	3.7	3.7
Accumulated depreciation	(1,614.7)	(1,449.0)	(3.7)	(3.7)
Carrying value	2,487.7	2,440.5	-	-

(b) Rights of use assets

Accounting policy

The Group recognises a rights of use asset and a corresponding lease liability at commencement date at which the leased asset is available for use.

The rights of use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The rights of use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the rights of use asset or the end of the lease term. The estimated useful lives of rights of use assets are determined on the same basis as those of property, plant and equipment. In addition, the rights of use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

Depreciation

The depreciation period for right of use assets held by the Group are as described below:

Land	1 - 66 years
Buildings	2 - 19 years
Plant and equipment	4 - 10 years
Motor vehicles	1 - 9 years

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10. PROPERTY, PLANT AND EQUIPMENT (INCLUSIVE OF RIGHTS OF USE ASSETS) (cont'd)

(b) Rights of use assets

Short-term leases and leases of low-value assets

The Group has elected not to recognise rights of use assets and the corresponding lease liabilities for short-term leases and low-value assets. Lease payments associated with these leases are recognised as an expense on a straight-line basis over the lease term. The Group applies the exemption for low value assets on a lease by lease basis. While short term leases are leases with a term of twelve months or less, low-value assets are comprised of IT equipment including computers, mobile phones and small office equipment.

GROUP				
In Rs million	Land and buildings	Plant and equipment	Vehicles	Total
Cost				
At 1 July 2020	1,294.1	74.0	23.4	1,391.5
Additions	105.0	0.8	9.9	115.7
Remeasurement	(75.4)	(29.5)	-	(104.9)
Termination of lease contracts	-	-	(6.5)	(6.5)
Exchange differences	8.8	0.3	1.4	10.5
Transfer from fixed assets (note 10(a))	90.2	44.3	152.3	286.8
Deconsolidation of subsidiary (note 38)	(72.2)	(3.2)	(5.5)	(80.9)
At 30 June 2021	1,350.5	86.7	175.0	1,612.2
Additions	78.5	9.8	42.5	130.8
Remeasurement	(5.9)	-	(2.8)	(8.7)
Termination of lease contracts	(7.1)	(15.0)	(6.8)	(28.9)
Exchange differences	(0.8)	0.1	(0.7)	(1.4)
Transfer to fixed assets	-	(16.8)	(26.8)	(43.6)
Deconsolidation of subsidiary (note 38)	(8.1)	-	(5.4)	(13.5)
At 30 June 2022	1,407.1	64.8	175.0	1,646.9
Depreciation and impairment				
At 1 July 2020	186.6	20.0	8.2	214.8
Charge for the year	152.0	22.5	27.3	201.8
Remeasurement	(42.7)	(15.8)	-	(58.5)
Termination of lease contracts	-	-	(3.3)	(3.3)
Exchange differences	1.5	-	0.9	2.4
Transfer from fixed assets (note 10 (a))	31.3	22.1	67.3	120.7
Deconsolidation of subsidiary (note 38)	(6.6)	(1.8)	(3.7)	(12.1)
At 30 June 2021	322.1	47.0	96.7	465.8
Charge for the year	139.2	12.3	20.2	171.7
Remeasurement	(0.9)	-	(1.8)	(2.7)
Termination of lease contracts	(3.4)	(9.8)	(14.3)	(27.5)
Exchange differences	(0.4)	0.1	(0.2)	(0.5)
Transfer from fixed assets (note 10 (a))	-	(12.1)	(21.5)	(33.6)
Deconsolidation of subsidiary (note 38)	(3.0)	-	(4.1)	(7.1)
At 30 June 2022	453.6	37.5	75.0	566.1
Carrying value				
At 30 June 2022	953.5	27.3	100.0	1,080.8
At 30 June 2021	1,028.4	39.7	78.3	1,146.4

10. PROPERTY, PLANT AND EQUIPMENT (INCLUSIVE OF RIGHTS OF USE ASSETS) (cont'd)

(b) Rights of use assets (cont'd)

COMPANY			
In Rs million	Land and buildings	Vehicles	Total
Cost			
At 1 July 2020	80.4	-	80.4
Additions	-	-	-
At 30 June 2021	80.4	-	80.4
Additions	3.3	13.4	16.7
At 30 June 2022	83.7	13.4	97.1
Depreciation and impairment			
At 1 July 2020	8.7	-	8.7
Charge for the year	8.7	-	8.7
At 30 June 2021	17.4	-	17.4
Charge for the year	9.4	1.8	11.2
At 30 June 2022	26.8	1.8	28.6
Carrying value			
At 30 June 2022	56.9	11.6	68.5
At 30 June 2021	63.0	-	63.0

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11. INVESTMENT PROPERTIES**Accounting policy**

Investment properties which are held for rental outside the Group, capital appreciation or both are stated at fair value at the end of each reporting year. The Group accounts for investment properties at fair valuation, based on revaluation exercises carried out by qualified independent valuers at the end of each reporting year. Gains or losses arising from changes in fair value are included in Statements of Profit or Loss in the year in which they arise. Properties that are being constructed or developed for future use are treated as investment properties.

When the use of a property changes such that it is reclassified as property and equipment, its fair value at the date of reclassification becomes its cost for subsequent accounting.

Investment properties are derecognised when they are disposed of or when the investment property is permanently withdrawn from its use and no future economic benefit is expected from its disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in the Statements of Profit or Loss in the year of derecognition.

Rental income from investment properties is recognised in revenue on a straight-line basis over the term of the lease. The effect of straight-lining of income is adjusted for in the fair value of investment properties. Letting commission relates to initial direct costs incurred by lessors in negotiating and arranging an operating lease. These are added to the carrying amount of the leased asset, and they are recognised as an expense over the lease term on the same basis as the lease income.

Valuation process

The Group's valuation policies and procedures for the investment property valuations are determined by the subsidiary's asset management team. Each year, the asset management team recommend the appointment of an independent external valuer, subject to the approval of the subsidiary's Risk Management and Audit Committee ("RMAC"), who is responsible for the external valuations of the investment properties for the annual financial statements. Selection criteria include market knowledge, reputation, independence, objectivity and whether professional standards are maintained.

As at each year end, all valuations of investment properties are performed by independent external valuers. At each reporting date, the asset management team analyses the movements in each property's value. For this analysis, the asset management team verifies the major inputs applied in the latest valuations. For each property, the latest valuation is also compared with the valuations of the preceding annual periods. If fair value changes (positive or negative) are more than a certain specified threshold, the changes are further considered by discussion with the external valuer.

The asset management team presents the final valuation results to the RMAC and the independent auditors. This includes a discussion of the major assumptions used in the valuations, with an emphasis on investment properties with fair value changes outside reasonably expected thresholds.

Significant accounting judgements and estimates

Management has applied judgement in determining appropriate classes of investment properties for which disclosures about fair value measurements should be provided. Investment properties have been classified into three distinct categories, namely, commercial, bare land and other properties. The classes have been determined based on the nature, characteristics and risks of the assets. Judgement has also been applied by management in respect of the level of detail necessary to satisfy the disclosure requirements and when assessing the level aggregation or disaggregation to undertake in determining the appropriate classes.

The Group carries its investment property at fair value, with changes in fair value being recognised in the Statements of Profit or Loss and Other Comprehensive Income. The fair value is based on valuations performed by external independent valuers and as estimated by the Directors and management based on reference to their knowledge on the current market evidence of transaction prices for similar properties and based on a discounted cash flow model. The determined fair value of the investment property is sensitive to the risk-adjusted discount rate as well as the long term vacancy rate.

Commercial properties

(a) Commercial properties relates mainly to shopping malls. The investment properties were valued at year end by Mills Fitchet and Messrs Jones Lang Lasalle, accredited independent valuers with recognised professional qualification (Royal Institution of Chartered Surveyors - RICS Registered) and relevant experience of the location and category of the investment properties being valued. The valuations were performed in accordance with the International Valuation Standards Committee requirements. Valuation was based on a discounted cash flow model. The determined fair value of the investment property is sensitive to the risk-adjusted discount rate as well as reversionary rate.

(b) The investment properties are classified as level 3 on the fair value hierarchy. There were no transfers between Level 1, 2 or 3 during the year.

Main inputs used in the valuation of commercial properties are as follows:

	2022	2021
Discount rate	11.50% - 13.50%	10.75% - 13.00%
Reversionary rate	7.00% - 9.25%	7.00% - 9.25%
Net property income	Rs 18m - Rs 530m	Rs 17m - Rs 479m
Gross lettable area	138,742 m ²	132,738 m ²
Market rental growth	4.50%	4.00%
Expense growth	4.00%	3.50%
Void periods	1 - 3 months	1 - 3 months
Vacancy rate	1.00% - 2.50%	0.00% - 3.50%

11. INVESTMENT PROPERTIES (cont'd)**Significant accounting judgements and estimates (cont'd)***Sensitivity of fair value measurement to changes in unobservable inputs*

Although management believes that its estimates of fair value are appropriate, the use of different assumptions could lead to different measurements of fair value. For fair value measurements in Level 3, changing one or more of the assumptions used to reasonably possible alternative assumptions would have the following effects on profit or loss and equity.

The following table shows the valuation technique used in measuring the fair value of investment property, as well as the significant unobservable inputs used.

Valuation technique	Significant unobservable inputs	Inter-relationship between key unobservable inputs and fair value measurement
Discounted cash flows: The valuation model considers the present value of net cash flows to be generated from the property, taking into account the expected rental growth, void periods, occupancy rate, lease incentive costs such as rent-free periods and other costs not paid by tenants. The expected net cash flows are discounted using risk-adjusted discount rates. Among other factors, the discount rate estimation considers the quality of a building and its location (prime vs secondary), tenant credit quality and lease terms. The DCF method is also the approach by which private, institutional, local and overseas investors analyse property for investment purposes to estimate the market value. This methodology also takes into account the time value of money between the valuation date and the date when the income stream theoretically reverts to market levels.	Discount rate (11.50% - 13.50%) Reversionary rate (7.00% - 9.25%) Net property income (Rs 18m - Rs 530m) Gross lettable area (138,742 m ²) Market rental growth (4.50%) Expense growth (4.00%) Void periods (1 - 3 months) Vacancy rate (1.00% - 2.50%)	The estimated fair value would increase (decrease) if the following respective movement were to occur in isolation: <ul style="list-style-type: none"> Risk-adjusted discount rate were lower (higher) Reversionary rate were lower (higher) Net property income were higher (lower) Gross lettable area were higher (lower) Expected market rental growth were higher (lower) Expense growth were lower (higher) Void periods were shorter (longer) Vacancy rate were lower (higher)

However, inter-relationships exist between the unobservable inputs as they are driven by market conditions. For instance, generally a change in the input used for the net property income is accompanied by a directionally similar change in the input used for the expected market rental growth, discount rate and reversionary rate, and a directionally opposite change in the input used for expense growth, void periods and vacancy rate.

A quantitative sensitivity analysis is shown below for the discount rate and reversionary rate which are the unobservable inputs that management consider to be most significant.

Discount rate

Increase of 0.5% in fair value would decrease fair value gain by Rs 297.5m

Decrease of 0.5% in fair value would increase fair value gain by Rs 297.5m

Reversionary rate

Increase of 0.5% in fair value would decrease fair value gain by Rs 709.8m

Decrease of 0.5% in fair value would increase fair value gain by Rs 709.8m

Bare land

Bare land are properties held by the Group for future capital appreciation. The investment property is valued at fair value on an open-market basis by Ramiah-Isabel Consultancy Ltd. The valuation methodology is the open-market value basis and the fair value is classified as Level 3. The valuation consideration takes into account the following:

Sensitivity of fair value measurement to changes in unobservable inputs

Although management believes that its estimates of fair value are appropriate, the use of different assumptions could lead to different measurements of fair value. For fair value measurements in Level 3, changing one or more of the assumptions used to reasonably possible alternative assumptions would have the following effects on profit or loss and equity.

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11. INVESTMENT PROPERTIES (cont'd)

The following table shows the valuation technique used in measuring the fair value of investment property, as well as the significant unobservable inputs used.

Valuation technique	Significant unobservable inputs	Inter-relationship between key unobservable inputs and fair value measurement
Open-market value - The model considers the price at which the freehold/leasehold interests might reasonable expected to achieve if sold by private treaty at valuation date.	Prices per Arpents of land (Rs 6.8m - Rs 10.6m) and prices for per square feet for buildings (Rs 3,500 - Rs 12,000)	The estimated fair value would increase (decrease) if expected growth in prices of land and buildings were higher (lower).

A quantitative sensitivity analysis is shown below for the land on price per arpents and for buildings on price per square feet which are the unobservable inputs that management consider to be most significant.

Price per Arpents

Increase of 1% in price per Arpents would increase fair value gain by Rs 3.4m for bare land

Decrease of 1% in price per Arpents would decrease fair value gain by by Rs 3.4m for bare land

Other properties

Other properties comprises of office building and sports complex which are rented to tenants. The investment property is valued at fair value on an open-market basis by Ramiah-Isabel Consultancy Ltd. The valuation methodology is the open-market value basis and the fair value is classified as Level 3. The valuation consideration takes into account the following:

- the location of the property;
- existing new tarred road and utilities;
- that this area forms part of an established IRS development with clearances and permits in hand;
- the existing facilities that it will enjoy; and
- a stable market.

Sensitivity of fair value measurement to changes in unobservable inputs

Although management believes that its estimates of fair value are appropriate, the use of different assumptions could lead to different measurements of fair value. For fair value measurements in Level 3, changing one or more of the assumptions used to reasonably possible alternative assumptions would have the following effects on profit or loss and equity.

The following table shows the valuation technique used in measuring the fair value of investment property, as well as the significant unobservable inputs used.

Valuation technique	Significant unobservable inputs	Inter-relationship between key unobservable inputs and fair value measurement
Open-market value - The model considers the price at which the freehold/leasehold interests might reasonable expected to achieve if sold by private treaty at valuation date.	Prices per arpents of land (Rs 6.8m - Rs 10.6m) and prices for per square feet for buildings (Rs 3,500 - Rs 12,000)	The estimated fair value would increase (decrease) if: <ul style="list-style-type: none"> • expected growth in prices of land and buildings were higher (lower)
Building improvements: Depreciated Replacement Cost ("DRC"): The DRC is arrived at by using the current construction cost of similar buildings based on our experience and knowledge of the construction sector and adjusting for depreciation resulting from one or more of the following factors:	Expected price increase in construction materials Expected growth in interest rates	The estimated fair value would increase (decrease) if: <ul style="list-style-type: none"> • expected price of construction materials increase (decrease) • interest rates increase (decrease)
Physical deterioration, functional obsolescence, external (or economic) obsolescence, renovation works, level and quality of maintenance.		

However, inter-relationships exist between the unobservable inputs as they are driven by market conditions. For instance, generally a change in the input used for the net property income is accompanied by a directionally similar change in the input used for the expected market rental growth, discount rate and reversionary rate, and a directionally opposite change in the input used for expense growth, void periods and vacancy rate.

A quantitative sensitivity analysis is shown below for the land on price per Arpents and for buildings on price per square feet which are the unobservable inputs that management consider to be most significant.

Price per Arpents

Increase of 1% in price per Arpents would increase fair value gain by Rs 0.8m for other properties

Decrease of 1% in price per Arpents would decrease fair value gain by Rs 0.8m for other properties

Price per square feet

Increase of 1% in price per square feet would increase fair value gain by Rs 0.5m for other properties

Decrease of 1% in price per Arpents would decrease fair value gain by Rs 0.5m for other properties

11. INVESTMENT PROPERTIES (cont'd)

GROUP In Rs million	Commercial properties	Bare land	Other properties	Total Level 3
At 1 July 2020	12,127.0	390.6	165.9	12,683.5
Additions	530.9	70.0	0.7	601.6
Effect of straight-lining adjustment on rental income	18.0	-	-	18.0
Disposals	-	-	(20.0)	(20.0)
Fair value gains	525.7	3.1	14.3	543.1
Exchange differences	-	24.9	-	24.9
Transfer from property, plant and equipment** (note 10(a))	-	-	128.6	128.6
At 30 June 2021 (as restated)	13,201.6	488.6	289.5	13,979.7
At 1 July 2021 (as previously stated)	13,201.6	418.7	289.4	13,909.7
Effect of prior year restatements (note 45)	-	70.0	-	70.0
At 1 July 2021 (as restated)	13,201.6	488.7	289.4	13,979.7
Additions	518.9	-	1.5	520.4
Effect of straight-lining adjustment on rental income	23.2	-	-	23.2
Disposals	(248.3)	-	-	(248.3)
Fair value gains	391.9	256.5	6.2	654.6
Exchange differences	-	16.2	2.7	18.9
Transfer to inventories* (note 20)	-	(447.5)	-	(447.5)
Transfer from property, plant and equipment** (note 10(a))	47.8	27.9	55.3	131.0
Acquisition of subsidiaries (note 37)	843.6	-	-	843.60
At 30 June 2022	14,778.7	341.8	355.1	15,475.6

Value of assets pledged

At 30 June 2022	6,374.9	-	77.4	6,452.3
At 30 June 2021	6,124.0	-	116.9	6,630.0

Rental income

At 30 June 2022	1,492.0	-	8.6	1,500.6
At 30 June 2021	1,260.1	-	7.1	1,267.2

Direct operating expenses arising from investment properties that does not generate rental income

At 30 June 2022	465.1	-	-	465.1
At 30 June 2021	393.9	-	-	393.9

* In 2022, a portion of land has been transferred from investment property to inventory (note 20) following a change in use of the property as evidenced by commencement of development.

** During the year under review, a portion of land has been reclassified from property, plant and equipment to investment property as the land is held for capital appreciation. In 2021, the transfer includes a portion of land reclassified from property, plant and equipment to investment property as the land is held by a subsidiary company and leased out for use to a former subsidiary company.

Investment property has been broken down into different classes of asset for the purpose of IFRS 13 disclosures. The presentation in the comparative period has been updated accordingly to conform with the changes made in the current year.

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11. INVESTMENT PROPERTIES (cont'd)**Group as a lessor**

The Group has entered into operating leases on its investment property portfolio consisting of offices and commercial buildings with lease term between one and ten years.

GROUP		
In Rs million	2022	2021
Within one year	1,073.3	916.6
After one year but not more than five years	2,843.7	2,039.5
More than five years	435.2	556.7
At 30 June	4,352.2	3,512.8
COMPANY		
In Rs million	2022 Level 3	2021 Level 3
At 1 July	181.2	150.3
Additions	5.1	2.7
Fair value (losses) gains	(17.2)	28.2
At 30 June	169.1	181.2
Rental income	22.3	22.4
Direct operating expenses arising from investment properties that does generate rental income	13.0	12.6

A quantitative sensitivity analysis is shown below for the discount rate which are the unobservable inputs that management consider to be most significant.

Discount rate

Increase of 0.5% in fair value would decrease fair value gain by Rs3.0m
Decrease of 0.5% in fair value would increase fair value gain by Rs 3.0m

12. INTANGIBLE ASSETS**Accounting policy**

Intangible assets comprise of goodwill on acquisition of subsidiaries, market related intangibles, concession rights, computer software, and other intangible assets comprising of goodwill on acquisition of businesses and life time golf membership. Market related intangibles relate to those customer related and contract intangibles arising upon acquisition of subsidiaries separately identifiable from goodwill and franchise acquired.

Goodwill

Goodwill is measured as the excess of the sum of the consideration transferred, the amount of any non-controlling interest in the acquiree and the fair value of previously held equity interest in the acquiree over the amounts of identifiable assets acquired and liabilities assumed. If, after reassessment, the Group's interest in the fair value of the acquiree's identifiable net assets exceeds the sum of consideration transferred, the amount of any non-controlling interests in the acquiree and the fair value of the acquirer's previously held equity interest in the acquiree, the excess is recognised immediately in the Statements of Profit or Loss. Differences from non-controlling interests acquired after control has been obtained, are set-off against equity. Goodwill is carried at cost less accumulated impairment losses.

Goodwill is tested annually for impairment. Impairment tests applied to goodwill are carried out using discounted cash flow methods. This is done on the basis of expected future cash flows from the latest management planning, which are extrapolated on the basis of long-term revenue growth rates and assumptions with regard to margin development, and discounted for the capital costs of the business unit. Tests are performed at the cash generating unit ("CGU") level. In cases where the carrying value exceeds the recoverable amounts, the impairment losses are charged to the Statements of Profit or Loss as other gains and losses.

On disposal of a subsidiary, the attributable amount of goodwill is included in the determination of the gains and losses on disposal.

Market related intangibles, computer software and other intangible assets

These assets including any goodwill on acquisition of businesses, that are acquired by the Group and are initially recorded at cost less impairment. These are subsequently measured at cost less accumulated amortisation and impairment losses. The intangible assets are amortised using the straight-line method over its estimated useful life.

Amortisation methods, useful lives and residual values of computer software and other intangible assets are reviewed at each reporting date and adjusted if appropriate.

Gains or losses arising from derecognition of other intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in Statements of Profit or Loss when the asset is derecognised.

Premium paid by certain subsidiaries for acquiring agencies are considered as intangibles with indefinite life and are tested for impairment. Those premium having a finite life are amortised over the life time of the asset to determine its carrying amount at the end of the reporting period.

For the year ended 30 June 2022 and 2021, the Group has not recognised any internally generated intangibles.

Concession rights acquired by the Group are initially recorded at cost and amortised over their useful lives.

The amortisation period by class of intangible assets held by the Group are as described below:

Other intangibles:	7 - 10 years
Computer software:	2 - 8 years
Market related intangibles:	8 years
Concession rights :	60 years

Subsequent to initial recognition, amortisation is charged to Statements of Profit or Loss.

Estimate of useful lives and residual value

The Group uses historical experience and comparable market available data to determine useful lives. Residual value is the estimated amount that an entity would currently obtain from disposal of the asset after deducting the estimated cost of disposal, if the asset were already of the age and in the condition expected at the end of its useful life.

The amortisation charge calculation require an estimate of the economic useful lives of the different assets.

Significant accounting judgements and estimates

Goodwill is tested annually for impairment and carried at cost less accumulated impairment losses. For the purpose of testing impairment on acquired goodwill, the recoverable amount of each CGU was estimated using discounted cash flows. The impairment assessment and the calculation of the recoverable amount is subject to significant management judgement and estimation which includes the selection of the appropriate impairment model to be used, determination of the expected future cash flows from the businesses, setting appropriate terminal growth rates, selection of the appropriate discount rate.

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12. INTANGIBLE ASSETS (cont'd)

GROUP In Rs million	Goodwill on acquisition of subsidiaries	Market related intangibles	Concession / leasehold rights	Computer software	Other intangible assets	Total
Cost						
At 1 July 2020	948.5	356.9	180.0	295.1	73.1	1,853.6
Additions	-	0.6	-	12.6	-	13.2
Assets written off	-	-	-	(21.8)	-	(21.8)
Exchange differences	31.0	-	-	(1.0)	-	30.0
At 30 June 2021	979.5	357.5	180.0	284.9	73.1	1,875.0
Additions	-	0.1	-	18.3	-	18.4
Assets written off	-	(0.3)	-	-	-	(0.3)
Transfer to Property, plant and equipment* (note 10 (a))	-	-	-	-	(9.5)	(9.5)
Exchange differences	13.6	-	-	(0.9)	-	12.7
At 30 June 2022	993.1	357.3	180.0	302.3	63.6	1,896.3
Amortisation and impairment						
At 1 July 2020	28.5	169.0	75.0	199.1	11.4	483.0
Charge for the year	-	38.7	3.0	21.1	1.7	64.5
Assets written off	-	-	-	(17.7)	-	(17.7)
Impairment of goodwill	8.8	-	-	-	-	8.8
Exchange differences	-	-	-	(0.1)	-	(0.1)
At 30 June 2021	37.3	207.7	78.0	202.4	13.1	538.5
Charge for the year	-	38.2	3.0	27.5	-	68.7
Assets written off	-	(0.3)	-	-	-	(0.3)
Exchange differences	-	-	-	(0.5)	-	(0.5)
At 30 June 2022	37.3	245.6	81.0	229.4	13.1	606.4
Carrying value						
At 30 June 2022	955.8	111.7	99.0	72.9	50.5	1,289.9
At 30 June 2021	942.2	149.8	102.0	82.5	60.0	1,336.5

* In 2022, a subsidiary company took note that a portion of land has been included as part of its acquired intangible and transferred the said land to property, plant and equipment.

In 2021, the prevailing economic and market conditions, associated with COVID-19 pandemic, have brought significant uncertainty and adverse impact on recoverable amounts of a subsidiary company, BlueSky Reunion S.A.S. The recoverable amounts of the cash generating units at 30 June 2021 were Rs (24.5)m and have been determined based on their value in use, by discounting the approved generated future five year cash flows. The Group has therefore fully impaired its goodwill on acquisition amounting to Rs 8.8m.

Market related intangible relates mainly to customer portfolio acquired, i.e pre-existing relationship between an entity and its customer.

Two subsidiaries lease plots of land from local authorities of Mauritius and Rodrigues and these have been included as part of rights of use assets under property, plant and equipment. The lease agreement expires on 30 March 2056 and 2 April 2030 respectively and the lease payments to the authority are subject to 50% increase every ten years. The local authority has provided one of the subsidiary with the contractual rights for its port operations and the latter has right to charge users of the port a license fee to trade and therefore meets the criteria of a concession rights. Given that the authority has granted only the rights to charge users for a license fees, the concession rights amounting to Rs 180m have been accounted as intangible asset in the financial statements and amortised over 60 years.

For the purposes of goodwill impairment testing, goodwill has been allocated to the Group's Cash Generating Units as follows:

12. INTANGIBLE ASSETS (cont'd)

GROUP In Rs million	2022	2021
Fintech		
Corporate Services	509.2	491.1
Hospitality		
Hotels	39.6	39.6
Travel	43.3	43.3
Leisure	125.4	125.4
Logistics		
Logistics	238.3	242.8
At 30 June	955.8	942.2

Impairment test

The recoverable amounts for the cash generating units were based on their value in use, determined by discounting the generated future five year cash flows as approved by management. In 2021, the recoverable amounts of the cash generating units were determined to be lower than their carrying amounts and an impairment loss of goodwill amounting to Rs 8.8m following the current context of COVID-19. No impairment has been recognised in 2022. The key assumptions used in the estimation of value in use and recoverable amounts are based on management's past experience of the served markets in which the Group operates with a view to maintain market share.

The assumptions used for the value in use calculations are as follows:

GROUP	2022 %	2021 %
Fintech - Corporate Services		
Discount rate	10.7 - 13.1	13.1
Terminal growth rate	3.3	4.5
Average EBITDA growth rate	(2.2)	17.4
Fintech - Technology Services		
Discount rate	13.8	9.8
Terminal growth rate	3.3	4.5
Average EBITDA growth rate	(4.9)	18.5
Hospitality - Hotels		
Discount rate	10.4	13.0
Terminal growth rate	3.3	4.5
Average EBITDA growth rate	8.5	135.7
Hospitality - Leisure		
Discount rate	11.8	6.6
Terminal growth rate	3.3	4.5
Average EBITDA growth rate	23.3	2.0
Hospitality - Travel		
Discount rate	10.3	13.3
Terminal growth rate	3.3	4.5
Average EBITDA growth rate	7.5	31.0
Logistics		
Discount rate	8.8 - 16.6	10.5
Terminal growth rate	3.3	4.5
Average EBITDA growth rate	3.2	13.5

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12. INTANGIBLE ASSETS (cont'd)**Impairment test (cont'd)**

The discount rate was a pre-tax measure estimated based on the rate of 10-year government bonds issued by the Government in the relevant market and in the same currency as the cash flows, adjusted for a risk premium to reflect both the risk of investing in equities generally and the systematic risk of the specific Cash Generating Unit. The risk for each foreign country has been considered and the discount factor from the foreign subsidiaries were not materially different to that of the local subsidiaries.

Forecasted EBITDA has been based on the expectation of future outcomes adjusted for revenue growth and cost containment measures.

The discount rate has been adjusted to reflect the current market assessment of the risks specific to the Group and was estimated based on the weighted average cost of capital for the Group. This rate was further adjusted to reflect the market assessment of risks specific to the Group for which future estimates of cash flows have not been adjusted. Further changes to the discount rate may be necessary in the future to reflect changing risks for the industry and changes to the weighted average cost of capital.

Growth rates are based on the current economic outlook. However, given the economic uncertainty, reductions in growth estimates may be necessary in the future.

The Group has performed sensitivity analysis on its key assumptions, none of which resulted in any impairment of its goodwill.

COMPANY In Rs million	Software	Others	Total
Cost			
At 1 July 2020	22.7	7.0	29.7
Additions	0.2	-	0.2
Assets written off	(0.2)	-	(0.2)
At 30 June 2021	22.7	7.0	29.7
Additions	1.3	0.2	1.5
Assets written off	(3.4)	-	(3.4)
At 30 June 2022	20.6	7.2	27.8
Amortisation			
At 1 July 2020	14.8	-	14.8
Charge for the year	1.1	-	1.1
Assets written off	(0.1)	-	(0.1)
At 30 June 2021	15.8	-	15.8
Charge for the year	1.3	-	1.3
Assets written off	(3.4)	-	(3.4)
At 30 June 2022	13.7	-	13.7
Carrying value			
At 30 June 2022	6.9	7.2	14.1
At 30 June 2021	6.9	7.0	13.9

13. INVESTMENT IN SUBSIDIARY COMPANIES**Accounting policy**

(a) In the separate financial statements of the Company, investment in subsidiary companies is carried at cost less impairment.

COMPANY In Rs million	2022	2021
At 1 July	4,783.8	4,655.6
Additions	655.0	-
Reversal of impairment losses	-	128.2
Disposals	(655.0)	-
At 30 June	4,783.8	4,783.8

During the financial year ended 30 June 2022, the Company transferred the shares held in one subsidiary in the form of special capital contribution to another direct subsidiary. This resulted in a recognition of an increased investment in the latter subsidiary amounting to Rs 655m. On the other hand the transfer of shares of the previous subsidiary was accounted for as a disposal for the same amount. The additions and disposals are non-cash items and therefore have no impact on the statement of cash flows.

At 30 June 2021, the Company assessed the recoverable amounts of its subsidiaries and accounted for a reversal of impairment losses of Rs 128.2m relating mostly to changes in projected cash flows. The recoverable amount as at 30 June 2021 was based on value in use which has been determined using cash flow projections from financial forecasts approved by Management covering a five-year period. The projected cash flow has been actualised with several positive developments which evidenced the realisation of the Group's strategic objectives. In determining value in use for each CGU within the Company, individual discount rates ranging from 9.8% to 13.1% were applied to the cash flows of each CGU.

13. INVESTMENT IN SUBSIDIARY COMPANIES (cont'd)

(b) The financial statements of the following subsidiaries have been included in the consolidated financial statements.

	Proportion of ownership interests		Proportion of ownership interests		Principal activity
	Direct 2022	Indirect 2022	Direct 2021	Indirect 2021	
	%	%	%	%	
FINTECH					
Enterprise Information Systems Ltd (Kenya)	-	-	-	100.0	IT Services
Globefin Corporate Services Ltd	-	100.0	-	100.0	Company secretarial services to domestic companies
Globefin Nominee Ltd	-	100.0	-	100.0	Nominee shareholding for companies under the management of RCCS
Rcap Executives Ltd	-	100.0	-	100.0	Corporate director
River Court Nominees Limited	-	100.0	-	100.0	Nominee shareholder
Rogers Capital Accounting Services Ltd	-	100.0	-	100.0	Accounting and related services
Rogers Capital Business Services Ltd	-	100.0	-	100.0	Outsourcing services
Rogers Capital Captive Insurance Management Services Ltd	-	100.0	-	100.0	Insurance Manager and Captive Insurance Agent
Rogers Capital City Executives Ltd	-	100.0	-	100.0	Corporate directorship for Global Business Category 2 companies
Rogers Capital Compliance Ltd	-	100.0	-	-	Compliance services
Rogers Capital Corporate Services Ltd	-	100.0	-	100.0	Management of Companies, Accounting and Tax Services
Rogers Capital Corporate Services (Seychelles) Ltd	-	100.0	-	100.0	Management of Companies incorporated in Seychelles
Rogers Capital Fin Ltd	-	100.0	-	100.0	Consumer Finance
Rogers Capital Finance Ltd*	-	100.0	-	100.0	Leasing, Hire purchase and short term financing
Rogers Capital Fund Services Ltd	-	100.0	-	100.0	Management of Companies, Accounting and Tax Services
Rogers Capital Investment Advisors Ltd	-	100.0	-	100.0	Asset Management
Rogers Capital Ltd	58.2	-	69.0	100.0	Investment
Rogers Capital Management Services Ltd	-	100.0	-	100.0	Investment
Rogers Capital Nominee Ltd	-	100.0	-	100.0	Nominee shareholder
Rogers Capital Nominee 1 Ltd	-	100.0	-	100.0	Nominee shareholder
Rogers Capital Nominee 2 Ltd	-	100.0	-	100.0	Nominee shareholder
Rogers Capital Outsourcing Ltd	-	100.0	-	100.0	IT Services
Rogers Capital Payroll Services Ltd	-	100.0	-	100.0	Payroll and related services
Rogers Capital Specialist Services Ltd	-	100.0	-	100.0	Investment holding company
Rogers Capital Tax Specialist Services Ltd	-	100.0	-	100.0	Tax and Advisory Services
Rogers Capital Technology Services Ltd	-	100.0	-	100.0	IT Services
Rogers Capital Trustees Services Ltd	-	100.0	-	100.0	Corporate Trusteeship
HOSPITALITY					
Adnarev Ltd	-	100.0	-	100.0	Hotel
Ario (Seychelles) Ltd	-	100.0	-	100.0	Dormant
Bagatelle Hotel Operations Co Ltd (Voila)*	-	100.0	-	100.0	Hotel Accommodation and related services
BEAVIA Kenya Limited	-	70.0	-	70.0	Dormant
Blue Alize Ltd	-	80.0	-	80.0	Catamaran sightseeing
Bluesky Madagascar Sarlu	-	100.0	-	100.0	Travel Agency
Bluesky Mayotte S.A.R.L	-	100.0	-	100.0	Travel Agency
Border Air Ltd	-	-	-	100.0	GSA of airlines
BS Travel Management Limitada	-	100.0	-	100.0	GSA of airlines
BS Travel Management Ltd	-	100.0	-	100.0	Travel Agency
Cap D'Abondance*	-	100.0	-	100.0	Leisure
CCC LAH LTD (MOKA'Z)	-	86.2	-	86.2	Food Service industry
Croisières Australes Ltée	-	100.0	-	100.0	Catamaran sightseeing
DOMC Ltd*	-	51.0	-	51.0	Leisure

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13. INVESTMENT IN SUBSIDIARY COMPANIES (cont'd)

	Proportion of ownership interests		Proportion of ownership interests		Principal activity
	Direct	Indirect	Direct	Indirect	
	2022	2022	2021	2021	
	%	%	%	%	
HOSPITALITY (cont'd)					
Heritage Events Company Ltd	-	100.0	-	100.0	Investment
Heritage Golf Management Ltd	-	75.0	-	75.0	Golf Course management
Hotels Operations Company Ltd	-	100.0	-	100.0	Midscale hotel accommodation
Island Living Ltd	-	100.0	-	100.0	Leisure
Islandian Ltd	-	-	74.4	97.6	Online tour operating
Islandian S.A.R.L.	-	90.5	-	90.5	Online tour operating
Plaisance Air Transport Services Ltd	-	100.0	-	100.0	Warehousing
Restaurants Operations Company Ltd	-	100.0	-	100.0	Restaurant activities
Rogers Aviation (Mauritius) Ltd	-	100.0	-	100.0	GSA of airlines
Rogers Aviation Comores S.A.R.L.	-	100.0	-	100.0	GSA of airlines
Rogers Aviation France S.A.R.L.	-	100.0	-	100.0	Investment
Rogers Aviation Holding Company Ltd	100.0	-	100.0	-	Investment
Rogers Aviation International Ltd	-	100.0	-	100.0	GSA of airlines
Rogers Aviation Kenya Ltd	-	100.0	-	100.0	Dormant
Rogers Aviation Madagascar S.A.R.L.	-	100.0	-	100.0	GSA of airlines
Rogers Aviation Mayotte S.A.R.L.	-	100.0	-	100.0	GSA of airlines
Rogers Aviation Mozambique Limitada*	-	100.0	-	100.0	GSA of airlines
Rogers Aviation Reunion S.A.R.L.	-	100.0	-	100.0	GSA of airlines
Rogers Aviation Senegal S.A.R.L.	-	100.0	-	100.0	Dormant
Rogers Aviation South Africa (Pty) Ltd	-	100.0	-	100.0	GSA of airlines
Rogers Hospitality Group Ltd	100.0	-	100.0	-	Reservation of leisure activities
Rogers Hospitality Management Co Ltd	-	100.0	-	100.0	Management company
Rogers Hospitality Property Fund Ltd	-	100.0	-	100.0	Seashell museum
Rogers Hospitality Training Ltd	-	100.0	-	100.0	Training
Rogers International Distribution Services Limitada (Note (ii))	-	-	-	100.0	Freight Forwarding
Run Tourisme	-	100.0	-	100.0	Travel Agency
Seafood Basket Ltd	-	100.0	-	100.0	Food Service
Seven Colours Spa Ltd	-	100.0	-	100.0	Management Services
Sports-Event Management Operation Co Ltd	-	100.0	-	100.0	Leisure
Sweetwater Ltd*	-	70.6	-	55.0	Leisure
Transcontinent S.A.R.L.	-	100.0	-	66.6	Travel Agency
Veranda Tamarin Ltd*	-	70.7	-	50.0	Hotel
Rogers Hospitality Operations Ltd (previously known as VLH Ltd)	66.2	6.7	66.2	6.7	Hotel
LOGISTICS					
Associated Container Services Ltd	-	100.0	-	100.0	Port Related Services
Cargo Express Madagascar S.A.R.L.	-	100.0	-	100.0	Freight Forwarding
Express Logistics Solutions Ltd	-	100.0	-	100.0	Freight Forwarding
Freeport Operations (Mtius) Ltd	-	100.0	-	100.0	Port Related Services
General Cargo Services Limited*	-	98.5	-	100.0	Transport, Warehousing and Freight Forwarding
Gencargo (Transport) Limited*	-	100.0	-	100.0	Transport Services
Global Air Cargo Services Ltd	-	50.0	-	50.0	Freight Forwarding
Logistics Solutions Ltd	1.0	99.0	1.0	99.0	Investment
P.A.P.O.L.C.S. Ltd	-	80.0	-	80.0	Stevedoring
Papal Holding Limited	-	60.0	-	60.0	Investment
Rogers International Distribution Services S.A.S***	-	-	-	100.0	Freight Forwarding
Rogers International Distribution Services Madagascar S.A.R.L.U	-	100.0	-	100.0	Freight Forwarding

13. INVESTMENT IN SUBSIDIARY COMPANIES (cont'd)

	Proportion of ownership interests		Proportion of ownership interests		Principal activity
	Direct	Indirect	Direct	Indirect	
	2022	2022	2021	2021	
	%	%	%	%	
LOGISTICS (cont'd)					
Rogers Logistics International Ltd	-	100.0	-	100.0	Investment
Rogers Logistics Services Company Ltd	-	100.0	-	100.0	Freight Forwarding
Rogers Shipping Ltd	-	100.0	-	100.0	Shipping Services
Rogers Shipping Pte Ltd	-	51.0	-	51.0	Investment
Southern Marine & Co Ltd	-	100.0	-	100.0	Shipping Services
Sukpak Ltd	-	70.0	-	70.0	Packing of special sugars
Thermoil Company Ltd	-	-	78.0	-	Dormant
Velogic Express Reunion	-	100.0	-	100.0	Courier
Velogic Garage Services Ltd	-	100.0	-	100.0	Transport Company
Velogic Haulage Services Ltd	-	100.0	-	100.0	Transport Services
Velogic Holding Company Ltd	-	81.0	66.2	-	Investment
Velogic India Private Ltd	-	100.0	-	100.0	Freight Forwarding
VSR S.A.S	-	100.0	-	100.0	Freight Forwarding
Velogic Ltd	-	100.0	-	100.0	Freight Forwarding
VK Logistics Ltd	-	100.0	-	51.0	Investment
PROPERTY					
Agria Limited	1.2	52.3	1.2	52.3	Agriculture and Investment
Ascencia Limited (see (d))	-	36.1	-	36.1	Property investment
Bagaprop Limited	-	100.0	-	100.0	Property investment
Case Noyale Limitée	1.3	52.3	1.3	52.3	Agriculture and Leisure
Floreal Commercial Centre Ltd	-	100.0	-	100.0	Property Investment
Foresite Property Holding Ltd	100.0	-	100.0	-	Investment
Les Villas de Bel Ombre Ltée	-	60.0	-	60.0	Construction and Sales of Villa
Les Villas de Bel Ombre Amenities Ltd	-	100.0	-	100.0	Construction of sport complex and beach club for IRS home owners association
Motor Traders Ltd	100.0	-	100.0	-	Property
South West Tourism Development Co. Ltd	68.9	-	68.9	-	Investment
Terroirs Mauricien Ltd	-	100.0	-	100.0	Sale of agricultural products
The Beau Vallon Shopping Mall Limited**	-	100.0	-	-	Property Investment
CORPORATE OFFICE					
Rogers Corporate Services Ltd	100.0	-	100.0	-	Investment
IslandHolidays Ltd	100.0	-	-	100.0	Investment
Rogers Logistics Investment Holding Ltd (previously known as Rogers Capital Payment Solutions Ltd)	100.0	-	-	100.0	Investment

Note (i): Ordinary shares are issued for the above subsidiaries and the statutory reporting date is 30 June 2022 for the companies.

Note (ii): During the year under review, Border Air Ltd has been amalgamated into Rogers Aviation South Africa (Pty) Ltd, Islandian Ltd into Rogers Aviation International Ltd, Rogers International Distribution Services Limitada into Rogers Aviation Mozambique Limitada and Thermoil Company Ltd into Rogers Corporate Services Ltd. The amalgamated companies were dormant, with immaterial net assets value.

* Companies issuing new shares (Note 26).

** Transferred from investment in joint venture to investment in subsidiary following additional investment made during the year ended 30 June 2022. (Note 37).

*** Transferred from investment in subsidiary to investment in associated company following disposal of shares made during the year ended 30 June 2022 (Note 38).

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13. INVESTMENT IN SUBSIDIARY COMPANIES (cont'd)

(c) The above subsidiaries are incorporated and operate in Mauritius except for:

	Country of incorporation / place of business
BEAVIA Kenya Limited	Republic of Kenya
RUN Tourisme	Reunion Island
Blue Sky Madagascar S.A.R.L.U	Republic of Malagasy
BS Travel Management Limitada	Republic of Mozambique
Cargo Express Madagascar S.A.R.L.	Republic of Malagasy
Gencargo (Transport) Limited	Republic of Kenya
General Cargo Services Limited	Republic of Kenya
Islandian S.A.R.L	Reunion Island
Rogers Aviation Comores S.A.R.L.	Republic of Comores
Rogers Aviation France S.A.R.L.	Reunion Island
Rogers Aviation Kenya Ltd	Republic of Kenya
Rogers Aviation Madagascar S.A.R.L.	Republic of Malagasy
Rogers Aviation Mayotte S.A.R.L.	Mayotte
Rogers Aviation Mozambique Limitada	Republic of Mozambique
Rogers Aviation Reunion S.A.R.L	Reunion Island
Rogers Aviation Senegal S.A.R.L.	Republic of Senegal
Rogers Aviation South Africa (Pty) Ltd	Republic of South Africa
Rogers International Distribution Services Limitada	Republic of Mozambique
Rogers International Distribution Services Madagascar S.A.R.L.U	Republic of Malagasy
Rogers Shipping Pte Ltd	Republic of Singapore
Transcontinent S.A.R.L.	Republic of Malagasy
Velogic Express Reunion	Reunion Island
Velogic India Private Ltd	Republic of India
VSR S.A	Reunion Island

(d) The financial statements of Ascencia Limited have been consolidated at 36.1% equity interests:

Foresite Property Holding Ltd ("FPHL"), a subsidiary of Rogers and Company Limited ("Rogers") and ENL Property Ltd ("EPL") together hold 61.0% of the shareholding and voting rights of Ascencia Limited ("Ascencia"). Further to an agreement between FPHL and EPL;

- at least half of the board is nominated for appointment by Rogers;
- the Chairman of the board chosen from the representative directors of Rogers; and
- for all shareholder matters concerning Ascencia, EPL shall vote in the same manner as FPHL.

Therefore, the Group has the practical ability to direct the relevant activities and thus has control over the entity.

14. INVESTMENT IN JOINTLY CONTROLLED ENTITIES AND ASSOCIATED COMPANIES**Accounting policy**

Jointly controlled entities are joint arrangements whereby the parties that have joint control of the arrangement have rights to the net assets and obligations for the liabilities of the joint arrangement. It is the contractually agreed sharing of control of an arrangement which exists only when decisions about relevant activities require unanimous consent of the parties sharing control.

Associated companies are entities over which the Group has significant influence but not control, or joint control, generally accompanying a shareholding between 20% and 50% of the voting rights.

Investments in jointly controlled entities and associated companies are accounted for using the equity method. Under the equity method, the Group's investments in associated companies and jointly controlled entities are recognised at cost plus the Group's share of post acquisition profits or losses, other comprehensive income and other changes in equity, less any impairment in the value of individual investments. The Group's share of its jointly controlled entity and associated company post acquisition profits or losses is recognised in the Statements of Profit or Loss and its share of post acquisition movements in reserves are recognised in the Statements of Other Comprehensive Income.

The Group assesses at each reporting date whether there is an indication impairment in respect of investment in associated companies and jointly controlled entities. If any such indication exists, the Group estimates the investment's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's fair value less costs to sell and its value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs to sell, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded subsidiaries or other available fair value indicators. If the recoverable amount of an investment (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the investment (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the Statements of Profit or Loss. Where an impairment loss subsequently reverses, the carrying amount of the investment is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the investment in prior years. A reversal of an impairment loss is recognised immediately in Statements of Profit or Loss.

If the ownership interest in an associated company is reduced but significant influence is retained, only a proportionate share of the amounts previously recognised in Statements of Other Comprehensive Income are reclassified to Statements of Profit or Loss where appropriate. Dilution of gains and losses arising in investments in associated companies are recognised in Statements of Profit or Loss.

The Group discontinues the use of the equity method from the date when it ceases to have significant influence and the investment will then be measured at fair value. The Group recognises in the Statements of Profit or Loss the difference between the fair value of retained investment including any proceeds from disposal and the carrying amount of the investment at the date when significant influence is lost.

In the separate financial statements of the Company, investment in jointly controlled entities and associated companies are classified as financial assets at fair value through other comprehensive income and are carried at fair value. The carrying amount is adjusted to recognise any fluctuation in the value of the individual investments and the gains and losses are recognised in other comprehensive income and accumulated under the heading of revaluation reserves.

In the separate financial statements of the Company, investments in associated companies are carried at cost less impairment.

Significant accounting judgements and estimates

The Group determines whether an entity has significant influence over another entity for all entities with a shareholding between 20% and 50% of the voting rights. In considering the classification, management considers whether control exists, the nature and structure of the relationship and other facts and circumstances. In making their judgement, the directors and management considered the Group's absolute size of holding and the relative size and dispersion of the shareholdings owned by the other investors.

With respect to one associated company where the Group has 50% shareholding, the Group does not have voting rights for decision making at Board level and management concluded that the Group does not have the practical ability to direct the relevant activities, thus having no control over the entity.

GROUP	2022	2021
In Rs million		
(a) Investment in jointly controlled entities		
(i) Cost of investment in jointly controlled entities	84.6	188.7
Share of reserves	(45.8)	20.0
Carrying amount of the Group's interest in jointly controlled entities	38.8	208.7
(ii) Movement of share of net assets:		
At 1 July	208.7	178.1
Share of (loss) profit for the year	(0.2)	30.6
Deemed disposal (note 37)	(169.7)	-
At 30 June	38.8	208.7

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14. INVESTMENT IN JOINTLY CONTROLLED ENTITIES AND ASSOCIATED COMPANIES (cont'd)

(iii) Statements of Profit or Loss and Other Comprehensive Income of jointly controlled entities is set out below:

GROUP	2022	2021
In Rs million		
(Loss) profit for the year	(0.4)	61.3
Other comprehensive income for the year	-	-
Total comprehensive (loss) income for the year	(0.4)	61.3
Share of (loss) profit for the year	(0.2)	30.6
Share of other comprehensive income for the year	-	-
Share of total comprehensive (loss) income for the year	(0.2)	30.6

(iv) Summarised financial information of material jointly controlled entities is set out below:

GROUP	The Beau Vallon Shopping Mall Ltd
In Rs million	30 June 2021
Statements of Profit or Loss and Other Comprehensive Income	
Revenue	121.5
Profit for the year	64.0
Other comprehensive income for the year	-
Total comprehensive income for the year	64.0
Share of profit for the year	32.0
Share of other comprehensive income for the year	-
Share of total comprehensive income for the year	32.0
Statements of Financial Position	
Non current assets	845.8
Current assets	44.9
Total assets	890.7
Capital and reserves	335.5
Non current liabilities	9.0
Current liabilities	546.2
Total equity and liabilities	890.7
Other information	
Depreciation and amortisation	(0.3)
Interest income	0.1
Finance cost	(15.8)
Income tax (expense) income	(15.4)
Reconciliation of the financial information summarised above and the carrying value of the investment in The Beau Vallon Shopping Mall Ltd is as follows:	
Direct holding	50.0%
Net assets attributable to the Group	335.5
Carrying value of Group's share net assets	167.8

14. INVESTMENT IN JOINTLY CONTROLLED ENTITIES AND ASSOCIATED COMPANIES (cont'd)

(v) Summary of information presented in aggregate for immaterial jointly controlled entities:

GROUP	30 June 2022	30 June 2021
In Rs million		
Statements of Profit or Loss and Other Comprehensive Income		
Revenue	-	-
Loss for the year	(0.4)	(2.7)
Other comprehensive income for the year	-	-
Total comprehensive loss for the year	(0.4)	(2.7)
Share of loss for the year	(0.2)	(1.4)
Share of other comprehensive income for the year	-	-
Share of total comprehensive loss for the year	(0.2)	(1.4)
Statements of Financial Position		
Non current assets	91.3	242.5
Current assets	413.2	422.1
Total assets	504.5	664.6
Capital and reserves	89.2	88.1
Non current liabilities	327.7	302.1
Current liabilities	87.6	274.4
Total equity and liabilities	504.5	664.6
Carrying amount of the Group's interest in the immaterial jointly controlled entities	38.8	40.9
Share of unrecognised (loss) profit for the year	(25.6)	50.2
Share of unrecognised other comprehensive income for the year	0.5	0.1
Share of cumulative profit for unrecognised income for the year	24.6	60.7
Share of cumulative profit for unrecognised other comprehensive income for the year	0.6	1.9

There are no contingent liabilities and capital commitments in respect of jointly controlled entities for 2022 (2021: nil).

(vi) The above jointly controlled entities are private companies and there is no quoted market price available for these shares.

GROUP	Country of incorporation/ place of business	Statutory reporting year	% Effective holding		Principal activity
			2022	2021	
FMVV Immobilier Ltee	Mauritius	30.06.22	11.2	11.2	Property
Jacotet Bay Ltd	Mauritius	30.06.22	11.2	11.2	Property
The Beauvallon Shopping Mall Ltd*	Mauritius	30.06.22	-	18.1	Property

The Group consolidates the above named companies as jointly controlled entities despite effectively holding less than 50% in its subsidiary companies namely Les Villas de Bel Ombre Limitée and Ascencia Limited, hold jointly controlled arrangement along with third parties in these companies.

* Increase in stake and transferred to investments in subsidiaries (note 37).

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14. INVESTMENT IN JOINTLY CONTROLLED ENTITIES AND ASSOCIATED COMPANIES (cont'd)

(b) Investment in associated companies

GROUP In Rs million	2022	2021
(i) Cost of investment in associated companies	4,045.2	4,015.8
Share of reserves	1,360.6	515.4
Carrying amount of the Group's interest in associated companies	5,405.8	4,531.2
(ii) Movement of share of net assets:		
At 1 July	4,531.2	4,542.6
Additions	171	23.6
Share of results for the year	395.9	(396.3)
Share of other comprehensive income (loss) for the year (Note 9)	580.4	485.0
Dividends	(118.8)	(97.0)
Impairment*	-	(13.0)
Unrealised profit on disposal of land to an associated company	-	(13.7)
At 30 June	5,405.8	4,531.2

* The recoverable amount has been determined using the net asset value of the one of the associate consisting primarily of receivables, payables and bank which are short term and approximate their fair values.

Non-cash transactions, included in additions and disposals are Rs 8.4m and Nil respectively for 2022 (2021: Nil).

(iii) Statements of Profit or Loss and Other Comprehensive Income of associated companies is set out below:

GROUP In Rs million	2022	2021
Profit (loss) for the year	1,504.8	(1,883.1)
Other comprehensive income for the year	6,658.4	2,036.1
Total comprehensive income for the year	8,163.2	153.0
Share of Profit (loss) for the year	395.9	(396.3)
Share of other comprehensive income for the year	580.4	485.0
Share of total comprehensive income for the year	976.3	88.7

(iv) Summarised financial information of material associated companies is set out below:

GROUP In Rs million	New Mauritius Hotels Limited 30 June 2022	New Mauritius Hotels Limited 30 June 2021	Semaris Ltd 30 June 2022	Semaris Ltd 30 June 2021	Swan General Ltd 31 March 2022*	Swan General Ltd 31 March 2021*
Statements of Profit or Loss and Other Comprehensive Income						
Revenue	8,115.5	1,136.8	466.5	710.6	1,879.5	7,000.1
(Loss) profit for the year	(64.8)	(3,123.3)	52.6	152.0	676.0	677.9
Other comprehensive income (loss) for the year	2,014.9	1,272.1	(255.2)	457.8	4,833.4	321.7
Total comprehensive income (loss) for the year	1,950.1	(1,851.2)	(202.6)	609.8	5,509.4	999.6
Share of (loss) profit	(14.9)	(716.0)	12.1	34.9	199.2	199.8
Share of other comprehensive income (loss)	461.9	291.6	(58.5)	105.0	121.7	94.8
Share of total comprehensive income (loss)	447.0	(424.4)	(46.4)	139.9	320.9	294.6
Statements of Financial Position						
Non current assets	37,108.9	35,512.4	2,220.8	2,327.1	53,881.0	44,400.0
Current assets	3,650.6	2,740.0	4,466.7	4,341.6	9,383.7	10,869.3
Total assets	40,759.5	38,252.4	6,687.5	6,668.7	63,264.7	55,269.3
Equity attributable to owners of the parent	6,968.7	5,018.5	3,574.1	3,776.7	4,532.9	4,193.8
Equity attributable to non-controlling interests	2,309.0	1,044.1	-	-	631.1	509.0
Non current liabilities	19,987.6	20,041.8	1,415.9	1,501.0	56,983.2	49,365.4
Current liabilities	11,494.2	12,148.0	1,697.5	1,391.0	1,117.5	1,201.1
Total equity and liabilities	40,759.5	38,252.4	6,687.5	6,668.7	63,264.7	55,269.3

14. INVESTMENT IN JOINTLY CONTROLLED ENTITIES AND ASSOCIATED COMPANIES (cont'd)

(iv) Summarised financial information of material associated companies is set out below:

GROUP In Rs million	New Mauritius Hotels Limited 30 June 2022	New Mauritius Hotels Limited 30 June 2021	Semaris Ltd 30 June 2022	Semaris Ltd 30 June 2021	Swan General Ltd 31 March 2022*	Swan General Ltd 31 March 2021*
Other information						
Depreciation and amortisation	(779.4)	(824.5)	(27.4)	(26.1)	(37.2)	(48.6)
Interest income	13.6	78.6	38.1	6.0	14.8	20.8
Dividend income	-	-	-	-	149.7	136.9
Finance cost	(1,338.7)	(1,166.2)	(60.7)	(118.0)	(0.8)	(0.8)
Income tax credit (expense)	15.1	505.1	(2.9)	149.6	(15.8)	(17.4)
Reconciliation of the financial information summarised above and the carrying value of the investment in its material associated companies is as follows:						
Net assets attributable to the Group	6,968.7	5,018.5	3,574.1	3,776.7	5,163.9	4,193.8
Effective holding (%)	22.93%	22.93%	22.93%	22.93%	29.47%	29.47%
Group's share of net assets	1,597.9	1,150.7	819.5	866.0	1,521.8	1,235.9
Goodwill	3.9	3.9	-	-	676.8	676.8
Carrying value of Group's share of net assets	1,601.8	1,154.6	819.5	866.0	2,198.6	1,912.7

*The financial information of Swan used for equity accounting is for the 12 months ended 31 March 2022 and 31 March 2021.

(v) Summarised financial information for immaterial associated companies is set out below:

GROUP In Rs million	2022	2021
Statements of Profit or Loss and Other Comprehensive Income		
Revenue	2,448.5	1,507.8
Profit for the year	841.0	410.2
Other comprehensive income (loss) for the year	65.3	(55.7)
Total comprehensive income for the year	906.3	354.5
Share of profit	199.5	85.0
Share of other comprehensive (loss) income	55.3	(6.4)
Share of total comprehensive income	254.8	78.6
Statements of Financial Position		
Non current assets	2,892.6	2,129.0
Current assets	1,953.2	1,562.6
Total assets	4,845.8	3,691.6
Capital and reserves	3,185.3	2,444.8
Non current liabilities	425.9	378.5
Current liabilities	1,234.6	868.3
Total equity and liabilities	4,845.8	3,691.6
Carrying amount of the Group's interest in the immaterial associated companies	786.0	597.8

There are no contingent liabilities and capital commitments in respect of associated companies for 2022 (2021: nil).

COMPANY In Rs million	2022	2021
At 1 July	3,729.8	3,619.4
Additions	8.8	13.7
Reversal of impairment	-	98.4
Impairment	(6.6)	(1.7)
At 30 June	3,732.0	3,729.8

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14. INVESTMENT IN JOINTLY CONTROLLED ENTITIES AND ASSOCIATED COMPANIES (cont'd)

In 2021, the Company also recorded a reversal of impairment of Rs 98.4m which arises from an increase in adjusted net asset value of an associated Company following improvement in market conditions. An impairment of Rs 6.6m (2021: Rs 1.7m) has been recorded for one of the Company's investment in associated company as the carrying value exceeds its recoverable amount at 30 June 2022. The recoverable amount has been determined using the net asset value which approximates the fair value.

(vi) The following associated companies have been included in the consolidated financial statements:

	Country of incorporation / place of business	Statutory reporting year	% Effective holding		Principal activity
			2022	2021	
Air Cargo Service Madagascar Ltd	Madagascar	31.12.21	50.0	50.0	Ground handling services
Societe Helicophanta	Mauritius	31.12.21	25.4	25.4	Breeding and export of primates
Blue Connect Ltd	Mauritius	30.09.21	30.0	30.0	Business process outsourcing
FPHL Infra Ltd	Mauritius	30.06.22	49.0	49.0	Investment
Lagoona Cruise Ltd	Mauritius	30.06.22	33.0	33.0	Boat cruises activities
Le Morne Development Corporation Ltd	Mauritius	30.09.21	20.0	20.0	Property
Mauritian Commodities and Applied Services Company Ltd	Mauritius	30.09.21	25.6	25.6	Coal supplier
Mozambique Airport Handling Services Limitada	Mozambique	30.09.21	29.0	29.0	Ground handling services
New Mauritius Hotels Limited	Mauritius	30.06.22	22.9	22.9	Hospitality
Reliance Facilities Ltd	Mauritius	30.06.22	49.0	49.0	Security services
Reliance Security Services Ltd	Mauritius	30.06.22	49.0	49.0	Security services
Reliance Systems Ltd	Mauritius	30.06.22	49.0	49.0	Security services
Rogers International Distribution Services S.A.S**	French Republic	30.06.22	24.3	-	Freight forwarding
Sainte Marie Crushing Plant Ltd*	Mauritius	30.06.22	8.8	8.8	Manufacture and sale of building materials
Société Pur Blanca	Mauritius	30.06.22	49.0	49.0	Investment
Swan Financial Solutions Ltd	Mauritius	31.12.21	20.0	20.0	Investment holding
Swan General Ltd	Mauritius	31.12.21	29.5	29.5	Insurance
Semaris Ltd	Mauritius	30.06.22	22.9	22.9	Property
Tagada Limited	Mauritius	30.06.22	35.0	35.0	Data platform development and functioning

* Significant influence obtained through indirectly held subsidiary, Agria Ltd

** Change in status from Subsidiary to Associated companies (note 38)

All the above associated companies are accounted for using the equity method. For associated companies having different reporting date, management accounts have been prepared at 30 June 2022, with the exception of Swan General Ltd and Swan Financial Solutions Ltd, where audited financial statements have been consolidated for the period from 1 April 2021 to 31 March 2022 as it is impracticable to receive audited financial statements as at 30 June 2022. Management has also assessed whether any adjustments shall be made for the effects of significant transactions or events that occur between 01 April 2022 to 30 June 2022. The difference between the end of reporting period of the mentioned associated companies is not more than three months.

(vii) As at 30 June 2022, the fair value of the Group's interest in New Mauritius Hotels Limited, Semaris Ltd and Swan General Ltd which are listed on the Stock Exchange of Mauritius were as follows based on the quoted market price available, which is classified as level 1 in terms of fair value hierarchy.

GROUP	2022	2021
In Rs million		
New Mauritius Hotels Limited	1,037.0	715.0
Semaris Ltd	164.0	132.0
Swan General Ltd	1,090.0	748.0
At 30 June	2,291.0	1,595.0

15. FINANCIAL ASSETS AT FAIR VALUE

Accounting policy

Classification

The Group classifies its equity instruments into one of the following categories based on the purpose for which the asset was acquired.

• Financial assets at fair value through other comprehensive income

Financial assets at fair value through other comprehensive income comprise equity securities which are not held for trading, and which the Group has irrevocably elected at initial recognition to recognise in this category. These are strategic investments and the Group considers this classification to be more relevant.

• Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss comprise of equity securities that are either held for trading or which the Group has not elected to recognise fair value gains and losses through other comprehensive income.

Recognition and measurement

Purchases and sales of financial assets are recognised on their trade date, which is the date when the Group contracts with the purchaser or seller. Financial assets are initially recognised at fair value. Transaction costs are included for all financial instruments not carried at fair value through profit or loss. Financial assets are derecognised when the rights to receive cash have expired or have been transferred and the Group has transferred substantially all risks and rewards.

Financial assets classified at fair value through other comprehensive income are subsequently measured at fair value. Dividends are recognised as income in Statements of Profit or Loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in Statements of Other Comprehensive Income and are never reclassified to Statements of Profit or Loss. Equity instruments designated at fair value through other comprehensive income are not subject to impairment assessment. Upon disposal of these financial assets, the accumulated fair value adjustments are realised by transferring this amount to retained earnings through the Statements of Changes in Equity.

Equity instruments designated at fair value through other comprehensive income include investments in equity shares of non-listed companies. These investments were irrevocably designated at fair value through other comprehensive income as the Group considers these investments to be strategic in nature.

Financial assets classified at fair value through profit or loss are subsequently carried at fair value with all unrealised gains and losses arising from changes in the fair value being recognised in Statements of Profit or Loss.

Valuation process

The Group determines the policies and procedures for the fair valuation of unquoted securities. The process involves the selection of appropriate methodology, gathering of market knowledge, development of assumptions and specific information regarding the investee companies. The Group also analyses the movement in the values of each investment which are required to be remeasured and reassessed according to the Group's accounting policies. The Group also compares the change in the fair value of each investment with relevant external sources to determine whether the changes are reasonable.

Significant accounting judgements and estimates

The Group performs the valuation of the investment in securities not quoted in an active market using:

(i) The Price Earnings Multiple applied to value the investment which is derived from the applicable multiple for the sector based on the Official Market in Mauritius, as there are no similar companies listed on the market. This is then adjusted by a liquidity discount and a control premium, as needed and;

(ii) net asset value of the investment as appropriate.

(a) The Group classified these type of investment as Level 3 input and would exercise judgements and estimates on the quantity and quality of pricing sources used. Any changes in assumptions about these factors could affect the reported fair value of financial instruments.

GROUP	Financial assets at fair value through other comprehensive income	Financial assets at fair value through profit or loss	Total
In Rs million			
Non current			
At 1 July 2020	173.4	268.1	441.5
Disposals	-	(26.5)	(26.5)
Change in fair value	11.5	21.4	32.9
Exchange difference	1.2	-	1.2
At 30 June 2021	186.1	263.0	449.1
Disposals	(48.8)	(15.8)	(64.6)
Change in fair value	71.2	(25.0)	46.2
Derecognition of financial assets at fair value through other comprehensive income	(4.5)	-	(4.5)
Reclassify to financial asset at amortised cost	(6.8)	-	(6.8)
At 30 June 2022	197.2	222.2	419.4

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15. FINANCIAL ASSETS AT FAIR VALUE (cont'd)

In 2022, the Group disposed its equity interest in two of its investment held at fair value through other comprehensive income following a reasonable offer.

(b) Financial assets at fair value through other comprehensive income include:

GROUP	2022	2021
In Rs million		
Quoted Investments - Fair value hierarchy level 1		
Tropical Paradise Ltd	10.0	8.3
Others	0.7	0.7
Unquoted investments - Fair value hierarchy level 3		
Societe CTEG	81.8	106.5
Central Depository and Settlement Ltd	86.3	40.4
Others	18.4	30.2
At 30 June	197.2	186.1

The fair value hierarchy for financial assets at fair value for other comprehensive income is as below:

GROUP	Level 1	Level 3	Total
In Rs million			
Non current			
At 1 July 2020	13.2	160.2	173.4
Change in fair value	(4.2)	15.7	11.5
Exchange difference	-	1.2	1.2
At 30 June 2021	9.0	177.1	186.1
Disposals	(25.2)	(23.6)	(48.8)
Change in fair value	27.0	44.2	71.2
Derecognition of financial assets	-	(4.5)	(4.5)
Reclassify to financial assets at amortised costs	-	(6.8)	(6.8)
At 30 June 2022	10.8	186.4	197.2

Financial assets at fair value through other comprehensive income and financial assets at fair value through profit or loss are both made up of equity securities incorporated in Mauritius and are denominated in Mauritian Rupee.

While the fair value of quoted securities is based on published market prices, the fair value of the unquoted securities is assessed using valuation techniques, namely price earning multiple and net asset value.

Fair value hierarchy

The following table shows financial instrument recognised at fair value, analysed between those whose fair value is based on:

- Quoted prices in active markets for identical assets or liabilities (Level 1)
- Those involving inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices) (Level 2)
- Those with inputs for the asset or liability that are not based on observable market data (unobservable inputs) (Level 3).

The Group recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

The table below sets out information about significant unobservable inputs used at 30 June 2022 and 30 June 2021 in measuring financial instruments categorised as Levels 3 in the fair value hierarchy.

	Valuation technique 2022	Valuation technique 2021	Unobservable inputs	Range	Sensitivity to changes in significant unobservable inputs
Société CTEG	Adjusted market multiple	Adjusted market multiple	Expected Value/EBITDA	7.71x (2021: 8.5x)	The expected fair value will increase/ (decrease) by Rs 0.9m (2021: Rs 0.8m), if the adjusted market multiple will be higher or lower by 1%.
Central Depository and Settlement Ltd	Adjusted market multiple	Adjusted market multiple	Expected Value/EBITDA	16.2x (2021: 9.6x)	The expected fair value will increase/ (decrease) by Rs 0.6m (2021: Rs 0.3m), if the adjusted market multiple will be higher or lower by 1%.

For other investments, the fair valuation has been based on the net asset values which management believes is the best estimate of the fair value. If a 10% premium or discount is applied to the net asset value, the fair value would increase (decrease) by Rs 2.4m (2021: Rs 2.7m) respectively.

(c) Financial assets at fair value through profit or loss

The Group classifies financial assets at fair value through profit or loss if they were acquired principally for the purpose of selling in the short term, i.e. held for trading or were designated as financial assets at fair value through profit or loss. These financial assets are classified as Level 3 investments. Financial assets at fair value through profit or loss are presented within the section on operating activities as part of changes in working capital (note 36(a)).

For Moka City Ltd and others, the fair valuation have been based on the revalued net asset value (2021: net asset value) which management believes is the best estimate of the fair value. If a 10% premium or discount is applied to the net asset value, the fair value would increase (decrease) by Rs 10.8m (2021: Rs 26.3m) respectively.

15. FINANCIAL ASSETS AT FAIR VALUE (cont'd)

(d) Financial assets at fair value through other comprehensive income

COMPANY	2022	2021
In Rs million		
At 1 July	173.4	161.6
Disposals	(48.8)	-
Change in fair value	71.6	11.8
Derecognition of Financial assets at fair value through other comprehensive income	(4.5)	-
At 30 June	191.7	173.4

(e) Financial assets at fair value through other comprehensive income include:

COMPANY	2022	2021
In Rs million		
Quoted Investments		
Others	10.1	8.4
Unquoted investments		
Charles Telfair Company Ltd	81.8	106.5
Central Depository and Settlement Ltd	86.3	40.4
Others	13.5	18.1
At 30 June	191.7	173.4

While the fair value of quoted securities is based on published market prices, the fair value of the unquoted securities is assessed using valuation techniques, namely earnings basis or net asset value.

Fair value hierarchy

(f) The fair value hierarchy for financial assets at fair value for other comprehensive income is as below:

COMPANY	Level 1	Level 3	Total
In Rs million			
Non current			
At 1 July 2020	12.8	148.8	161.6
Change in fair value	(4.4)	16.2	11.8
At 30 June 2021	8.4	165.0	173.4
Disposals	(25.2)	(23.6)	(48.8)
Change in fair value	26.9	44.7	71.6
Derecognition of Financial assets at fair value through other comprehensive income	-	(4.5)	(4.5)
At 30 June 2022	10.1	181.6	191.7

The following table shows financial instrument recognised at fair value, analysed between those whose fair value is based on:

- Quoted prices in active markets for identical assets or liabilities (Level 1)
- Those involving inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices) (Level 2)
- Those with inputs for the asset or liability that are not based on observable market data (unobservable inputs) (Level 3).

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

The table below sets out information about significant unobservable inputs used at 30 June 2022 and 30 June 2021 in measuring financial instruments categorised as Levels 3 in the fair value hierarchy.

	Valuation technique 2022	Valuation technique 2021	Unobservable inputs	Range	Sensitivity to changes in significant unobservable inputs
Société CTEG	Adjusted market multiple	Adjusted market multiple	Expected Value/EBITDA	7.71x (2021: 8.5x)	The expected fair value will increase/ (decrease) by Rs 0.9m (2021: Rs 0.8m), if the adjusted market multiple will be higher or lower by 1%.
Central Depository and Settlement Ltd	Adjusted market multiple	Adjusted market multiple	Expected Value/EBITDA	16.2x (2021: 9.6x)	The expected fair value will increase/ (decrease) by Rs 0.6m (2021: Rs 0.3m), if the adjusted market multiple will be higher or lower by 1%.

For other investments, the fair valuation has been based on the net asset values which management believes is the best estimate of the fair value. If a 10% premium or discount is applied to the net asset value, the fair value would increase (decrease) by Rs 2.4m (2021: Rs 2.7m) respectively.

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16. FINANCIAL ASSETS AT AMORTISED COSTS**Accounting policy**

Financial assets at amortised costs include those assets held with a view of collecting 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, are subsequently carried at amortised costs using the effective interest rate method less any provision from impairment. Financial assets at amortised costs exclude trade receivables (Note 23) and loans and advances (Note 17).

Other receivables generally arise from transactions outside the usual operating activities of the Group. Interest may be charged at commercial rates where the terms of repayment exceed six months. Collateral is not normally obtained. Other receivables are current and repayable within the next financial year.

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

The Group manages its financial assets at amortised cost by considering the purpose of their advances, the financial position and forecasted cash flows of the counterparties.

The Group recognises an allowance for expected credit losses ("ECLs") on receivables classified as 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 Company 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.

A financial asset at amortised costs is written off when there is no reasonable expectation of recovering the contractual cash flows. 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.

The Group does not expect any default from the financial assets at amortised cost and is certain of 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. Consequently, the probability of default is therefore negligible and the Group has not accounted for any impairment loss as deemed immaterial.

In Rs million	GROUP		COMPANY	
	2022	2021	2022	2021
Non current				
Loan receivables from subsidiary companies	-	-	210.4	266.0
Loan receivables from other companies	81.9	66.3	-	-
Non current financial assets at amortised costs	81.9	66.3	210.4	266.0
Current				
Receivables from subsidiary companies	-	-	496.0	318.2
Receivables from associated companies and jointly controlled entities	24.9	29.3	2.7	2.3
Receivables from regulatory authorities	192.1	136.7		
Dividend receivables	14.6	-		
Receivables from external parties	345.4	563.6	20.8	18.2
Current financial assets at amortised costs	577.0	729.6	519.5	338.7
Financial assets at amortised costs	658.9	795.9	729.9	604.7
Fair value	658.9	795.9	729.9	598.7

The fair values of loan receivables have been determined using discounted cash flow on the projected cash flows, discounted at market rate of interest and is classified as Level 2.

Receivables from regulatory authorities relates mainly to tax deductible at source, value added tax and deposit made.

Receivables from external parties include amount dues from non-group entities arising in the ordinary course of business.

Other receivables has been further split and narrative has been added to provide more details around its nature. The presentation in the comparative period has been updated accordingly to conform with the changes made in the current year.

17. LOANS AND ADVANCES**Accounting policy***(i) Recognition and initial measurement*

The Group initially recognises loans and advances towards finance leases, loans and advances towards hire purchase and consumer finance agreement ('CFA'), other loans and advances on the date on which they are originated. All other financial instruments are recognised on the trade date, which is the date on which the Group becomes a party to the contractual provisions of the instrument.

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the instrument. Regular way purchases and sales of financial assets are recognised on trade-date, the date on which the Group commits to purchase or sell the asset.

At initial recognition, the Group measures a financial asset or financial liability at its fair value plus, for an item not at fair value through profit or loss, transaction costs that are directly attributable to its acquisition or issue. Transaction costs of financial assets and financial liabilities carried at fair value through profit or loss are expensed in Statements of Profit or Loss.

(ii) Classification and subsequent measurement

Under IFRS 9, immediately after initial recognition, an expected credit loss ("ECL") is recognised in Statements of Profit or Loss when an asset is newly originated.

Amortised cost and effective interest rate

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

The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial asset or financial liability to the gross carrying amount of a financial asset (i.e. its amortised cost before any impairment allowance) or to the amortised cost of a financial liability. The calculation does not consider credit losses and includes transaction costs, premiums or discounts and fees and points paid or received that are integral to the effective interest rate, such as origination fees.

When the Group revises the estimates of future cash flows, the carrying amount of the respective financial asset or liability is adjusted to reflect the new estimate discounted using the original effective interest rate. Any changes are recognised in Statements of Profit or Loss.

The Group has the option to classify its financial assets in the following measurement categories:

- Fair value through profit or loss ("FVPL");
- Fair value through other comprehensive income ("FVOCI") or
- Amortised cost.

A description of each of the measurement category is given below:

- Under the amortised cost model, assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest ('SPPI'), and that are not designated at FVPL, are measured at amortised cost. The carrying amount of these assets is adjusted by any expected credit loss allowance recognised. Interest income from these financial assets is included in 'interest revenue calculated using the effective interest rate (EIR) method'.
- Financial assets held for a business model that is achieved by both collecting contractual cash flows and selling and that contain contractual terms that arise on specified dates to cash flows that are solely payments of principal and interest are measured at FVOCI. They are recognised on the trade date when the Group enters into contractual arrangements to purchase and are normally derecognised when they are either sold or redeemed. They are subsequently remeasured at fair value and changes therein (except for those relating to impairment, interest income and foreign currency exchange gains or losses) are recognised in other comprehensive income until the assets are sold. Upon disposal, the cumulative gains or losses in other comprehensive income are recognised in the Statements of Profit or Loss and Other Comprehensive Income as 'other gains and losses'.
- Assets that do not meet the criteria for amortised cost or FVOCI are measured at FVPL. A gain or loss on a debt investment that is subsequently measured at FVPL and is not part of a hedging relationship is recognised in Statements of Profit or Loss in the period in which it arises. Interest income from these financial assets is included in 'Interest revenue calculated using the effective interest rate (EIR) method'.

Business model assessment

The Group makes an assessment of the objective of a business model in which an asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:

- the stated policies and objectives for the portfolio and the operation of those policies in practice. In particular, whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of the liabilities that are funding those assets or realising cash flows through the sale of the assets;
- how the performance of the portfolio is evaluated and reported to the Group's management;
- the risks that affect the performance of the business model, the financial assets held within that business model and its strategy for how those risks are managed; and
- the frequency, volume and timing of sale in prior periods, the reasons for such sales and its expectations about future sales activity. However, information about sales activity is not considered in isolation, but as part of an overall assessment of how the Group's stated objective for managing the financial assets is achieved and how cash flows are realised.

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17. LOANS AND ADVANCES (cont'd)**Accounting policy (cont'd)**

The Group has determined that it has one business model which includes held to collect business model. Financial assets at amortised cost include cash and cash equivalents, loans and advances towards finance leases, loans and advances toward hire purchase, other loans and advances and other assets.

Assessment of whether contractual cash flows are solely payments of principal and interest

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as profit margin.

In assessing whether the contractual cash flows are SPPI, the Group considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making the assessment, the Group considers:

- contingent events that would change the amount and timing of cash flows;
- leverage features;
- prepayment and extension terms; and
- terms that limit the Group's claim to cash flows from specified assets (e.g. non-recourse loans).

Non-recourse loans

In some cases, loans made by the Group that are secured by collateral of the borrower limit the Group's claim to cash flows of the underlying collateral (non-recourse loans). The Group applies judgment in assessing whether the non-recourse loans meet the SPPI criterion. The Group typically considers the following information when making this judgement:

- whether the contractual arrangement specifically defines the amounts and dates of the cash payments of the loan;
- the fair value of the collateral relative to the amount of the secured financial asset;
- the ability and willingness of the borrower to make contractual payments, notwithstanding a decline in the value of collateral;
- whether the borrower is an individual or a substantive operating entity or is a special-purpose entity;
- the Group's risk of loss on the asset relative to a full-recourse loan;
- the extent to which the collateral represents all or a substantial portion of the borrower's assets; and
- whether the Group will benefit from any upside from the underlying assets.

Reclassifications

Financial assets are not reclassified subsequent to their initial recognition, except in the period after the Group changes its business model for managing financial assets.

Subsequent measurement

Financial assets at amortised cost; these assets are subsequently measured at amortised cost using the effective interest method. Interest income and any impairment losses are recognised in the Statements of Profit or Loss. Any gain or loss on derecognition is also recognised in Statements of Profit or Loss.

*(iii) Derecognition**Financial assets*

The Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire (see also (iv)), or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Group neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

On derecognition of a financial asset, the difference between the carrying amount of the asset (or the carrying amount allocated to the portion of the asset derecognised) and the consideration received (including any new asset obtained less any new liability assumed) is recognised in Statements of Profit or Loss.

Any interest in transferred financial assets that qualify for derecognition that is created or retained by the Group is recognised as a separate asset or liability.

17. LOANS AND ADVANCES (cont'd)**Accounting policy (cont'd)***(iv) Modifications of financial assets**Financial assets*

If the terms of a financial asset are modified, then the Group evaluates whether the cash flows of the modified asset are substantially different.

If the cash flows are substantially different, then the contractual rights to cash flows from the original financial asset are deemed to have expired. In this case, the original financial asset is derecognised (see (iii)) and a new financial asset is recognised at fair value plus any eligible transaction costs. Any fees received as part of the modification are accounted for as follows:

- fees that are considered in determining the fair value of the new asset and fees that represent reimbursement of eligible transaction costs are included in the initial measurement of the asset; and
- other fees are included in Statements of Profit or Loss as part of the gain or loss on derecognition.

If cash flows are modified when the borrower is in financial difficulties, then the objective of the modification is usually to maximise recovery of the original contractual terms rather than to originate a new asset with substantially different terms. If the Group plans to modify a financial asset in a way that would result in forgiveness of cash flows, then it first considers whether a portion of the asset should be written off before the modification takes place (see below for write-off policy). This approach impacts the result of the quantitative evaluation and means that the derecognition criteria are not usually met in such cases.

If the modification of a financial asset measured at amortised cost does not result in derecognition of the financial asset, then the Group first recalculates the gross carrying amount of the financial asset using the original effective interest rate of the asset and recognises the resulting adjustment as a modification gain or loss in Statements of Profit or Loss. For floating-rate financial assets, the original effective interest rate used to calculate the modification gain or loss is adjusted to reflect current market terms at the time of the modification. Any costs or fees incurred and modification fees received adjust the gross carrying amount of the modified financial asset and are amortised over the remaining term of the modified financial asset.

If such a modification is carried out because of financial difficulties of the borrower, then the gain or loss is presented together with impairment losses. In other cases, it is presented as interest revenue calculated using the effective interest rate (EIR) method.

(v) Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the Statements of Financial Position when, and only when, the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

Income and expenses are presented on a net basis only when permitted under IFRS Standards, or for gains and losses arising from a Group of similar transactions such as in the Group's trading activity.

(vi) Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date in the principal or, in its absence, the most advantageous market to which the Group has access at that date. The fair value of a liability reflects its non-performance risk.

When one is available, the Group measures the fair value of an instrument using the quoted price in an active market for that instrument. A market is regarded as 'active' if transactions for the asset or liability take place with sufficient frequency and volume to provide pricing information on an ongoing basis.

If there is no quoted price in an active market, then the Group uses valuation techniques that maximise the use of relevant observable inputs and minimise the use of unobservable inputs. The chosen valuation technique incorporates all of the factors that market participants would take into account in pricing a transaction.

The best evidence of the fair value of a financial instrument on initial recognition is normally the transaction price - i.e. the fair value of the consideration given or received. If the Group determines that the fair value on initial recognition differs from the transaction price and the fair value is evidenced neither by a quoted price in an active market for an identical asset or liability nor based on a valuation technique for which any unobservable inputs are judged to be insignificant in relation to the difference, then the financial instrument is initially measured at fair value, adjusted to defer the difference between the fair value on initial recognition and the transaction price. Subsequently, that difference is recognised in Statements of Profit or Loss on an appropriate basis over the life of the instrument but no later than when the valuation is wholly supported by observable market data or the transaction is closed out.

The fair value of a financial liability with a demand feature (e.g. a demand deposit) is not less than the amount payable on demand, discounted from the first date on which the amount could be required to be paid.

The Group recognises transfers between levels of the fair value hierarchy as of the end of the reporting period during which the change has occurred.

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17. LOANS AND ADVANCES (cont'd)**Accounting policy (cont'd)***(vii) Impairment of Financial asset*

The Group recognises loss allowances for expected credit losses ("ECL") on the following financial instruments that are not measured at FVTPL:

- loans and advances towards hire purchase;
- loans and advances towards finance leases;
- other loans and advances; and
- other assets.

The Group measures loss allowances at an amount equal to lifetime ECL, except for the following, for which they are measured as 12-month ECL:

- financial instruments that are determined to have low credit risk at the reporting date; and
- financial instruments on which credit risk has not increased significantly since their initial recognition.

The Group considers a debt investment security to have low credit risk when its credit risk rating is equivalent to the globally understood definition of 'investment grade' (Ba1+). The Group does not apply the low credit risk exemption to any other financial instruments. The Group does not have a credit rating system to grade its loan customers but instead uses a credit scoring methodology to assess whether a customer is credit worthy or not. Accordingly only customers who are creditworthy are given credit facilities. The internal credit rating system of the Group is based on the number of days outstanding. Thus the staging for all customers disclosed above, are assessed principally based on days outstanding.

Investment grade (staging) is defined as follows:

Stage 1: 0-34 days

Stage 2: 35-94 days

Stage 3: 95 days and above

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.

Lifetime ECL are the ECL that result from all possible default events over the expected life of the financial instrument or the maximum contractual period of exposure. Financial instruments for which lifetime ECL are recognised but that are not credit-impaired are referred to as 'Stage 2 financial instruments'. Financial instruments allocated to Stage 2 are those that have experienced a significant increase in credit risk since initial recognition but are not credit-impaired.

Financial instruments for which lifetime ECL are recognised and that are credit-impaired are referred to as 'Stage 3 financial instruments'.

Measurement of ECL

ECL are a probability-weighted estimate of credit losses. They are measured as follows:

- financial assets that are not credit-impaired at the reporting date: as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Group expects to receive);
- financial assets that are credit-impaired at the reporting date: as the difference between the gross carrying amount and the present value of estimated future cash flows;
- undrawn loan, finance lease and hire purchase commitments: as the present value of the difference between the contractual cash flows that are due to the Group if the commitment is drawn down and the cash flows that the Group expects to receive; and
- financial guarantee contracts: the expected payments to reimburse the holder less any amounts that the Group expects to recover.

Overview of ECL principles

The Group applies the IFRS 9 general approach to measure expected credit losses which uses a 12-month and a lifetime expected loss allowance for loans and advances towards finance leases and other credit agreements. The expected credit losses under the 'general approach' can best be described using the following formula: Probability of Default ("PD") x Loss Given Default ("LGD") x Exposure at Default ("EAD").

17. LOANS AND ADVANCES (cont'd)**Accounting policy (cont'd)***Overview of ECL principles (cont'd)*

In the event of a significant increase in credit risk, allowance is required for ECL resulting from all possible default events over the expected life of the financial instrument ("lifetime ECL"). Financial assets where 12-month ECL is recognised are considered to be 'Stage 1'; financial assets which are considered to have experienced a significant increase in credit risk are in 'Stage 2'; and financial assets for which there is objective evidence of impairment are considered to be in default or otherwise credit impaired are in 'Stage 3'.

Lifetime ECL represents the expected credit losses that will result from all possible default events over the expected life of a financial instrument. In contrast, 12-month ECL represents the portion of lifetime ECL that is expected to result from default events on a financial instrument that are possible within 12 months after the reporting date.

Both Lifetime ECLs and 12-month ECLs are calculated on a collective basis, depending on the nature of the underlying portfolio of financial instruments which is on the basis of their product types.

The lifetime expected loss rates ("LTECLs") are based on the Group's historical credit losses based on the pattern of no movement of financial assets over a period of six months before reporting date, since the Group is in its initial phase of providing loans and advances towards finance leases and other credit arrangements. An additional loss allowance for financial assets is recognised when there is objective evidence that the Group will not be able to collect all amounts due according to the original terms of financial asset. 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 financial assets.

In assessing whether the credit risk on a financial instrument has increased significantly since initial recognition, the Group compares the risk of a default occurring on the financial instrument at the reporting date with the risk of a default occurring on the financial instrument at the date of initial recognition. In making this assessment the group considers quantitative and qualitative information based on the Group's historical experience, credit risk assessment and forward-looking information. The assessment of significant credit deterioration is key in determining when to move from measuring an allowance based on 12-month ECLs to one that is based on lifetime ECLs (i.e., transfer from Stage 1 to Stage 2). If contractual payments are more than 34 days past due, the credit risk is deemed to have increased significantly since initial recognition.

Financial assets are classified as 'Stage 3' where they are determined to be credit impaired. This includes exposures that are at least 95 days past due and where the obligor is unlikely to pay without recourse against available collateral.

Impairment is the difference between contractual and expected cash flows of a financial asset (e.g., finance lease, hire purchase or loan). ECL provision is discounted to present value using the original implicit rate/ effective interest rate. The Group presents balance of the respective assets net of allowance for impairment.

The calculation of ECLs

The Probability of Default ("PD") is an estimate of the likelihood of default over a given time horizon. A default may only happen at a certain time over the assessed period.

The Exposure at Default ("EAD") is an estimate of the exposure at a future default date, taking into account expected changes in the exposure after the reporting date, including repayments of principal whether scheduled by contract, or expected drawdowns on committed facilities.

Loss Given Default ("LGD") is defined as the likely loss intensity in case of a counterparty default. It provides an estimation of the exposure that cannot be recovered in a default event and therefore captures the severity of a loss. Conceptually, LGD estimates are independent of a customer's probability of default. The LGD models ensure that the main drivers for losses (i.e., different levels and quality of collateralisation and customer or product types or seniority of facility) are reflected in specific LGD factors. In our LGD models, we assign collateral type specific LGD parameters to the collateralised exposure (collateral value after application of haircuts).

The mechanics of the ECL method are summarised below:

- Stage 1: The 12-month ECL is calculated as the portion of Lifetime ECLs ("LTECLs") that represent the ECLs that result from default events on a financial instrument that are possible within the 12-months after the reporting date. The Group calculates the 12-month ECL allowance based on the expectation of a default occurring in the 12-months following the reporting date. These expected 12-month default probabilities are applied to a forecast EAD and multiplied by the expected LGD and discounted by an approximation to the original EIR.
- Stage 2: When a loan has shown a significant increase in credit risk since origination, the Group records an allowance for the LTECLs. The mechanics are similar to those explained above, including the use of multiple scenarios, but PDs lifetime of the instrument. These expected default probabilities are applied to a forecast EAD and multiplied by the expected LGD and discounted by an approximation to the original EIR.
- Stage 3: For loans considered credit-impaired, the Group recognises the lifetime expected credit losses for these loans. The method is similar to that for Stage 2 assets, with the PD set at 100%.

Restructured financial assets

If the terms of a financial asset are renegotiated or modified or an existing financial asset is replaced with a new one due to financial difficulties of the borrower, then an assessment is made of whether the financial asset should be derecognised and ECL are measured as follows:

- If the expected restructuring will not result in derecognition of the existing asset, then the expected cash flows arising from the modified financial asset are included in calculating the cash shortfalls from the existing asset.
- If the expected restructuring will result in derecognition of the existing asset, then the expected fair value of the new asset is treated as the final cash flow from the existing financial asset at the time of its derecognition. This amount is included in calculating the cash shortfalls from the existing financial asset that are discounted from the expected date of derecognition to the reporting date using the original effective interest rate of the existing financial asset.

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17. LOANS AND ADVANCES (cont'd)**Accounting policy (cont'd)***Credit-impaired financial assets*

At each reporting date, the Group assesses whether financial assets carried at amortised cost are credit impaired (referred to as "Stage 3 financial assets"). 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 borrower or issuer;
- a breach of contract such as a default or past-due event;
- the restructuring of a loan or advance by the Group on terms that the Group would not consider otherwise; and
- it is becoming probable that the borrower will enter bankruptcy or other financial reorganisation.

A loan that has been renegotiated due to a deterioration in the borrower's condition is usually considered to be credit-impaired unless there is evidence that the risk of not receiving contractual cash flows has reduced significantly and there are no other indicators of impairment. In addition, a retail loan that is overdue for 95 days or more is considered credit-impaired even when the regulatory definition of default is different. The presumed 90 days backstop has been rebutted to align with the 5 days of grace days that are given to clients to settle their overdue balance.

Purchased or Originated Credit-Impaired ("POCI") financial assets

POCI financial assets are assets that are credit-impaired on initial recognition. For POCI assets, lifetime ECL are incorporated into the calculation of the effective interest rate on initial recognition. Consequently, POCI assets do not carry an impairment allowance on initial recognition. The amount recognised as a loss allowance subsequent to initial recognition is equal to the changes in lifetime ECL since initial recognition of the asset.

Presentation of allowance for ECL in the Statements of Financial Position

Loss allowances for ECL are presented in the Statements of Financial Position as follows:

- financial assets measured at amortised cost: as a deduction from the gross carrying amount of the assets; and
- financial guarantee contracts: generally, as a provision.

Write-off

Loans are written off (either partially or in full) when there is no reasonable expectation of recovering a financial asset in its entirety or a portion thereof. This is generally the case when the Group determines that the borrower does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. This assessment is carried out at the individual asset level.

Recoveries of amounts previously written off are recognised when cash is received and are included in 'impairment losses on financial instruments' in the Statements of Profit or Loss.

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.

Financial guarantee contracts held

The Group assesses whether a financial guarantee contract held is an integral element of a financial asset that is accounted for as a component of that instrument or is a contract that is accounted for separately. The factors that the Group considers when making this assessment include whether:

- the guarantee is implicitly part of the contractual terms of the debt instrument;
- the guarantee is required by laws and regulations that govern the contract of the debt instrument; and
- the guarantee is entered into at the same time as and in contemplation of the debt instrument.

If the Group determines that the guarantee is an integral element of the financial asset, then any premium payable in connection with the initial recognition of the financial asset is treated as a transaction cost of acquiring it. The Group considers the effect of the protection when measuring the fair value of the debt instrument and when measuring ECL.

If the Group determines that the guarantee is not an integral element of the debt instrument, then it recognises an asset representing any prepayment of guarantee premium and a right to compensation for credit losses. A prepaid premium asset is recognised only if the guaranteed exposure neither is credit-impaired nor has undergone a significant increase in credit risk when the guarantee is acquired. The Group presents gains or losses on a compensation right in Statements of Profit or Loss in the line item 'loss allowance'.

Significant accounting judgements and estimates

The measurement of expected credit loss allowance for loans and advances is an area that requires the use of complex models and significant assumptions about future economic conditions and credit behaviours (e.g the likelihood of customers defaulting and the resulting losses). Explanation of the inputs, assumptions and estimation techniques used in measuring ECL is detailed below. A number of significant judgements are also required in applying the accounting requirements for measuring ECL, such as:

- Determining criteria for significant increase in credit risk;
- Choosing appropriate models and assumptions for measurement of ECL;
- Establishing multiple economic scenarios by using different cases for the value of index.
- An important consideration in the impairment model in IFRS 9 is the use of forward-looking information in the models: and
- Determining the assumed lifetime of products.

17. LOANS AND ADVANCES (cont'd)**Accounting policy (cont'd)****Significant accounting judgements and estimates (cont'd)**

The ECL models set up by the Group are driven by internal and external data and this required significant judgements and estimates in relation to the determination of forward-looking information defining elements of a significant increase in credit risk and staging of financial instruments.

The economic outlook of the markets in which the Group is present has been impacted by the ongoing COVID-19 pandemic. The consequent impact on the Group is uncertain, thereby increasing the degree of judgement required to be exercised in calculating ECL:

- Models used to calculate ECL are inherently complex and judgement is applied in determining the appropriateness of the ECL model;
- A number of inputs assumptions are made by the group concerning the values of inputs to the models and how the inputs correlate with one another; including the incorporation of the current macro-economic scenario through the forward-looking information; and
- Evidence of significant increase in credit risk and hence the relevant staging and creditworthiness of the group's clients.

While complying with international practices advocating post-model adjustments in instances where effects of COVID-19 cannot be accurately reflected in models and given relative lack of data, the group aligned one of important risk parameters, namely the probability of default, to factor in potential ramifications of the pandemic.

Incorporation of forward-looking information

The Group incorporates forward-looking information into the measurement of ECL. The cyclical component of Mauritius GDP growth (derived through the smoothing technique, the Hodrick-Prescott filter) is used to proxy the credit cycle index. This credit cycle index is linked to the Group's ECL calculations through the well-known Vasicek Single Factor Model. By using forecasts of Mauritius GDP Growth, a forecasted credit cycle index can be derived and used to adjust default rates used in ECL calculations such that these rates reflect the impact of forward-looking information into the measurement of ECL.

The Group formulates three economic scenarios

- a baseline case with 80% weightage;
- an upside case with 10% weightage and
- a downside case with 10% weightage. The baseline scenario are figures obtained directly from the IMF WEO Database forecasts and or Mauritius Budget Estimates. Standard deviation shocks are applied to the baseline forecasts to allow for a plausible range of forecasts for the macroeconomic variable. A normal distribution is assumed and the 5th percentile case and 95th percentile case are assumed as downside and upside case scenario respectively. The Group then calculates a scenario probability weighted PD which is applied to the ECL model.

Collateral held

The general creditworthiness of a customer tends to be the most relevant indicator of credit quality of the loans and advances. However, the collateral provides additional security and may take in the form of the items acquired by the borrower and other liens and guarantees. The fair value of the collateral are assessed at periodical intervals to ensure that its portfolio is sufficiently collateralised.

Significant increase in credit risk

As a backstop, the Group considers that a significant increase in credit risk occurs no later than when an asset is more than 34 days past due. The 30 days presumed backstop has been rebutted to align with the 5 days of grace days that are given to their clients to settle their accounts. Days past due are determined by counting the number of days since the earliest elapsed due date in respect of which full payment has not been received.

If there is evidence that there is no longer a significant increase in credit risk relative to initial recognition, then the loss allowance on an instrument returns to being measured at 12-month ECL.

The Group monitors the effectiveness of the criteria used to identify significant increase in credit risk by regular reviews of its portfolio.

Determining the classification of finance lease as loans and advances

In determining the classification of finance leases as loans and advances, the Group has considered that control of the asset has been transferred outright to the customer upon entering the lease agreement.

Credit quality analysis

As highlighted above, the Group has witnessed a major decrease in its ECL for the current year. The average loss rate for 30 June 2022 is 8.7% (2021: 8.1%).

The Gross amount of each category of loans and advances represent the maximum exposure for credit risk as shown in note 17(a).

The general creditworthiness of a customer tends to be the most relevant indicator of credit quality of the loans and advances. Loans and advances towards finance leases are effectively secured as the rights to the underlying collaterals revert to the Company in the event of default. Generally, the company provides loans and advances towards finance lease facilities mostly on motor vehicle for which there is an active market and the values can be reliably determined by an independent valuer and this assessment is being performed every year to reassess the quality of the collaterals"

The leasing segment has a vehicle-based collateral with a portfolio balance-weighted loan to value (LTV) of 167% (2021: 122%). This indicates that the portfolio is significantly over collateralized which in general result in no loss allowance even if the loans are in default.

The Company held collaterals on finance lease which include motor vehicles and equipment. The fair value of collaterals of impaired lease facilities is estimated at Rs 2,675.4m as at 30 June 2022 (2021: Rs 2,365.2m).

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17. LOANS AND ADVANCES (cont'd)

GROUP	Hire purchase and consumer finance agreement		Other loans and advances	2022 Total	2021 Total
In Rs million	Finance leases	finance agreement	loans and advances	Total	Total
Loans and advances at 30 June					
(a) Gross investment					
Within one year	436.9	554.6	117.0	1,108.5	1,131.1
After one year and before two years	402.6	123.7	40.9	567.2	490.5
After two years and before five years	673.1	44.3	38.2	755.6	880.6
After five years	61.9	-	4.6	66.5	74.7
Loans and advances before allowance for impairment	1,574.5	722.6	200.7	2,497.8	2,576.9
Less allowance for credit impairment	(26.4)	(258.4)	(8.7)	(293.5)	(304.4)
Loans and advances at 30 June	1,548.1	464.2	192.0	2,204.3	2,272.5
Made up of:					
Current	414.1	295.9	42.8	752.8	827.5
Non-current	1,134.0	168.3	149.2	1,451.5	1,445.0
Loans and advances at 30 June	1,548.1	464.2	192.0	2,204.3	2,272.5
(b) Remaining term to maturity					
Within one year	436.9	554.6	117.0	1,108.5	1,132.0
After one year and before two years	402.6	123.7	40.9	567.2	548.4
After two years and before five years	673.1	44.3	38.2	755.6	825.1
After five years	61.9	-	4.6	66.5	71.4
Loans and advances at 30 June	1,574.5	722.6	200.7	2,497.8	2,576.9
(c) Allowance for credit impairment					
At 1 July	(4.2)	(289.4)	(10.7)	(304.3)	(302.1)
Allowance for credit impairment for the year	(22.2)	-	-	(22.2)	(2.0)
Reversal of allowance for credit impairment	-	31.0	2.0	33.0	9.2
Interest in suspense	-	-	-	-	(9.5)
At 30 June	(26.4)	(258.4)	(8.7)	(293.5)	(304.4)

17. LOANS AND ADVANCES (cont'd)

(d) At reporting date, the analysis of changes in the gross carrying amount and the corresponding ECL allowances in relation to lease receivables, hire-purchase receivables and loans receivable from customers is as follows:

GROUP	Stage 1	Stage 2	Stage 3	Total
In Rs million				
Gross carrying amount on loans and advances				
At 1 July 2020	1,678.9	366.6	419.6	2,465.1
New assets originated or purchased	1,100.6	-	-	1,100.6
Assets derecognised or repaid (excluding write offs)*	(484.6)	(354.2)	(150.0)	(988.8)
Transfer from Stage 1	75.4	(54.1)	(21.3)	-
Transfer from Stage 2	(230.3)	240.4	(10.1)	-
Transfer from Stage 3	(141.2)	(42.9)	184.1	-
At 30 June 2021	1,998.8	155.8	422.3	2,576.9
New assets originated or purchased	1,054.1	-	-	1,054.1
Assets derecognised or repaid (excluding write offs)*	(837.2)	(181.0)	(115.0)	(1,133.2)
Transfer from Stage 1	128.6	(106.3)	(22.3)	-
Transfer from Stage 2	(269.4)	281.5	(12.1)	-
Transfer from Stage 3	(141.1)	(21.4)	162.5	-
At 30 June 2022	1,933.8	128.6	435.4	2,497.8
* Net of accrued interest				
Expected credit loss				
At 1 July 2020	92.1	30.9	179.1	302.1
New assets originated or purchased	47.8	-	-	47.8
Assets derecognised or repaid (excluding write offs)	(21.2)	(6.2)	(12.0)	(39.4)
Transfer to Stage 1	11.4	(7.6)	(3.8)	-
Transfer to Stage 2	(15.9)	18.0	(2.1)	-
Transfer to Stage 3	(21.6)	(10.8)	32.4	-
Changes in ECL during the year	(52.6)	(9.5)	56.0	(6.1)
At 30 June 2021	40.0	14.8	249.6	304.4
New assets originated or purchased	24.8	-	-	24.8
Assets derecognised or repaid (excluding write offs)	(33.1)	(9.6)	(20.0)	(62.7)
Transfer to Stage 1	0.3	(0.3)	-	-
Transfer to Stage 2	(7.8)	8.1	(0.3)	-
Transfer to Stage 3	(23.0)	(2.7)	25.7	-
Changes in ECL during the year	25.2	(1.6)	3.4	27.0
At 30 June 2022	26.4	8.7	258.4	293.5
Net carrying amount at 30 June 2021	1,958.8	141.0	172.7	2,272.5
Net carrying amount at 30 June 2022	1,907.4	119.9	177.0	2,204.3

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17. LOANS AND ADVANCES (cont'd)

(e) Amount arising from ECL	Stage 1	Stage 2	Stage 3	Total
ECL as at 30 June 2022				
Loans and advances towards hire purchase and consumer finance agreement				
Expected loss rate	5.2%	19.8%	76.7%	34.8%
Gross carrying amount (Rs m)	408.6	25.2	297.7	731.5
Expected allowance for impairment (Rs m)	21.1	5.0	228.4	254.5
Loans and advances towards finance leases				
Expected loss rate	0.0%	0.7%	8.9%	0.4%
Gross carrying amount (Rs m)	1,432.8	90.1	50.7	1,573.6
Expected allowance for impairment (Rs m)	0.7	0.6	4.5	5.8
Other loans and advances				
Expected loss rate	5.0%	23.3%	29.3%	17.2%
Gross carrying amount (Rs m)	92.4	13.3	87.0	192.7
Expected allowance for impairment (Rs m)	4.6	3.1	25.5	33.2
ECL as at 30 June 2021				
Loans and advances towards hire purchase and consumer finance agreement				
Expected loss rate	8.4%	24.5%	70.5%	34.5%
Gross carrying amount (Rs m)	446.2	54.6	338.1	838.9
Expected allowance for impairment (Rs m)	37.6	13.4	238.4	289.4
Loans and advances towards finance leases				
Expected loss rate	0.0%	0.8%	5.6%	0.3%
Gross carrying amount (Rs m)	1,457.7	93.2	54.9	1,605.8
Expected allowance for impairment (Rs m)	0.5	0.7	3.1	4.3
Other loans and advances				
Expected loss rate	2.0%	8.8%	27.6%	8.1%
Gross carrying amount (Rs m)	94.9	8.0	29.3	132.2
Expected allowance for impairment (Rs m)	1.9	0.7	8.1	10.7

A +/- 5% variation in average loss rate as at 30 June 2022 would result in +/- Rs 14.7m effect on post tax profit (2021: +/- Rs 14.0m). The analysis assumes that all other variables, remain constant.

18. DEFERRED EXPENDITURE**Accounting policy**

Deferred expenditure relates to cost incurred on a development project and are released as the properties are disposed.

GROUP In Rs million	Deferred expenditure
Cost	
At 1 July 2020	188.9
Exchange differences	17.7
At 30 June 2021	206.6
Disposal	(206.6)
At 30 June 2022	-
Amortisation	
At 1 July 2020	138.5
Charge for the year	43.4
Exchange differences	14.5
At 30 June 2021	196.4
Charge for the year	10.2
Disposal	(206.6)
At 30 June 2022	-
Carrying value	
At 30 June 2022	-
At 30 June 2021	10.2

During the year 2022, cost incurred on a development project has been fully amortised as the properties have been disposed.

EXPLANATORY NOTES

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19. CONSUMABLE BIOLOGICAL ASSETS

Accounting policy

Consumable biological assets are stated at their fair values less costs to sell and relate to the value of standing cane, deer farming, grass, plants and palm trees. Any increase (decrease) in fair values movements of consumable biological assets is accounted in the Statements of Profit or Loss.

Significant accounting judgements and estimates

The fair value of consumable standing crop biological assets has been arrived at by discounting the present value of expected net cash flows from standing canes at the relevant market prices determined pre-tax rate. The expected cash flows have been computed by estimating the expected crop and the sugar extraction rate and the forecasts of prices which will prevail in the forecasted period. The harvesting costs and other direct expenses are based on the yearly budgets. Other biological assets are fair valued at their Net Realisable Value.

GROUP In Rs million	2022	2021
At 1 July	88.8	79.2
Movement in fair value	(14.6)	9.6
At 30 June	74.2	88.8
Made up of :		
Deer farming	32.3	38.2
Grass	3.4	3.6
Palm trees	25.4	29.8
Plants	7.0	7.6
Standing cane	6.1	9.6
At 30 June	74.2	88.8
The physical quantities of the consumable assets are as follows:		
Deer farming (units)	5,146	6,046
Grass (m ²)	59,213	63,484
Palm trees (units)	126,099	171,894
Plants (units)	87,846	59,107
Standing cane (tonnes)	11,707	17,170

At 30 June 2022, standing canes comprised approximately 261 hectares of cane plantations (2021: 316 hectares).

Measurement of fair values

(i) Fair value hierarchy

The fair value measurements for standing cane, deers, palm trees, plants and grass have been categorised as Level 3 fair values based on the inputs to the valuation techniques used and based on observable market sales data as described below.

19. CONSUMABLE BIOLOGICAL ASSETS (cont'd)

Measurement of fair values (Cont'd)

(ii) Valuation techniques and significant unobservable inputs

The following table shows the valuation techniques used in measuring Level 3 fair values, as well as the significant unobservable inputs used.

Type	Activities	Valuation technique	Significant unobservable inputs	Inter-relationship between key unobservable inputs and fair value measurement
Deer	Rearing of deers for sale of meat and hunting activities.	Net Realisable Value	Average weight of deer- 45 kg and 35 kg for local breed (2021: 45 kg and 35 kg for local breed) Average price of deer per Kg- Rs 180 (2021: Rs 180).	The estimated fair value would increase (decrease) if: • Average weight per deer were higher (lower). • Average price higher (lower).
Grass	Cultivation and sale of grass	Net Realisable Value	Estimated selling price per square meter - Rs 120 (2021: Rs 120). Estimated costs - Rs 63 (2021: Rs 63).	The estimated future contribution would increase (decrease) if: • Estimated selling price were higher (lower). • Costs were lower (higher).
Standing cane	Cultivation and harvesting of sugarcane and sale to Mauritius Sugar Syndicate ("MSS")	Discounted cash flows: The valuation model considers the present value of the net cash flows expected to be generated by sugarcane plantation.	Estimated future price of Sugar per tonne - Rs 22,366 (2021:Rs 19,000). Extraction rate per tonne -10.25% (2021: 10.25%). Discount rate 6% (2021: 6%).	The estimated fair value would increase (decrease) if: • Expected price of sugar per tonne were higher (lower). • Extraction rate per tonne were higher (lower). • Discount rate were lower (higher)
Palms	Cultivation and sale of palms	Discounted cash flows: The valuation model considers the present value of the net cash flows expected to be generated by Palm over the next 5 years.	Estimated average price of palms-Rs 371 per palm tree (2021: Rs 295).	The estimated fair value would increase (decrease) if: • Expected average price of palm tree were higher (lower).
Plants	Cultivation and sale of plants	Net Realisable Value	Future selling price of different type of plants.	The estimated fair value would increase (decrease) if: • Expected selling price of different types of plants were higher (lower).

EXPLANATORY NOTES

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20. INVENTORIES**Accounting policy**

Inventories are valued at lower of cost and net realisable value.

Cost is determined at the weighted average method. The cost of finished goods and work in progress comprises of raw materials, direct labour, other direct costs and related production overheads, but excludes interest expenses.

Net realisable value is the estimate of the selling price in the ordinary course of business, less the costs of completion and selling expenses.

Land development inventories consist of cost of land and related expenditure incurred in bringing the land to saleable condition. Land development inventories are measured at the lower of cost and net realisable value.

GROUP		
In Rs million	2022	2021
Raw materials and consumables	130.4	115.8
Goods for resale	247.3	370.5
Work in progress	30.1	12.4
Land development inventories	447.5	-
Total inventories	855.3	498.7
Value of inventories at cost	824.9	498.7
Values of inventories written down to Net Realisable Value	30.4	-
Carrying value of inventories pledged	695.6	497.5

(a) Land Development Properties

GROUP		
In Rs million	2022	2021
At July 1	-	-
Transfer from Investment properties (Note 11)	447.5	-
At 30 June	447.5	-

Inventories have been reduced by Rs 10.5m (2021: Rs nil) as a result of the write-down to net realisable value.

In 2022, increase in inventories of Rs 356.6m (2021: Decrease of Rs 51.6m) have been recognised in the Statements of Profit or Loss and included in Cost of Sales.

21. Prepayments**Accounting policy**

A prepayment is recorded upon payment of expenses prior to its consumption. When the prepaid item is eventually consumed, the prepayment is released to the Statements of Profit or Loss.

In Rs million	GROUP		COMPANY	
	2022	2021	2022	2021
Prepayments	161.3	165.0	12.9	2.9

Prepayments consist mainly of expenses prepaid to main contractors for construction of villas, inter alia road taxes, software licences, insurances, subscriptions fees and direct operating expenses.

22. CONTRACT ASSETS**Accounting policy**

A contract asset is initially recognised for revenue earned from services because the receipt of consideration is conditional on successful completion of the services. Upon completion of the services and acceptance by the customers, the amount recognised as contract assets is reclassified to trade receivables. A contract asset is subject to impairment assessment and its loss allowance is measured at an amount equal to lifetime Expected Credit Losses ("ECL").

The Group is applying the simplified approach to measure Expected Credit Losses ("ECL") which uses a lifetime expected loss allowance for all contract assets. To measure the expected credit losses, contract assets have been grouped based on shared credit risk characteristics and the days past due.

The Group considers its contract assets to be in default when contractual payments are past due the approved credit period depending on the business environment in which it operates. The Group also considers a financial asset to be in default when internal or external information indicates that the entity is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the entity.

The expected loss rates are based on the Group's historical credit losses based on the pattern of movement of receivables over a period of three years before the reporting date. An additional loss allowance for receivables is recognised when there is objective evidence that the Group will not be able to collect all amounts due according to the original terms of receivable. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. The Group has identified the gross domestic product ("GDP") as the key macroeconomic factors in the countries where the Group operates.

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. Contract assets generally have a short duration and do not carry a contractual interest rate. Therefore, they are measured on initial recognition at the transaction price. Accordingly, the effective interest rate for receivables is zero and discounting of expected cash shortfalls to reflect the time value of money is not required when measuring expected credit losses.

In case of the customers having credit ratings with external agencies, the default rate issued by such agencies is used as the ECL rate. Hence, such customers are removed from the ageing analysis and ECL is calculated separately as per external credit ratings.

The Group has an established credit policy under which new customers are analysed individually for creditworthiness for each business activity before the Group's standard payment, delivery terms and conditions are offered. Customers that fail to meet the Group's benchmark creditworthiness may transact with the Group upon lodging of a bank guarantee as a security document or on a strictly prepaid (cleared funds) only basis.

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

When assessing whether a receivable is in default, the Group considers the following factors:

- the balance remaining due for more than 360 days;
- the debtor is unlikely to pay its obligation in full without recourse to actions such as disposing its assets; and
- the financial position indicating that debtors is in financial difficulty.

The contract assets primarily relate to the Group's rights to consideration for work completed but not yet billed at the reporting date on construction contracts.

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22. CONTRACT ASSETS (cont'd)

GROUP		
In Rs million	2022	2021
At 1 July	148.1	181.3
Excess of revenue recognised over amounts invoiced	121.4	424.4
Loss allowance	(6.6)	(23.1)
Transfer to trade receivables	(157.7)	(445.9)
Exchange differences	5.9	11.4
Deconsolidation of subsidiary (note 38)	(2.0)	-
At 30 June	109.1	148.1

At 30 June 2022, the carrying value of contract assets have been analysed as follows:

Group	ECL Rate (%)	Estimated total gross carrying amount	Specific ECL Allowance	General ECL Allowance	Contract assets net of ECL
Number of days carrying value of contract assets have been past due					
Not past due	1.2%	90.5	-	(1.1)	89.4
Less than 30 days*	3.6%	16.6	-	(0.6)	16.0
Between 30 to 60 days	38.0%	5.0	-	(1.9)	3.1
Between 60 to 90 days	54.5%	1.1	-	(0.6)	0.5
Between 90 to 180 days	67.0%	0.1	-	(0.1)	-
Between 180 to 360 days	88.9%	0.9	-	(0.8)	0.1
More than 360 days	100.0%	1.5	(1.5)	-	-
Carrying value of contract assets net of ECL		115.7	(1.5)	(5.1)	109.1

At 30 June 2021, the carrying value of contract assets have been analysed as follows:

Group	ECL Rate (%)	Estimated total gross carrying amount	Specific ECL Allowance	General ECL Allowance	Contract assets net of ECL
Number of days carrying value of contract assets have been past due					
Not past due	0.0%	126.7	-	-	126.7
Less than 30 days*	52.2%	24.7	(5.1)	(7.8)	11.8
Between 30 to 60 days	13.6%	2.2	-	(0.3)	1.9
Between 60 to 90 days	11.1%	0.9	-	(0.1)	0.8
Between 90 to 180 days	16.7%	1.2	-	(0.2)	1.0
Between 180 to 360 days	85.7%	3.5	-	(3.0)	0.5
More than 360 days	55.0%	12.0	-	(6.6)	5.4
Carrying value of contract assets net of ECL		171.2	(5.1)	(18.0)	148.1

Contract assets are assessed for expected credit losses in the same way as the corresponding trade receivables from the same customers. The ageing of contract assets as well as the ageing of the trade receivables are the main input in determining the lifetime expected credit loss.

Loss allowances for contract assets are:

In Rs million	GROUP	
	2022	2021
At 1 July	(23.1)	-
Increase in loss allowances recognised in Statements of Profit or Loss during the year	(0.5)	(23.1)
Reversal of provision for bad debts	18.1	-
Exchange difference	(1.1)	-
At 30 June	(6.6)	(23.1)

23. TRADE RECEIVABLES

Accounting policy

Trade receivables from non-group entities

Trade receivables are recognised initially at fair value and subsequently measured at amortised costs using the effective interest method, less loss allowance.

The Group is applying the simplified approach to measure Expected Credit Losses ("ECL") 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 Group considers its trade receivable to be in default when contractual payments are past due the approved credit period depending on the business environment in which it operates. The Group also considers a financial asset to be in default when internal or external information indicates that the entity is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the entity.

The expected loss rates are based on the Group's historical credit losses based on the pattern of movement of receivables over a period of three years before the reporting date. An additional loss allowance for receivables is recognised when there is objective evidence that the Group will not be able to collect all amounts due according to the original terms of receivable. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. The Group has identified the gross domestic product ("GDP") as the key macroeconomic factors in the countries where the Group operates.

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. Trade and other receivables generally have a short duration and do not carry a contractual interest rate. Therefore, they are measured on initial recognition at the transaction price. Accordingly, the effective interest rate for receivables is zero and discounting of expected cash shortfalls to reflect the time value of money is not required when measuring expected credit losses.

In case of the customers having credit ratings with external agencies, the default rate issued by such agencies is used as the ECL rate. Hence, such customers are removed from the ageing analysis and ECL is calculated separately as per external credit ratings.

The Group has an established credit policy under which new customers are analysed individually for creditworthiness for each business activity before the Group's standard payment, delivery terms and conditions are offered. Customers that fail to meet the Group's benchmark creditworthiness may transact with the Group upon lodging of a bank guarantee as a security document or on a strictly prepaid (cleared funds) only basis.

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

When assessing whether a receivable is in default include, the Group considers the following factors:

- the balance remaining due for more than 360 days;
- the debtor is unlikely to pay its obligation in full without recourse to actions such as disposing its assets; and
- the financial position indicating that debtors is in financial difficulty.

The presumption that a trade debtor is impaired when past due beyond 90 days has been rebutted based on the Group's observation of customer payment patterns which demonstrate that it is customary in the markets where the Group operates for customers to take more than 90 days and up to 365 days to settle their invoices without being in any form of financial difficulties.

Significant accounting judgements and estimates

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

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23. TRADE RECEIVABLES (cont'd)

In Rs million	GROUP		COMPANY	
	2022	2021	2022	2021
Trade receivables	1,554.5	1,730.7	2.7	1.4
Less loss allowance	(280.2)	(433.7)	(0.3)	(0.5)
Carrying value of trade receivables	1,274.3	1,297.0	2.4	0.9

The carrying amount of the trade receivables is considered as a reasonable approximation of fair value given the short-term nature of the receivables.

The carrying value of trade receivables have been analysed as follows:

Group	ECL Rate	Estimated total gross carrying amount	Specific ECL Allowance	General ECL Allowance	Trade receivables net of ECL
Number of days carrying value of trade receivables have been past due					
At 30 June 2022					
Not past due	2.9%	735.8	(1.8)	(19.4)	714.6
Less than 30 days	6.7%	264.8	(1.5)	(16.3)	247.0
Between 30 to 60 days	6.2%	107.3	(1.2)	(5.5)	100.6
Between 60 to 90 days	9.3%	106.4	(1.3)	(8.6)	96.5
Between 90 to 180 days	20.2%	67.3	(1.4)	(12.2)	53.7
Between 180 to 360 days	65.6%	138.5	(8.5)	(82.3)	47.7
More than 360 days	89.4%	134.4	(58.6)	(61.6)	14.2
Carrying value of trade receivables net of ECL at 30 June 2022		1,554.5	(74.3)	(205.9)	1,274.3
At 30 June 2021					
Not past due	4.0%	759.1	(8.3)	(22.4)	728.4
Less than 30 days	7.8%	193.1	-	(15.0)	178.1
Between 30 to 60 days	8.6%	131.9	(0.2)	(11.2)	120.5
Between 60 to 90 days	24.2%	109.2	(0.2)	(26.2)	82.8
Between 90 to 180 days	32.7%	90.3	(1.8)	(27.7)	60.8
Between 180 to 360 days	48.5%	58.6	(1.3)	(27.1)	30.2
More than 360 days	75.2%	388.5	(75.6)	(216.7)	96.2
Carrying value of trade receivables net of ECL at 30 June 2021		1,730.7	(87.4)	(346.3)	1,297.0

Trade receivables past due more than 360 days were credit impaired.

The decrease in the ECL rates arises principally from the improvement of the roll rates and macroeconomic environment in which the Group operates.

At 30 June 2022, a specific provision of Rs 74.3m has been included in expected credit loss allowance (2021: Rs 92.3m).

23. TRADE RECEIVABLES (cont'd)

Company	ECL Rate	Estimated total gross carrying amount	General ECL Allowance	Trade receivables net of ECL
Number of days carrying value of trade receivables have been past due				
At 30 June 2022				
Not past due	-	0.1	-	0.1
Less than 30 days	-	0.2	-	0.2
Between 30 to 60 days	-	0.4	-	0.4
Between 60 to 90 days	-	1.6	-	1.6
Between 90 to 180 days	75.0%	0.4	(0.3)	0.1
Between 180 to 360 days	-	-	-	-
Carrying value of trade receivables net of ECL at 30 June 2022		2.7	(0.3)	2.4
At 30 June 2021				
Not past due	-	0.7	-	0.7
Less than 30 days	-	0.2	-	0.2
Between 30 to 60 days	-	-	-	-
Between 60 to 90 days	-	-	-	-
Between 90 to 180 days	100.0%	0.5	(0.5)	-
Between 180 to 360 days	-	-	-	-
Carrying value of trade receivables net of ECL at 30 June 2021		1.4	(0.5)	0.9

None of the trade receivables were credit impaired. No specific provision made by the Company for 2022 and 2021.

Loss allowances for trade receivables are:

GROUP	Specific Provision	General Provision	Total Provision
In Rs million			
At 1 July 2020	(65.6)	(410.8)	(476.4)
Increase in loss allowances recognised in Statements of Profit or Loss during the year	(147.5)	(20.4)	(167.9)
Receivables written off during the year as uncollectible	-	9.0	9.0
Write off against provision	125.7	95.4	221.1
Exchange difference	-	(19.5)	(19.5)
At 30 June 2021	(87.4)	(346.3)	(433.7)
(Increase) decrease in loss allowances recognised in Statements of Profit or Loss during the year	(23.0)	8.7	(14.3)
Receivables written off during the year as uncollectible	32.3	-	32.3
Write off against provision	3.8	106.0	109.8
Exchange difference	-	3.7	3.7
Acquisition of subsidiary	-	(15.3)	(15.3)
Deconsolidation of subsidiary	-	37.3	37.3
At 30 June 2022	(74.3)	(205.9)	(280.2)
COMPANY			
In Rs million			General Provision
At 1 July 2020			(0.5)
Increase in loss allowances recognised in Statements of Profit or Loss during the year			-
Exchange difference			-
At 30 June 2021			(0.5)
Decrease in loss allowances recognised in Statements of Profit or Loss during the year			0.2
Exchange difference			-
At 30 June 2022			(0.3)

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24. SHARE CAPITAL AND RESERVES

Accounting policy

Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares are shown in equity as deduction, net of tax, from proceeds. Where the Company purchases its equity share capital (treasury shares), the consideration paid, including any directly attributable incremental costs (net of income taxes) is deducted from equity attributable to the Company's equity holders until the shares are cancelled or reissued. When such shares are subsequently reissued, any net consideration received, is included in equity attributable to the Company's equity holders.

Each share confers to its holders the right to one vote at general meetings of the Company and a proportional right to dividends.

Capital reserves

The capital reserves include movement in reserves resulting from statutory obligations.

Revaluation reserves

The revaluation reserves comprise of the cumulative gains/losses arising from revaluation of the Group's property, plant and equipment and the cumulative net change in the fair value of financial assets at fair value through other comprehensive income.

Translation reserves

The foreign currency translation reserves record the foreign currency differences arising from the translation of the financial statements of foreign operations.

GROUP AND COMPANY		
In Rs million	2022	2021
Authorised		
At 30 June, 252,045,300 ordinary shares of no par value	1,260.2	1,260.2
Issued and fully paid		
At 30 June, 252,045,300 ordinary shares of no par value	1,260.2	1,260.2

25. NON-CONTROLLING INTERESTS

Accounting policy

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. Subsequent to acquisition, the carrying amount of non-controlling interests is the amount of those interests at initial recognition plus the non-controlling interest's share of subsequent changes in equity. Total comprehensive income is attributed to non-controlling interests even if this results in the non-controlling interests having a deficit balance. The Group accounts for transaction 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 of the carrying value of the net assets of the subsidiary acquired is recorded in equity. Gains or losses on disposals to non-controlling interests are also recorded in equity.

Significant accounting judgements

The Group uses judgement in identifying which subsidiaries have non-controlling interest that are material. An assessment was made based on the contribution of each of the subsidiary to the Group operating results and performance as well as the significant of the respective interest to the Group.

(a) Substantial Non-Controlling Interests ("NCI") are in:

GROUP Name of entity	Segment	NCI % holding	
		2022	2021
Rogers Capital Ltd and subsidiaries ("RC")	FinTech	41.83%	31.05%
Rogers Hospitality Operations Ltd and subsidiaries ("RHOL")	Hospitality	31.32%	31.32%
Velogic Holding Company Ltd and subsidiaries ("VHL")	Logistics	18.98%	33.77%
Ascencia Limited and subsidiaries ("Ascencia")	Property	63.86%	63.86%
Agria Limited and subsidiaries ("Agria")	Property	62.74%	62.74%

(b) Summarised financial information before intra-group elimination:

GROUP In Rs million	RC	RHOL	VHL	Ascencia	Agria
30 June 2022					
Statements of Profit or Loss and Other Comprehensive Income					
Revenue	1,251.0	2,858.0	4,571.0	1,602.0	554.0
Profit (loss) for the year	332.0	402.0	194.0	984.0	(53.0)
Other comprehensive income for the year	(2.7)	55.7	2.7	15.1	10.9
Total comprehensive income (loss) for the year	329.3	457.7	196.7	999.1	(42.1)
Profit (loss) for the year attributable to NCI	30.4	123.3	54.7	604.0	(15.9)
Other comprehensive (loss) income attributable to NCI	5.7	24.3	(0.1)	26.6	28.6
Total comprehensive income (loss) attributable to NCI	36.1	147.6	54.6	630.6	12.7
Dividends paid to NCI	-	-	27.7	280.1	-
Statements of Financial Position					
Non current assets	848.1	2,241.3	326.8	9,842.3	2,875.3
Current assets	687.0	1,881.3	523.9	3,178.7	665.1
Non current liabilities	308.5	856.1	204.5	4,390.3	425.3
Current liabilities	1,108.3	2,035.3	398.5	2,693.6	555.5
Accumulated NCI	118.3	1,231.2	247.7	5,937.1	2,559.6
Statements of Cash Flows					
Net cash flow generated from (used in) operating activities	95.5	193.6	117.0	518.6	151.4
Net cash flow generated from (used in) investing activities	47.5	(142.8)	(116.1)	(1,901.4)	(12.6)
Net cash flow (used in) generated from financing activities	(119.4)	(74.8)	23.3	1,253.7	(72.3)
Net increase in cash and cash equivalents	23.6	(24.0)	24.2	(129.1)	66.5

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25. NON-CONTROLLING INTERESTS (cont'd)

30 June 2021

Statements of Profit or Loss and Other Comprehensive Income

Revenue	1,032.0	898.0	3,742.0	1,393.0	681.0
Profit (loss) for the year	65.0	(1,204.0)	149.0	924.0	(51.0)
Other comprehensive income for the year	-	24.4	24.2	8.1	6.9
Total comprehensive income (loss) for the year	65.0	(1,179.6)	173.2	932.1	(44.1)
Profit (loss) for the year attributable to NCI	20.2	(398.1)	76.3	597.4	(4.4)
Other comprehensive income attributable to NCI	-	5.4	22.4	14.3	18.3
Total comprehensive income (loss) attributable to NCI	20.2	(392.7)	98.7	611.7	13.9
Dividends paid to NCI	-	-	18.7	199.2	-

Statements of Financial Position

Non current assets	646.8	2,163.5	525.9	8,912.1	3,178.0
Current assets	486.3	1,889.6	872.1	1,538.8	538.3
Non current liabilities	616.8	1,116.2	178.0	4,090.5	426.6
Current liabilities	515.6	1,883.1	683.4	815.5	748.3
Accumulated NCI	0.7	1,053.8	536.6	5,544.9	2,541.4

Statements of Cash Flows

Net cash flow generated from (used in) operating activities	15.1	(226.2)	221.5	416.7	30.4
Net cash flow generated from (used in) investing activities	76.6	(4.4)	47.2	(282.4)	75.2
Net cash flow generated from (used in) financing activities	22.9	260.9	(219.5)	624.5	(49.6)
Net increase in cash and cash equivalents	114.6	30.3	49.2	758.8	56.0

26. CHANGES IN OWNERSHIP INTERESTS IN SUBSIDIARIES THAT DO NOT RESULT IN A LOSS OF CONTROL

(a) Year ended 30 June 2022

During the year, the Group effected the following changes in proportion of effective ownership interests in subsidiaries that do not result in a loss of control. The net impact of these changes in shareholding resulted in a decrease of Rs 166m in retained earnings and an increase of Rs 435m in non-controlling interests.

FinTech

Rogers Capital Ltd – Issue of ordinary shares to Swan Life Limited

On 4 February 2022, Rogers Capital Ltd, a subsidiary company, issued 18,264,840 ordinary shares to Swan Life Limited for a total consideration of Rs 200m. This has resulted in consolidating Rogers Capital Ltd using an effective stake of 58.17% instead of 68.95%. The net impact of these changes in shareholding resulted in an increase of Rs 133m on retained earnings and a decrease of Rs 61m in non-controlling interests.

Hospitality

Veranda Tamarin Ltd - Issue of ordinary shares and preference shares to Rogers Hospitality Operations Ltd

On 16 May 2022, Veranda Tamarin Ltd, a subsidiary company issued 101,135 ordinary shares and 40,454 preference shares with voting rights to Rogers Hospitality Operations Ltd for a total consideration of Rs 105m. This has resulted in consolidating Veranda Tamarin Ltd using an effective stake of 48.58% instead of 35.03%. The net impact of these changes in shareholding resulted in a decrease of Rs 34m on retained earnings and an increase of Rs 34m on non-controlling interests.

Logistics

Acquisition of remaining 49% stake in VK Logistics Ltd

On 31 October 2021, Rogers Logistics International Ltd, a subsidiary company, acquired the remaining 49% stake in VK Logistics Ltd for a total consideration of Rs 219m. This has resulted in consolidating VK Logistics Ltd using an effective stake of 66.23% compared to 33.78%. The net impact of these changes in shareholding resulted in a decrease of Rs 55m on retained earnings and a decrease of Rs 186m in non-controlling interests.

Corporate

Acquisition of 14.8% stake in Velogic Holding Company Ltd ("Velogic")

Following the specie capital contribution in term of Velogic's share by Rogers and Company Ltd to Rogers Logistics Investment Holding Ltd, on 16 December 2021, the latter, acquired an additional 14.8% stake in Velogic for a total consideration of Rs 348m, financed through a bond issue. This has resulted in consolidating Velogic using an effective stake of 81.02% compared to 66.23%. The net impact of these changes in shareholding resulted in a decrease of Rs 208m on retained earnings and a decrease of Rs 157m in non-controlling interests.

(b) Year ended 30 June 2021

During the year, the Group has not effected any changes in proportion of effective ownership interests in subsidiaries that do not result in a loss of control, with nil impact on retained earnings and non-controlling interests.

27. DIVIDENDS

COMPANY	2022	2021
In Rs million		
Declared and payable		
At 1 July	151.2	-
Interim dividend declared of Rs 0.38 per ordinary share (2021: Rs Nil)	95.8	-
Final dividend declared of Rs 0.53 per ordinary share (2021: Rs 0.60)	133.6	151.2
Dividend paid	(247.0)	-
At 30 June	133.6	151.2

A final dividend of Rs 0.53 per share was declared on 13 June 2022 and paid on 21 July 2022. An amount of Rs 133.6m has been included in current liabilities at 30 June 2022.

28. BORROWINGS

Accounting policy

Borrowings are recognised initially at fair value net of any transaction costs directly attributable to the issue of the financial instruments. 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 Statements 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.

Preference shares, which are mandatorily non-voting convertible at a specific date, are classified as liabilities and dividends on these preference shares are recognised in Statements of Profit or Loss as interest expense. The liability components of convertible preference shares are measured as described in note (f).

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the period-end date.

The Group presents lease liabilities related to right of use assets in 'borrowings' in the Statements of Financial Position.

Lease liabilities related to right of use assets are initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate. Generally, the Group uses its incremental borrowing rate as the discount rate.

The Group has lease contracts for various items of land, buildings, plants and equipment and motor vehicles used in its operations. Leases of land generally have lease terms between 1.4 to 66.0 years, buildings have lease terms between 1.9 to 19.0 years, while plants, equipments and motor vehicles have lease terms between 1.4 to 10 years. The Group's obligations under its leases are secured by the lessor's title to leased assets. There are several lease contracts that include extension and termination options and variable lease payments.

Lease payments included in the measurement of the lease liability comprise the following:

- fixed payments, including in-substance fixed payments;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- amounts expected to be payable under a residual value guarantee; and
- the exercise price under a purchase option that the Group is reasonably certain to exercise, lease payments in an optional renewal period if the Group is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Group is reasonably certain not to terminate early.

Subsequently, 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 these lease liabilities is remeasured if there is a modification, a change in lease term, a change in the lease payments or a change in the assessment of an option to purchase the underlying asset. Upon remeasurement, a corresponding adjustment is made to the carrying amount of the right of use asset, or is recorded in Statements of Profit or Loss if the carrying amount of the right of use asset has been reduced to zero.

Short-term leases and leases of low-value assets

The Group has elected not to recognise right of use assets and lease liabilities for short-term leases of machinery that have a lease term of 12 months or less and leases of low-value assets, including IT equipment. The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

Leases - Estimating the incremental borrowing rate

The Group cannot readily determine the interest rate implicit in the lease, therefore, it uses its incremental borrowing rate ("IBR") to measure lease liabilities. The IBR is the rate of interest that the Group would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right of use asset in a similar economic environment. The IBR, therefore, reflects what the Group 'would have to pay', which requires estimation when no observable rates are available (such as for subsidiaries that do not enter into financing transactions) or when they need to be adjusted to reflect the terms and conditions of the lease (for example, when leases are not in the subsidiary's functional currency). The Group estimates the IBR using observable inputs (such as market interest rates) when available and is required to make certain entity-specific estimates (such as the subsidiary's stand-alone credit rating).

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28. BORROWINGS (cont'd)

Covid-19-related rent concessions

The Group has applied Covid-19-Related Rent Concessions – Amendment to IFRS 16. The Group applies the practical expedient allowing it not to assess whether eligible rent concessions that are a direct consequence of the Covid-19 pandemic are lease modifications. The Group applies the practical expedient consistently to contracts with similar characteristics and in similar circumstances. For rent concessions in leases to which the Group chooses not to apply the practical expedient, or that do not qualify for the practical expedient, the Group assesses whether there is a lease modification.

Significant accounting judgements and estimates

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

The Group determines the lease term as 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. The Group applies judgement in evaluating whether it is reasonably certain whether or not to exercise the option to renew or terminate the lease, that is, it considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination. After the commencement date, the Group reassesses the lease term if there is a significant event or change in circumstances within its control and affects its ability to exercise or not to exercise the option to renew or to terminate.

(a) Borrowings are as detailed below:

In Rs million	GROUP		COMPANY	
	2022	2021	2022	2021
Non-current				
Bank borrowings - Secured (note b)	2,493.4	8,215.4	100.0	200.0
Convertible bonds (note c)	116.5	127.2	-	-
Redeemable notes (note d)	4,741.0	-	-	-
Secured fixed and floating rate notes (note e)	3,475.9	4,500.0	2,000.0	3,000.0
Debentures (note f)	115.9	158.0	-	-
Loans from other companies (note g)	77.7	51.3	-	-
Lease liabilities (note h)	820.1	870.1	66.1	63.6
Total non current borrowings	11,840.5	13,922.0	2,166.1	3,263.6
Current				
Bank overdrafts (note 35)	546.6	479.7	165.2	-
Bank borrowings - Secured (note b)	2,736.5	1,807.6	450.0	450.0
Secured floating rate notes (note e)	1,000.0	-	1,000.0	-
Loans from subsidiary companies	-	-	56.7	49.0
Debentures (note f)	42.1	31.6	-	-
Loans from other companies (note g)	-	68.0	-	-
Lease liabilities (note h)	129.3	122.3	10.5	6.4
Total current borrowings	4,454.5	2,509.2	1,682.4	505.4
Interest payables	98.4	83.0	43.4	45.9
Total current borrowings and accrued interests	4,552.9	2,592.2	1,725.8	551.3
Total borrowings	16,393.4	16,514.2	3,891.9	3,814.9
Fair value of borrowings	16,713.1	16,201.1	3,853.1	3,744.7

28. BORROWINGS (cont'd)

In Rs million	GROUP		COMPANY	
	2022	2021	2022	2021
Repayable otherwise than by instalments				
After one year and before two years				
Other borrowings	77.4	476.1	-	-
Convertible bonds	23.5	22.5	-	-
Secured floating rate notes	-	1,000.0	-	1,000.0
After two years and before five years				
Other borrowings	1.4	964.5	-	-
Convertible bonds	41.8	39.8	-	-
Redeemable bonds	590.0	-	-	-
Secured fixed and floating rate notes	1,500.0	1,000.0	1,500.0	1,000.0
After five years				
Other borrowings	8.6	10.1	-	-
Convertible bonds	51.2	64.9	-	-
Redeemable bonds	4,151.0	-	-	-
Debentures	115.9	158.0	-	-
Secured fixed and floating rate notes	1,975.9	2,500.0	500.0	1,000.0
Repayable by instalments				
After one year and before two years	184.6	39.9	100.0	100.0
After two years and before five years	1,791.9	3,635.9	-	100.0
After five years	507.2	3,140.2	-	-
Total non current borrowings*	11,020.4	13,051.9	2,100.0	3,200.0

* Excluding lease liabilities

(b) Bank borrowings - secured

These loans are secured by fixed and floating charges on the assets of the borrowing companies. The rates of interest vary between 1.5% and 6.0% (2021 - 1.0% and 9.0%). The borrowings are within level 2 of the fair value hierarchy.

(c) Convertible bonds

During the financial year 2021, VLH Ltd, a subsidiary company, entered into a bond agreement with the Mauritius Investment Corporation Ltd ("MIC"), a company set up by the Bank of Mauritius, to provide financial support to companies heavily impacted by Covid-19. The agreement stipulates that VLH Ltd will issue convertible bonds in favour of MIC amounting to Rs 1,300m. On 28 June 2021, a first issue of 60 secured redeemable convertible bonds with a nominal value of Rs 10m per bond were issued, raising a total of Rs 600m and bearing interest rate of 3.2% per annum and a maturity of 9 years. The bonds are regarded as compound financial instruments and have an equity portion (Rs 467.4m) and a liability component (Rs 127.2m). The cost directly attributable to the bond of Rs 5.4m has been expensed to the Statements of Profit or Loss for the financial year ended 30 June 2021.

(d) Redeemable notes

During the financial year 2022, Ascencia Limited, a subsidiary company has issued 4,760 notes at a nominal issue price of Rs 1m per note and total amounting to Rs 4.76bn. Salient features of the notes are as follows:

- The blended interest rate is 3.82% and interest is paid bi-annually. The interest rate shall also vary according to the loan credit rating.
- Noteholders will not have the right to receive notice of, attend, or vote on a poll at the shareholders' meetings of the Company.
- The notes can be redeemed by the issuer at any time after the 5th anniversary.
- The average tenor of the notes in issue is 9.3 years and will be redeemed in bullet at maturity.

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28. BORROWINGS (cont'd)**(e) Secured fixed and floating rate notes**

On 16 March 2015, the Company issued 30,000 secured floating rate notes on private placement as follows:

Note description	Maturity	Interest rate
Tranche A (10,000 notes at Rs 50,000 per note)	16 March 2021	Reference Bank of Mauritius repo rate + 1.35% p.a
Tranche B (10,000 notes at Rs 50,000 per note)	16 March 2023	Reference Bank of Mauritius repo rate + 1.85% p.a
Tranche C (10,000 notes at Rs 50,000 per note)	16 March 2025	Reference Bank of Mauritius repo rate + 2.35% p.a

These notes are secured by a floating charge over all the assets of the Company and the subsidiaries being financed.

On 29 November 2019, the Company issued a mixture of Rs 1.5m secured floating and fixed rate notes and on 5 May 2020, Rs 0.5m secured floating rate notes on private placement as follows:

Note description	Maturity	Interest rate
Tranche 3 Years (0.50m notes at Rs 1,000 per note)	29 November 2022	Reference Bank of Mauritius repo rate + 0.65% p.a
Tranche 5 Years (0.25m notes at Rs 1,000 per note)	29 November 2024	Reference Bank of Mauritius repo rate + 0.95% p.a
Tranche 5 Years (0.25m notes at Rs 1,000 per note)	29 November 2024	Fixed rate 4.90% p.a
Tranche 7 Years (0.25m notes at Rs 1,000 per note)	29 November 2026	Reference Bank of Mauritius repo rate + 1.30% p.a
Tranche 7 Years (0.25m notes at Rs 1,000 per note)	29 November 2026	Fixed rate 5.25% p.a
Tranche 10 Years (0.50m notes at Rs 1,000 per note)	05 November 2030	Reference Bank of Mauritius repo rate + 1.70% p.a

These notes are secured by pledge of shares.

In 2021, Ascencia Limited, a subsidiary company, issued 1,500 bonds at a nominal price of Rs 1m per bond out of an approved bond programme of Rs 2.5bn.

Note description	Maturity	Interest rate
Tranche 7 Years (262 notes at Rs 1m per note)	29 December 2027	Blended rate 3.70% p.a
Tranche 10 Years (538 notes at Rs 1m per note)	29 December 2030	Blended rate 3.89% p.a
Tranche 15 Years (700 notes at Rs 1m per note)	29 December 2035	Blended rate 4.31% p.a

These notes are secured by floating charges over assets of the Group.

(f) Debentures to non-group entities

Ascencia Limited, a subsidiary company has in issue 17,556,676 redeemable debentures at an issue price of Rs 12 each, totalling Rs 210.7m initially.

Salient features of the debentures are as follows:

A coupon rate of 6.0% per annum in respect of each financial year over 10 consecutive years, will be paid to debenture holders out of the profits of the entity. This will be paid in priority to dividends payable to Class A ordinary shareholders and preference shareholders. Coupon payments shall be paid in June of each financial year.

Debenture holders will not have the right to receive notice of, attend, or vote on a poll at the shareholders' meetings of the entity.

Debentures shall be redeemed automatically on 30 June of every financial year over 5 consecutive years starting 30 June 2021, without paying any additional fee.

28. BORROWINGS (cont'd)**(g) Loans from other companies**

These loans are secured by floating charges on the assets of the borrowing companies. The rate of interest was 4.0% (2021 - 4.0%).

(h) Lease liabilities

In Rs million	GROUP		COMPANY	
	2022	2021	2022	2021
At 1 July	992.4	1,161.0	70.0	75.5
Additions during the year	123.7	115.7	14.6	-
Effect of lease modifications	3.9	(30.2)	-	-
Rent concession	(2.2)	(21.2)	-	-
Lease payment	(140.1)	(128.4)	(8.0)	(5.5)
Exchange difference	(11.0)	(0.1)	-	-
Termination of lease	(2.3)	-	-	-
Disposal of subsidiary	(15.0)	(104.4)	-	-
At 30 June	949.4	992.4	76.6	70.0
Made up of:				
Current	129.3	122.3	10.5	6.4
Non-current	820.1	870.1	66.1	63.6
Lease liabilities	949.4	992.4	76.6	70.0
The gross payments of lease liabilities are analysed as follows:				
Within one year	149.0	124.9	13.9	10.2
After one year and before two years	265.1	374.5	14.4	10.7
After two years and before five years	299.9	225.2	43.7	35.3
After five years	356.1	447.2	17.1	30.1
Lease liabilities	1,070.1	1,171.8	89.1	86.3
Interest	(120.7)	(179.4)	(12.5)	(16.3)
Discounted lease liabilities	949.4	992.4	76.6	70.0

(i) Amounts recognised in Statements of Profit or Loss

In Rs million	GROUP		COMPANY	
	2022	2021	2022	2021
Interest on lease liabilities	60.5	65.8	3.8	4.1
Variable lease payments not included in the measurement of lease liabilities	0.6	0.3	-	-
Expenses relating to short-term leases	22.1	44.0	0.5	0.5
Expenses relating to leases of low-value assets, excluding short-term leases of low-value assets	11.1	26.3	0.5	0.5

(j) Amounts recognised in the Statements of Cash Flows

Total cash outflow for leases	140.1	128.4	8.0	5.5
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(k) The effective interest rates (%) at the end of the reporting date were as follows:

Lease liabilities	1.0 - 8.0	1.0 - 8.0	4.1 - 5.6	5.6
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(l) The Group has several lease contracts that include extension and termination options. These options are negotiated by management to provide flexibility in managing the leased-asset portfolio and align with the Group's business needs. Management exercises significant judgement in determining whether these extension and termination options are reasonably certain to be exercised.

On long term lease contracts extending over periods of 60 to 99 years, the Group cannot make an assessment of whether it will renew these leases at this stage.

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29. LIABILITIES AT FAIR VALUE THROUGH PROFIT OR LOSS

Accounting policy

Classification

Financial liabilities in this category are those that are not held for trading and have been designated at fair value through profit or loss as they contain an embedded derivative. These are recorded in the statement of financial position at fair value.

Changes in fair value are recorded in profit and loss. Interest incurred on financial liabilities designated at FVPL is accrued in interest expense.

During the financial year 2022, a subsidiary of the Group issued redeemable bonds at a nominal value of Rs 325m, to which the bondholders are entitled to fixed interest and variable performance return. The bonds are redeemable at maturity in 2030 and convertible into a variable number of shares of a subsidiary of the Group. The bond also includes certain call options by the issuer and put options by the subscriber for early redemption / conversion of the bonds as from 2027. The terms of the conversion options are such that they meet the definition of an embedded derivative. As such, the Group has classified the instrument as a financial liability at fair value through profit or loss.

Valuation process

The Group determines the policies and procedures for the fair valuation of the redeemable convertible bond. The process involves the selection of appropriate methodology, gathering of market knowledge, development of assumptions and specific information. The fair value of the instrument has been broken down into four components, bonds, performance return, call option and put option.

The fair value of the Bond and Performance Return was determined using the discounted cash flow approach. The projected cashflows from the Bond and the Performance Return was discounted using the Mauritian Rupees Risk-Free Curve which was interpolated using the Nelson Svensson Siegel (NSS) Model. A credit spread was then assigned to the underlying and added to the risk-free rates or discounting purposes.

The fair value of the call and put option is dependent on the value of the underlying share price. In calculating the value of the options at respective time intervals, parameters such as the probability of the share price of the underlying going up or down and risk-free rate/credit risk adjusted risk-free rate have been estimated.

The fair value of the asset or liability is calculated as the sum of the fair value of the bond, performance return, put option minus fair value of call option.

Significant accounting judgements and estimates

The fair value of financial instruments is the price that would be paid to transfer a liability in an orderly transaction in the principal (or most advantageous) market at the measurement date under current market conditions (i.e. an exit price) regardless of whether that price is directly observable or estimated using another valuation technique. When the fair values of financial liabilities recorded in the statement of financial position cannot be derived from active markets, they are determined using a variety of valuation techniques that include the use of valuation models. The inputs to these models are taken from observable markets where possible, but where this is not feasible, estimation is required in establishing fair values. Judgements and estimates include considerations of EBITDA growth rate, discount factors including credit spread, volatility and return on share price.

Group		2022
In Rs million		
Non-current		
At 1 July		-
Additions		325.0
At 30 June		325.0

Financial liabilities are classified under Level 3 of the fair value hierarchy.

Valuation technique 2022	Unobservable inputs	Range	Sensitivity to changes in significant unobservable inputs
Redeemable convertible bonds	DCF and option pricing	Volatility of underlying share price 12%	The expected fair value will (decrease)/increase by Rs 0.3m, if the volatility of underlying share price will be higher or lower by 10%.
		Credit Spread 2.0% - 2.5%	The expected fair value will (decrease)/increase by Rs 4.3m and Rs 4.1m, if the credit spread will be higher or lower by 0.3%.

30. DEFERRED TAX (ASSETS) LIABILITIES

Accounting policy

Deferred tax

Deferred tax liabilities are provided in respect of taxable temporary differences, using tax rates that have been enacted or substantively enacted at the reporting date and are expected to apply in the year when the related deferred income tax asset is realised or the deferred income tax liability is settled. Deferred tax assets arising from unused tax losses are recognised only to the extent that realisation of the related tax benefit is probable.

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 when the investment property is depreciable and is held within a business model whose objective is to consume substantially all of the economic benefits embodied in the investment property over time, rather than through sale.

Significant accounting judgements and estimates

For the purposes of measuring deferred tax liabilities or deferred tax assets arising from fair value of investment properties, the directors reviewed the Group's investment property portfolio and concluded that none of the Group's investment properties are held under a business model whose objective is to consume substantially all economic benefits embodied in the investment properties over time, rather than through sale. As a result, the Group has not recognised any deferred taxes on changes in fair value of investment properties as the Group is not subject to any capital gain taxes on disposal of its investment properties.

(a) The net deferred tax is as follows:

In Rs million	GROUP	
	2022	2021
Deferred tax assets	(82.0)	(96.9)
Deferred tax liabilities	904.2	975.8
Net deferred tax	822.2	878.9

(b) The movement in net deferred tax during the year is as follows:

In Rs million	GROUP	
	2022	2021
At 1 July	878.9	854.6
Charged to Statements of Profit or Loss (note 7)	(68.6)	27.1
Charged to Statements of Other Comprehensive Income (note 9)	2.1	(2.8)
Exchange difference	0.9	-
Acquisition of subsidiary (note 37)	8.9	-
At 30 June	822.2	878.9

(c) The movement in deferred tax liabilities during the year is as follows:

In Rs million	GROUP						
	Accelerated capital allowance	Retirement benefit obligation	Impairment Loss/Provisions	Revaluation	Tax losses	Others	Total
At 1 July 2020	731.3	(38.7)	(107.8)	257.3	(46.7)	59.2	854.6
Charged to Statements of Profit or Loss (note 7)	45.6	(13.5)	(12.2)	4.4	1.1	1.7	27.1
Credited to statements of Other Comprehensive Income (note 9)	-	(2.8)	-	-	-	-	(2.8)
At 30 June 2021	776.9	(55.0)	(120.0)	261.7	(45.6)	60.9	878.9
Charged to Statements of Profit or Loss (note 7)	3.2	(0.8)	42.9	-	(103.2)	(10.7)	(68.6)
Credited to statements of Other Comprehensive Income (note 9)	-	2.1	-	-	-	-	2.1
Reclassification	12.1	29.9	(35.1)	-	(6.9)	-	-
Exchange difference	7.1	(5.8)	(0.3)	-	-	(0.1)	0.9
Acquisition of subsidiary (note 37)	15.6	-	(2.2)	-	(4.5)	-	8.9
At 30 June 2022	814.9	(29.6)	(114.7)	261.7	(160.2)	50.1	822.2

Included in deferred tax assets at the year end, is an amount of Rs 160.2m (2021: Rs 45.6m) relating to deferred taxes arising in companies that incurred losses in the current year or the prior year. The Group expects that future taxable profits will be available against which the temporary differences giving rise to the deferred tax assets can be utilised. The evidence supporting the assertion that future taxable profits will be available to offset against the temporary differences giving rise to the deferred tax assets includes: (i) Some of the entities have already turned profitable and are expected to remain profitable (ii) evidence demonstrating that measures implemented to address some of the root causes for the losses are already yielding positive results (iii) evidence showing that the conditions that caused some of the companies to be loss making no longer exist.

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31. INCOME TAX LIABILITIES**Accounting policy***Income tax*

Income tax for the current and prior periods is, to the extent that it is unpaid, recognised as a liability. Overpayment of income tax is recognised as an asset. Income tax liabilities (assets) for the current and prior periods are measured at the amount expected to be paid to (recovered from) the taxation authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

In Rs million	GROUP	
	2022	2021
At 1 July	61.4	52.0
Income tax charged to Statements of Profit or Loss (note 7)	122.3	93.4
Corporate Social Responsibility charged to Statements of Profit or Loss (note 7)	7.8	9.3
Overprovision for income tax (note 7)	1.3	(7.3)
Income tax paid	(98.4)	(93.3)
Exchange differences	2.5	7.3
At 30 June	96.9	61.4

32. RETIREMENT BENEFIT ASSETS/OBLIGATIONS**The Group**

The Group shifted to a defined contribution ("DC") plan since 1999, the Rogers Pension Fund ("RPF"), which also includes all employees who were members of a self-administered defined benefit plan, namely the Rogers Group Superannuation Fund ("RGSF"). RPF is a FSC approved private pension scheme and is subject to the Private Pension Schemes (Technical Funding Requirement) Rules 2013 on matters concerning actuarial valuations and funding requirements.

Former members of RGSF have a promise of defined-benefit – the so-called No Worse Off Guarantee ("NWOG"), subject to the fulfilment of some conditions. These employees, subject to them contributing regularly to the RPF till the age of 60 and being in employment within the Rogers Group when reaching 60, have been given the guarantee by their respective employers that their benefits at the age of 60, would not be less than the benefits provided under the exRGSF. Any gap under the above guarantee is funded by the respective employers and has been included in the provision made for retirement benefits obligations.

Contributions for pure DC members are specified in the Rules of RPF, and there are no additional funding requirements, except for contributions for expenses and risk benefits (death in particular), which the Actuary of RPF assesses at each actuarial valuation done every two years.

Contributions for NWOG members are also determined by the Actuary, taking into account the assets built up in a NWOG Fund (which is separate from the Personal Member Accounts of each member) and the NWOG liabilities, past and future. Where a deficit is identified at any valuation, corrective measures are recommended to ensure the assets are sufficient to meet the liabilities over the remaining working lifetime of these members.

Each entity is responsible to pay their contributions, both for pure DC members and for the NWOG members.

In addition to the above, some companies have specific defined benefit plans which are funded and where the plan assets are held by either Swan Life Ltd or The Sugar Industry Pension Fund. As the plans are being held by different entities, the assets and liabilities of each plan cannot be offset against each other.

Allocation in case of wind-up of RPF

The Rules of the Fund include a section on Winding Up which is as follows:

The Fund may be wound up at any time at an Extraordinary General Meeting specially convened for that purpose resolving upon such winding up by a three-quarter majority of those present and entitled to vote.

In the event of the winding up of the Fund, all of its property shall be disposed of in conformity with law.

Allocation in case of employer's withdrawal

If an employer wishes to withdraw from the Fund, with the Fund continuing to exist, the following would be adopted:

- The PMA value standing to the credit of each active member of the withdrawing employer with no NWOG would be transferred to another approved pension plan and
- The pensioners who have retired having previously worked for the withdrawing employer would continue to receive their pension from the Fund;

Any NWOG member employed by the withdrawing employer would benefit, at time of withdrawal, a transfer value representing the value standing to the credit of their PMA plus potentially an appropriate share of the NWOG Fund, such value would be transferred to another approved pension plan. The withdrawing employer may continue to be subject to the NWOG promise and should fund for the NWOG in the same way that it had done previously in the Fund, unless they have alternative agreements or arrangements in place with their employees.

32. RETIREMENT BENEFIT ASSETS/OBLIGATIONS (cont'd)*The Company*

The NWOG plan for the Company is a defined benefit plan that shares risks between entities under common control.

The Company was registered as the principal employer with RPF, in respect of all the employees of the Group. Where there is a deficit in the NWOG fund relative to the assessed NWOG liabilities, additional contribution is required to fund the deficit. The contribution rate for each employer is determined by the actuary of the Fund. There is also no contractual agreement or stated policy for charging the net defined benefit cost.

Investment risk

The plan liability is calculated 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.

Interest risk

A decrease in the bond interest rate will increase the plan's 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.

Longevity risk

The plan liability is calculated by reference to the best estimates 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.

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.

Accounting policy*Defined benefit pension plans and other retirement benefits*

A defined benefit plan is a pension plan that is not a defined contribution plan. Typically defined benefit plans define an amount of pension benefit that an employee will receive on retirement usually dependent on one or more factors such as age, year of service and compensation.

The present value of retirement benefit obligations is recognised in the Statements of Financial Position as a non current liability after adjusting for the fair value of plan assets. The assessment of these obligations is carried out annually by an independent firm of consulting actuaries, using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using rates on government bonds.

Remeasurement of the net defined benefit liability, which comprises actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions, the return on plan assets (excluding interest) and the effect of the asset ceiling is recognised immediately in the Statements of Other Comprehensive Income in the year in which they occur. Remeasurements recognised in the Statements of Other Comprehensive Income shall not be reclassified to the Statements of Profit or Loss in subsequent year.

The Group determines the net interest expense (income) on the net defined benefit liability (asset) for the year by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual year to the net defined benefit liability (asset), taking into account any changes in the net defined liability (asset) during the year as a result of contributions and benefits payments. Net interest expense (income) is recognised in the Statements of Profit or Loss.

Service costs comprising current service cost, past service cost as well as gains and losses on curtailments and settlements are recognised immediately in the Statements of Profit or Loss.

State plan and defined contribution pension plans

Contributions to the National Pension Scheme and the Group's defined contribution pension plan are expensed to the Statements of Profit or Loss in the year in which they fall due.

Gratuity on retirement

Artisans and labourers of sugar companies are entitled to a gratuity on death or retirement, based on years of service. This item is not funded. The benefits accruing under this item are calculated by an actuary and have been accounted for in the financial statements.

For employees who are not covered (or who are insufficiently covered by the above pensions plans), the net present value of gratuity on retirement payable under the Workers Rights Act 2019 is calculated by a qualified actuary and provided for. The obligations arising under this item are not funded.

Remeasurement of the net defined benefit liability, which comprise actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions is recognised immediately in the Statements of Profit or Loss and Other Comprehensive Income in the year in which they occur. Remeasurements recognised in the Statements of Profit or Loss and Other Comprehensive Income shall not be reclassified to the Statements of Profit or Loss in subsequent year. Service costs comprising current service cost, past service cost and interest costs are recognised immediately in the Statements of Profit or Loss.

Significant accounting judgements and estimates

The present value of retirement benefit assets obligations are recognised in the Statements of Financial Position as non current assets/liability. The assessment of these assets/obligations is carried out annually by an independent firm of consulting actuaries. The actuarial valuation involves making assumptions on discount rates, future pension increases, mortality rates, salary increases and expected rates of return on plan assets.

In Rs million	GROUP		COMPANY	
	2022	2021	2022	2021
Amounts recognised in the Statements of Financial Position				
Pension plan (note a)	36.2	35.5	36.2	35.5
Retirement benefit asset	36.2	35.5	36.2	35.5
Pension plan (note b)	147.7	90.1	-	-
Other retirement benefits (note c)	96.1	149.4	45.1	39.2
Retirement benefit obligations	243.8	239.5	45.1	39.2

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32. RETIREMENT BENEFIT OBLIGATIONS (cont'd)

(a) Retirement benefit asset - Pension plan (NWO and pensioners)

In Rs million	GROUP		COMPANY	
	2022	2021	2022	2021
Amounts recognised in the Statements of Financial Position				
Present value of funded obligations	2,450.5	2,409.5	2,450.5	2,409.5
Fair value of plan assets	(2,549.0)	(2,519.2)	(2,549.0)	(2,519.2)
Excess of fair value of plan assets over present value of funded obligations	(98.5)	(109.7)	(98.5)	(109.7)
Impact of minimum funding requirement/asset ceiling	62.3	74.2	62.3	74.2
Asset in the Statements of Financial Position	(36.2)	(35.5)	(36.2)	(35.5)
Reconciliation of net defined benefit liability (asset)				
At 1 July	(35.5)	(59.0)	(35.5)	(59.0)
Amount recognised in profit or loss	2.9	3.3	2.9	3.3
Amount recognised in other comprehensive income	(3.4)	20.5	(3.4)	20.5
Less employer contributions	(0.2)	(0.3)	(0.2)	(0.3)
At 30 June	(36.2)	(35.5)	(36.2)	(35.5)
Reconciliation of fair value of plan assets				
At 1 July	2,519.2	1,990.5	2,519.2	1,990.5
Interest income	110.1	60.6	110.1	60.6
Employer contributions	0.2	0.3	0.2	0.3
Benefits paid	(310.0)	(15.0)	(310.0)	(15.0)
Return on plan assets excluding interest income	229.5	482.8	229.5	482.8
At 30 June	2,549.0	2,519.2	2,549.0	2,519.2
Reconciliation of present value of defined benefit obligation				
At 1 July	2,409.5	1,708.8	2,409.5	1,708.8
Current service cost	4.6	4.3	4.6	4.3
Interest expense	105.0	59.6	105.0	59.6
Benefits paid	(310.0)	(15.0)	(310.0)	(15.0)
Liability experience losses	117.7	714.4	117.7	714.4
Liability loss (gain) due to change in financial assumptions	123.7	(62.6)	123.7	(62.6)
At 30 June	2,450.5	2,409.5	2,450.5	2,409.5
Reconciliation of the effect of the asset ceiling				
At 1 July	74.2	222.7	74.2	222.7
Amount recognised in profit or loss	3.4	-	3.4	-
Amount recognised in other comprehensive income	(15.3)	(148.5)	(15.3)	(148.5)
At 30 June	62.3	74.2	62.3	74.2
Components of amount recognised in Profit and Loss				
Current service cost	4.6	4.3	4.6	4.3
Service cost	4.6	4.3	4.6	4.3
Net interest on net defined benefit asset	(1.7)	(1.0)	(1.7)	(1.0)
Amounts recognised in profit or loss	2.9	3.3	2.9	3.3
Components of amount recognised in other comprehensive income				
Return on plan assets excluding interest income	(229.5)	(482.8)	(229.5)	(482.8)
Liability experience losses	117.7	714.4	117.7	714.4
Liability (gain) loss due to change in financial assumptions	123.7	(62.6)	123.7	(62.6)
Change in effect of asset ceiling	(15.3)	(148.5)	(15.3)	(148.5)
Amounts recognised in other comprehensive income	(3.4)	20.5	(3.4)	20.5
Allocation of Plan assets at End of Year (Rs m)				
Equity - Overseas quoted	509.8	529.0	509.8	529.0
Equity - Local quoted	943.1	730.6	943.1	730.6
Equity - Local unquoted	25.5	25.2	25.5	25.2
Debt - Overseas unquoted	407.8	428.3	407.8	428.3
Debt - Local quoted	152.9	151.2	152.9	31.2
Debt - Local unquoted	356.9	403.1	356.9	403.1
Property - Local	51.0	50.4	51.0	50.4
Cash and other	102.0	201.4	102.0	201.4
Total plan assets	2,549.0	2,519.2	2,549.0	2,519.2
Other qualifying insurance policies				
Allocation of Plan Assets at End of Period				
- Reporting entity's own transferable financial instruments	3	2	3	2
Principal Assumptions used at End of Period				
Discount rate	4.80%	4.65%	4.80%	4.65%
Rate of salary increases	3.00%	3.00%	3.00%	3.00%
Average retirement age ("ARA")	60 years	60 years	60 years	60 years
Average life expectancy for:				
- Male	19.5 years	19.5 years	19.5 years	19.5 years
- Female	24.2 years	24.2 years	24.2 years	24.2 years
Sensitivity Analysis on Defined Benefit Obligation at End of Period on:				
Increase due to 1% decrease in discount rate	204.4	175.6	204.4	175.6
Decrease due to 1% increase in discount rate	170.2	146.1	170.2	146.1

32. RETIREMENT BENEFIT OBLIGATIONS (cont'd)

Future cashflows

In Rs million	GROUP		COMPANY	
	2022	2021	2022	2021
The funding policy is to pay contributions to an external legal entity at the rate recommended by the entity's actuaries.				
Expected employer contribution for the next year	211.0	222.0	211.0	222.0
Weighted average duration of the defined benefit obligation	10.5 years	10.3 years	10.5 years	10.3 years
Defined contribution plan				
Contributions to Rogers Pension Fund	109.0	101.7	13.3	11.9
The sensitivity analysis has been carried out by recalculating the present value of obligation at end of period after increasing or decreasing the discount rate while leaving all other assumptions unchanged. The results are particularly sensitive to a change in discount rate due to the nature of the liabilities being the difference between a minimum defined benefit ("DB") liability and the projected defined contribution ("DC") liabilities, the latter being Rs 187.6m as at 30 April 2022. Any similar variation in the other assumptions would have shown smaller variations in the defined benefit obligation. The sensitivity has been determined based on a method that extrapolates the impact on net defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period. The present value of the defined benefit obligation has been calculated using the projected unit credit method.				
The sensitivity analysis may not be representative of the actual change in the defined contribution as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.				
(b) Retirement benefit obligation - Defined benefit pension plan				
In Rs million	GROUP		COMPANY	
	2022	2021	2022	2021
Amounts recognised in the Statements of Financial Position				
Present value of funded obligations	252.3	182.9	-	-
Fair value of plan assets	(104.6)	(92.8)	-	-
Excess of present value of funded obligations over fair value of plan assets	147.7	90.1	-	-
Impact of minimum funding requirement/asset ceiling	-	-	-	-
Liability in the Statements of Financial Position	147.7	90.1	-	-
Reconciliation of net defined benefit liability (asset)				
At 1 July	90.1	93.6	-	-
Amount recognised in profit or loss	13.1	13.9	-	-
Amount recognised in other comprehensive income	2.1	(11.7)	-	-
Transfer from other retirement benefits	60.5	-	-	-
Less employer contributions	(18.1)	(5.7)	-	-
At 30 June	147.7	90.1	-	-
Reconciliation of fair value of plan assets				
At 1 July	92.8	100.9	-	-
Interest income	3.2	3.3	-	-
Employer contributions	18.1	5.7	-	-
Employee contributions	1.3	0.9	-	-
Benefits paid	(20.4)	(16.9)	-	-
Return on plan assets excluding interest income	9.6	(0.8)	-	-
Exchange differences	-	(0.3)	-	-
At 30 June	104.6	92.8	-	-
Reconciliation of present value of defined benefit obligation				
At 1 July	182.9	194.5	-	-
Current service cost	6.3	1.8	-	-
Employee contributions	1.3	0.9	-	-
Interest expense	9.7	6.6	-	-
Past service cost	0.3	8.5	-	-
Settlement loss	-	-	-	-
Transfer from other retirement benefits	60.5	-	-	-
Benefits paid	(20.4)	(16.9)	-	-
Exchange differences	-	-	-	-
Effect of business combination/disposal	-	-	-	-
Liability experience (gain) loss	(4.0)	1.1	-	-
Liability gain due to change in demographic assumptions	(2.7)	-	-	-
Liability (gain) loss due to change in financial assumptions	18.4	(13.6)	-	-
Acquisition of subsidiaries	-	-	-	-
At 30 June	252.3	182.9	-	-
Components of amount recognised in Profit and Loss				
Current service cost	6.9	1.8	-	-
Past service cost	0.3	8.5	-	-
Service cost	7.2	10.3	-	-
Net interest on net defined benefit liability	5.9	3.6	-	-
Amounts recognised in profit or loss	13.1	13.9	-	-
Components of amount recognised in other comprehensive income				
Return on plan assets excluding interest income	(9.6)	0.8	-	-
Liability experience (gain) loss	(4.0)	1.1	-	-
Liability gain due to change in demographic assumptions	(2.7)	-	-	-
Liability (gain) loss due to change in financial assumptions	18.4	(13.6)	-	-
Amounts recognised in other comprehensive income	2.1	(11.7)	-	-

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32. RETIREMENT BENEFIT OBLIGATIONS (cont'd)

In Rs million	GROUP		COMPANY	
	2022	2021	2022	2021
Allocation of Plan assets at End of Year (Rs m)				
Equity - Overseas quoted	22.9	1,176.0	-	-
Equity - Overseas unquoted	-	-	-	-
Equity - Local quoted	20.1	1,552.2	-	-
Equity - Local unquoted	-	54.7	-	-
Debt - Overseas quoted	-	-	-	-
Debt - Overseas unquoted	-	933.7	-	-
Debt - Local quoted	-	344.3	-	-
Debt - Local unquoted	-	853.6	-	-
Property - Overseas	-	13.1	-	-
Property - Local	13.8	112.8	-	-
Investment Funds	-	12.9	-	-
Cash and other	37.0	481.8	-	-
Other qualifying insurance policies	-	-	-	-
Total plan assets	93.8	5,535.1	-	-
* Disclosure has been amended to reflect instead of percentage to provide more insight.				
Allocation of Plan Assets at End of Period				
- Reporting entity's own transferable financial instruments	-	0 - 2	-	-
Principal Assumptions used at End of Period				
Discount rate	3.60-5.30%	4.24-4.65%	-	-
Rate of salary increases	3.0%	3.0%	-	-
Rate of pension increases	1.0%	1.0%	-	-
Average retirement age ("ARA")	60 - 65 years	60 years	-	-
Average life expectancy for:				
- Male	16.0 - 20.0 years	14.9 - 19.5 years	-	-
- Female	18.0 - 24.0 years	16.2 - 24.2 years	-	-
Sensitivity Analysis on Defined Benefit Obligation at End of year on:				
Increase due to 1% decrease in discount rate	33	276	-	-
Decrease due to 1% increase in discount rate	27	22.3	-	-
Future cashflows				
The funding policy is to pay contributions to an external legal entity at the rate recommended by the entity's actuaries.				
Expected employer contribution for the next year	25.6	6.4	-	-
Weighted average duration of the defined benefit obligation	-	-	-	-
Swan Life Limited	10.0 years	8.0 years	-	-
Aon Hewitt Limited	2.0 - 34.0 years	5.0 -12.0 years	-	-
Sugar Industry Pension Fund	5.0 - 7.0 years	8.0 years	-	-

32. RETIREMENT BENEFIT OBLIGATIONS (cont'd)

In Rs million	GROUP		COMPANY	
	2022	2021	2022	2021
(c) Other retirement benefits				
Other retirement benefits comprise retirement gratuity and unfunded pensions paid to ex-employees of the Group				
At 1 July	149.4	239.6	39.2	63.1
Amount recognised in profit or loss	6.2	19.6	2.4	2.7
Amount recognised in other comprehensive income	10.3	(90.3)	8.2	(21.9)
Less employer contributions	(9.3)	(19.5)	(4.7)	(4.7)
Transfer to defined benefit plan	(60.5)	-	-	-
At 30 June	96.1	149.4	45.1	39.2
Reconciliation of present value of defined benefit obligations				
At 1 July	149.4	239.6	39.2	63.1
Current service cost	2.4	11.9	0.7	0.7
Interest expense	3.7	6.9	1.7	2.2
Past service cost	0.1	0.8	-	(0.2)
Benefits paid	(9.3)	(19.5)	(4.7)	(4.7)
Transfer to defined benefit plan	(60.5)	-	-	-
Exchange differences	-	-	-	-
Effect of business combination/disposal	-	-	-	-
Liability experience (gain) loss	14.0	(45.6)	4.6	(12.4)
Liability gain to change in demographic assumptions	(2.9)	(18.5)	-	-
Liability (gain) loss due to change in financial assumptions	(0.8)	(26.2)	3.6	(9.5)
At 30 June	96.1	149.4	45.1	39.2
Components of amount recognised in profit or loss				
Current service cost	2.4	11.9	0.7	0.7
Past service cost	0.1	0.8	-	(0.2)
Service cost	2.5	12.7	0.7	0.5
Net interest on net defined benefit liability	3.7	6.9	1.7	2.2
Amounts recognised in profit or loss	6.2	19.6	2.4	2.7
Components of amount recognised in other comprehensive income				
Liability experience (gain) loss	14.0	(45.6)	4.6	(12.4)
Liability loss due to change in demographic assumptions	(2.9)	(18.5)	-	-
Liability loss due to change in financial assumptions	(0.8)	(26.2)	3.6	(9.5)
Amounts recognised in other comprehensive income	10.3	(90.3)	8.2	(21.9)
Principal Assumptions used at End of Period				
Discount rate	3.6 - 5.3%	4.7% - 5.0%	4.8%	4.65%
Rate of salary increases	3.0%	3.0%	3.0%	3.00%
Rate of pension increases	0.5 - 3.0%	1.0% - 3.0%	1.0%	0.0%
Average retirement age ("ARA")	60-65 years	60-65 years	65 years	65 years
Average life expectancy for:				
- Male at ARA	15.9 - 19.5 years	14.9 - 15.9 years	15.9 years	15.9 years
- Female at ARA	17.6 - 24.2 years	16.2 - 24.2 years	20 years	20 years

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32. RETIREMENT BENEFIT OBLIGATIONS (cont'd)

In Rs million	GROUP		COMPANY	
	2022	2021	2022	2021
Sensitivity Analysis on Defined Benefit Obligation at End of Period				
Discount rate				
Increase due to 1% decrease in discount rate	35.9	38.2	6.5	5.0
Decrease due to 1% increase in discount rate	23.0	23.4	4.8	2.3
The above sensitivity analysis has been carried out by recalculating the present value of obligation at end of period after increasing or decreasing the discount rate while leaving all other assumptions unchanged. Any similar variation in the other assumptions would have shown smaller variations in the defined benefit obligation.				
Future cashflows				
- Expected employer contribution for the next year	6.4	19.5	-	-
- Weighted average duration of the defined benefit obligation				
Swan	16.0 years	4.0-23.0 years	-	-
Aon	3.0 - 26.0 years	1.0-38.0 years	16 years	17 years
SIRO	-	1.0-6.0 years	-	-
Retirement benefit obligations have been based on the report dated June 2021 submitted by Aon Hewitt Limited and Swan Actuarial Services Ltd.				
(d) State pension plan				
In Rs million				
National Pension Scheme contributions expensed	-	7.2	0.5	0.6
Contribution sociale généralisé (CSG)	55.8	40.2	7.0	4.5

33. TRADE AND OTHER PAYABLES

Accounting policy

Trade and other payables are recognised initially at fair value and subsequently carried at amortised costs using the effective interest method.

In Rs million	GROUP		COMPANY	
	2022	2021	2022	2021
Trade payables	1,532.5	1,016.3	15.7	14.4
Accrued expenses	816.0	966.1	63.9	37.7
Other payables	826.0	922.3	25.9	37.3
Dividend payable by subsidiary companies	177.8	155.5	-	-
Amounts payable to group companies	-	-	515.7	493.9
Total trade and other payables	3,352.3	3,060.2	621.2	583.3

Trade and other payables are repayable within one year. The carrying amount of the payables is considered as a reasonable approximation of fair value due to their short term nature.

Accrued expenses comprise of provisions for payroll related costs, deposits from tenants, audit and taxation fees, director fees, professional fees, project cost fees, and other accruals made in the normal course of business. Other payables include unearned merchant discounts, unearned insurance and retention of payment to contractors for construction of villas.

Accrued expenses have been further split and narrative has been added to provide more details about its nature. The presentation in the comparative period has been updated accordingly to conform with the changes made in the current year.

34. LIABILITIES RELATED TO CONTRACTS WITH CUSTOMERS

Accounting policy

Contract liabilities

A contract liability is the obligation to transfer services to a customer for which the Group has received full or partial consideration from the customer. In cases where the customer pays consideration before the Group transfers services to the customer, a contract liability is recognised when the payment is made or the payment is due, whichever is earlier. Contract liabilities are recognised as revenue when the Group performs under the contract, that is, transfers control of the related goods or services to the customer.

The contract liabilities relate to advance consideration received from customers for which revenue is recognised over time.

GROUP		
In Rs million	2022	2021
Non-current		
At 1 July	197.7	155.5
Cash received in advance of performance not recognised as revenue during the year	29.0	42.2
Liabilities related to contracts with customers	226.7	197.7
Current		
At 1 July	182.4	291.0
Cash received in advance of performance not recognised as revenue during the year	334.8	140.2
Amounts included in contract liabilities recognised as revenue during the year	(206.2)	(149.4)
Transfer to borrowings	(20.6)	(19.1)
Refund to client	-	(98.1)
Exchange differences	5.0	17.8
Liabilities related to contracts with customers	295.4	182.4
Total liabilities related to contracts with customers	522.1	380.1

Contract liabilities include advances received for port services, advance payment from customers, deposits from guests, packing, shipping and freight forwarding services for which performance obligations were not yet satisfied at end of the reporting period.

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35. CASH AND CASH EQUIVALENTS

Accounting policy

Cash and cash equivalents comprise of cash in hand, amounts repayable on demand from banks and financial institutions and short-term highly liquid investments which were within three months of maturity when acquired, less bank overdrafts for the purpose of Statements of Cash Flows. Bank overdrafts are shown within loans and borrowings in current liabilities on the Statements of Financial Position. Cash and cash equivalents are measured at amortised costs and tested for impairment.

(a) Cash and cash equivalents

In Rs million	GROUP		COMPANY	
	2022	2021	2022	2021
Bank balances and cash	3,062.8	3,069.5	93.3	205.5
Bank overdrafts	(546.6)	(479.7)	(165.2)	-
Total cash and cash equivalents	2,516.2	2,589.8	(71.9)	205.5

The bank overdrafts are secured by floating charges on the assets of the borrowing companies. The rate of interest varies between 1% and 9% (2021: 4% - 9%), inclusive of foreign denominated overdrafts .

36. NOTES TO THE STATEMENTS OF CASH FLOWS

(a) Cash Flow generated from (used in) operations

In Rs million	GROUP		COMPANY	
	2022	2021	2022	2021
Profit (loss) before taxation from continuing activities	1,818.5	(495.8)	112.0	328.5
Profit before taxation from discontinued activities	2.7	4.0	-	-
Gain on bargain purchase	(24.1)	-	-	-
Profit realised on the fair value on contingent consideration	-	(14.1)	-	-
Impairment of goodwill	-	8.8	-	-
(Loss) profit on disposal of group entities and other financial assets	1.0	(9.2)	-	-
Profit on sale of properties	(15.3)	(52.7)	-	-
Share of results of jointly controlled entities	0.2	(30.6)	-	-
Share of results of associated companies	(395.9)	396.3	-	-
Fair value movements	(615.0)	(592.1)	17.2	(26.7)
Loss allowance and write off	(54.0)	174.8	(0.2)	9.3
Depreciation	629.7	643.9	18.1	15.3
Amortisation of intangible assets	68.7	64.5	1.3	1.1
Amortisation of deferred expenditure	-	43.4	-	-
Sundry income	(173.6)	(5.5)	(3.3)	(0.7)
Profit on disposal of financial assets at fair value through profit or loss	0.2	(0.6)	-	-
Property, plant and equipment written off	26.6	-	-	-
Intangible assets written off	-	4.1	-	-
Impairment of investments in subsidiary companies and associated companies	-	13.0	6.6	(224.9)
Effect of modification of lease terms	9.9	16.2	-	-
Termination of lease contracts	1.4	3.2	-	-
Straightling of income	(23.2)	(21.2)	-	-
Investment income	(6.1)	(8.5)	(329.4)	(267.9)
Interest expense	671.0	620.7	152.3	160.1
Interest income	(225.5)	(218.1)	(13.5)	(17.9)
Difference in exchange	-	152.7	(3.0)	(3.9)
Retirement benefit obligations	(5.4)	11.3	0.4	1.0
Cash generated from (used in) operations before working capital changes	1,691.8	708.5	(41.5)	(26.7)
Changes in working capital (excluding the effects of acquisition and disposal of subsidiaries)				
Decrease in loans and advances	62.4	(102.3)	-	-
Decrease in inventories	130.4	70.7	-	-
Decrease in contract assets	20.9	21.5	-	-
Decrease (increase) in trade receivables, prepayments and other financial assets at amortised cost	88.8	143.1	(73.8)	487.1
Decrease in liabilities related to contracts with customers	383.6	(66.4)	-	-
(Decrease) increase in trade and other payables	19.9	(36.0)	29.2	39.3
Cash generated from (used in) operations	2,397.8	739.1	(86.1)	499.7

36. NOTES TO THE STATEMENTS OF CASH FLOWS (cont'd)

(b) Reconciliation of liabilities arising from financing activities

GROUP In Rs million	Bank and other borrowings excluding bank overdraft	Secured fixed and floating rate notes	Convertible preference shares, convertible bonds and Debentures	Lease liabilities	Total liabilities from financing activities
Proceeds from borrowings	3,873.6	1,000.0	127.2	-	5,000.8
Repayment of borrowings	(3,339.5)	-	(21.1)	(128.4)	(3,489.0)
Leases contracted during the year	-	-	-	115.7	115.7
Non-cash transactions	-	-	-	(51.4)	(51.4)
Disposal of subsidiaries	-	-	-	(104.4)	(104.4)
Revaluation of foreign currency	248.3	-	-	(0.1)	248.2
At 30 June 2021	10,142.3	4,500.0	316.8	992.4	15,951.5
Proceeds from borrowings	2,148.5	-	4,741.0	-	6,889.5
Repayment of borrowings	(7,034.9)	(24.1)	(42.3)	(184.7)	(7,286.0)
Non-cash transactions	-	-	-	167.7	167.7
Acquisition of subsidiary	175.0	-	-	-	175.0
Disposal of subsidiary	-	-	-	(15.0)	(15.0)
Revaluation of foreign currency	(123.3)	-	-	(11.0)	(134.3)
At 30 June 2022	5,307.6	4,475.9	5,015.5	949.4	15,748.4

COMPANY In Rs million	Bank and other borrowings excluding bank overdrafts	Secured fixed and floating rate notes	Lease liabilities	Total liabilities from financing activities
Proceeds from borrowings	2.4	-	-	2.4
Repayment of borrowings	(2.0)	(500.0)	(9.7)	(511.7)
Non-cash transactions	(50.0)	-	4.2	(45.8)
At 30 June 2021	699.0	3,000.0	70.0	3,769.0
Proceeds from borrowings	477.6	-	14.6	492.2
Repayment of borrowings	(570.0)	-	(11.5)	(581.5)
Non-cash transactions	0.1	-	3.5	3.6
At 30 June 2022	606.7	3,000.0	76.6	3,683.3

(c) Classification of cash flows arising on interest

The finance costs/income of one of the subsidiaries, being a financial institution engaged in the consumer finance business, has been classified as operating cash flows. All other finance costs/income have been presented within investing activities given that these are not primarily derived from the principal revenue-generating activities.

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37. ACQUISITION OF SUBSIDIARIES

(a) Year ended 30 June 2022

At 30 June 2021, the Group held 50% of the share capital and voting rights of The Beau Vallon Shopping Mall Ltd ("BVM"), the Company that owns The Beau Vallon Shopping Mall. On 12 October 2021, the Group acquired the remaining 50% of the share capital and voting rights of BVM, thus increasing Ascencia's holding in BVM to 100%, thereby obtaining control in line with the growth strategy of the Group. The consideration paid was Rs 145.5M settled in cash. The seller is EnAtt Ltd, a private company incorporated in Mauritius which shares the same ultimate beneficial ownership, being ENL Limited and has opted to account for the acquisition as a common control transaction under IFRS 3.

Significant accounting judgements

In accounting for the acquisition of BVM, which meets the definition of business combination under common control, the Group has elected to apply the acquisition method set out in IFRS 3. In making this policy choice, the Group has determined that the transaction has substance for the combining parties since there has been an actual cash outflow and the new structure results in the NCI of the Group having a bigger proportion in BVM.

GROUP	
In Rs million	

(i) The transaction has resulted in the recognition of a loss in the Statement of Profit or Loss as follows:

Fair value of interest held before the business combination	169.7
Less : carrying value of equity interest held before business combination	(169.7)
Loss on remeasurement of joint venture to subsidiary	-

(ii) The following table summarises the purchase consideration and the fair value of identifiable amounts of the assets acquired and liabilities assumed at the acquisition date:

Consideration:

Consideration	145.5
Fair value of previous stake	169.5
Total consideration	315.0
Fair value of net assets acquired	(339.1)
Gain on bargain purchase	(24.1)

(iii) Recognised amounts of identifiable assets acquired and liabilities assumed:

Property, plant and equipment	11
Investment property	843.6
Trade and other receivables	25.1
Cash and cash equivalents	(64.8)
Borrowings	(434.2)
Trade and other payables	(22.7)
Deferred tax liability	(9.0)
Fair value of net assets acquired	339.1

(iv) Net cash outflow on acquisition of subsidiary

Cash consideration paid in cash	145.5
Cash and cash equivalents acquired	64.8
Cash outflow on acquisition net of cash and cash equivalents	210.3

Had the acquisition occurred on 1 July 2021, the revenue and profit that would have been consolidated in the Group's Statements of Profit or Loss for the year ended 30 June 2022 amounted to Rs 115.8m and Rs 37.9m, respectively.

(b) Year ended 30 June 2021

During the year, the Group has not acquired any subsidiaries.

38. DISCONTINUED OPERATIONS

Rogers International Distributions Services S.A.S ("RIDS France"), a wholly owned subsidiary, has a solid reputation in the textile sector and treats with large buying houses. In order to maintain its competitive position in a market that depends on aggressive pricing, a strategic partnership has been made to derive economies of scale and lower operational costs. Thus, in May 2022, the Group disposed 70% of its investment in RIDS France and its results were presented as discontinued operations.

(a) Income or expenses recognised in the Statements of Profit or loss are as detailed below :

In Rs million	NOTE	GROUP	
		2022	2021
Revenue from contracts with customers		968.1	647.9
Revenue		968.1	647.9
Cost of sales		(851.7)	(553.4)
Gross Profit		116.4	94.5
Administrative expenses		(108.7)	(90.4)
(Impairment losses) reversal of impairment losses		(2.4)	3.0
Profit from finance costs and other gains and losses		5.3	7.1
Finance costs		(2.6)	(3.1)
Profit before other gains and losses		2.7	4.0
Other gains and losses		-	-
Profit before taxation		2.7	4.0
Taxation		-	-
Profit for the year		2.7	4.0
Attributable to			
Owners of the parent		2.2	2.6
Non-controlling interests		0.5	1.4
Profit for the year		2.7	4.0
Basic earnings per share from discontinued operations:			
Profit attributable to owners of the parent		19.9	2.6
Adjustments for other gains and losses attributable to owners of the parent*		(17.7)	-
Profit attributable to the owners of the parent before other gains and losses		2.2	2.6
Number of shares in issue		252,045,300	252,045,300
Earnings per share (in Rs)		0.08	0.01
Earnings per share (excluding other gains and losses) (in Rs)		0.01	0.01
Diluted earnings per share from discontinued operations:			
Profit attributable to owners of the parent		16.3	-
Adjustments for other gains and losses attributable to owners of the parent*		(14.5)	-
Profit attributable to the owners of the parent before other gains and losses		1.8	-
Number of shares in issue		252,045,300	252,045,300
Earnings per share (in Rs)		0.06	-
Earnings per share (Excluding other gains and losses) (in Rs)		0.01	-

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38. DISCONTINUED OPERATIONS (cont'd)**(b) Following the deconsolidation of RIDS France, the net assets and liabilities deconsolidated at 30 June 2022 are as detailed below :**

	2022
ASSETS	
Non current assets	
Property, plant and equipment (Inclusive of rights of use assets)	9.0
Current assets	2.0
Contract assets	131.2
Trade receivables	20.0
Financial assets at amortised costs	32.1
Bank balances and cash	12.3
Other assets	
Non current liabilities	
Borrowings	(6.3)
Current liabilities	
Borrowings	(0.3)
Trade and other payables	(183.7)
Net assets disposed	16.3

(c) Gain on disposal of RIDS France

In Rs million	2022
Consideration received for 70% of the shares of RIDS France	19.5
Fair value of remaining 30% - accounted as investment in associated company	8.4
	27.9
Net asset disposed	(16.3)
Release of translation reserves	10.3
Gain on disposal of subsidiary	21.9

The gain on disposal is included in the profit or loss for the year from discontinued operations in the Statement of Profit or loss

(d) Net cash outflow on disposal of subsidiary

In Rs million	2022
Cash consideration received in cash and cash equivalent	19.5
Less cash and cash equivalents disposed of :	
Bank balances and cash	(32.1)
Bank overdraft	0.1
	(12.5)

(e) The net cash flows incurred by RIDS France are:

In Rs million	2022	2021
Operating activities	8.1	(49.5)
Investing activities	(14.2)	(1.7)
Financing activities	(2.2)	64.7
Net cash (outflow)/inflow	(8.3)	13.5

38. DISCONTINUED OPERATIONS (cont'd)**(f) Year ended 30 June 2021**

On 31 March 2021, the Group disposed of its effective shareholding in Estate Property Solutions Ltd (13.41%) and Le Marché du Moulin Ltd (13.41%). Assets and liabilities disposed of are as follows:

GROUP In Rs million	30 June 2021
Property, plant and equipment	5.2
Rights of use assets	68.8
Inventories	2.7
Trade and other receivables	24.1
Cash and cash equivalents	(5.8)
Borrowings	(104.4)
Trade and other payables	(5.0)
	(14.4)
Goodwill initially recognised	-
	(14.4)
Profit on disposal	8.6
	(5.8)
Cash and cash equivalents disposed	5.8
Cash flow on disposal net of cash and cash equivalents	-
Satisfied by:	
Cash	-

The Group realised a profit of Rs 8.6m on the disposal of Estate Property Solutions Ltd and Le Marché du Moulin Ltd and this profit is arrived at as follows:

Consideration received	-
Net assets disposed	(8.6)
Profit on disposal	8.6

EXPLANATORY NOTES

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39. COMMITMENTS

In Rs million	GROUP		COMPANY	
	2022	2021	2022	2021
Capital commitments				
Authorised by the Board of Directors				
(i) but not contracted for	416.6	1,340.4	-	-
(ii) contracted for but not provided in the financial statements	706.5	-	-	-

The Group entered into capital commitments primarily for the development and extension of investment properties and the construction of a second golf course.

The Group as a lessor

The Group has entered into operating leases on its property, plant and equipment consisting of plant and equipment and vehicles. These leases have terms between 2 to 5 years.

In Rs million	GROUP		COMPANY	
	2022	2021	2022	2021
Future minimum lease receivable under non-cancellable operating leases may be analysed as follows:				
Within one year	7.4	8.2	-	-
After one year and before two years	5.2	7.5	-	-
After two years and before three years	4.3	5.4	-	-
After three years and before four years	0.6	4.3	-	-
After four years and before five years	-	0.7	-	-
After five years	-	-	-	-
Future minimum lease receivable under non-cancellable operating leases	17.5	26.1	-	-

40. CONTINGENT LIABILITIES

In Rs million	GROUP		COMPANY	
	2022	2021	2022	2021
Pending legal matters (note (a))	25.0	45.8	-	-
Guarantees given (note (b))	2,222.7	3,405.4	271.0	-
Total contingent liabilities	2,247.7	3,451.2	271.0	-

- (a) At 30 June 2022, there were some pending legal matters relating to court cases against some subsidiary companies, the outcome of which is unknown.
- (b) At 30 June 2022, the Group had contingent liabilities in respect of bank guarantees arising in the ordinary course of business from which it is anticipated that no material liabilities would arise.

41. EVENTS AFTER THE REPORTING DATE

Hospitality

During the year ended 30 June 2022, Veranda Tamarin Ltd, a subsidiary company, entered into a bond agreement with the Mauritius Investment Corporation Ltd ("MIC"), a company set up by the Bank of Mauritius, to provide financial support to companies impacted by Covid-19. The agreement stipulates that the subsidiary will issue convertible bonds in favour of MIC amounting to Rs 100m. The Company has the option but not the obligation to repay the issued bonds within 9 years from the date the bonds are issued. On 2nd August 2022, a first issue of 5 convertible secured bonds with a nominal value of Rs 10m per bond were issued, raising a total of Rs 50m and bearing interest rate of 3.5% per annum.

Out of the Rs 50m convertible bonds, Rs 38.1m has been accounted as equity and Rs 11.5m has been accounted as borrowings. A front end fee of Rs 0.5m has been allocated to the equity and liability component.

Property*Amalgamation*

On 1 July 2022, Ascencia Limited, a subsidiary company, amalgamated with its wholly owned subsidiary companies, namely Bagaprop Ltd, Floreal Commercial Centre Limited and The Beau Vallon Shopping Mall Ltd with the surviving company being Ascencia Limited. The transaction has no impact on the Group.

42. ASSETS CLASSIFIED AS HELD FOR SALE/LIABILITIES ASSOCIATED WITH ASSETS CLASSIFIED AS HELD FOR SALE

Accounting policy

Assets classified as held for sale are measured at the lower of carrying amount and fair value less costs to sell if their carrying amount is recovered principally through a sale transaction rather than through a continuing use. This condition is regarded as met only, when the sale is highly probable and the asset is available for immediate sale in its present condition.

When the Group is committed to a sale plan involving loss of control of a subsidiary, all the assets and liabilities of that subsidiary are classified as held for sale when the criteria described above are met, regardless of whether the Group will retain a non-controlling interest in its former subsidiary after the sale.

(a) As at 30 June 2022, the Group disposed of the remaining investment property held at Group and Company level for a loss of Rs 1.0m (note 6).

GROUP		2021
In Rs million		
Non current assets classified as held for sale		
Investment properties		19.1
Assets classified as held for sale		19.1
Trade and other payables		0.4
Liabilities associated with assets classified as held for sale		0.4

43. IMMEDIATE AND ULTIMATE HOLDING ENTITY

The immediate holding company is Rogers Consolidated Shareholding Ltd and the ultimate holding entity is Société Caredas, a "société civile" registered in Mauritius.

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44. RELATED PARTIES TRANSACTIONS

Related parties are individuals or entities related to the Group where:

- the individual or a close member of that individual's family is related to the Group if the individual has control, joint control, or significant influence over the Group or is a member of its key management personnel.
- the entity is related to the Group if, among other circumstances, it is a parent, subsidiary, fellow subsidiary, associated company, or jointly controlled entity of the Group, or it is controlled, jointly controlled, or significantly influenced or managed by a person who is a related party.

(a) During the year, the Group transacted with related parties. In 2022 and 2021, the Group performed an expected credit loss assessment on its receivables and has not accounted for any impairment loss as deemed immaterial. Transactions which are not dealt with elsewhere in the consolidated financial statements are as follows:

In Rs million	GROUP		COMPANY	
	2022	2021	2022	2021
Sales of goods & services to				
Associated companies	64.2	14.9	-	-
Jointly controlled entities	0.6	7.4	-	-
Immediate parent company and fellow subsidiaries	103.9	130.5	-	-
Related parties through common directorship	8.3	13.2	-	-
Dividend and other income from				
Subsidiaries	-	-	498.4	409.6
Associated companies	-	-	0.6	58.1
Immediate parent company and fellow subsidiaries	-	-	-	-
Related parties through common directorship	-	-	0.8	1.5
Purchase of goods & services from				
Subsidiaries	-	-	(11.6)	(13.4)
Associated companies	(64.5)	(19.8)	-	-
Jointly controlled entities	-	(0.2)	-	-
Immediate parent company and fellow subsidiaries	(215.1)	(262.5)	(5.1)	(26.3)
Related parties through common directorship	(55.8)	(13.8)	-	(12.0)
Loans payable to				
Subsidiaries	-	-	(56.7)	(49.0)
Associated companies	(339.3)	(7.0)	-	(6.6)
Loans receivable from				
Subsidiaries	-	-	210.4	271.5
Amount owed by				
Subsidiaries	-	-	496.0	312.6
Associated companies*	8.4	0.2	-	-
Jointly controlled entities*	-	1.9	-	-
Immediate parent company and fellow subsidiaries	3.0	6.2	-	-
Related parties through common directorship	0.9	-	-	-
Amount owed to				
Subsidiaries	-	-	(515.7)	(493.8)
Associated companies	(12.7)	(3.0)	-	-
Immediate parent company and fellow subsidiaries	(9.2)	(6.5)	(10.0)	(10.0)
Related parties through common directorship	(36.0)	-	-	-
Remuneration of key management personnel				
Short term employee benefits	85.4	66.2	51.4	41.5
Post employment benefits	11.4	9.8	6.6	6.1

*These represent loans receivable from and payable to associated companies and jointly controlled entities for which there are no fixed repayment terms, security or guarantee. All other transactions have been made on commercial terms and in the normal course of business.

(b) There has been no guarantees provided or received for any related party receivables or payables.

45. PRIOR YEAR RESTATEMENTS

In preparing the financial statements for the year ended 30 June 2022, the Group and the Company identified prior year restatements and made necessary corrections. Restatements were made to the financial statements, presentation and disclosures of certain transactions and balances, in accordance with International Accounting Standard, IAS 8 - Accounting Policies, Changes in Accounting Estimates and Errors. They refer to the comparatives for 1 July 2020 and 30 June 2021, unless where specified.

Impact on the consolidated financial statements

Restatement of impact lines of the financial statements for prior periods are as follows:

Group	2021	2021	2021
In Rs million	As previously stated	Prior Year Adjustment	Restated
Statements of Financial Position			
ASSETS			
Property, plant and equipment	12,582.3	(70.0)	12,512.3
Investment properties	13,909.7	70.0	13,979.7
Other non-current assets	8,179.4	-	8,179.4
Total non current assets	34,671.4	-	34,671.4
Total current assets	6,843.3	-	6,843.3
Total assets	41,514.7	-	41,514.7
EQUITY AND LIABILITIES			
Total equity	20,131.9	-	20,131.9
Total non current liabilities	15,335.0	-	15,335.0
Total current liabilities	6,047.8	-	6,047.8
Total liabilities	21,382.8	-	21,382.8
Total equity and liabilities	41,514.7	-	41,514.7

(a) In 2021, Rogers Hospitality Operations Limited ("RHOL"), a subsidiary company acquired a plot of land for Agría Limited ("AGRÍA"), a subsidiary company for a total cash consideration of Rs 70m. In AGRÍA, the land was under sugar cane cultivation from which income was recognised. Following the change in ownership, RHOL decided to hold the capital appreciation. Given the change in use, the land is being reclassified from property, plant and equipment to investment property with retrospective effect. The transaction has no impact on Statements of Profit or loss, Statements of Comprehensive Income, Earnings per share and Statements of Cash Flows.

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46. BUSINESS SEGMENTS

Accounting policy

Operating segments are components of the Group about which separate financial information is available. They are regularly reviewed by the Chief Executive officers and are reported in a manner consistent with the internal reporting provided to management, for both performance measuring and resource allocation.

Operating segments that do not meet any of the quantitative thresholds of 10% reported revenue or profit or assets are included if management believes that information about these would be useful to users to better appraise financial information.

Year ended 30 June 2022

In Rs million	FinTech	Hospitality	Logistics	Property	Corporate Office	Corporate Treasury	Group Elimination	Total
Continuing Operations								
Revenue	1,251	2,858	3,716	2,156	98	17	(351)	9,745
Cost of sales	(648)	(1,018)	(2,695)	(1,032)	1	-	433	(4,959)
Gross profit	603	1,840	1,021	1,124	99	17	82	4,786
Sundry Income	(7)	137	38	(2)	7	-	-	173
Administrative expenses	(521)	(1,814)	(756)	(245)	(190)	-	(82)	(3,608)
Finance costs	(25)	(97)	(37)	(286)	-	(149)	-	(594)
Impairment losses	48	7	(5)	4	-	-	-	54
Fair value movements	-	246	-	395	(26)	-	-	615
Share of results of jointly controlled entities and associated companies	260	(20)	-	15	141	-	-	396
Profit (loss) before other gains and losses	358	299	261	1,005	31	(132)	-	1,822
Other gains and losses (note 6)	-	-	-	(2)	(1)	-	-	(3)
Profit (loss) before taxation	358	299	261	1,003	30	(132)	-	1,819
Taxation	(26)	107	(70)	(74)	-	-	-	(63)
Profit (loss) for the year from continuing operations	332	406	191	929	30	(132)	-	1,756
Discontinued operations								
(Loss) profit for the year from discontinued operations	-	-	24	-	-	-	-	24
Profit for the year	332	406	215	929	30	(132)	-	1,780
Assets	5,202	8,712	3,178	22,557	5,441	-	(1,320)	43,770
Liabilities	3,081	4,398	1,696	9,116	5,000	-	(1,320)	21,971
Capital expenditure	(101)	(252)	(222)	(626)	(19)	-	-	(1,220)
Interest revenue	213	5	4	4	-	-	-	226
Depreciation & amortisation	(133)	(303)	(174)	(67)	(16)	-	-	(693)
Disaggregation of revenue from contracts with customers :								
Segment revenue	1,025	2,847	3,599	560	95	-	-	8,126
Inter-segment revenue	(55)	(20)	-	(5)	(46)	-	-	(126)
Revenue from contracts with external customers	970	2,827	3,599	555	49	-	-	8,000
Primary Geographic markets								
Asia	-	11	523	35	-	-	-	569
Europe	35	300	479	85	-	-	-	899
Africa and others	935	2,516	2,597	435	49	-	-	6,532
Revenue from primary geographic markets	970	2,827	3,599	555	49	-	-	8,000
Contract counterparties								
Individual	-	1,717	291	324	-	-	-	2,332
Corporate	970	1,110	3,308	231	49	-	-	5,668
Revenue by contract counterparties	970	2,827	3,599	555	49	-	-	8,000

46. BUSINESS SEGMENTS (cont'd)

Year ended 30 June 2021

In Rs million	FinTech	Hospitality	Logistics	Property	Corporate Office	Corporate Treasury	Group Elimination	Total
Revenue	1,033	869	3,102	2,077	75	-	(286)	6,870
Cost of sales	(227)	(433)	(2,208)	(921)	(27)	-	252	(3,564)
Gross Profit	806	436	894	1,156	48	-	(34)	3,306
Sundry income	2	-	4	(1)	1	-	-	6
Administrative expenses	(610)	(1,566)	(654)	(350)	(128)	-	34	(3,274)
Finance costs	(107)	(81)	(37)	(259)	-	(134)	-	(618)
Impairment losses	(25)	(22)	(9)	(134)	(1)	-	-	(191)
Fair value movements	-	-	-	553	21	-	-	574
Share of results of jointly controlled entities and associated companies	232	(764)	-	67	99	-	-	(366)
Profit (loss) before other gains and losses	298	(1,997)	198	1,032	40	(134)	-	(563)
Other gains and losses (note 6)	-	5	-	62	-	-	-	67
Profit (loss) before taxation	298	(1,992)	198	1,094	40	(134)	-	(496)
Taxation	(1)	24	(53)	(92)	-	-	-	(122)
Profit (loss) for the year	297	(1,968)	145	1,002	40	(134)	-	(618)
Discontinued operations								
(Loss) profit for the year from discontinued operations	-	-	4	-	-	-	-	4
Profit for the year	297	(1,968)	149	1,002	40	(134)	-	(614)
Assets	5,953	9,667	3,434	23,151	1,806	-	(2,496)	41,515
Liabilities	3,371	4,705	1,808	9,379	4,616	-	(2,496)	21,383
Capital expenditure	(64)	(203)	(98)	(561)	(2)	-	-	(928)
Interest revenue	199	2	3	14	-	-	-	218
Depreciation & amortisation	(126)	(306)	(190)	(110)	(16)	-	-	(748)
Disaggregation of revenue from contracts with customers :								
Segment revenue	832	863	3,034	683	46	-	-	5,458
Inter-segment revenue	(40)	(27)	-	(4)	(38)	-	-	(109)
Revenue from contracts with external customers	792	836	3,034	679	8	-	-	5,349
Primary Geographic markets								
Asia	2	4	357	-	-	-	-	363
Europe	35	4	884	329	-	-	-	1,252
Africa and others	755	828	1,793	350	8	-	-	3,734
Revenue from primary geographic markets	792	836	3,034	679	8	-	-	5,349
Contract counterparties								
Individual	73	615	361	466	-	-	-	1,515
Corporate	719	221	2,673	213	8	-	-	3,834
Revenue by contract counterparties	792	836	3,034	679	8	-	-	5,349

(a) Product description of above segments:

FinTech - Credit, leasing & hire purchase businesses, actuarial services, asset management, global business, investment in Swan General Ltd & Swan Financial Solutions Ltd, IT services and payroll services;

Hospitality - Boat cruises, catamaran sightseeing, golf course, GSA of airlines, hotel and spa services, investment in New Mauritius Hotels Limited, online tour operators and travel agency;

Logistics - Courier services, freight forwarding, packing of special sugars, port related and transport services, shipping services and warehousing;

Property - Agriculture and leisure, construction and sales of villas, property investment and rental pool management company;

Corporate Office - Performance monitoring, statutory reporting, strategy monitoring and support to SBUs; and

Corporate Treasury - Net financing cost.

(b) Capital expenditure includes additions to property, plant and equipment, investment properties, intangibles assets, deferred expenditure and loans and advances.

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47. IMPACT OF Covid-19 AND GOING CONCERN

The continuously evolving Covid-19 pandemic along with the second lockdown from March to May 2021 resulted in associated risks and the need for further judgements and assumptions.

Changes to the estimates and outcomes that have been applied in the measurement of the Group's assets and liabilities may arise in the future due to the dynamic and evolving nature of Covid-19, the economic and financial uncertainty of the pandemic and the full impact of the pandemic hit the period for which these financial statements are being prepared. Other than the apparent conditions that existed at the end of the reporting period, the impact of events arising after the reporting period will be accounted for in future reporting periods.

The Group operates, through its investments in subsidiaries, associated companies and jointly controlled entities, in four served markets namely FinTech, Hospitality, Logistics and Property across 11 countries including Mauritius. It has considered the existing and long term impact of the Covid-19 pandemic on its operations along with the identified reporting aspects as follows:

Going concern

For the purpose of assessing the appropriateness of the preparation of the Group's Financial Statements on a going concern basis, the Group has prepared financial forecasts incorporating the economic uncertainty evolving around the pandemic. The forecasts consider the current cash position, the deferment of loan repayments, availability of banking facilities, finance from Mauritius Investment Corporation Ltd ("MIC") and an assessment of the principal areas of risk and uncertainty.

•FinTech - Corporate

The sector recorded a better performance compared to last year with continued focus on cost management, improved debtors recovery and enhanced business development. With renewed confidence following the removal of Mauritius from the FATF Grey list in October 2021 and in spite of war for talents and more stringent compliance requirements, the sector showed solid growth and will be able to meet all its financial commitments for the next 12-months from the date of the approval of the financial statements.

•FinTech - Financial

The sector reported a higher profitability on the back of an improvement of the loan book quality following the tightening of credit policies along with cost savings initiatives. The company has secured additional funding through equity and debts and is working with its financial partners to obtain further funding for the growth of the business whilst maintaining focus on its strategic objectives.

At year end, one of the subsidiaries has breached covenants on several banking facilities. Accordingly, the Group reclassified an amount of Rs 1.2bn from non current to current liabilities. At the date of signature of this Annual Report, the subsidiary has obtained waiver letters from its banks for financial year ended 30 June 2022 on the covenants breaches. No impact is foreseen on the Group's ability to continue as going concern.

•FinTech - Technology

The sector has posted improved results, compared to last year, albeit being affected by the disruption in supply chain. An enhanced focus on commercial development combined with a strong positioning on innovative solutions have driven the better performance. The sector does not foresee any difficulty in meeting its financial commitments for the next 12 months from the date of the approval of the financial statements.

• Hospitality - Hotels and Leisure

The sector operates eight three-to-five-star hotels, totalling 918 rooms and a managed rental pool of 21 luxury villas. Its main activity is in Mauritius, with main markets in Europe and South Africa and Middle East, Eastern Europe, India, China and Africa as emerging markets. The sector also operates restaurants and land and sea leisure activities. The business activity is directly and indirectly impacted by the effects of Covid-19 in material aspects by interrupting the businesses for the full financial year 2021 with border closure and international restrictions. There has also been increased economic uncertainty, evidenced by more volatile asset price volatility and fluctuation in foreign currency. There were also significant long term interest rates in developed countries. Additionally, some of the sector's hotels and leisure activities were restricted to the local markets only and used for quarantine purposes.

The sector benefited from a number of Government measures to sustain the tourism industry. The sector benefited from the Government Wage Assistance Scheme. In June 2021, prior to closure of the financial year 2021, the sector entered into a bond agreement with the Mauritius Investment Corporation ("MIC") to issue convertible bonds amounting Rs 1.3bn, out of which Rs 600m has been issued in June 2021. The sector has the option to repay the issued bonds within nine years from the date the bonds are issued.

The economic climate is currently recovering stronger than expected with the reopening of most international borders coupled with Government's incentives to promote and restore the hospitality industry's operational performance. Based on the forecast including reasonable assumptions, the sector does not foresee any difficulty in meeting its obligations at least within the next 12-months from the date the financial statements are signed.

• Hospitality - Travel

The sector's operational and financial results have been adversely impacted by the continuously evolving Covid-19 pandemic with the stringent travel restrictions and border closures in most territories along with the second Covid-19 lockdown in 2021. Close cash monitoring, cost cutting measures and Government assistance helped to mitigate the impact. The sector is benefitting from reopening of borders in late 2021, Government's incentive to boost the tourism industry and the resurgence of tourist arrivals in Mauritius. Based on the forecast for the next 12-months from the date of the approval of the financial statements, management does not foresee difficulties with the uncertainty in the market but expects to operate as a going concern.

47. IMPACT OF Covid-19 AND GOING CONCERN (cont'd)**• Property Investments**

The second Covid-19 lockdown in 2021 has impacted the sector's operations, customers and suppliers, and consequently the sector's revenue, expenses, cash collection and dividend distribution. Following the lockdown from March to May 2021, a number of the sector's tenants could not operate and found themselves in difficulty to meet their rental obligations. In order to reduce the financial stress of the tenants, the sector provided a relief plan to the tenants most affected by the pandemic. The sector has carried on with the safe shopping measures during this financial year to mitigate health risks for mall customers, which has also increased the cost of operations. Following the lifting of lockdown restrictions, the sector successfully reopened its shopping malls and operations resumed to normal levels.

The sector continues to monitor the impact of the Covid-19 pandemic on its operations, customers and suppliers, and consequently on the Group's revenue, cash position and the fair value of its investment properties. The main impacts are discussed below:

The sector expects Covid-19 to continue to have adverse effects on certain sectors of the economy, especially tourism. Given that the sector owns and leases a hotel building, the operations of the tenant could be significantly affected if borders are not successfully re-opened and the business travel sector does not go back to pre-Covid levels. Moreover, should the Mauritian economy not recover to pre-Covid levels while the government ceases to provide support, there could be a decrease in general consumption levels which would affect the business of many tenants of the sector. This could in turn increase the vacancy levels and adversely impact the fair value of the Group's investment properties.

Nonetheless, based on the analysis of the sector's cash flows, the Board of Directors believe that the sector has sufficient liquid assets and has access to unutilised borrowing facilities with sufficient headroom to meet the sector's obligations for at least the next 12 months from the date of the approval of these consolidated financial statements. Accordingly, the consolidated financial statements are prepared on a going concern basis.

• Logistics

The sector operates mainly in the Logistics and Transportation businesses across seven countries including Mauritius. While the Air freight and Courier activities have been affected by the closure of the airport and is expected to impact revenues and profits, other activities of the sector were not directly impacted.

The sector has made an evaluation with regards to the sector's ability to continue as going concern taking into account all available information about the future including the analysis of the possible impacts in relation to Covid-19 and which is at least, but not limited to, twelve months from the date of approval of these financial statements and confirm that no events have been identified that may cast doubt on the sector's ability to continue as a going concern.

• Property Development & Agribusiness

The Agribusiness sector derives its revenue from sugarcane and other diversified plantation, and livestock from deer farming and hunting activities. The sector's financial and operational activities have suffered from both the direct and indirect impact of the pandemic. Lower returns were generated from sugar cane activities, albeit partially compensated by the higher sugar pricing. Furthermore, the leisure activities of the sector is expecting a turnaround with re-opening of borders and increased tourist arrivals. The property development sector has recorded an improvement in results due to the appreciation of USD along with a drop in final construction costs relating to ongoing VEFA projects. Overall, projection for 12-months from the date of the approval of the financial statements, has concluded that the sector will continue activity on a going concern basis.

• Rogers and Company Limited

Apart from being the Group's holding company, it also operates the Rogers Corporate Office which forms an integral part of the Group's value creation process. The Corporate Office is responsible for defining policies and strategies, maintaining Corporate Governance and ensuring adequate risk management. Its main functions consist of Finance, Legal & Compliance, Risk & Audit, Human Resources, International Development and Project, Marketing & Communication. During the lockdown period, work-from-home has ensured work continuity of its processes and operations, however, revenue streams from management fees and dividends receivable have been reduced in the foreseeable future with the current economic context. The Company's debt to equity level and cash flow remain comfortable, with advanced progress on debt restructuring with financial institutions.

In addition, the Company operates a group treasury function which helps in managing its cost of debt by utilising the excess cash deposited by its subsidiaries on an at call basis. At 30 June 2022, the Company's current liabilities exceeded its current assets.

Directors have a reasonable expectation that the Group as a whole has adequate resources to continue in operation for a period of twelve months from the date of approval of the financial statements, hence adopting the going concern basis in preparing the financial statements for the year ended 30 June 2022.

Revenue

Group Revenue for the year ended 30 June 2022 increased by 43% to Rs 10,713m (2021: Rs 7,518m). All sectors generated increased revenue from last year with major increases experienced by the Hospitality sector with the full reopening of borders in November 2021.

Impairment of financial instruments

Impairment of financial assets consists mainly of increase in ECL allowances and amounts written off receivables during the year. The Group followed its policy as per note 17, 22 and 23 and put special consideration on the potential impact of Covid-19 on future customer account payment behaviour in the calculation of the expected credit losses. The slow recovery from the Covid-19 pandemic has been factored into parameters used in each financial model. Economic parameters used (Gross Domestic Product), are as per official sources and are used consistently in all financial models. The Group reported a reversal of impairment loss of Rs 52m (2021: Net impairment loss of Rs 175m).

EXPLANATORY NOTES

30 JUNE 2022

47. IMPACT OF Covid 19 AND GOING CONCERN (cont'd)**Profit after tax**

The Group earned a profit after tax excluding other gains and losses, of Rs 1761m for the year ended 30 June 2022 as compared to a loss of Rs 555m in 2021:

- fair value gain of Rs 615m in 2022 (2021: Rs 574m) was realised,
- a reversal of impairment loss of Rs 52m in 2022 (2021: net impairment loss of Rs 175m)
- excluding the above factors, the Group incurred a profit of Rs 1095m in 2022 (2021: a loss of Rs 954m).

Revaluation of properties

Revaluation exercise is normally carried out every 3 years by Independent Qualified Valuers and the last valuation was carried out in 2020. Their assumptions are generally based on the value determinants affecting market conditions at the relevant time. The techniques used involve information on market sales comparison, income and depreciated replacement cost and market sales of similar assets. Given that the long term impact of the pandemic on the local real estate market is unknown, the revaluation has been based on latest and supportable information available at the reporting date.

Impairment testing on goodwill

Impairment tests to acquired goodwill are carried out using discounted cash flow methods on expected future cash flow forecasts prepared by management. The estimated discount rate was based on the rate of 10-year Government bonds and in the same currency as the cash flows, adjusted for a risk premium to reflect both investing and systematic risk of the specific Cash Generating Unit.

Fair value of Investment Properties

The fair value of an asset is determined as per the market conditions at the measurement date. The key assumptions used in the fair valuation of investment properties have been detailed out in Note 11 to the financial statements. The Group recorded fair value gains on investment properties of Rs 655m (2021: Rs 543m).

Retirement benefit obligations

The present value of retirement benefit obligations ("RBO") and the fair value of plan assets ("PA") are calculated by independent actuaries. The actuarial valuation includes assumptions on discount rates, future pension increases, mortality rates, salary increases and expected return on plan assets. The discount rate, salary and pension increases consider all the elements surrounding the underlying inflation rate and current market conditions.

Government Grants and Assistance

Following the confinement period in 2020, the Government introduced a wage subsidy programme to assist companies to pay the salaries of their full-time or part-time employees based on defined eligibility criteria. The Group benefited from this scheme for the full financial year ended 30 June 2022 for an amount of Rs nil (2021: Rs 357m) and accounted it as a deduction from the reported wages and salaries expense.

Cashflow and liquidity

The Group Debt to Equity ratio (excluding the consumer credit business) remained at a comfortable 0.75 at 30 June 2022 compared to 0.82 at 30 June 2021. The Group has taken the following measures to improve cashflow and liquidity management:

- Eligible sectors have obtained short term moratoriums on the repayment of bank loans and interest,
- Each sector monitors closely its capital expenditure and has extended the lifetime of some assets for replacement,
- Regular committee meetings are being held to ensure that the working capital is well managed, especially debtors' collection and creditors' payment due dates,
- The sectors that have been directly impacted by the pandemic have negotiated for extended suppliers' credit and deferred rent payment during the lockdown period as per the Government regulations,
- Under a 'Secured fixed and Floating Rate Notes' program, Rogers and Company Limited raised Rs 1.5 bn tranches of Notes in November 2019 and Rs 0.5bn in May 2020. The Rs 2 bn was used to restructure existing credit facilities into long term borrowings,
- Some covenants on borrowings have been breached and as a consequence, those loans have been reclassified to current liabilities. The concerned subsidiaries are liaising with their respective financial institutions for waivers,
- Eligible subsidiaries have obtained financing from the MIC and
- The group holding company also provides financial support to certain subsidiaries in need.

The above measures taken will reduce liquidity issues and increase resilience. They will help the Group to weather the crisis whilst continuing to invest in businesses for long term growth.

Ukraine and Russian conflict

On 24 February 2022, The Russian Federation launched a full-scale invasion of Ukraine's sovereign state. The potential impacts of emerging Ukraine and Russian conflict remain uncertain, including but not limited to, global economic conditions, asset valuations, interest rate expectations and exchange rates. Although the extent of these impacts has not been assessed at this stage, currently there is no direct impact on the Group as it does not have any transactions with neither Ukraine, nor Russia.

48. FINANCIAL ASSETS/LIABILITIES BY CATEGORY**Accounting policy**

Financial assets and financial liabilities are recognised in the Group's Statements of Financial Position when the Group has become a party to the contractual provisions of the instrument.

The Group's accounting policies in respect of the financial instruments are described in the respective notes to the financial statements.

(a) Financial assets by category

GROUP	In Rs million	Note	Financial assets at fair value	Financial assets at fair value through	Financial assets at	Total
			through other comprehensive income	value through profit or loss	amortised costs	
Per Statements of Financial Position						
At 30 June 2022						
Financial assets at fair value through other comprehensive income		15	197.2	-	-	197.2
Financial assets at fair value through profit or loss		15	-	222.2	-	222.2
Financial assets at amortised costs		16	-	-	658.9	658.9
Loans and advances		17	-	-	2,204.3	2,204.3
Trade receivables		23	-	-	1,274.3	1,274.3
Bank balances and cash		35	-	-	3,062.8	3,062.8
Total financial assets			197.2	222.2	7,200.3	7,619.7

At 30 June 2021

Financial assets at fair value through other comprehensive income		15	186.1	-	-	186.1
Financial assets at fair value through profit or loss		15	-	263.0	-	263.0
Financial assets at amortised costs		16	-	-	795.9	795.9
Loans and advances		17	-	-	2,272.5	2,272.5
Trade receivables		23	-	-	1,297.0	1,297.0
Bank balances and cash		35	-	-	3,069.5	3,069.5
Total financial assets			186.1	263.0	7,434.9	7,884.0

COMPANY

COMPANY	In Rs million	Note	Financial assets at fair value	Financial assets at	Total
			through other comprehensive income	amortised costs	
Per Statements of Financial Position					
At 30 June 2022					
Financial assets at fair value through other comprehensive income		15	191.7	-	191.7
Financial assets at amortised costs		16	-	729.9	729.9
Trade receivables		23	-	2.4	2.4
Bank balances and cash		35	-	93.3	93.3
Total financial assets			191.7	825.6	1,017.3
At 30 June 2021					
Financial assets at fair value through other comprehensive income		15	173.4	-	173.4
Financial assets at amortised costs		16	-	604.7	604.7
Trade receivables		23	-	0.9	0.9
Bank balances and cash		35	-	205.5	205.5
Total financial assets			173.4	811.1	984.5

EXPLANATORY NOTES

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48. FINANCIAL ASSETS/LIABILITIES BY CATEGORY (cont'd)

(b) Financial liabilities by category

GROUP		
In Rs million	Note	Financial liabilities at amortised costs
Per Statements of Financial Position		
At 30 June 2022		
Borrowings	28	16,393.4
Liabilities at fair value through profit or loss	29	325.0
Trade and other payables	33	3,352.3
Dividend payable	27	133.6
Total financial liabilities		20,204.3
At 30 June 2021		
Borrowings	28	16,514.2
Trade and other payables	33	3,060.2
Dividend payable	27	151.2
Total financial liabilities		19,725.6
COMPANY		
In Rs million	Note	Financial liabilities at amortised costs
Per Statements of Financial Position		
At 30 June 2022		
Borrowings	28	3,891.9
Trade and other payables	33	621.2
Dividends payable	27	133.6
Total financial liabilities		4,646.7
At 30 June 2021		
Borrowings	28	3,814.9
Trade and other payables	33	583.3
Dividend payable	27	151.2
Total financial liabilities		4,549.4

49. FINANCIAL SUMMARY

GROUP			
In Rs million	2022	2021	2020
Statements of Profit or Loss and Other Comprehensive Income			
Continuing operations			
Revenue	9,744.6	6,869.7	8,759.0
Cost of sales	(4,882.2)	(3,563.9)	(4,141.7)
Gross Profit	4,862.4	3,305.8	4,617.3
Sundry income	173.6	5.5	7.5
Interest expense - consumer finance business	(76.9)	(73.0)	(70.7)
Administrative expenses	(3,608.3)	(3,274.3)	(3,689.7)
Reversal of (increase in) loss allowance and write off	54.0	(177.8)	(516.6)
Impairment losses on subsidiaries and associated company	-	(13.0)	-
Fair value movements	615.0	574.1	52.0
Share of results of jointly controlled entities	(0.2)	30.6	(2.3)
Share of results of associated companies	395.9	(396.3)	(149.4)
(Loss) profit from finance costs and other gains and losses	2,415.5	(18.4)	248.1
Finance costs	(594.1)	(544.6)	(625.5)
Profit (loss) before other gains and losses	1,821.4	(563.0)	(377.4)
Other gains and losses	(2.9)	67.2	17.2
Profit (loss) before taxation	1,818.5	(495.8)	(360.2)
Taxation	(62.8)	(122.5)	(111.3)
Profit (loss) for the year from continuing operations	1,755.7	(618.3)	(471.5)
Discontinued operations			
Profit for the year from discontinued operations	2.7	4.0	(25.3)
Profit on disposal of group entity	21.9	-	-
Profit (loss) for the year	1,780.3	(614.3)	(496.8)
Attributable to			
Owners of the parent - Continuing operations	964.1	(910.1)	(532.7)
- discontinued operations	19.9	2.6	(16.8)
Non-controlling interests	796.3	293.2	52.7
Profit (loss) before taxation	1,780.3	(614.3)	(496.8)
From continuing and discontinued operations			
Basic earnings (loss) per share	Rs 3.90	(3.60)	(2.18)
Profit (loss) attributable to the owners of the parent before other gains and losses	967.8	(934.9)	(539.5)
Earnings (loss) per share (excluding other gains and losses) (in Rs)	Rs 3.84	(3.71)	(2.14)
From continuing operations			
Basic earnings (loss) per share	Rs 3.83	(3.61)	(2.11)
Profit (loss) attributable to the owners of the parent before other gains and losses	965.7	(937.5)	(522.7)
Earnings (loss) per share (excluding other gains and losses) (in Rs)	Rs 3.83	(3.72)	(2.07)
Number of shares in issue	252,045,300	252,045,300	252,045,300

EXPLANATORY NOTES

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49. FINANCIAL SUMMARY (cont'd)

GROUP			
In Rs million	2022	2021	2020
Assets and Liabilities			
Non current assets	36,903.3	34,671.4	33,642.8
Current assets	6,866.8	6,843.3	5,836.4
Total assets	43,770.1	41,514.7	39,479.2
Share capital	1,260.2	1,260.2	1,260.2
Reserves	9,686.3	8,370.4	8,830.0
Non-controlling interests	10,852.3	10,501.3	9,846.1
Non current liabilities	13,540.2	15,335.0	12,178.1
Current liabilities	8,431.1	6,047.8	7,364.8
Total equity and liabilities	43,770.1	41,514.7	39,479.2
Share Capital			
Authorised			
Number of ordinary shares	252,045,300	252,045,300	252,045,300
Ordinary shares of (Rs m)	1,260	1,260	1,260
Issued and fully paid			
Number of ordinary shares	252,045,300	252,045,300	252,045,300
Ordinary shares of (Rs m)	1,260	1,260	1,260

ROGERS 2022 Greenhouse Gas (GHG) Report

GHG REPORT CONSIDERATIONS:

BUSINESS UNIT	SCOPE 1			SCOPE 2			SCOPE 3						SCOPE 3						COMMENTS			
	Stationary Combustion	Mobile Combustion	Fugitive Emissions	Purchased Electricity	Purchased Steam	Purchased Cooling	Business Travel Overseas	Waste Not Recycled	Recycled waste	Water Used	Procurement	Commuting to work	Supplier & Subcontractor	Expenditures	Transport	Fugitive emissions	Process	Equipment		Land use changes	Construction/Buildings	Others
ROGERS CAPITAL	NE	IA	IA	IA	NO	NO	II	II	II	IA	NO	IA		IE	IA		NO	IA	NO	IA	NO	Some expenditures could lead to double accounting. No gas in energy consumption
ROGERS CORPORATE	NE	IA	IA	IA	NO	NO	II	II	II	IA	NO	IA		IE	IA		NO	IA	NO	IA	NO	Some expenditures could lead to double accounting. No gas in energy consumption
AGRÍA	NE	IA	II	IA	NO	NO	II	IA	II	IA	NO	IA		IE	IA		NO	II	IA	IA	NO	Some expenditures could lead to double accounting. Gas not available for most of Bus, Equipments only for Villas Valriche
a. AGRÍA Smart Agri	NE	IA	II	IA	NO	NO	II	IA	II	IA		IA			IA			II	IA	IA	NO	
b. AGRÍA Smart Farming	NE	IA	II	IA	NO	NO	II	IA	II	IA		IA			IA			II	IA	IA	NO	
c. AGRÍA Landscaping (without Villas Valriche)	NE	IA	II	IA	NO	NO	II	IA	II	IA		IA			IA			II	IA	IA	NO	
d. HR Villas Valriche	NE	IA	II	IA	NO	NO	II	IA	II	IA		IA			IA			II	IA	IA	NO	
e. AGRÍA Administration (Office)	NE	IA	II	IA	NO	NO	II	IA	II	IA		IA			IA			II	IA	IA	NO	
f. CASE NOYALE Smart Agri	NE	IA	II	IA	NO	NO	II	IA	II	IA		IA			IA			II	IA	IA	NO	
g. CASE NOYALE Smart Farming	NE	IA	II	IA	NO	NO	II	IA	II	IA		IA			IA			II	IA	IA	NO	
ASCENCIA	NO	NO	NE	II	NO	NO	NE	IA	II	IA	NO	NE		IE	II		NO	NE	NO	NE	II	Some expenditures could lead to double accounting. Electricity seems high (should not account the electricity in Scope 1 for leased areas). No construction data in m², too much construction expenditures. Did not provide the stock of appliances and electronics
a. Bagatelle Mall	NO	NO	NE	II	NO	NO	NE	IA	II	IA	NO	NE		IE	II		NO	NE	NO	NE	II	
b. Phoenix Mall	NO	NO	NE	II	NO	NO	NE	IA	II	IA	NO	NE		IE	II		NO	NE	NO	NE	II	
c. Riche Terre Mall	NO	NO	NE	II	NO	NO	NE	IA	II	IA	NO	NE		IE	II		NO	NE	NO	NE	II	
d. So'flo Mall	NO	NO	NE	II	NO	NO	NE	IA	II	IA	NO	NE		IE	II		NO	NE	NO	NE	II	
e. Kendra Mall	NO	NO	NE	II	NO	NO	NE	IA	II	IA	NO	NE		IE	II		NO	NE	NO	NE	II	
f. Les Allées	NO	NO	NE	II	NO	NO	NE	IA	II	IA	NO	NE		IE	II		NO	NE	NO	NE	II	
g. Bo'Valon Mall	NO	NO	NE	II	NO	NO	NE	IA	II	IA	NO	NE		IE	II		NO	NE	NO	NE	II	
h. Bagatelle Leisure	NO	NO	NE	II	NO	NO	NE	IA	II	IA	NO	NE		IE	II		NO	NE	NO	NE	II	
ROGERS AVIATION	NE	IA	II	IA	NO	NO	II	II	II	IA	NO	IA		IE	II		NO	IA	NO	IA	NO	Some expenditures could lead to double accounting. Expenditures are not well categorised (a lot coming from BILLING SETTLEMENT) No gas inputted which cannot be as forklift etc work with gas.
VELOGIC	NE	IA	II	IA	NO	NO	II	II	II	IA	NO	IA		IE	II		NO	IA	NO	NO	II	Only 1 subsidiary reported equipments (and only 1 equipment), seems low amount of equipments. FOM and ACS did not provide estimation of expenditures, the rest are not linked to summary sheet
a. Velogic LTD	NE	IA	II	NE	NO	NO	IA	II	II	IA	NO	IA		IE	II		NO	IA	NO	IA	II	Only 1 subsidiary reported equipments (and only 1 equipment), seems low amount of equipments. FOM and ACS did not provide estimation of expenditures, the rest are not linked to summary sheet
b. FOM	NE	IA	II	IA	NO	NO	NE	II	II	IA	NO	IA		IE	II		NO	IA	NO	IA	II	Only 1 subsidiary reported equipments (and only 1 equipment), seems low amount of equipments. FOM and ACS did not provide estimation of expenditures, the rest are not linked to summary sheet
c. ACS	NE	IA	II	NE	NO	NO	NE	II	II	IA	NO	IA		IE	II		NO	IA	NO	IA	II	Only 1 subsidiary reported equipments (and only 1 equipment), seems low amount of equipments. FOM and ACS did not provide estimation of expenditures, the rest are not linked to summary sheet

IPCC Reporting Codes:

IA Included and accurate	NE Not estimated (but emissions likely exist)	NR Not Relevant
II Included and to be improved	NO Not occurring (no emissions sources or sinks exist in boundaries)	IE Included elsewhere (emissions exist, but are included in other category for some reason)

ROGERS 2022 Greenhouse Gas (GHG) Report

GHG REPORT CONSIDERATIONS:





BUSINESS UNIT	SCOPE 1			SCOPE 2			SCOPE 3												COMMENTS			
	Stationary Combustion	Mobile Combustion	Fugitive Emissions	Purchased Electricity	Purchased Steam	Purchased Cooling	Business Travel Overseas	Waste Not Recycled	Recycled waste	Water Used	Procurement	Commuting to work	Supplier & Subcontractor	Expenditures	Transport	Fugitive emissions	Process	Equipment		Land use changes	Construction/ Buildings	Others
d. SUPAK	NE	IA	II	IA	NO	NO	NE	II	II	NE	NO	IA	IE	II			NO	IA	NO	IA	II	Only 1 subsidiary reported equipments (and only 1 equipment), seems low amount of equipments. FOM and ACS did not provide estimation of expenditures, the rest are not linked to summary sheet
e. Southern Marine/Rogers Shipping	NE	IA	II	NE	NO	NO	IA	II	II	NE	NO	IA	IE	II			NO	IA	NO	IA	II	Only 1 subsidiary reported equipments (and only 1 equipment), seems low amount of equipments. FOM and ACS did not provide estimation of expenditures, the rest are not linked to summary sheet
f. Velogic Haulage	NE	IA	II	NE	NO	NO	NE	II	II	IA	NO	IA	IE	II			NO	IA	NO	IA	II	Only 1 subsidiary reported equipments (and only 1 equipment), seems low amount of equipments. FOM and ACS did not provide estimation of expenditures, the rest are not linked to summary sheet
g. Velogic Garage	IA	IA	II	IA	NO	NO	NE	II	II	IA	NO	IA	IE	II			NO	IA	NO	IA	II	Only 1 subsidiary reported equipments (and only 1 equipment), seems low amount of equipments. FOM and ACS did not provide estimation of expenditures, the rest are not linked to summary sheet
h. Papols	NE	NO	II	NE	NO	NO	IA	II	II	NE	NO	IA	IE	II			NO	IA	NO	IA	II	Only 1 subsidiary reported equipments (and only 1 equipment), seems low amount of equipments. FOM and ACS did not provide estimation of expenditures, the rest are not linked to summary sheet
ROGERS HOSPITALITY																						
a. Bel Ombre	NO	IA	II	IA	NO	NO	NO	NE	NE	IA	NO	IA	IE	II			NO	IA	NO	IA	II	Some expenditures could lead to double accounting. Little info about waste and recycle. No gas consumption for stationary combustion.
b. Chamarel	NO	IA	NE	IA	NO	NO	NO	NE	NE	IA	NO	IA	IE	II			NO	IA	NO	IA	II	Some expenditures could lead to double accounting. Little info about waste and recycle. No gas consumption for stationary combustion.
c. Croisiere	NE	IA	NE	NE	NO	NO	NO	II	NO	IA	NO	IA	IE	II			NO	IA	NO	NE	II	Some expenditures could lead to double accounting. No gas consumption for stationary combustion.
d. Dominos	NE	IA	II	IA	NO	NO	NO	NE	NE	IA	NO	IA	IE	II			NO	IA	NO	IA	II	Some expenditures could lead to double accounting. Little info about waste and recycle. No gas consumption for stationary combustion.
e. Heritage A	IA	IA	II	IA	NO	NO	NO	IA	NO	IA	NO	IA	IE	II			NO	II	NO	IA	II	Some expenditures could lead to double accounting
f. Heritage GC	NO	IA	NE	IA	NO	NO	NO	II	NO	IA	NO	IA	IE	II			NO	II	NO	NE	II	Some expenditures could lead to double accounting. No gas consumption for stationary combustion.
g. Heritage LT	IA	IA	II	IA	NO	NO	NO	IA	NO	IA	NO	IA	IE	II			NO	II	NO	IA	II	Some expenditures could lead to double accounting. Fugitive emissions high, probably due to bad data of power of equipments (should be divided by 1000 probably)
h. Le Chamarel Restaurant	IA	NO	NE	IA	NO	NO	NO	NE	NE	IA	NO	IA	IE	II			NO	IA	NO	IA	II	Some expenditures could lead to double accounting. Little info about waste and recycle.
i.MOKAZ	NO	NO	NE	IA	NO	NO	NO	NE	NE	IA	NO	IA	IE	II			NO	II	NO	IA	II	Some expenditures could lead to double accounting. Little info about waste and recycle. No gas consumption for stationary combustion.
j. Seafood basket	NO	IA	NE	IA	NO	NO	NO	NE	NE	IA	NO	IA	IE	II			NO	II	NO	IA	II	Some expenditures could lead to double accounting. Little info about waste and recycle. No gas consumption for stationary combustion.
k. VERANDA Point	IA	IA	II	IA	NO	NO	NO	IA	II	IA	NO	IA	IE	II			NO	IA	NO	IA	II	Some expenditures could lead to double accounting
l. Veranda Palmar	IA	IA	II	IA	NO	NO	NO	IA	II	IA	NO	IA	IE	II			NO	IA	NO	IA	II	Some expenditures could lead to double accounting
m. Veranda Paulet	IA	IA	II	IA	NO	NO	NO	II	NO	IA	NO	IA	IE	II			NO	IA	NO	IA	II	Some expenditures could lead to double accounting
n. Veranda Tamarin	IA	IA	II	IA	NO	NO	NO	II	II	IA	NO	IA	IE	II			NO	IA	NO	IA	II	Some expenditures could lead to double accounting
o. Voila Bagatelle	IA	IA	II	IA	NO	NO	NO	II	II	IA	NO	IA	IE	II			NO	IA	NO	IA	II	Some expenditures could lead to double accounting
p. World of Shells	NO	NO	NE	NE	NO	NO	NO	NE	NE	NE	NO	IA	IE	II			NO	IA	NO	IA	II	Mainly commuting, little carbon footprint. No info of cold equipments and electronics and expenses
q. KAZALALA	IA	IA	II	IA	NO	NO	NO	II	II	IA	NO	IA	IE	II			NO	IA	NO	IA	II	Some expenditures could lead to double accounting
r. Main Office																						Some expenditures could lead to double accounting

IPCC Reporting Codes:

IA	Included and accurate	NE	Not estimated (but emissions likely exist)	NR	Not Relevant
II	Included and to be improved	NO	Not occurring (no emissions sources or sinks exist in boundaries)	IE	Included elsewhere (emissions exist, but are included in other category for some reason)

SDGs mapping

SDG	DETAILS	COMPANY	PROJECT
	No poverty	Rogers Group	Donation drive in partnership with The Good Shop.
		Rogers Hospitality	Collaboration with Caritas, an NGO whose mission is to end poverty, promote justice and restore dignity. Collaboration includes donation of linen, donation of food items on monthly basis, financial assistance, free assistance by maintenance team for renovation works.
	Zero hunger	Rogers Hospitality	Collaboration with Foodwise, a not-for-profit organisation which fights against food waste and food insecurity in Mauritius by helping businesses repurpose their unsold food in order to help people in need. In cases where there is surplus buffet food, the food is redistributed in NGOs (NGOs benefiting from food redistribution: Leonard Cheshire Home, Centre d'Apprentissage Paille En Queue, Alphabetisation de Fatima, ADRA Collectif Jeunesse Adventiste, Collectif Jeunesses Adventiste, Safire Riambel & Southern Handicapped Association.)
	Good health and well-being	Rogers Aviation	GENDER LINKS providing them with groceries mainly sanitisers and masks due to the actual situation
		Rogers Hospitality	Foodwise collaboration: Sponsored MEAL Programme, launched by Foodwise for children aged between 12 to 17 on importance of a healthy meal and good nutrition 20 students per class in six schools. In total 140 students have followed the programme.
		Rogers Hospitality	Cook-book project in collaboration with Foodwise on local and innovative recipes towards zero food waste, at low cost and healthy lifestyle. Cookbook will be distributed to NGOs and communities experiencing poverty.
		Rogers Hospitality	All team members are provided with health coverage.
	Quality of education	Rogers Hospitality	Cours d'alphabétisation A first promotion rewarded in the West.
		Rogers Hospitality	Literacy classes are conducted twice a week for two hours; 15 children are currently attending the course which is held at Veranda Paul et Virginie in collaboration with Caritas. Linkology game for scouts of Savanne -Boosting the creativity of youth in Bel Ombre region and beyond through an online platform - pilot project
	Gender equality	Rogers Group	Rogers Group proudly sponsored THE AMFCE FCEM International Conference 2022
		Rogers Hospitality	Implemented an Equal Opportunity Policy within our business units and promoting a discrimination-free atmosphere targeting all genders
	Clean water and sanitation	Rogers Hospitality	All wastewater generated in our resorts are treated and reused for irrigation on our grounds.
		Rogers Hospitality	Use of Water flow regulators to reduce water consumption
	Affordable and clean energy	Rogers Group	Joint venture with Terragen Creating an agroforest and bamboo forest producing food and biomass.
		Rogers Hospitality	Use of solar water heaters in hotels
		Rogers Hospitality	Certified Green Key hotels and resorts all use energy efficient electrical appliances + Conducted energy audits and used recommendations to optimise the energy consumption
		Rogers Group	Installation of Solar farms in Bel Ombre (2x2 MW Photovoltaic Farm)
	Decent work and economic growth	Rogers Group	Launch of a Sustainable Entrepreneurship Programme in Bel Ombre- powered by Rogers Foundation and organised by Turbine Sectors of activity: Agriculture & Forestry, Hospitality & Leisure, and Circular Economy.
		Rogers Hospitality	Heritage Academy - training youths and giving them the opportunity to be employed by the resort in various fields.
		Rogers Hospitality	Team members are represented by trade unions in all hotels. Workers' council in place all hotels.
		Rogers Hospitality	Favours local workforce during recruitment.
		Rogers Hospitality	Flexi work programme - Flexible work arrangements across all BUs.
		Rogers Hospitality	Health and safety Committee in place + training of team members on safe working procedures
	Industry, innovation and infrastructure	Velogic	Collaboration between Velogic Mauritius and Velogic India for a construction project in Maldives. 12,000 low budget houses were built with materials from India. The project was mirrored from a similar one done in Mauritius.
		Rogers Hospitality	Wave breakers installation and maintenance in Bel Ombre to reduce erosion and protect infrastructures.
	Reduced inequalities	Rogers Capital	Launch of the Young Professional Scheme
		Rogers Hospitality	Heritage Training Academy - Give opportunities to youths from vulnerable communities to learn new skills and improve their quality of life for potential recruitment.
		Rogers Foundation	22 families have reached a status of total autonomy through Lovebridge and the Rogers Foundation

SDG	DETAILS	COMPANY	PROJECT
	Sustainable cities and communities	Rogers Hospitality	Voice over project featuring on catamarans operating in the islands of the South East region around Mahebourg. Pilot project part of the 'Now for Tomorrow' programme as part of inclusive development in the region.
		Rogers Aviation	Helped SAFIRE to furnish their Breakaway home named SAFIRE Lakaz Zanfan
		Rogers Group	Bel Ombre is in the running for the "Best Tourism Villages 2022"
		Rogers Hospitality	Launch of 'Now for Tomorrow' programme to promote ecotourism.
		Rogers Group	Launch of the territorial brand 'Bel Ombre.Lamer.Later.Lavi' . A commitment that reflects our ambition to make Bel Ombre the preferred sustainable destination in Mauritius and the Indian Ocean.
		Velogic	Velogic a reçu 9001 - qualité 14001 pour l'environnement 45001 pour Health & Safety
	Responsible consumption and production	Rogers Hospitality	Certification programme in place: Green Key, The Pledge, Liba Feel Safe, Geogolf
		Rogers Hospitality	All hotels are offer adapted facilities to people with disabilities.
		Rogers Hospitality	Waste Management centre - Objective: 75%of waste diverted from landfill by 2023
		Rogers Hospitality	Certification the Pledge : Veranda Tamarin + Awali; food waste programme
	Climate action	Rogers Hospitality	Heritage Resorts is hosted the first 'Sustainable Culinary Week' in Bel Ombre under the patronage of Michelin green-starred chef Christian Têdoie, the 25th to the 30th of July.
		Agria	Ecological Gardening Training :partnership with the Regional Training Centre (RTC), the Mauritius Chamber of Agriculture and FORMA' TERRA, is currently working on the launch of a training session around ecological gardening. The objectives of this training include developing agricultural entrepreneurship and encouraging local production of vegetables in Bel Ombre.
		Rogers Hospitality	Hazardous chemicals management - We have reduced the amount of hazardous chemicals used by identifying other substitute products. In addition, all users are trained on the safe use, storage and disposal of all hazardous chemicals. Take back programme for hazardous waste containers.
	Life below water	Rogers Hospitality	Green key label received for our Veranda Resorts
		Rogers Group	On going discussions for a Partnership with Air France for Sustainable holidays between France and Bel Ombre for flying blue customers
	Life on land	Rogers Hospitality	Voluntary Marine Conservation Area for Protected area in the lagoon chosen by and for the community Non motorized activities in all lagoons Educational programme: Yellow Submarine at HA, coral squad
		Rogers Hospitality	Artificial reefs have been installed in Bel Ombre to regenerate marine life.
		Agria	Honey project - installation of 100 beehives at Case Noyale to encourage the pollinating plants and increasing local produce to sell to the neighbouring hotels
	Peace, justice and strong institutions	Agria	Pilot compost project in collaboration with Velo Vert
		Rogers Group	Rehabilitation of Rivière Jacotet in Bel Ombre and the restoration of its banks through endemic tree planting Campaign by Rogers Group employees. The ultimate objective is to reforest a stretch of 9.8 km along Rivière Jacotet.
		Rogers Group	Re-nomination of the Black River Gorges-Bel Ombre as a Man and Biosphere Reserve by UNESCO, together with the National Parks and Conservation Service of Mauritius
		Rogers Hospitality	Geo-golf certification favors indigenous and endemic specific
	Partnerships for the goals	Rogers	Bel Ombre Nature Reserve
		Rogers Hospitality	Anti corruption policy against accepting favours and gifts
	Partnerships for the goals	Rogers Group	The Signature of a Memorandum of Understanding (MoU) with Odysseo to study, assess and implement a series of marine conservation initiatives
		Rogers Group	Rogers Group, in collaboration with the United Nations in Mauritius, Business Mauritius and SBM Bank Mauritius, sponsored Through the Eyes of the Youth - Sustainable Development Goals photo competition.

Abbreviations used in this report

ADEME	Agence de la Transition Ecologique	HA	Hectares
AML	Anti-Money Laundering	IAS	International Accounting Standards
ARA	Average Retirement Age	IASB	International Accounting Standards Board
AUM	Assets Under Management	IFRS	International Financial Reporting Standards
AMS	Annual General Meeting of Shareholders	IR	Integrated Reporting
BCG	Boston Consulting Group	IT	Information Technology
BOM	Bank of Mauritius	LRA	Liquidity Risk Appetite
CAR	Capital Adequacy Ratio	MD	Managing Director
CET1	Common Equity Tier 1	MDP	Management Development Programme
CI	Cost to Income	MioD	Mauritius Institute of Directors
CFT	Combatting the Financing of Terrorism	MOU	Memorandum of Understanding
CMT	Country Management Team	MRA	Mauritius Revenue Authority
CO₂e	Carbon dioxide equivalence, greenhouse gas emissions	MUR	Mauritian Rupees
COSO	Committee of Sponsoring Organisations	MUR m	Mauritian Rupees in millions
Covid-19	The Novel Coronavirus (2019-nCoV)	MUR bn	Mauritian Rupees in billions
CRR	Cash Reserve Requirement	NGO	Non-Governmental Organisation
CSR	Corporate Social Responsibility	NII	Net Interest Income
CV	Curriculum Vitae	NMH	New Mauritius Hotels Limited
CVP	Customer Value Proposition	NIR	Non-Interest Income
CX	Customer Experience	OCI	Other Comprehensive Income
DEM	Development and Enterprise Market	PD	Probability of Default
DEFRA	Department for Environment, Food and Rural Affairs	PMS	Performance Management System
DPA	Data Protection Act	POS	Point-of-Sale
EBITDA	Earnings before Interest, Tax, Depreciation and Amortisation	ROA	Return on Average Assets
ECL	Expected Credit Loss	ROE	Return on Average Equity
EF	Emission Factors	RLIH	Rogers Logistics Investment Holding
EIR	Effective Interest Rate	RWA	Risk-weighted Assets
EVP	Employee Value Proposition	SIDS	Small Island Developing State
ESAAMLG	Eastern and Southern Africa Anti-money Laundering Group	SBTI	Science Based Targets Initiative
ESG	Environmental, Social and Governance	SDGs	Sustainable Development Goals
EWL	Early Warning List	SEM	Stock Exchange of Mauritius
FSC	Financial Services Commission	SWTD	South West Tourism Development Co Ltd
FD	Financial Director	The Board	The Board of Directors of Rogers
FI	Financial Institutions	The Code	National Code of Corporate Governance for Mauritius (2016)
FPHL	Foresite Property Holding Ltd	TrevPar	Total revenue per available room
FY	Financial Year	UN	United Nations
GDP	Gross Domestic Product	USD	United States Dollar
GDPR	General Data Protection Regulation	VUCA	Volatility, uncertainty, complexity, and ambiguity
GHG	Greenhouse Gas	VLH	Veranda Leisure and Hospitality
GWh	Gigawatt hour	ZAR	South African Rand
KWh	Kilowatt hour		

Frequently Asked Questions

1. What is an Annual Meeting of Shareholders (AMS)?

An AMS is a meeting of the shareholders of a company. During the meeting, the Board and Shareholders discuss business matters and address resolutions.

2. Who may attend the AMS?

In compliance with section 120(3) of the Companies Act 2001, the Board has resolved that only the Company's shareholders registered in the Company's share register as of 08 November 2022 are entitled to attend the AMS.

Why should a shareholder attend the AMS?

Shareholders are encouraged to attend the AMS as it:

- provides them with direct contact with the Board and Management of the Company;
- enables them to have more insight into the operations, strategy and performance of the Company;
- provides them with reasonable opportunity to discuss and comment on the management of the Company; and
- allows them to participate in the election of the directors of the Company.

3. What matters are discussed at the AMS?

Usually, the following business is transacted at the AMS:

- the approval of the audited accounts of the Company;
- the receiving of the auditor's report;
- the consideration of the annual report; and
- the appointment of directors.

4. What if a shareholder cannot attend the AMS?

An individual shareholder who cannot attend the meeting may appoint a proxy.

A corporate shareholder may, on the other hand, appoint a representative to attend the AMS and act on its behalf.

5. What is a proxy?

A proxy is a person appointed by an individual shareholder to represent him/her at the AMS. Such person, who need not necessarily be a shareholder of the Company, may be heard at the meeting as if he/she were the shareholder.

How does a shareholder appoint a proxy/representative?

Individual shareholders are requested to fill in the Proxy Form sent to them with the notice convening the meeting. Corporate shareholders are requested to fill in the Corporate Resolution form to appoint their representative.

Should a shareholder wish his/her proxy/representative to vote at the meeting in a particular manner, he/she is requested to fill in the resolution boxes on the appropriate forms.

The appropriate forms should reach the Company Secretary no later than 24 hours before the start of the meeting.

6. Once a proxy/representative has been appointed, can another proxy/representative be appointed?

A shareholder can change the proxy/representative appointed by him/her, provided such amended Proxy Form/Corporate Resolution reaches the Company Secretary no later than 24 hours before the start of the meeting. Shareholders are advised to attach an explanatory note to such amended Proxy Form/Corporate Resolution to explain the purpose of the amended document and expressly revoke the Proxy Form/Corporate Resolution previously signed by them.

7. After appointing a proxy, can a shareholder still attend the AMS?

Yes, but he/she is requested to make himself/herself known to the Company Secretary as soon as he/she attends the meeting. The proxy will consequently have no right to be heard and to vote at the meeting.

8. How many votes does a shareholder have?

Every shareholder, present in person or by proxy/representative, shall have one vote on a show of hands.

Where a poll is taken, each shareholder shall have the number of votes corresponding to the number of shares held by him/ her in the Company.

What is the voting procedure?

Voting at the AMS is generally by show of hands. However, if a poll is demanded for a particular resolution, then ballot papers shall be distributed, and shareholders will be requested to cast their votes thereon.

9. How are the votes counted?

On a show of hands, the Chairman shall count the votes. However, if a poll is demanded, the counting will be done by management under the supervision of the company's auditor, who will be acting as scrutineer.

10. How to obtain a copy of the minutes of proceedings of the last AMS of the Company?

A shareholder may make such a request to the Company Secretary prior to the AMS.

11. How to put questions to the Board and/or Management at the AMS?

Before each resolution is put to the vote, the Chairman may invite shareholders to put questions on that particular resolution. When all the items on the Agenda of the AMS have been tackled, there will be a question time when the Chairman shall invite shareholders to put questions to the Board and/or to Management if they so wish.

12. What should a shareholder do if he/she would like to propose a candidate for appointment to the board of directors of the Company?

Shareholders are encouraged to forward their request in writing to the Chairman of the Rogers Board Nomination Committee via the Company Secretary as early as the first week of June.



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