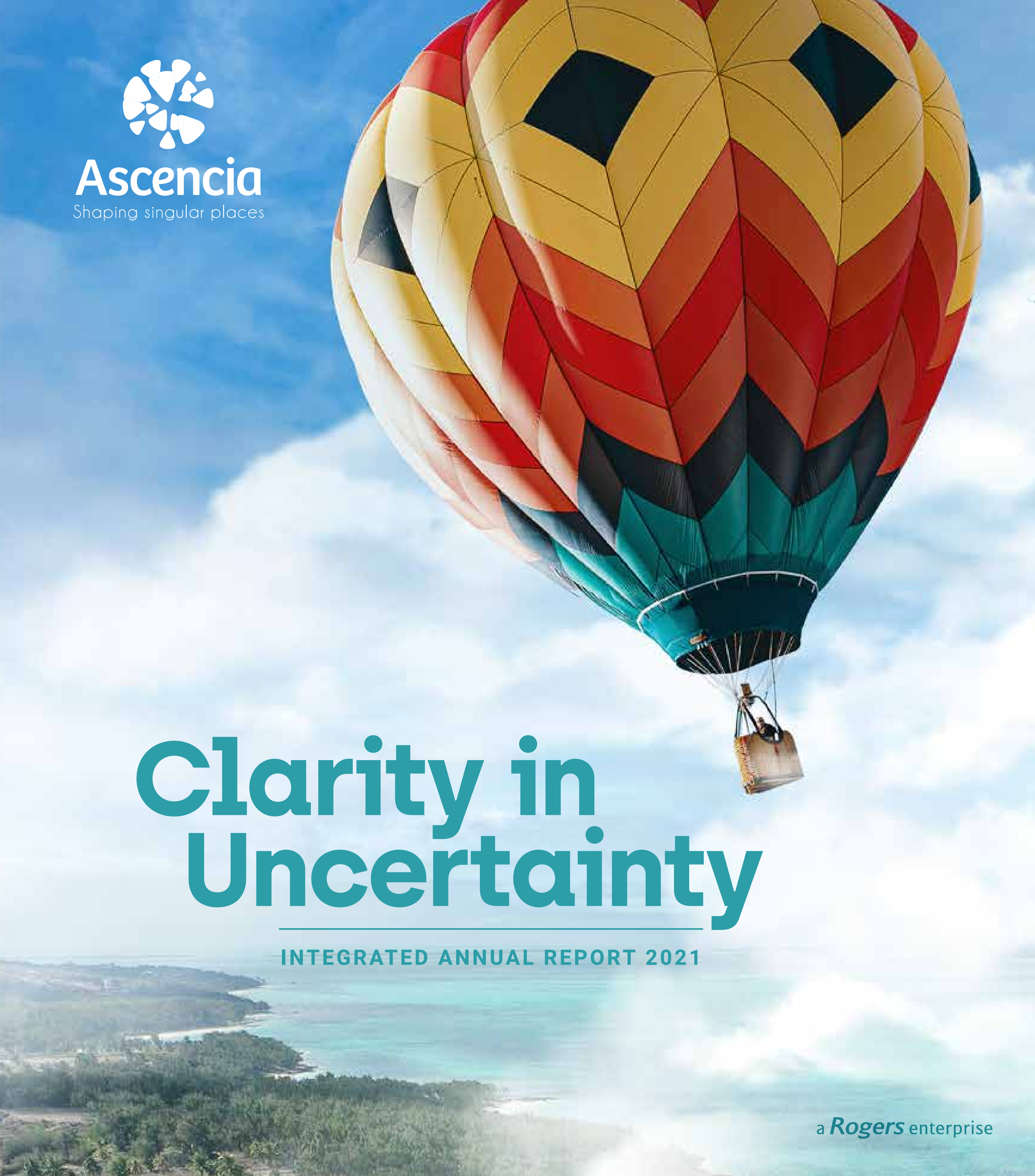


Ascencia
Shaping singular places

Clarity in Uncertainty

INTEGRATED ANNUAL REPORT 2021

a Rogers enterprise

Dear Shareholders,

The Board of Directors is pleased to present the Integrated Annual Report of the Ascencia Group for the financial year ended 30 June 2021.

This report was approved by the Board on the 29 October 2021.

Philippe Espitalier-Noël
Chairman

Frédéric Tyack
Chief Executive Officer

Scan & Discover

INTERACTIVE INTEGRATED ANNUAL REPORT

Our Reporting Suite

We are proud to present our corporate suite for the Integrated Annual Report 2021 for more clarity and transparency in our reporting.

Towards Integrated Reporting

We are pleased to present the IAR of Ascencia Group for the year ended 30 June 2021, whose main aim is to communicate with the providers of financial capital, while taking into consideration the needs of all our stakeholders.

Forward-Looking Statements

This report may contain forward-looking statements. Words such as 'believe', 'anticipate', 'intend', 'seek', 'will', 'plan', 'could', 'may', 'endeavour', and similar expressions are intended to identify such forward-looking statements, but are not the exclusive means of identifying such statements. While these forward-looking statements represent our judgements and future expectations, a number of risks, uncertainties and other important factors could cause actual developments and results to differ materially from our expectations.

Feedback

Your feedback is important to us and will help us enhance our reporting processes and ensure that we report on issues that matter to you.

Board Responsibility Statement

The Board of Directors of Ascencia acknowledges its responsibility to ensure the integrity of the integrated report. The Board has accordingly applied its collective mind and, in its opinion, this integrated report addresses all material matters, offers a balanced view of strategy, and how it related to the organisation's ability to create value in the short, medium, and long term. The report adequately deals with the use of and effects on the capitals and the manner in which the availability of these capitals is impacting on Ascencia's strategy and business model. This report complies with the IIRC's (International Integrated Reporting Council) integrated reporting framework and the GRI (Global Reporting Initiative) Standards: core options.

The report, therefore, follows all four Principles of GRI Standards which are, Stakeholder Inclusiveness, Sustainability Context, Materiality and Completeness. The quality of the report is ensured by following the principles of Accuracy, Balance, Clarity, Comparability, Reliability and Timeliness.

GLOBAL REPORTING INITIATIVE (GRI)

As from this year, we are also adopting the GRI standards which are the first global standards for sustainability reporting. It helps businesses, governments and other organisations understand and communicate their impacts on issues such as climate change, human rights and corruption.

INTEGRATED ANNUAL REPORT

Integrated Report in terms of six capitals which aim to facilitate the overall understanding of the Group by our stakeholders.

RISK MANAGEMENT REPORT

A detailed Integrated Risk Management Framework and an analysis of the Group's strategic, financial, operational and compliance risks.

CORPORATE GOVERNANCE REPORT

Corporate Governance structure, committees and board performances remuneration and other matters relating to the good governance of the Group.

GROUP ANNUAL FINANCIAL STATEMENTS

A detailed set of Audited Group Financial Statements.

NOTICE OF ANNUAL MEETING OF SHAREHOLDERS

Information, proxy form, corporate resolution and FAQs, for shareholders to participate in the annual meaeting of shareholders.

NATURAL & HUMAN CAPITAL REPORT

It is a report about our organisation's environmental and social performance and, for the first time, has been prepared in accordance to the GRI standards. It is also driven by the United Nations Sustainable Development Goals (SDGs), which helps to identify how our business influences the economy, environment and society.

Report Overview

Chapter 01
COMPANY OVERVIEW

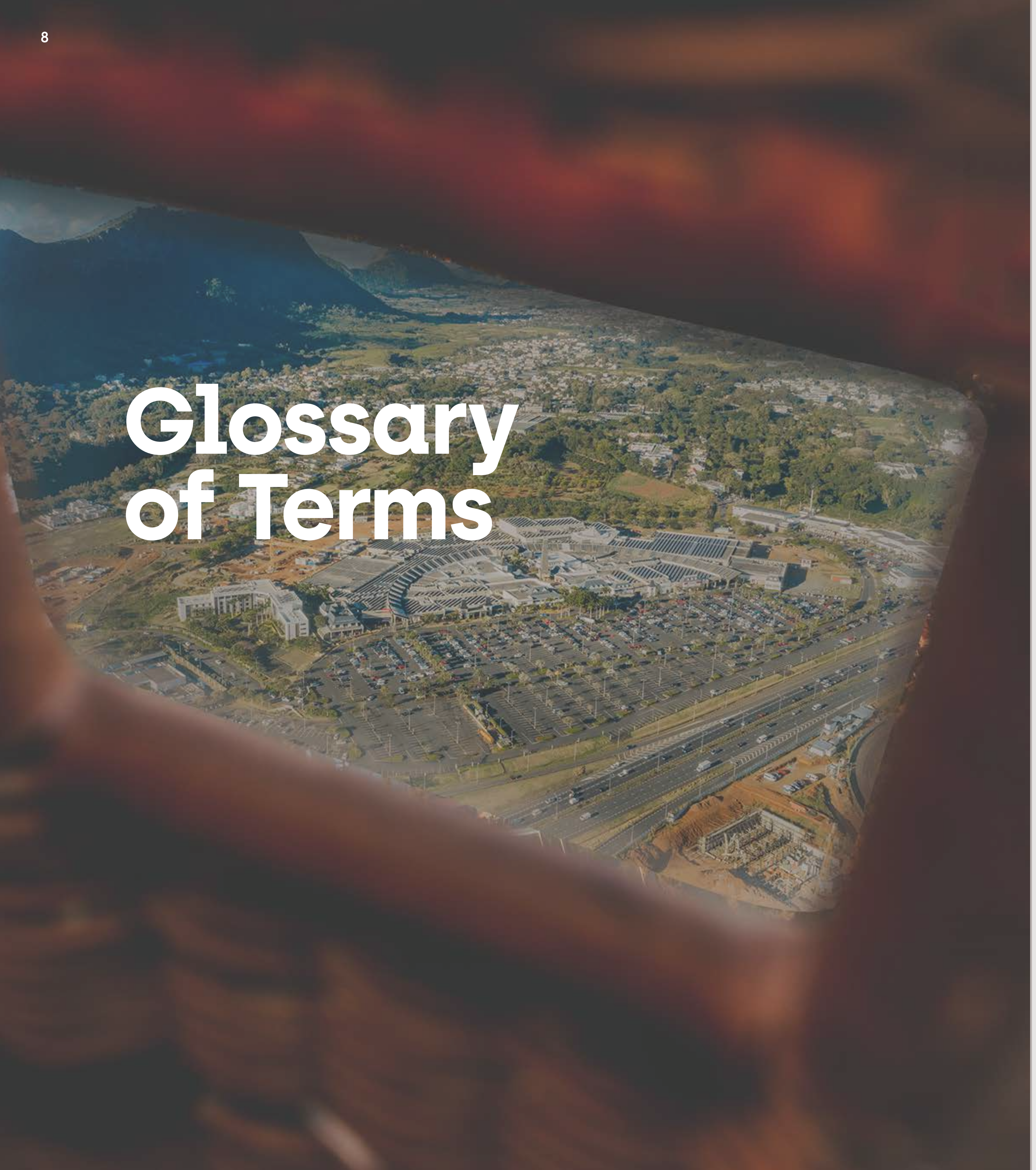
Chapter 02
LEADERSHIP REVIEW

Chapter 03
VALUE CREATION

Chapter 04
GOVERNANCE

Chapter 05
RISK MANAGEMENT

Chapter 06
STATUTORY DISCLOSURES



Glossary of Terms

In this document, the following terms shall have the meaning set out below

AFS	Annual Financial Statements
AMC	Atterbury Mauritius Consortium Proprietary Ltd, a private company incorporated in the Republic of South Africa, bearing registrateion number 2005/042785/07
AMS	Annual Meeting of Shareholders
Ascencia, the Company or the Group	Ascencia Ltd, a public company incorporated in Mauritius, bearing business registration number C07072304
Bagaprop	Bagaprop Ltd, a public company incorporated in Mauritius, bearing business registration number C10094368
Board	The Board of Directors of Ascencia
Bo'Valon Mall	The Beauvallon Shopping Mall Ltd
CDS	Central Depository & Settlement Co. Ltd
CEO	Chief Executive Officer
CGC	Corporate Governance Report
CSI	Corporate Social Investment
CSR	Corporate Social Responsibility
DEM	Development & Enterprise Market of the Stock Exchange of Mauritius Ltd
DPS	Dividend per Share
EBITDA	Earnings Before Interest, Tax, Depreciation and Amortisation
EnAtt	EnAtt Ltd, a private company incorporated in Mauritius, bearing business registration number C09089590
ENL	ENL Ltd, a public company incorporated in Mauritius, bearing business registration number C06000648 and listed on the SEM
ENLP	ENL Property Ltd, a private company incorporated in Mauritius, bearing business registration number C10093455
EPS	Earnings Per Share
FAQ	Frequently Asked Questions
FCCL	Floreal Commercial Centre Ltd, a private company incorporated in Mauritius bearing business registration number C15131857
FPHL	Foresite Property Holding Ltd, a private company incorporated in Mauritius, bearing business registration number C07025317
FSC	Financial Services Commission
FY	Financial Year
FV	Fair Value gains
GLA	Gross Lettable Area
GDP	Gross Domestic Product
GRI	Global Reporting Initiative
IAR	Integrated Annual Report
IIRC	International Integrated Reporting Council
IFRS	International Financial Reporting Standard
IP	Investment Property
IR	Integrated Report
K	Thousands
LTV	Loan To Value
m	Millions
MCB	Mauritius Commercial Bank Ltd
MUR or Rs	Mauritian Rupees
MoM	Mall of (Mauritius) at Bagatelle Ltd
NAV	Net Asset Value
NAVPS	Net Asset Value Per Share
NGO	Non Governmental Organisation
NOI	Net Operational Income
NPF	National Pensions Fund
PAT	Profit After Tax
PIE	Public Interest Entity
Property LTV	Property LTV- Borrowings / IP Values (exclude cash reserves)
RMAC	Risk Management and Audit Committee
RMPRF	Rogers Money Purchase Retirement Fund
RMR	Risk Management Report
ROE	Return on Equity
Rogers	Rogers and Company Limited, a public company incorporated in Mauritius bearing business registration number C06000706 and listed on the Official Market of the SEM
SC	Strategic Committee
SDGs	Sustainable Development Goals
SEM	The Stock Exchange of Mauritius Limited
SEMSI	The Stock Exchange of Mauritius Sustainability Index
SME	Small and Medium Enterprise
Sqft	Square Feet
Sqm	Square Metres
t	Tonnes
US	United States of America
VWAP	Volume Weighted Average Price of Ordinary Shares
WALE	Weighted Average Lease Expiry
WIP	Work in Progress
YoY	Year on Year

Ascencia
Shaping singular places

Chapter 1 / **Company Overview**

Staying singularly focused

Our Journey Upwards

2007

Incorporation of the Company on 28th June 2007 with an initial started capital of Rs 441m.

2008

Listing on DEM and capital raising Rs 308m.

Acquisition of Phoenix Mall, Riche Terre and 3 smaller retail properties operating under the brand "Spar".

Listing of the Ordinary Shares of the Company on the DEM of the SEM on 23rd December.

2010

Capital raising of Rs 320m.

First phase extension of Phoenix Mall.

2013

Capital raising of Rs 1.5bn.

Acquisition of an initial 50.1% stake in Bagatelle Mall, 100% stake in Kendra & Les Allées.

2014

Capital raising of Rs 450m.

Renovation of Riche Terre Mall and completion of the extension of Phoenix Mall.

2015

Capital raising of Rs 1.1bn.

Acquisition of Gardens of Bagatelle Office park and 34.9% of Bagatelle Mall.

2016

Investment and launch of the Home & Leisure node at Bagatelle Mall.

2017

Development and launch of So'flo and redevelopment of Phoenix Mall.

Sale of non-core assets for Rs 484m.

2019

Development and launch of Bo'Valon Mall.

2020

Extension of Bagatelle Mall which includes a new section and the Decathlon box.

CARE MAU A+ (stable) Rating on all the debt instruments of the Company (including bonds).

Successful bond raising of Rs 1.5bn by the way of a private placement.

2021

Agreement between MEL and Ascencia about the integration of a metro station in Phoenix Mall.

Listing on the Official List of SEM.

Inclusion of Ascencia in the sustainability index, SEMSI.

"OUR STRATEGY TO ACQUIRE, RENOVATE AND CONSTANTLY IMPROVE OUR ASSETS IS PAYING OFF. "

The creation of Ascencia in 2007 has shaped the retail industry by providing authentic and singular experiences within its seven malls. Ascencia has geared-up to meet these needs positioning itself as a true leader in the commercial real-estate sector on the island. Our strategy to acquire, renovate and constantly improve our assets has paid off.

By doing so, Ascencia has pioneered a new Asset class locally that provides sustainable value through cash yield and capital appreciation

Today, Ascencia is the leading retail property company in Mauritius listed on the Official Market of the Stock Exchange of Mauritius. The Company's vision is to create shopping and entertainment areas based on its customer promise: "Shaping Singular Places".

This vision has governed the creation of seven shopping malls, each with its own identity and inspired by the history and authentic culture of Mauritius.

The malls are namely Bagatelle Mall, Phoenix Mall, Riche-Terre Mall, Bo'valon Mall, Kendra, Les Allées and So'flo.

As at 30 June 2021, the Group's Investment property value and the market capitalisation stood at Rs 13.8bn and Rs 14.7bn respectively.

Bagatelle Mall by Ascencia
Phoenix Mall by Ascencia
Riche Terre Mall by Ascencia
Bo'Valon Mall by Ascencia
So'flo by Ascencia
Kendra by Ascencia
Les Allées by Ascencia

Value Creation Process

OUTER GAME

ECONOMY

COMMUNITY

NATURAL

- Shareholder's Value
- Tenant's Value
- Service Provider's Value
- Job Creation
- New SMEs
- Waste Recycling
- Green Energy
- Energy Efficiency

INNER GAME

- Identify
- Build
- Operate
- Improve

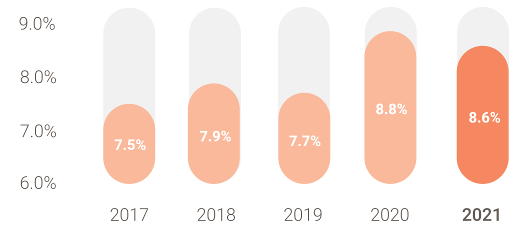
ACCESS | SAFE | COMFORT | ENGAGE

SHAPING SINGULAR PLACES

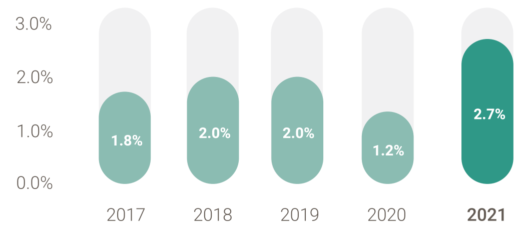
Industry Expertise | Highly Relating Team | Highly Performing Team

Key Highlights

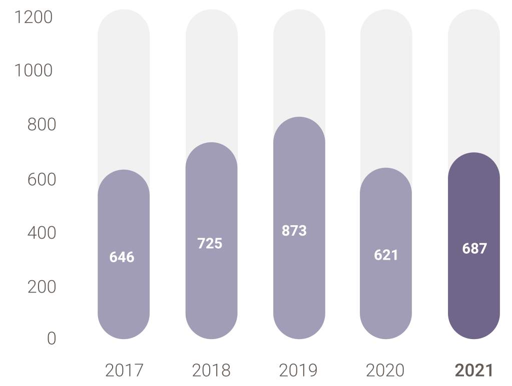
Rent to Turnover (%)



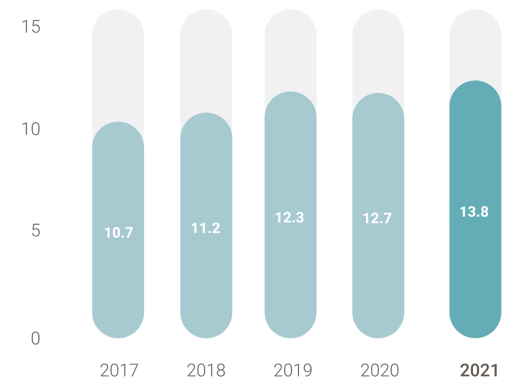
Vacancy (%)



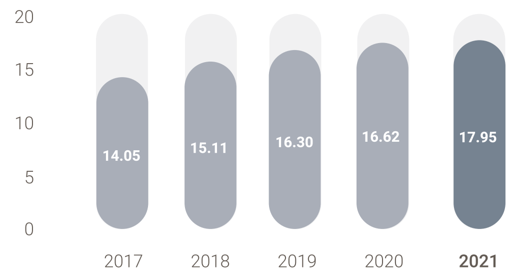
Profit from Operations (Rs m)



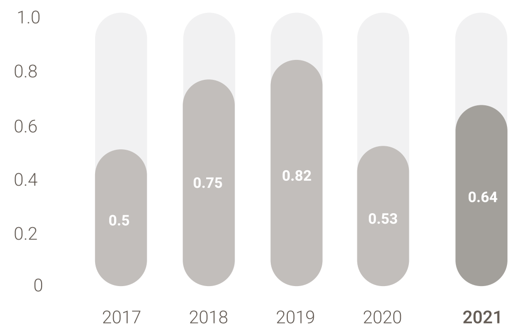
Investment Property Portfolio (Rs bn)

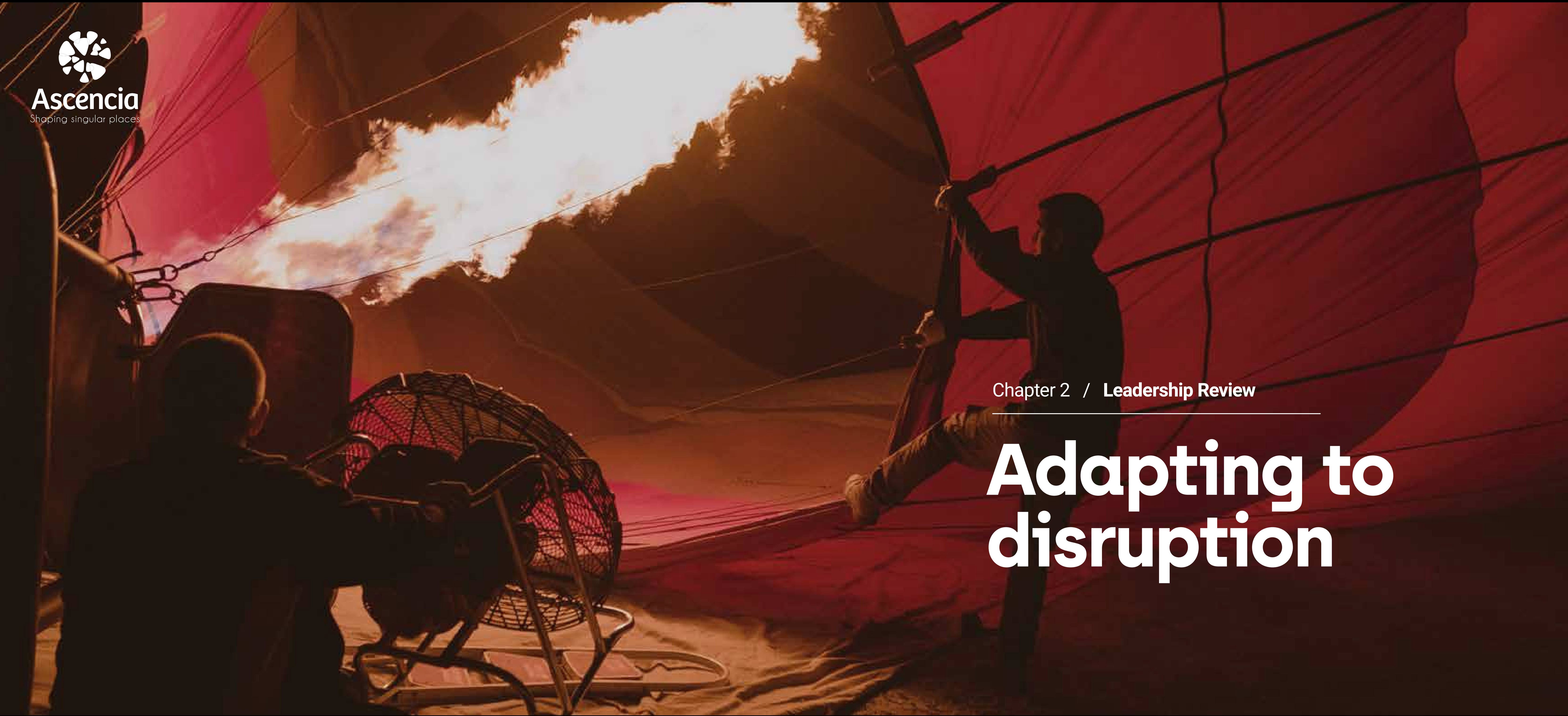


NAVPS (Rs)



DPS (Rs)





Chapter 2 / **Leadership Review**

Adapting to disruption

“

AS A KNOWLEDGEABLE DISRUPTOR IN THE RETAIL SPACES, WE HAVE FOUND WAYS TO IMPROVE OUR OFFERING TO SATISFY EVER EVOLVING MARKET EXPECTATIONS. THESE STATEGIES ARE KEY TO ADRESSING SHIFTS IN CONSUMER HABITS."

PHILIPPE ESPITALIER-NOËL
Chairman

Chairman's Message

Dear Shareholders,

On behalf of the Board of Directors, it gives me great pleasure to present the Integrated Annual Report of Ascencia Ltd for the financial year ended 30 June 2021.

Since the start of this crisis, our priority has been to protect our employees, customers, business partners and the wider community while keeping our customer promise "Shaping Singular Places". This Integrated report sets out our value creation by getting the basic business fundamentals right and making difficult decisions today to ensure that our business is well positioned for tomorrow.

On Monday, 16 August 2021 a great milestone was marked in our journey, Ascencia was listed on the Official List of the Stock Exchange of Mauritius (SEM). I must say that I am gratified when I look back over the progress made from the collective effort deployed during the last 13 years to grow Ascencia. Its creation in 2007 has shaped the retail industry by providing authentic and singular experiences within its seven malls.

At Ascencia we esteem our relationship with our tenants. Hence, in light of the difficult times and ongoing uncertainty, the company has rolled out a support strategy involving a relief plan and additional marketing activities for its tenants. The tenant relief has indeed been provided, enabling a maximum of players to overcome the cash flow challenges of their business.

As a knowledgeable disruptor in the retail spaces, we have found ways to improve our offering to satisfy ever evolving market expectations. These strategies are key to addressing shifts in consumer habits.

Shareholder value

Revenue and profit after tax were 0.38% and 137% respectively above last year. This is mainly driven by fair value gains of Rs 537m and decrease in the charge for COVID relief.

A controlled dividend policy was imposed during the past year and a final dividend back to pre-pandemic level was declared as at 30 June 2021. This comprised an aggregate dividend distribution of Rs 0.64 (2020: Rs 0.53).

Projects

We are proactive architects of opportunity for start-ups and SMEs. Our B'Local initiative aims to boost further the local economy via the implementation of a framework to assist our local entrepreneurs in the development of their products and services.

The recent opening of the new "42 Market Street" at Bagatelle Mall, has welcomed around 30 local entrepreneurs and created new jobs within our mall. The Management has also ensured that the second entrance of Bagatelle Mall, and Decathlon's opening, have a positive impact on the customer experience.

In terms of future development, Phoenix Mall will accommodate a Metro Station in 2022 which will be fully funded by Ascencia. It will be placed right at the entrance of the shopping mall.

Sustainability

As climate change worsens, dangerous weather events are becoming more frequent and severe. This can directly harm biodiversity, destroy the places they live and wreak havoc on people's livelihoods and communities. Now more than ever we are pursuing our sustainability journey.

So far, we have gradually been using green energy produced by our PV Farms, recycling the waste through the "sorting at source" initiative and levelling it up with a collaboration with JUA Ltd, which will use food waste from our tenants of Bagatelle Mall and turn it into compost and reusable energy.

Since the beginning we have made painstaking effort to align our operations in a sustainable manner. The inclusion of Ascencia in the Sustainability Index of the Stock Exchange of Mauritius (SEMSI) stands proof of our efforts bearing its fruit. We believe that such inclusion shall reinforce the four key pillars of sustainability: namely the economic, environmental, social and governance aspects.

Outlook

We will continue fulfilling our customer promise, to Shaping Singular Places, by implementing diverse strategic and tactical initiatives described in details in our capitals section. We will use the latest technologies available to connect all relevant stakeholders within our ecosystem.

Appreciation

I wish to thank the CEO of Ascencia, Frédéric Tyack, and his Property Development and Asset Management team, for their unflinching engagement and creativity to keep the malls vibrant and the tenants afloat during these tough times.

I also wish to thank the Fund Management team, led by Belinda Vacher, who has continually interacted with our shareholders, fund providers and stakeholders to keep them abreast of our initiatives in order to navigate through these uncertainties.

I take this opportunity to thank all of you: fellow Board members, our shareholders, our partners, the authorities, our tenants, shoppers, service providers, and our employees, for being at our side and for your positive contribution to our success.

"THIS TEAM WILL CONTINUE TO 'PLAY' BECAUSE IT IS EFFORTLESS, ENJOYABLE,AND HIGHLY IMPACTFUL. IT IS WITH THIS MINDSET THAT WE CONFIDENTLY EMBARK ON THIS NEW TOMORROW."

FRÉDÉRIC TYACK
Chief Executive Officer

CEO's Message

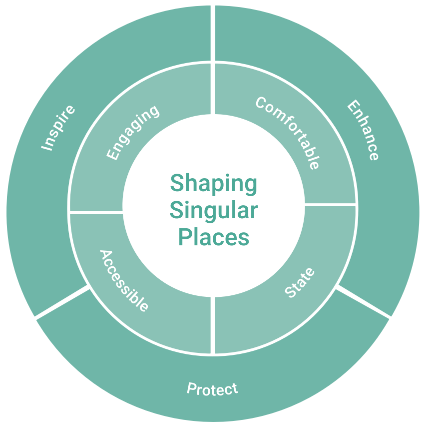
Dear Shareholders,

In March 2020, the world came to a halt. The pandemic hit us brutally taking everybody by surprise. The so-called Black Swan Event was not theory; it was reality.

Faced with such an unprecedented situation, the temptation was to stay put and hope that this was merely a bad dream that would quickly disappear. However, it was not to be the case. It was there to stay with implications that few of us would have been able to imagine.

In this 'new world', it was not about having a well-thought-out plan that had to be executed. We needed to change our gameplan and focus on adopting the right attitude. Our success would be a function of our ability to:

- build engagement amongst our team members;
- accept that, every day, a new challenge would arise;
- not to be blinded by them but rather see the opportunities within;
- act swiftly and clearly;
- and remain true to our vision, **Shaping Singular Places.**



Our culture turned out to be our greatest asset. It is the glue that held us together and allowed us to act with **Clarity** in the face of so much **Uncertainty.**

Building Engagement

First things first: we had to mobilise our team, especially, the site teams as Malls had to remain open. This was no easy task, the more so that that the health and safety of our employees had to be preserved. We managed to mobilise every single one of them and created a crisis committee to support and give directions to the team. The engagement of the team was exceptional. Malls operated in an organised manner throughout the two lockdowns. Since then, the totality of the team are vaccinated and we have further improved our protocol to deal with post pandemic risks.

Let's Play

Having dealt with team engagement, we had to come forward with a plan that would allow us to reconcile two contradictory objectives: bringing people to the Malls when social distancing became an imperative! And the plan had to be ready as soon as the lockdown would be over. So, time was of the essence.

As the whole world went into quasi lockdown, we managed to identify, source, and implement our safe shopping protocol. The aim was to reassure shoppers that our Malls were safe. We managed to be ready for the reopening of June 2020 and have, since then, continued this protocol. The accolade received from the **Safe Asset Group** from Sweden as well as the footfall and trading densities of our Malls attest of its success.

Concurrently, we engaged with our tenants. After a chaotic start, we managed to find common ground. We proposed two relief plans: the first one covering the period from March 2020 to October 2020; the second one the period March 2021 to June 2021. This support came though three distinct schemes namely rental concessions, safe shopping expenditure and additional marketing spend. The total amount spent over these 15 months is in excess of **Rs 300m**. Probably, one of the largest contributions by a company to its customers during this period. The result on vacancy and collections speaks for itself.

With construction sites closed, site teams fully mobilized and the crisis committee operating effectively, we realized that the low level of activity in the Malls provided us with the opportunity to use this time to accelerate other projects. We redirected part of our resources to other projects, the more so that this could be done while working from home. In the space of twelve months, we reviewed and fine-tuned our IT requirements, engaged with a vendor, and implemented our new digital operations platform Infraspeak. **INFRASPEAK** is operational since 01 August 2021.

Furthermore, we renegotiated key contracts with our service providers; reviewed, designed, and implemented our Business Continuity Framework; reassessed our painting and waterproofing requirements and opted for products that are more robust and environment friendly; accelerated our green projects with a dry waste 'sorting at source' initiative in Bo'Valon, a **Solid Waste Recycling Plant** in Bagatelle Mall and **LEED** certification in Phoenix Mall

Staying True To Shaping Singular Places

We never doubted the relevance of the extension of Bagatelle Mall. Even if this implied investment in excess of **Rs 1 bn**, we continued to work on our plan to ensure that we could deliver a meaningful result. But there was to be another hurdle: amid the lockdown, we had to identify two sub-anchors for the new gallery. At a time when tenants were battling with cashflow, enticing tenants to invest in new projects was particularly challenging. To add to this challenge, the pandemic brought about two important emerging trends namely a renewed interest for a healthier lifestyle and a new 'local production - consumption' paradigm. The B Local initiative was born and would bring tangible results soon.

CEO's Message
(cont'd)

Staying True To Shaping Singular Places (cont'd)

Our first response was the opening of **Decathlon**, the world leader in affordable sportswear, in May 2021. It was an instant success seldom seen in Mauritius. As for the new gallery of the Bagatelle Mall, the team came forward with two innovative concepts namely a new 'Market', incorporating local entrepreneurs/produce as well as a 'Para-Pharmacy' concept.

A few months later, **42 Market Street**, home to some 30 local entrepreneurs, was born with resounding success. The other sub-anchor, Livewell, a para-pharmacy of over 450 Sqm, will open its doors on a 24/7 basis in December 2021.

This new shopping venue, complemented by global brands such as **GAP, Diesel, Ralph Lauren, Lacoste, Hugo Boss** and **Gant** will reinforce the leadership of Bagatelle Mall as the premier mall in Mauritius.

We had to deal with significant challenges in other malls. Phoenix Mall had already been affected prior to the pandemic with the closure of several accesses following the road decongesting program and the new metro line in the area. Its inclusion in the red zone during the second lockdown further impacted the footfall.

The creation of a new access during the first quarter of calendar year 2020 helped but was insufficient. We engaged with **Metro Express**, in June 2020, to explore the possibility of having a metro station at the Phoenix Mall.

A mere 14 months later, the agreement was signed. The station, together with a new bus station, will be fully integrated in the mall and should be operational during the second half of calendar year 2022.

This development will also see the relocation of some of our tenants, the rebranding of our anchor and a park and ride facility for the users of the Metro. This will position Phoenix Mall as one of the few privately owned **Transit Oriented Developments** in Mauritius and open up mixed use opportunities in and around the property.

42 Market Street - Bagatelle Mall

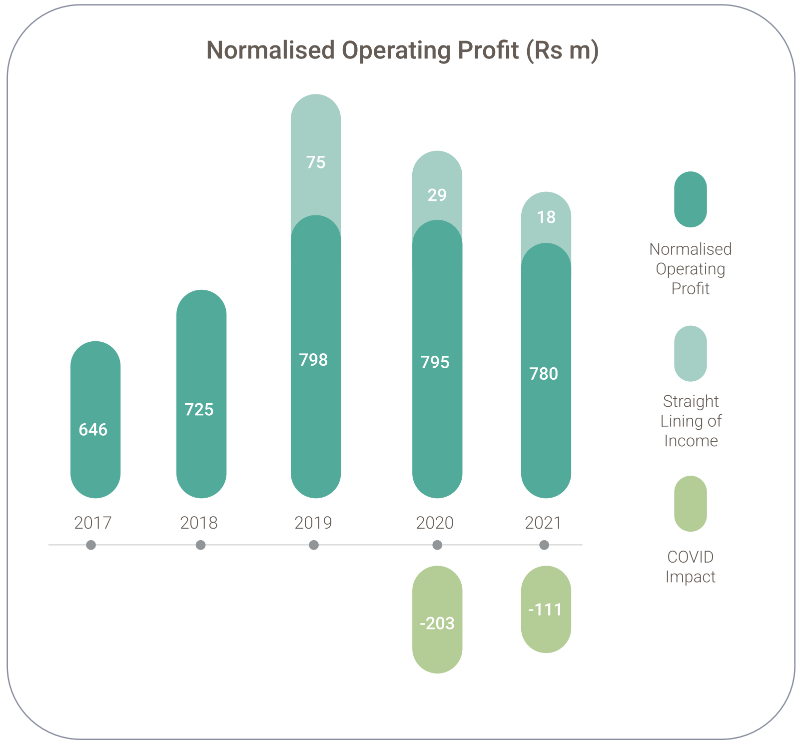
Metro Express Station - Phoenix Mall

The Virtuous Circle

These various initiatives, even if implemented to deal with a specific challenge, eventually started to feed into one another.

Employee engagement, as indicated by a low attrition rate, led to proper organisation of Malls during lockdown. This, together with the safe shopping initiative, mitigated the reduction in feet and helped conversion.

The result is a weighted average daily trading density for the year which is 6% above 2020 and only 4% down compared to FY 19. In turn, and added to the tenant relief plans, it significantly helped collections (115% of billing for the year) and led to few casualties as evidence by a vacancy level of only 2.7%.



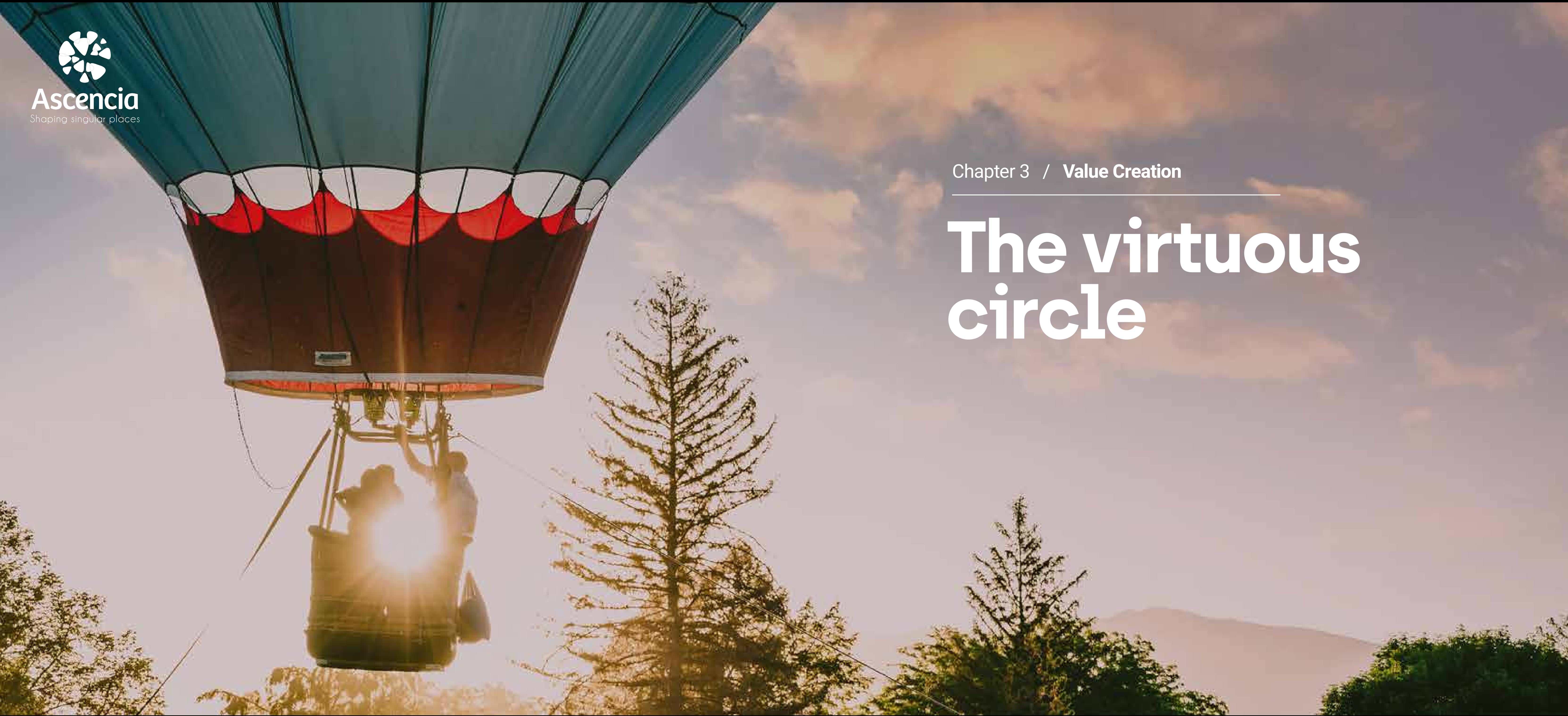
The successful execution of the Decathlon project and the new Bagatelle Extension contributed to fair value gains of close to Rs 537m for the year. This also provides further assurance that our Malls are well tenanted, and that contractual income is sustainable.

As for the other projects, it paves the way for greater operational efficiency, reduced tenant occupancy costs together with a lower carbon footprint. A concrete example that economy and planet are, indeed, compatible.

Hats Off

It would be presumptuous to say that we showed a higher degree of foresight. The truth is that we did not know what to expect nor do we know how things will evolve in the future. We have moved from a world of constant change to one of permanent disruption. Yet, this team will continue to 'play' because it is effortless, enjoyable, and highly impactful. It is with this mindset that we confidently embark on this new tomorrow.

In such a situation, the support and trust of the Board of Directors is critical. I would like to thank my fellow directors for allowing the executive team the latitude to try untested things. It is this trust that has allowed us to navigate the last 12 months and deliver these results.



Chapter 3 / **Value Creation**

The virtuous circle

Performance by Capitals

Throughout the IAR, the following icons are used to show the connectivity between sections.

The 6 Capitals

The concept of the six Capitals transcends the basic needs of reporting; it challenges the way we think about creating value. Throughout the reporting year, the impact of these Capitals is highlighted using the following icons:

	RISKS	RESPONSES
Human Capital	• Shortage of skills may result in an inability to recruit required employees • Increase costs of retaining key employees • Succession planning	• Collaborative culture staff training and development
Social and Relationship Capital	• Over supply of retail space in the market • Perception of unsafe shopping environment due to COVID-19	• Understand our shoppers in order to provide meaningful experiences • Safe Shopping certificate • Increase in followers and social media impacts
Intellectual Capital	• Digital disruption • Technology and business processes become outdated and inefficient • Digitalisation • Shortage of skills may result in an inability to recruit required employees and skills	• Our business success is underpinned by the intellectual capital maintained in our human resources and systems • Strong leadership team • In-house asset management team and inhouse legal expertise to manage risk • Ongoing investment in systems and processes in partnership with Infraspeak
Natural Capital	• Failing to meet primary environmental targets (energy, water, recycling and carbon consumption) • Disrupted water and electricity supply at malls level	• Sorting at Source introduced • Leed certification • PV farms installed and fully operated • Continuous recycling • Green products
Manufactured Capital	• Pandemic or financial market crises • Low GDP growth impacts business growth • Slowing consumer spend affects retailers' trading densities, rent-to-sales ratios and our rental income • Tenant default • Increased cost of occupancy from rates, taxes and utilities • Online shopping	• Maintain the relevance of Ascencia's properties in line with innovative trends and customer needs • Consolidating our malls' position • Improve dominance • Maintain yields on properties to sustain values
Financial Capital	• Downgraded credit rating impacting borrowing costs • Funding structure and gearing • Interest rate profile • Impact of COVID-19 on cash collections and arrears • Refinancing risk amidst COVID-19	• Maintain strong credit rating • Established relationships with investors, banks and other institutional funders in Mauritius • Disciplined management of debt and equity • Working capital management on target • Deliver return to shareholders

Human Capital

Value Creation

Attitude and Aptitude

It is often said that organisations are as good as its people. We, at Ascencia, strongly believe in this motto. This is why we have engaged in a cultural journey which has a double objective

- Building an engaged team

- Providing a framework to build impact in every action that we undertake

Number of Promotions

	Current	Target
Number of Promotions	12 pax	n/a
Attrition Rate	13%	10%
Great Place to Work Score [GPTW]	62%	72%

Gender Diversity

	Female	Male
Current	40%	60%
Target	50%	50%

Cultural Journey

Building an impactful team

Oct 2019 - Feb 2020

- Validate shared vision
- Agree on new culture style
- Engage around Team Pledge

Mar 2020 - Oct 2020

- Addressing Team Malfunctions through pairing conversations / team retreats
- Introducing performance conversation
- Cascading and building engagement around shared vision and new culture style to all team members
- Identifying and empowering culture champions (Buddies)

Nov 2020 - Jul 2021

- Review and alignment of members job objectives
- Implementing cultural initiatives: conflict resolution, peer to peer influencing, celebrating success

Aug 2020 - Present

- Defining Acceptable behaviors
- Review and alignment of reporting framework with individual, team and company objectives

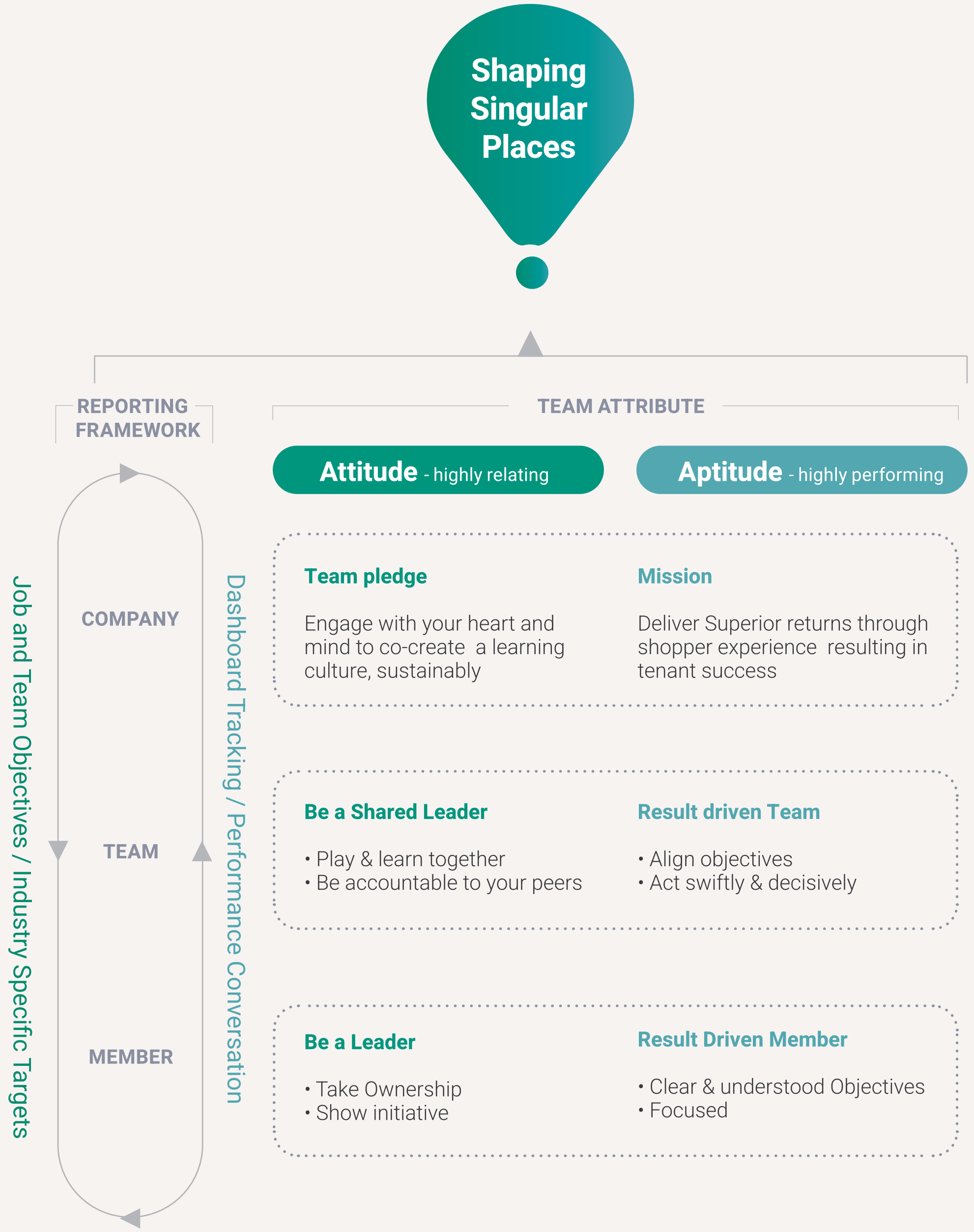
Through this journey, we have onboarded new members whose contribution to our journey has been critical.

Reflecting on 2021

Testing our culture

The pandemic has challenged our engagement, agility and, ultimately, our ability to deliver results during an unprecedent time. And yet our team has risen to the challenge impeccably:

	Challenge	Attitude	Aptitude
Vaccination	Health Risk	Team Engagement and fully vaccinated	Mall operations under control during lockdown
Safe Shopping	Social Distancing resulting from pandemic	Play and learn together: showing initiative	Minimise reduction in footfall
42 Market Street	Finding an anchor during the pandemic	Innovation ; agility	Create Anchor ;optimize trading density and rental
Tenant Relief Plan	No retail activity due to pandemic	Conflict resolution: agility	Minimize rental reduction; Optimize collection



Outlook

Embarking on a new tomorrow

This team will continue to 'play'. It is with this mindset that we confidently embark on this new tomorrow. Our focus for the coming financial year will be:

- Complete our goal alignment / accountability initiative
- Provide mentoring to our people; so that they become better leaders and, eventually, unlock their full potential
- Finalise Personal Development Plans for our Leadership Team and career plans for each one of them
- Improve our GPTW engagement score and reduce our attrition rate

"IT'S ALL ABOUT MEANING.

PROVIDE MEANING; IT WILL PRODUCE IMPACT.

PRODUCE LASTING IMPACT; IT WILL CREATE LEGACY."

Social and Relationship Capital

"MORE SMALL AND MEDIUM ENTERPRISES BENEFITING FROM OUR RETAIL COMMUNITY THROUGH THE B'LOCAL INITIATIVE."

30
New SMEs

80
Jobs Created

Rs 18 m
Indicative Tenants' Turnover

2000 /day
Footfall

Value Creation

National solidarity

At Ascencia, we strongly believe in the notion of solidarity. We are an important local player and, as such, we have a duty to help our fellow citizens participate in our success. It is with this mindset that we decided in April 2020 to launch our B ' Local Initiative. The aim of B ' Local is to provide patronage to local entrepreneurs. This patronage can come in various forms: (1) access to market for local entrepreneurs that find it difficult to have exposure and access to the wider Mauritian market (2) access to a reputable customer, Ascencia, in order to gain credibility

Reflecting on 2021

Walking our talk

We decided to engage with La Turbine, an incubator created by the ENL Group to see how we could help its incubators. The message was clear: Ascencia, through its Malls, could provide them with a much needed exposure as well as patronage. We organised an Ascencia Challenge in November 2020 and short listed 10 incubators. Since then, we have engaged with one of them to implement our new Proptech platform, Infraspeak.

In parallel, the pandeminc brought about a new local production – consumption paradigm.

We leveraged on our partnership with La Turbine to engage with local entrepreneurs that would be relevant to our concept. As a case in point, Mamawok was identified during our interactions with La Turbine.

We also used our existing network to identify 30 other local entrepreneurs to create this unique concept. Our conventional leasing process had to be adapted as we had to work closely with each entrepreneur to provide guidance on each shop (refinement of concept, look and feel, pricing...etc), a fast-track incubation.42 Market Street was born with resounding success.

We also collabotrated with a number of NGOs and organised blood donations, food distribution as well as a financial donation of Rs 104,000 to help people with disabilities.

Social and Relationship Capital (cont'd)

4

1

2

3

8

5

6

7

1 - Distribution of foodpacks to families affected by flash floods by Bo'Valon Mall.

2 - Blood Donation Campaigns carried out in our Malls in strict safety requirements.

3 - For Christmas 2020, the kindness tree, a symbol of giving back and giving hope, was used to give the opportunity to shoppers to show care to others.

4 - Breast cancer Care awareness campaign carried out at Bagatelle Mall.

5 - Food drive held in collaboration with Intermart and Drip association at So'Flo.

6 - Food market in collaboration with New Chinatown Foundation.

7 - Kendra, together with APSA, welcomed a foot care caravan providing diabetes screening.

8 - Social day at Bel Ombre

"A PARTNERSHIP WITH LA TURBINE TO FIND MAURITIAN INNOVATIVE SERVICES AND PRODUCTS."

OUTLOOK

Our solidarity drive

2022 will see a strengthening of our partnership with La Turbine. We have recently created a joint website with La Turbine to call for innovative solution in three main areas namely customer experience, mall management and digital solutions. A challenge is planned for Q3 2022.

Moreover, the concept of 42 Market Street will be rolled out in other Malls of Ascencia.

Intellectual Capital

Value Creation

Know How

Over the last 10 years, Ascencia has built a team with in-depth know how in the retail industry. Guided by its customer promise 'Shaping Singular Places', it is constantly upskilling its team in order to remain impactful.

These industry specific skills are imbedded in individuals job objectives, our performance appraisal system, reporting structures and, ultimately, our company dashboard (see the Human Capital Section for more details). These skills have been broken down in three main focus areas namely: place making, sustainability of income and operational excellence.

Reflecting on 2021

Agility

This knowhow, coupled withy our cultural journey has allowed the company to find clarity in the face of so much uncertainty.
Examples are:

- **Decathlon, 42 Market Street and the Bagatelle Extension**
- **Metro Project in Phoenix Mall**
- **McDonald and Burger King Drive Thru in Bo'Valon and Bagatelle Malls**
- **Tenant Relief Plans**

This is evidenced by the fair value gains , high collection and low vacancy / casualty rates for the year.

Sustainability

Moreover, and in order to stay abreast of the constant evolution of our industry, Ascencia has developed and implemented a Safe Shopping Protocol, protocol that has obtained certification from the Safe Asset Group of Sweden. We have also acquired a new proptech platform, Infraspeak and kick started a number of sustainability initiatives that will be implemented in 2022. The inclusion of the company in the SEMSI recognises our constant pursuit to be more sustainable.

"OVER 10 YEARS OF INDUSTRY EXPERTISE."

Key Focus Area		Development Skills	Operating Skills	Information System	Key Objective
Concept	Site	Location assessment Key Roads / Public Transport Household Income in Target Footprint No of Parkings	Location re-assessment Accessibily assessment Extension/ repurposing opportunities Additional Parking Requirements		Place Making
	Mall	Location of entrances to the Mall Size of the property Location of main anchors Tenant Criteria Document and Tenant Fit Out Process Architectural Theme Choice of materials / equipment Ceiling Heights Ventilation and Extraction Natural lights Cost of construction Project timeline	Footfall/ Flow deficiency >> Redevelopment need Extension opportunity / Repurposing Anchor performance Update based on changes in the building Fit out Process	Feetcounters New CRM / Feetcounters FATTI / Broll Infraspeak Infraspeak	
	Finance	Yield Management Cost overrun Project funding			

Key Focus Area		Development Skills	Operating Skills	Information System	Key Objective
Tenants	Shop	Ideal shop size Shopfront treatment Back of house requirements Allocation of shops per category	Shop relocation / rightsizing Improve Conversion Efficient Shop operation Tenant mix	Broll Broll Broll Broll	Sustainability of Income
	Brand	Target footfall Brands for the target market Operator strength Target trading density per brand Target occupancy cost per category	Footfall deficiency. Tenant Mix/ Events Lead generation >> new brands Operator strength Tenant performance >> support / replacement Occupancy cost >> energy efficient investment	Feetcounters / FATTI New CRM Broll Broll / Infraspeak	
	Lease	Target rental per shop Turnover rental per category Lease Agreement for the Mall Credit vetting for each operator Adherence to Lease Agreement	Market rental Tenant mix Amendments to the Lease Agreeemnt Financial strength of operator Adherence to house rules / payment terms	Broll Broll Broll New CRM New CRM / Broll	
	Finance		Property Valuation Service quality / costs Fund raising, debt refinancing	Broll / Infraspeak	

Key Focus Area		Development Skills	Operating Skills	Information System	Key Objective
Building	Bricks & Mortar		Optimal state of the building Preventive maintenance of equipment Energy efficient equipment / building	Infraspeak	Operational Excellence
	Vendor Management		Management of SLA for security Management of SLA for Cleaning Management of SLA for Waste Management Management of SLA for Electrical, Mechanical and Plumbing		
	Business Continuity		Management of Protocol for Fire Prevention Management of Protocol for Occupational Health and Safety Management of Protocol for Natural Disasters Management of Protocol for Cyber Security		

Intellectual Capital [cont'd]

Outlook

Operational Excellence drive

The next phase of our digitalisation drive will be the operationalisation of Infraspeak. This will involve the following key milestones:

- Change management to obtain user acceptance

- Organisational changes with the creation of the Operational Excellence function to focus on compliance and process optimisation

- Pursuing initiatives to reduce our carbon footprint

And ultimately deriving value in four focus areas namely work order management, asset & vendor performance and business continuity. Moreover, we are currently finalising a RFP for the selection of a CRM platform. This platform will allow us to improve tenant relation.

Work Order Management

- Reduce time to fix issues
- Improve work organization through better planning
- Provides data to measure asset, vendor and BC performance

Critical assets

- Improve building condition
- Reduce Downtime
- Reduce critical asset TCOO
- Reduce Carbon Footprint

Vendors

- Improve Service Level
- Optimise Cost of Service
- Reduce carbon footprint

Business Continuity

- Adherence to Fire Prevention Protocol
- Adherence to OH & S Protocol
- Adherence to Natural Disaster Protocols

Customer Satisfaction Index

Current: 77%

Target: 82%

Sorting at Source of Solid Waste-Portfolio	Waste to Energy Station - Bagatelle Mall	Intermart Extension and repurposing of Food Lovers - Bagatelle Mall
Current 20%	Current 0 kwh	Current 5,200 m²
Target 50%	Target 26,280 kwh	Target 9,600 m²
December 2021	February 2022 - February 2023	November 2021 - November 2022

5 Year Lease Renewal - Bagatelle Mall	Metro integration & repurposing of GIFI Box - Phoenix Mall
Current 5% [1]	Current 7.75% [3]
Target 7% [2]	Target 7.75% [4]
September - November 2021	December 2022

[1] Standard escalation
[2] Rent Reversion
[3] Income Yield
[4] Development Yield

Natural Capital

Value Creation

Reconciling profit and planet

As a team, we are fully committed to a cleaner planet. We will commit to ambitious goals whilst finding economic models that reconciles planet and profit. Our key focus areas are:

1. Waste recycling
2. Wastewater recycling
3. Green energy
4. Energy efficiency

Sorting at Source at Bo"Valon Mall

Reflecting on 2021

A Transition Year

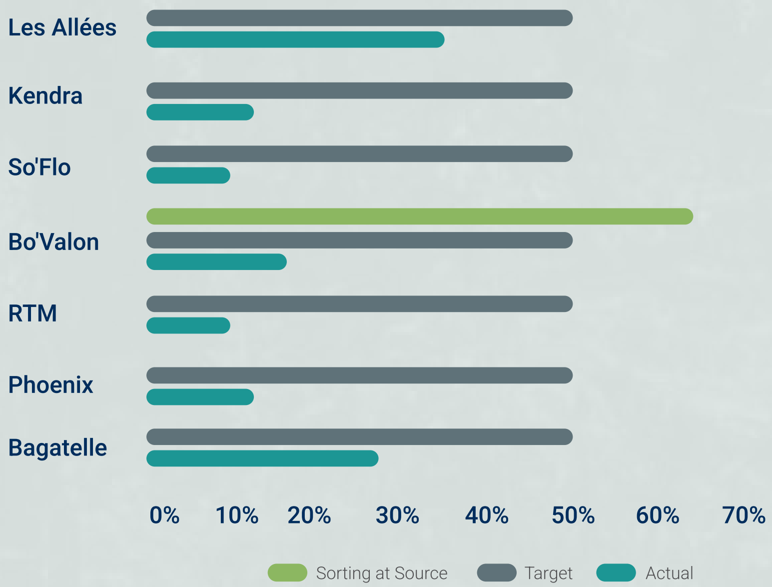
Solid Waste recycled

Across the portfolio, 21% of waste was recycled with a targeted benchmark of 40%. Our target for the year 2022 is 50%.

Sorting at source

A new project, 'sorting at source' started on 1 of May 2021 at the Bo'Valon Mall. With encouraging results of 74% in May and 72% of waste recycled in June, the first two months of operation proved we had engaged on the path to success.

We have recycled over 70% of our waste and we aim to reduce dumping at Mare Chicose from the current 80% to 20% in the near future.



Renewable Energy

During the financial year 2021, our four solar farms produced more than 2.6million kwh, representing approximately the normal consumption of more than 300 hundred households over a year. In line with our sustainability goals, and using more green energy, the four solar farms are installed on the roof of Bagatelle Mall, Phoenix Mall, Kendra and Les Allées.

These farms produce up to 30% of a Mall consumption.

PV Farm

LED lights were also installed in order to reduce the overall bill consumption of the Malls.

PV Farm at Bagatelle Mall

Water Efficiency

For the year 2021, Bo'Valon Mall recycled 38% of water

Bo'Valon - Grey Water System

On average 200m3 of potable water per month can be saved with the initiative of collecting rainwater on our roof and grey water from the wash basins from mall toilets. This water is treated and reused for the flushing system in all our toilets.

Furthermore, our brand new Sewerage Treatment Plan (STP) is treating 700 m3 per month, which is approximate to the consumption of 70 households. This recycled water is used for watering the plants all around Bo'Valon Mall, hence saving the same amount of fresh water each month.

Recycled water used for irrigation

Natural Capital cont'd

Outlook

Stepping up our commitment to the Planet

Our unflinching commitment to the Planet has been acknowledged by the SEM with the inclusion of Ascencia on the SEMSI in August 2021.

Next year, our sustainability drive will accelerate with six milestone projects:

WASTE RECYCLING	Roll out of the **sorting at source** project across our portfolio	December 2021
WASTE RECYCLING & GREEN ENERGY	Construction of a **Biogas station** at Bagatelle Mall to convert organic waste into energy	February 2021
GREEN ENERGY	Apply to CEB for **new PV farms** in Bo'Valon and Riche Terre Mall, Bagatelle Home & Leisure	2022
ENERGY EFFICIENCY	Replacement of the HVAC system in Bagatelle Mall with a **new Chiller System**.	October 2022
WASTE RECYCLING	A new **water treatment plant** at Bagatelle Mall at a cost of Rs 50m	October 2022
ENERGY EFFICIENCY	Initiate **LEED Certification** for our Malls, the first one being Phoenix Mall	December 2022

	Solid Waste Recycling	Green Energy	Wastewater Recycling
FY21	20%	14%	38%
Target	50%	23%	40%

"OUR BEST WAY TO FORECAST THE FUTURE IS TO SHAPE IT."

Manufactured Capital

Value Creation

Place making

At Ascencia, we recognise that the success of our malls extends well beyond the traditional bricks and mortar: it is about place making.

REFLECTING ON 2021

Reinforcing Bagatelle as the premier Mall in Mauritius

This is why we decided to proceed with a Rs 0.87 Billion investment in the Bagatelle Mall notwithstanding the uncertainty brought about by the pandemic.

Our key milestone projects for 2021 are:

- The opening of Decathlon in May 21, the world leader in affordable sportswear. The shop occupies an area of 3,055 m² with its dedicated entrance and parking. The performance of the shop, since opening, has been exceptional

Simultaneously, we have completed the extension of the Bagatelle Mall by adding 2,350 m², a new entrance and additional parking. This new node is now home to

- **42 Market Street:** a new street food artifact destination with some 30 operators
- **Live Well**, a para pharmacy and medical centre
- International brands such as **GAP**, **Ralph Lauren**, **Gant**, **Fila**, **Lui Jo**, **Next** and **Burger King**

Bagatelle Mall Node Extension

458
Additional Parking

48
Additional Tenants

8
New International Brands

5,350 m²
Incremental GLA

Rs 60m p.a
Incremential Income

Rs 870m
Investment

Manufactured Capital [cont'd]

Outlook

Growth initiative

Our asset accretive strategy continues.

The agreement with Metro Express will mark a new beginning for the Phoenix Mall. A new metro station will be buillt and the existing GIFI box repurposed. . Moreover, our anchor will rebrand to Carrefour, one of the leading supermarket brands in the world, and our food court will be renovated to improve shopper experience.

We will also complete the extension of Bagatelle Mall with the extension of Intermart to hypermarket status and the repurposing of the Food Lovers Box. Intermart will now operate on a total surface area of more than 6,700 m2. As for the ex FLM box, it will be home to new affordable fashion brands and a Home Products sub anchor.

Last but not least, Ascencia will acquire 100% of the shares in Bo'Valon Mall from its sister company Enatt.

Acquisition of 100% in Bo'Valon Mall

Indicative Investment

Rs 295 m

Metro Project and repurposing of GIFI Box

Indicative Investment

Rs 315 m

Intermart Extension and repurposing of Food Lovers Box

Indicative Investment

Rs 265 m

"METRO STATION AT PHOENIX MALL, A GAME CHANGER."

Portfolio of Investment Properties

BAGATELLE MALL

GLA (sqm)	55,968
NOI (Rs m)	499
IP Value (Rs bn)	8.07
Yield (%)	7.0
Vacancy (%)	4.0
Average Monthly Footfall (#)	508,449
WALE (yrs)	2.4

PHOENIX MALL

GLA (sqm)	27,548
NOI (Rs m)	209
IP Value (Rs bn)	2.58
Yield (%)	8.2
Vacancy (%)	1.5
Average Monthly Footfall (#)	315,680
WALE (yrs)	5.0

RICHE TERRE MALL

GLA (sqm)	21,433
NOI (Rs m)	129
IP Value (Rs bn)	1.52
Yield (%)	8.9
Vacancy (%)	0.0
Average Monthly Footfall (#)	278,318
WALE (yrs)	5.5

BO' VALON MALL

GLA (sqm)	10,568
NOI (Rs m)	72
IP Value (Rs m)	845
Yield (%)	8.4
Vacancy (%)	1.6
Average Monthly Footfall (#)	139,492
WALE (yrs)	5.5

SO' FLO

GLA (sqm)	7,546
NOI (Rs m)	48
IP Value (Rs m)	590
Yield (%)	8.1
Vacancy (%)	5.4
Average Monthly Footfall (#)	165,955
WALE (yrs)	3.4

KENDRA

GLA (sqm)	5,284
NOI (Rs m)	44
IP Value (Rs m)	535
Yield (%)	8.7
Vacancy (%)	1.6
Average Monthly Footfall (#)	178,528
WALE (yrs)	2.2

LES ALLÉES

GLA (sqm)	2,655
NOI (Rs m)	13
IP Value (Rs m)	177
Yield (%)	7.3
Vacancy (%)	8.3
Average Monthly Footfall (#)	-
WALE (yrs)	1.3

DECATHLON

GLA (sqm)	3,055
NOI (Rs m)	-
IP Value (Rs m)	240
Yield (%)	-
Vacancy (%)	-
Average Monthly Footfall (#)	-
WALE (yrs)	9.8

Financial Capital

Value Creation

Creating shareholder value

Our mission remains the creation of superior returns for our shareholders, both actual and future. As such liquidity and the creation of sustainable future income stream remains our priority

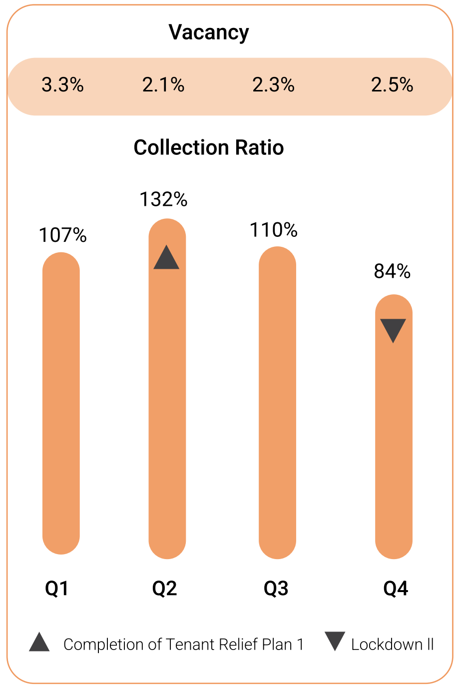
Reflecting on 2021

Working on our Fundamentals

Since March 2020, our liquidity drive has focused on four main pillars:

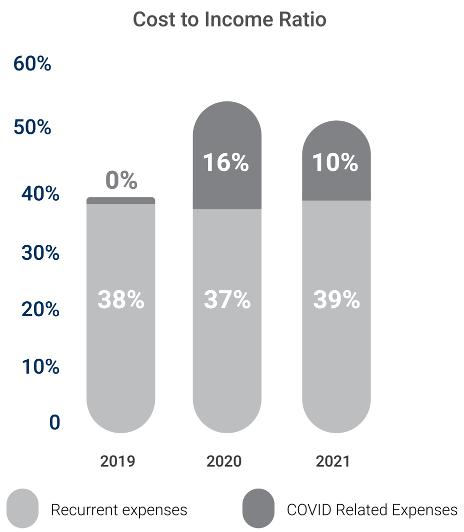
Revenue protection

Revenue protection was centered around our tenant relief plans to support our tenants during this unprecedented crisis, thereby reducing risk of default, casualty and ultimately vacancy. The level of occupancy in our Malls together with collection rates attests of its success.



Cost containment

In parallel, we engaged with our various service providers to contain cost increases. Normalized expenses have remained within benchmark over the last three financial years, notwithstanding upward pressure on cost due to the ever increasing need to improve customer experience and responses to market changes (e.g business continuity, digitalization).



Creation of new sustainable revenue streams

Our conviction on shaping singular places remain intact. We, therefore, continued the Bagatelle Extension and built a new revenue stream of circa Rs 60m p.a. Funding for this extension was completed in December 2020.

	Floating Notes	Fixed Notes
Amount	Rs 1.2 Bn	Rs 0.3 Bn
Blended Rate	3.81% p.a	5.07% p.a
Rating	A+	A+
Average Tenure	11 Years	14 Years

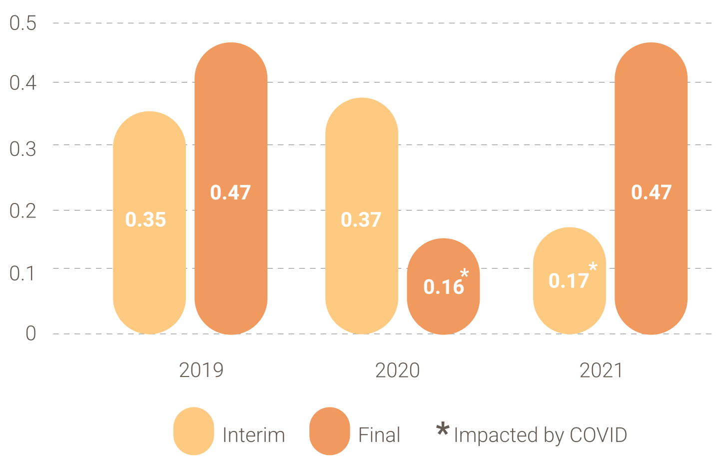
Financial Capital [cont'd]

Cash yield and shareholder value

This three-pronged plan has resulted in robust fair value gains for the year (FY 21: Rs 537m / FY 20: Rs 110m) with the bulk of the fair value coming from the extension of Bagatelle Mall (circa Rs 407m.)

Moreover, our efforts have been rewarded with strong collection rates, an increase of 10 % in operating profit (FY 21: Rs 687m v/s Rs 621m) and a final dividend in line with pre Covid level.

Dividend per Share (Rs)



	2019	2020	2021
Dividend Yield	5.4%	3.3%	3.9%
NAV Increase	7.6%	2.3%	8.0%
Return on Opening NAV	13.0%	5.6%	11.9%

Outlook

Building resilience against future shocks

Our quest for our dual goals of greater liquidity and shareholder value continues. During the next 12 months, our focus will be on:

- Migrating the company to the main board of the SEM in order to have access to investment funds that primarily invest in SEM companies. Our intention is to create more liquidity in the shares of Ascencia over time.
- Refinancing our debt to reduce our cost of funding and release cash for the payment of dividends. Discussions are ongoing with our debt providers and we are confident that we will be able to obtain a reduction of 45 basis point in our bank debt whilst improving its maturity profile.
- Raising new debt to finance the extension of Bagatelle Mall, the redevelopment of Phoenix Mall and our various sustainability projects (e.g Biogas station, HVAC replacement, and new water treatment plant at Bagatelle Mall).

Debt Maturity Profile

	Current	Target
Next Five Years	27%	15%
Years 6 - 10	55%	49%
After	18%	39%
Cost of Debt	4.2%	3.5%
Rating	A	AA

One Team

The Management Team

01 LECORDIER, Tassawur
Development Manager

02 TYACK, Frederic
Chief Executive Officer

03 HAREL, Simon
Asset Manager

04 MAUREL, Luke
Senior Asset Manager

05 ELLAPEN, Krishna
Project Manager

06 TALLAVIGNES, Valérie
Portfolio Leasing Manager

07 SOOGUND, Haidar
Asset Manager

08 BECHARD, Gregory
Centre Manager

09 ROGERS, Oliver
Centre Manager

10 KOENIG, Anabelle M.
Property Manager

11 FOURNIER, Fabrice
Centre Manager

12 SABAPATHEE, Parama
Centre Manager

13 BOULLÉ, Robert
Centre Manager

14 RAMBURUTH, Vidushi
Centre Manager

15 SEEGOBIN, Antish
Operational Excellence Manager

16 CURUMTHAULLEE, Kawshar
Head of Finance

17 TIMOL, Hannah
Senior Accountant

18 PAULO DA SILVA ISNARD, Marcio
Change Management Lead

19 RAHMAN, Yaaser Abdool
Head of Learning and Development

20 SEEBALUCK, Kevin
Head of Finance

21 PANDOO, Parineeta
Finance Manager

22 PITCHEN, Daryl
Investment Manager

23 MELLIER, Stephania
Communication Manager

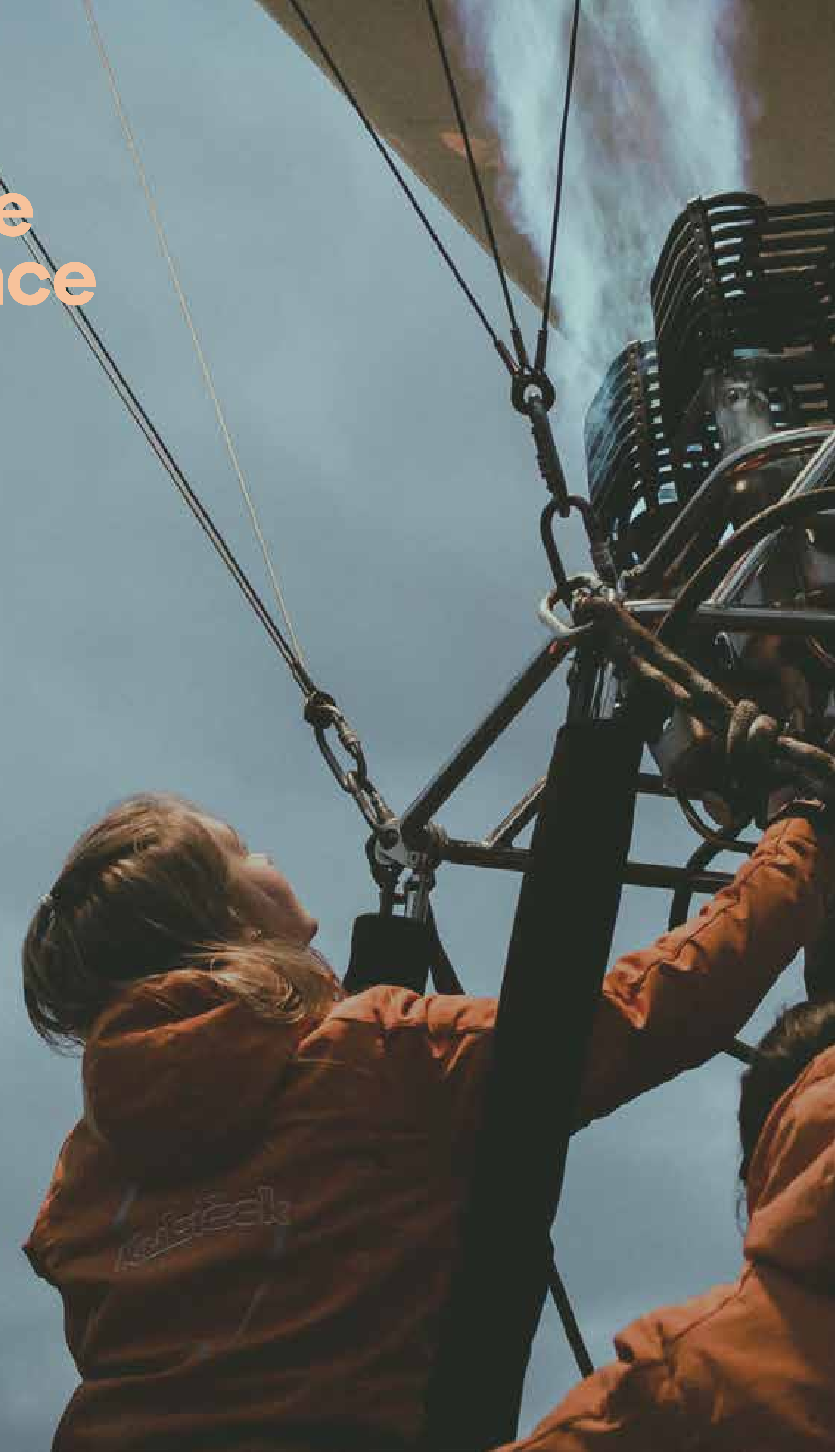
24 VACHER, Bélinda
Fund Manager

● Asset, Property & Development Management Team

● Fund Management Team

Chapter 4 / **Governance**

Making effective decisions



Corporate Governance Report

Ascencia Limited ('Ascencia' or the 'Company') is presently listed on the Official List of The Stock Exchange of Mauritius Ltd (SEM). The Company is also a public interest entity and is required to apply the eight principles of The National Code of Corporate Governance for Mauritius (2016) (the 'Code').

The timing of this Corporate Governance report coincides with the ongoing COVID-19 pandemic and you will have read in the leadership review report about the actions taken by the Company to withstand this crisis.

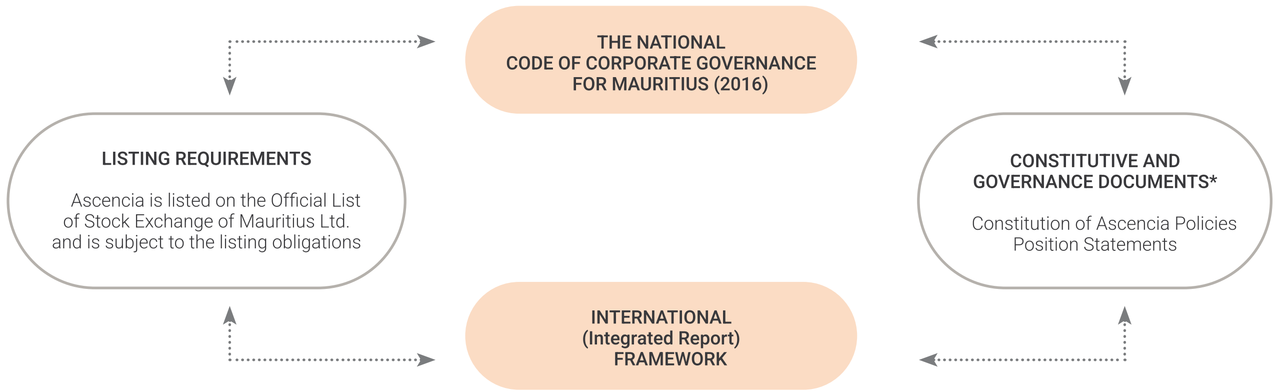
The Board's collective values, experience and diversity have been crucial during these challenging times to guide the business through the crisis and beyond. Recognising the scale of the impact of COVID-19 and the ongoing significant levels of uncertainty, the Board had examined the fundamentals of the way Ascencia operates, challenged its assumptions and tested its beliefs, to find its optimum structure for the long term.

This year, besides it's normal agenda, the Board focused on the following key matters:

- the approval of the Bond Programme amounting in total to Rs 2.5 bn;
- the migration of Ascencia to the Official List of The Stock Exchange of Mauritius Ltd;
- the acceleration of the Company's progress on its sustainability commitments through LEED certification for its malls, starting with Phoenix Mall as a pilot project; and
- the introduction of Ascencia on the SEM Sustainability Index.

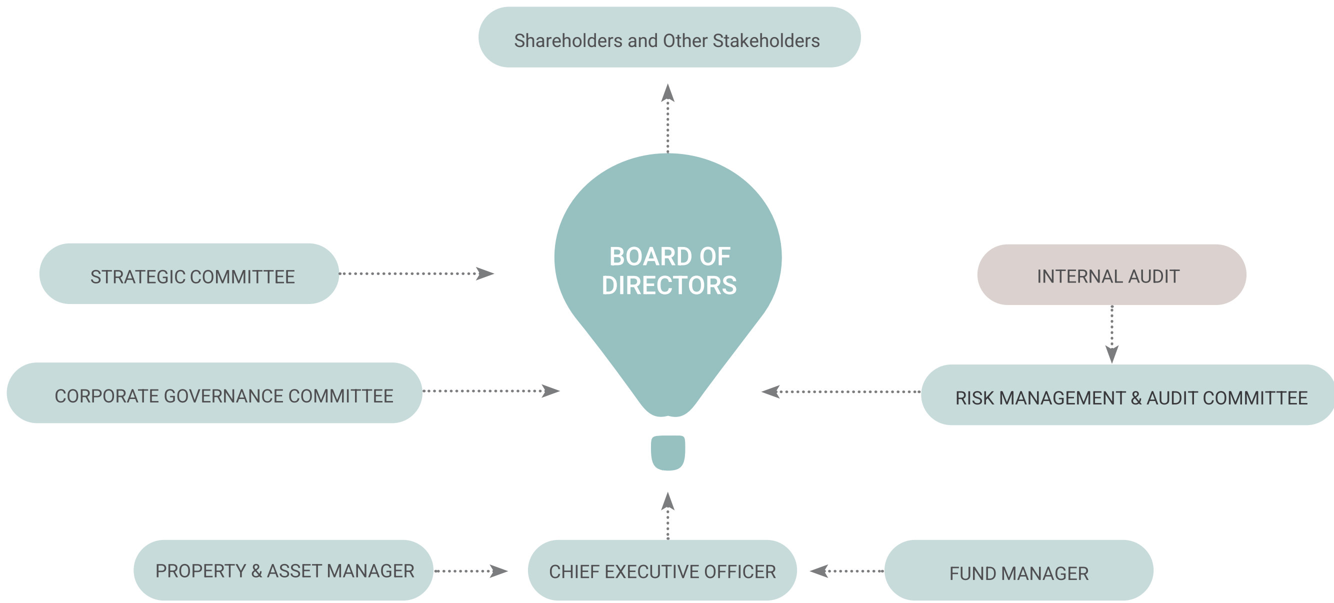
The other matters looked into by the Board are set out on page 63 of the Annual Report.

1. Corporate Governance Framework



*Disclosures under Principle 1 of the Code and available on **www.ascenciamalls.com**

2. Governance Structure



Corporate Governance Report (cont'd)

3. Shareholders' Agreement

Foresite Property Holding Ltd and ENL Property Ltd together hold 61% of the shareholding and voting rights of Ascencia. Further to an agreement between Foresite Property Holding Ltd and ENL Property Ltd;

(i) at least half of the Board is nominated for appointment by Rogers;

(ii) the Chairman of the Board is also chosen from the representative directors of Rogers; and

(iii) for all shareholder matters concerning Ascencia, ENL Property Ltd shall vote in the same manner as Foresite Property Holding Ltd.

4. The Board of Ascencia

The Board of Ascencia assumes responsibility for leading and controlling the organisation and meeting all legal and regulatory requirements.

As at 30 June 2021, Ascencia is headed by a unitary Board comprising of 12 directors, under the chairmanship of Mr. Philippe Espitalier-Noël, a non-executive director. The composition of the Board and the category of directors are set out on page 68 of the Annual Report. Furthermore, as at 30 June 2021, there were two Executive Directors, four Non-Executive Directors ('NED') and five Independent Non-Executive Directors ('INED'). As from 13 July 2021, the directorship status of Mr. Dominique Galea switched from INED to NED since he has served for more than nine continuous years from the date of his first appointment to the Board of the company. The Company presently has no employee. It has retained the services of Rogers and Company Limited ('Rogers') as Fund Manager and EnAtt Ltd, as Property and Asset Manager of the Company.

On 15 December 2020, Mrs. Belinda Vacher replaced Mr. Damien Mamet to fulfil the role of the representative of the Fund Manager of the Company.
The Chief Executive Officer of the Company, namely Mr. Frederic Tyack, although not employed by the Company, has executive responsibilities since he oversees the day-to-day management of Ascencia. The function and role of the Chairman and that of the Chief Executive Officer are separate.

5. Nomination Process and Appointment of Directors

Cognitive diversity is important for good decision making, and the Nomination Committee pays particular attention to this consideration in its annual review of the Board composition and succession planning. Diversity is a key consideration in considering potential INED candidates. The nomination process and appointment of directors is posted on: **www.ascenciamalls.com.**

During the year under review and upon the recommendation of the Nomination Committee, the Board approved the appointment of Mr. Bojrazsingh Boyramboli to fill a casual vacancy left by Mr. Ashis Kumar Hoolas.

At the time of approving this report and upon the recommendation of the Nomination Committee, the Board approved the appointment of Dr Dhanandjay Kawol to fill a casual vacancy left by Mr. Bojrazsingh Boyramboli.

A directors' and officers' liability insurance policy has been subscribed to and renewed by Ascencia. The policy provides cover for the risks arising out of the acts or omissions of the Directors and Officers of Ascencia. The cover does not provide insurance against fraudulent, malicious or wilful acts or omissions.

6. Induction process and Board Access to Information and Advice

Upon appointment to the Board and/or its committees, new directors receive a letter of appointment as well as a comprehensive induction pack explaining:

- Background information about the Company
- Role and responsibilities of a director
- Attributes of an effective Board
- Calendar of Board and Committee meetings
- Governance documents, policies and procedures
- Committees' terms of reference
- Share dealing Code

Director's Induction - Mr. Shreekantsingh (Antish) Bissessur's comment

"My induction has been well tailored and professionally organised. It has enabled me to quickly develop my knowledge of all the relevant parts of the business of Ascencia."

Secretary's comment

"The Director's induction was tailored to his role as a non-executive Director of a public limited company, listed on the Stock Exchange of Mauritius Ltd. The programme was designed to cover all regulatory and compliance aspects, in addition to ensuring the Director gained sufficient knowledge and understanding of the business to effectively participate in the Board discussions and oversight of the Company."

The induction programme and orientation process is supervised by the CEO and the Secretary of Ascencia.

All Directors have access to the Secretary and to the CEO or the Fund Manager to discuss issues or to obtain information on specific areas or items to be considered.

Furthermore, the Directors have access to the records of the Company and they have the right to request independent professional advice at the expense of the Company.

The Board and its Committees also have the authority to secure the attendance at meetings of third parties with relevant experience and expertise as and when required, at the expense of the Company.

7. Continuous Professional Development

The Board believes that continuous director training and development supports board effectiveness. On 12 and 16 November 2020 respectively, two training workshops on the changes brought about to the Workers Rights' Act 2019 and Anti-Money Laundering and Countering the Financing of Terrorism were organised for the directors of Ascencia. The workshops were facilitated by Jurisconsult Chambers.

8. Board Committees

The Board is assisted in the discharge of its duties by three Board Committees, namely the Corporate Governance Committee (the 'CGC') (acting also as Nomination Committee and Remuneration Committee), the Risk Management and Audit Committee ('RMAC') and the Strategic Committee ('SC').

The membership and terms of references of the CGC, RMAC and SC are available at **https://www.ascenciamalls.com/board-committees.**

On 23 September, 24 September and 27 September 2021, the CGC, RMAC and SC reviewed their terms of reference and noted that they had met their objectives.

9. Board and Committees meetings & Remuneration

The composition and attendance of Board Committee meetings and meetings of Shareholders and Bondholders as well as the remuneration and benefits paid to the Directors of the Company for the financial year ended 30 June 2021 are set out in Table 1.

Corporate Governance Report (cont'd)

Table 1								
	Category	Board	Corporate Governance Committee ('CGC')	Risk Management & Audit Committee ("RMAC')	Strategic Committee ('SC')	Annual Meeting of Shareholders	Special Meeting of Shareholders	Remuneration & Benefits (Rs)
ESPITALIER-NOËL, Philippe (Chairman of the Board and Acting Chairman of SC)	NED	6/6	4/4	-	1/1	1/1	1/1	-
GALEA, Dominique (Chairman of CGC)	INED	6/6	4/4	-	-	1/1	1/1	389,657
TYACK, Frederic	ED	6/6	-	-	1/1	1/1	1/1	-
ESPITALIER-NOËL, Hector	NED	4/6	-	-	1/1	0/1	0/1	-
VEERASAMY, Naderasen Pillay	INED	5/6	3/4	-	-	1/1	0/1	292,242
MAMET, Damien	NED	5/6	-	5/5	-	1/1	1/1	-
LAM KIN TENG, Dean (Chairman of RMAC)	INED	6/6	-	5/5	-	1/1	0/1	372,466
PASCAL, Pierre-Yves	INED	5/6	3/4	5/5	-	1/1	1/1	378,196
BOSHOFF Armond	NED	6/6	-	-	-	0/1	1/1	257,861
VACHER Belinda*	ED	6/6	-	2/2	1/1	1/1	1/1	-
AH CHING, Cheong Shaow Woo**	NED	1/1	-	1/2	-	0/0	0/1	-
HOOLASS, Ashis Kumar***	INED	1/2	-	-	-	0/1	0/1	101,213
BISSESSUR Shreekantsingh****	NED	5/5	-	-	-	1/1	-	-
BOYRAMBOLI, Bojrazsingh*****	INED	1/3	-	-	-	-	-	70,694

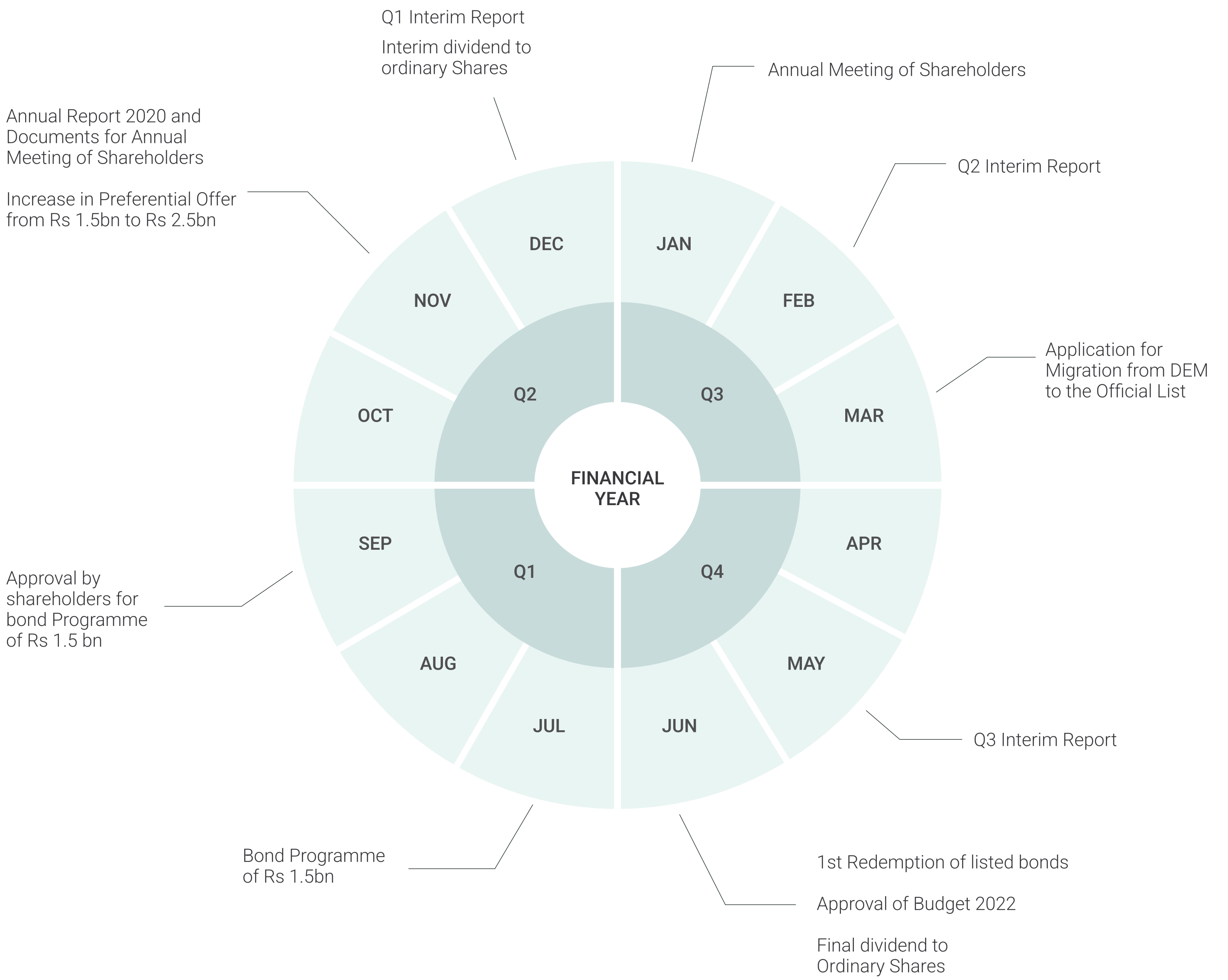
INED: Independent Non-Executive Director **NED:** Non-Executive Director **ED:** Executive Director

NB (1): The INED satisfy the independence criteria tests of Principle 2 of the Code.
(2): The size of the Board is in line with S14.2 of the Constitution of the Company.

*Appointed as RMAC member on 10 December 2020 **Resigned on 12 November 2020 ***Resigned on 8 February 2021
****Appointed on 12 November 2020 *****Appointed on 9 February 2021

As a general principle, Directors employed by Rogers and ENL Groups are not remunerated any Directors' fees. The remuneration of Independent Non-Executive Directors and Non-Executive Directors (which was last reviewed in May 2021) is composed of a basic monthly fee and an attendance fee. The Chairmen of the Board Committees are paid a higher fee. For the year under review, the directors of the subsidiaries of Ascencia did not perceive any fee for serving on their respective Boards.

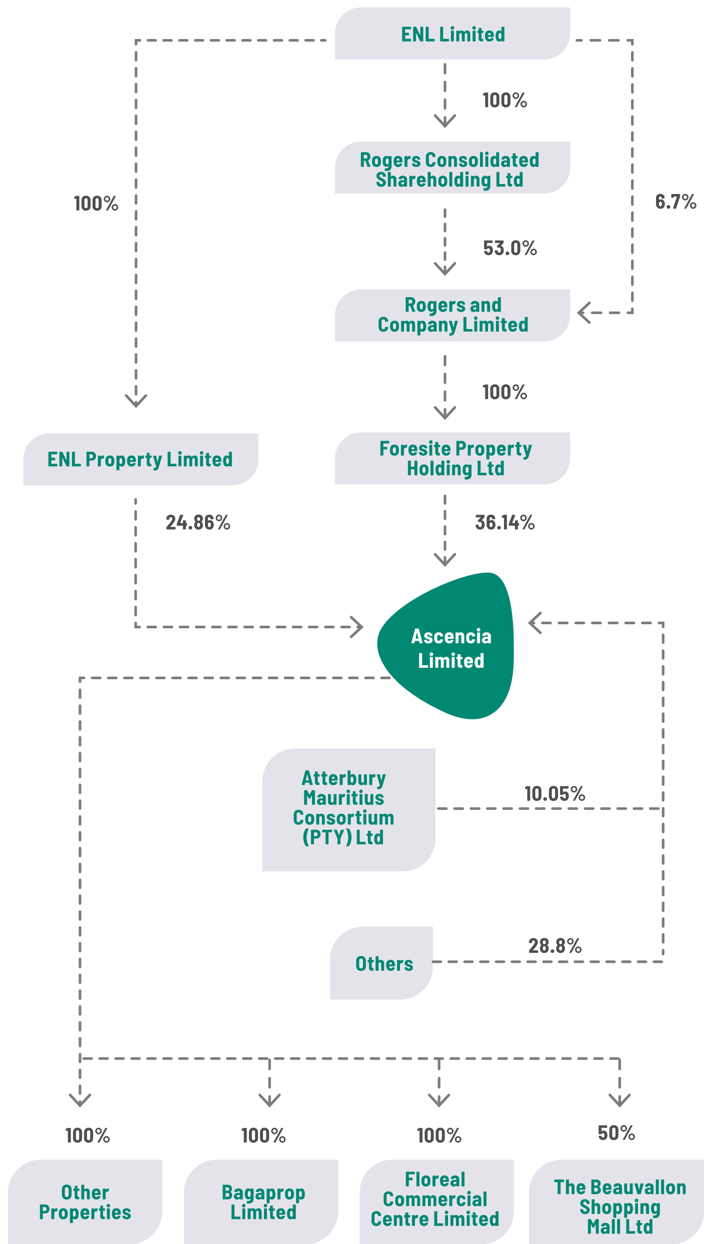
10. Board matters looked into for the financial year ended 30 June 2021



Corporate Governance Report (cont'd)

11. Engagement with Stakeholders

The shareholding structure of Ascencia as at 30 June 2021 is set out below.



Nurturing the relationship with key stakeholders is key to the success of the Company. By engaging meaningfully with them, insights into their needs are gained. This feedback forms part of the decision-making process at every level of the business, from the Board to its management teams. The examples which follow demonstrate such consideration.

Stakeholders	How we engage	Key Topics of engagement
Our people Employees forming part of the Property, Asset and Fund Management teams	• Ongoing dialogue with team members • Communication through intranet, newsletters, forums and adhoc meetings • Engagement survey • Performance and development reviews • Training and development • Job security	• Maintaining and continuing improving employee engagement • Development and training opportunities • Diversity and inclusion • Working throughout the COVID-19 pandemic • Training to support career goals
Tenants	• Ongoing communication - website, newsletters, emails, social media • Satisfaction surveys • Continual review of feedback via Centre Managers • Focus groups • On-site events • Collaboration on product innovation	• Marketing projects and events • Optimise Tenant mix • Reliability and punctuality of services such as On time refurbishments, new equipment and sustainable technology • Tenant Relief plan • Ensure Transport facilities • Deliver on our customer promise • Safety measures during the COVID-19 pandemic
Government Policy and regulatory changes affect our businesses and create the framework through which we operate. Working closely with local authorities enables us to contribute our private sector experience and expertise to the public agenda and produce better policy outcomes and service delivery.	• Ongoing engagement with government bodies, • Participation in various expert working groups and Government consultations. • Engaging in policy discussions over key industry topics.	• Proactive engagement with local authorities. • Support for local economic plans and strategies. • Sharing experience and expertise.
Shoppers	• Ongoing communication - website, newsletters, emails, social media	• Shopper surveys • Deliver on our customer promise (Accessible, Safe, comfortable, Engaging) • Several events to attract shoppers • Creating spaces where families can spend quality time • Constant upgrade to new trends
Shareholders	• Ongoing communication - website • Meetings of shareholders • Face-to-face meetings and phone calls. • Annual Report	• Regular Dividends income • Healthy Financial performance • Strong liquidity • Care Rated Debt A+ • Roadshow presentation • ESG performance • Shareholders' corner on website of Company • First listing of Ascencia • Included in Sustainability index, SEMSI • Investor's Briefing

Corporate Governance Report (cont'd)

12. Other Mandatory Disclosures

12.1 Dealings in the securities by Director

There was no dealing in the securities of the Company by Directors for the year under review.

12.2 Related Party Transactions

One related party transaction was approved by the Board using the Related Party Transaction process for the year under review. It concerned the retrocession of two plots of land from ENL Property Ltd to Bagaprop Limited, a subsidiary of Ascencia. The percentage ratios for such related party transaction did not exceed the 10% threshold set out in the DEM Rules.

12.3 Conflict of interests and interest registers

The Secretary maintains a conflict of interests register. Any instances where directors are conflicted are noted down by the Secretary. Furthermore, the Constitution of the Company provides that a director who is interested in a transaction entered into, or to be entered into, by the Company may not vote on any matter relating to that transaction.

The Secretary also maintains an interest register which is available for consultation by shareholders, upon written request to the Secretary.

12.4 Board and Individual Evaluation

A Board evaluation survey was carried out in the financial year 2020. The findings thereof were imparted in last year's report. The action points implemented are set out below:

Evaluation Findings	Status
Continuous development of Directors	Two training workshops on the changes brought about to the Workers Rights' Act 2019 and Anti-Money Laundering and Countering the Financing of Terrorism were organised during the year under review.
Directors requested that update on activities of the malls be communicated.	Monthly newsletter on the activities of the malls are circulated to Directors.

As the COVID-19 pandemic impacted the business operations of the Company, it was agreed to defer the individual director evaluation.

13. Other Matters

13.1 Corporate and Social Responsibilities

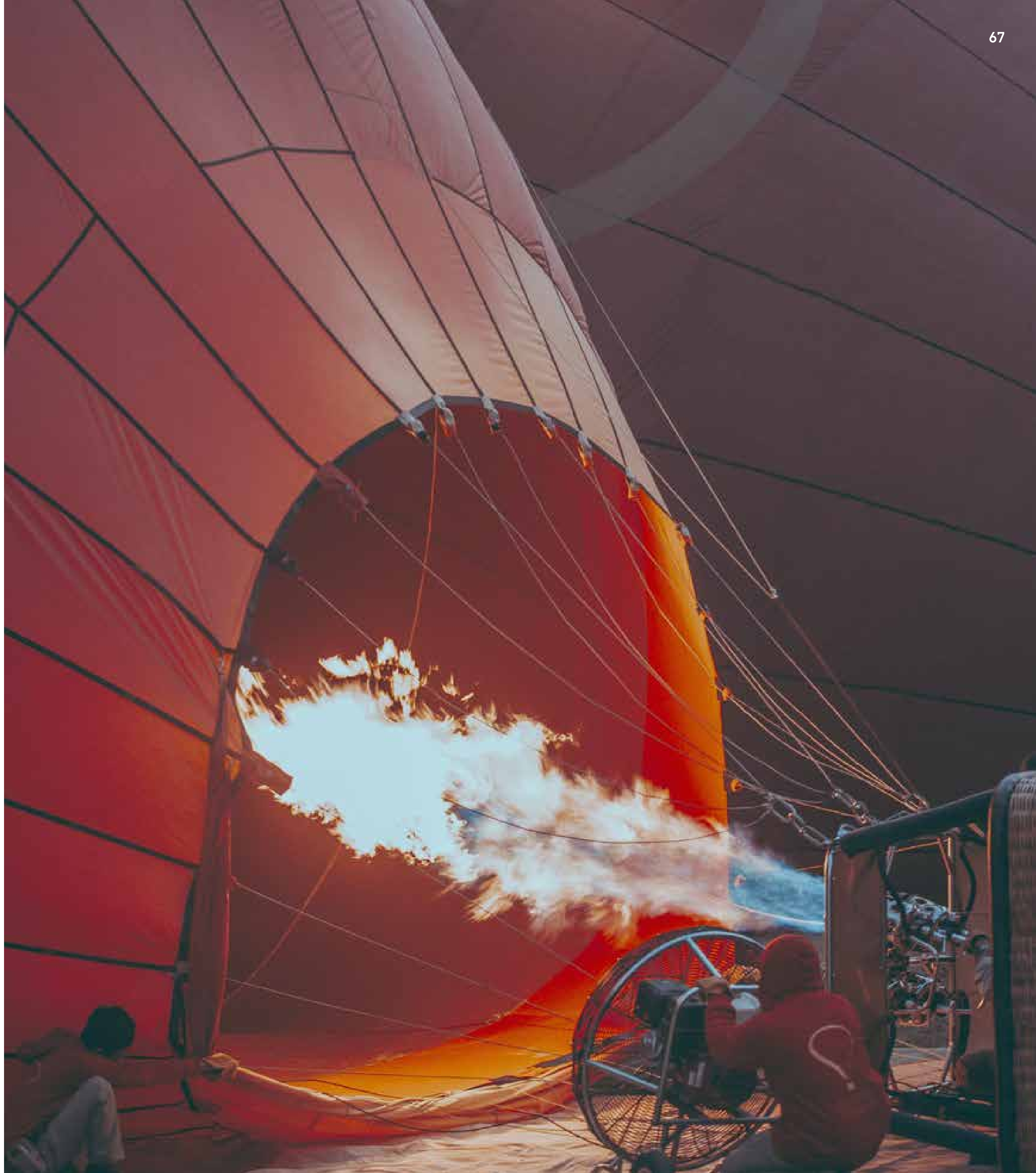
The Company did not make any political donation for the year under review.
Please refer to the Social Capital section on page 32 for more details.

13.2 Environmental Responsibilities

Please refer to the Natural Capital section on page 40 for more details.

13.3 Financial Responsibilities

Please refer to the Financial Capital section on page 50 for more details.



Board of Directors

Left to right: GALEA, Dominique ○ MAMET, Damien ○ BOSHOFF, Armond ○ BISSESSUR, Antish ○ TYACK, Frédéric ○ VEERASAMY, Naderasen Pillay ESPITALIER-NOËL, Philippe ○ ESPITALIER-NOËL, Hector ○ KAWOL, Dhanandjay ○ VACHER, Belinda ○ PASCAL, Pierre-Yves ○ LAM KIN TENG, Dean

ESPITALIER-NOËL, Philippe
[57]

CHAIRMAN & NON-EXECUTIVE DIRECTOR

Date of Appointment: 28 June 2007
CGC and SC – Member

Qualifications

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

Professional Journey

- Worked for CSC Index in London as Management Consultant from 1994 to 1997
- Joined Rogers in 1997
- Was appointed Chief Executive Officer in 2007

Skills

Board matters, Business, Governance experience, Leadership, Human resources, Communication, Entrepreneurial, Risk and audit, Strategic dimension, International exposure

Continuous Professional Development

Workers Rights Act 2019 Workshop

Current External Directorships in other Listed Companies

- Rogers and Company Limited
- Swan Life Ltd
- Swan General Limited

TYACK, Fréderic
[52]

CHIEF EXECUTIVE OFFICER & EXECUTIVE DIRECTOR

Date of Appointment: 03 April 2014
SC - Member

Qualifications

- BSc (Hons) degree in Accounting and Finance from the London School of Economics
- Member of the Institute of Chartered Accountants in England and Wales

Professional Journey

- Joined the Rogers Group in 1997 and was appointed Managing Director of the Logistics Sub-Cluster
- In 2004, he left the Rogers Group and joined Plastinax Austral Ltd as General Manager for four years
- He then moved to ENL and was appointed Managing Director of EnAtt Ltd, the Asset and Property Management Company of the ENL Group in 2011
- Became the CEO of Ascencia in 2015

Skills

Board matters, Accounting skills, Business skills, Financial skills, Communication skills, Strategic dimension

Current External Directorships in other Listed Companies

None

ESPITALIER-NOËL, Hector
[63]

NON-EXECUTIVE DIRECTOR

Date of Appointment: 03 April 2014
SC - Member

Qualifications

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

Professional Journey

- Worked for Coopers and Lybrand in London
- Worked with De Chazal du Mée in Mauritius
- Past Chairman of the Board of Rogers and Company Limited
- Past President of the Mauritius Chamber of Agriculture
- Past President of the Mauritius Sugar Producers' Association
- Past President of the Mauritius Sugar Syndicate
- Currently the Group CEO of ENL Limited

Skills

Board matters, Governance experience, Accounting skills, Legal skills, Financial reporting, Financial skills, Communication skills, Risk management, Strategic dimension, Taxation, International exposure, Actuarial knowledge

Current External Directorships in other Listed Companies

- Rogers and Company Limited
- ENL Limited
- New Mauritius Hotels Ltd
- Tropical Paradise Co. Ltd
- Semaris Limited

VEERASAMY, Naderasen Pillay
[64]

INDEPENDENT DIRECTOR

Date of Appointment: 26 August 2014
CGC - Member

Qualifications

- LLB (University of Buckingham, United Kingdom)
- Master's degree in Private Law (University of Paris II Assas)
- Called to the Bar (Middle Temple, UK)
- Called as "Avocat à la Cour d'Appel de Paris"

Professional Journey

- Practiced as a Barrister-at-Law in Mauritius from 1982 to 1987
- Joined the law firms, SCP J.C. Goldsmith & Associates, and thereafter SCP Azema Sells in Paris, France
- In 1995, he created his own Chambers in Paris, practising mainly in Business Law
- Participated in the setting-up of the Chambers, "Fourmentin Le Quintrec Veerasamy et Associés" in 1997 (now FLV& Associés (aarpi), currently comprising 9 partners and dealing with Litigation, Arbitration and Business Law
- Since 2014, he is based in Mauritius as responsible partner of the Mauritius office of FLV & Associés (aarpi) and has resumed practice at the Mauritian Bar on a permanent basis

Skills

Governance experience, Legal skills, Financial skills, Risk Management, Strategic dimension

Continuous Professional Development

Followed CDP courses organized by the IJLS for members of the legal profession

Current External Directorships in other Listed Companies

- Sun Limited

VACHER, Belinda
[36]

EXECUTIVE DIRECTOR

Date of Appointment: 30 October 2019
SC and RMAC - Member

Qualifications

- Master of Business Administration
- BSc (Hons) Finance
- Certificate in Business Accounting (Chartered Institute of Management Accountants (CIMA), UK)

Professional Journey

- Started her career within the Rogers Group as Investment Executive
- Became the Fund Manager of Ascencia in 2014
- Was recruited as Head of Projects and Corporate Advisory at Rogers Capital in 2017
- Joined Grit Real Estate Income Group as Chief Investment and Corporate Advisory Officer up to 2019
- Joined the Rogers Group anew as Chief Projects and Sustainability Executive in 2019
- Became the Chief Fund Management Executive in 2021 at Rogers Group

Skills

Board matters, Accounting skills, Deal structuring, Financial skills, Communication skills, Corporate finance, Investment management, Strategic dimension, International exposure

Continuous Professional Development

Workers Rights Act

Current External Directorships in other Listed Companies

None

MAMET, Damien
[44]

NON-EXECUTIVE DIRECTOR

Date of Appointment: 25 June 2015
RMAC – Member

Qualifications

- Member of the Institute of Chartered Accountants in England and Wales

Professional Journey

- Started his career with Ernst & Young in London in 1999
- In 2003, he moved to BDO De Chazal du Mée (Mauritius)
- In 2006, he was appointed Manager Corporate of PricewaterhouseCooper
- Joined the Rogers Group, where he was appointed Managing Director of Foresite Property Fund Management Ltd in 2009
- In 2014, he was appointed Chief Projects & Development Executive of Rogers
- He became Chief Finance Executive of the Group in 2017

Skills

Board matters, Accounting skills, Business skills, Financial skills, Financial reporting and fund management, Leadership skills, Risk and Audit Strategic dimension, International exposure, Taxation

Continuous Professional Development

Workers Rights Act

Current External Directorships in other Listed Companies

- Rogers and Company Limited

LAM KIN TENG, Dean
[53]

INDEPENDENT DIRECTOR

Date of Appointment: 01 August 2017
RMAC - Chairman

Qualifications

- BSc (Hons) degree in Accounting and Finance from the London School of Economics and Political Science
- Fellow Member of the Institute of Chartered Accountants in England and Wales

Professional Journey

- Worked at Coopers & Lybrand in London between 1991 and 1995 in the Audit Department, specialising in the financial services sector
- Joined the Audit & Business Advisory Department of De Chazal du Mée in Mauritius in 1995 with exposure to certain African countries
- In 2000, he joined HSBC Mauritius as Chief Financial Officer before moving to the HSBC Regional Office in Hong Kong in 2007 in the International Department overseeing the Northern Asia countries
- Returned to HSBC Mauritius in 2009 as Head of Corporate Banking
- Since 2013, he is the Managing Director of HSBC Bank (Mauritius) Limited where he is responsible for the Commercial Banking and Global Banking businesses
- He is also a director of a number of subsidiary companies forming part of the HSBC Group
- Dean was the Vice-Chairman of the Mauritius Bankers Association from 2015 to 2017

Skills

Accounting skills, Acquisitions and Business integration, Banking, Board matters, Global business, Corporate finance, Financial skills, International exposure, Strategic dimension, Taxation

Current External Directorships in other Listed Companies

None

PASCAL, Pierre-Yves
[44]

INDEPENDENT DIRECTOR

Date of Appointment: 09 October 2017
RMAC and CGC – Member

Qualifications

- BSc (Hons) Actuarial Science (City University, London)
- Diploma in Actuarial Techniques (Institute of Actuaries, UK)
- Certificate in Finance and Investment (Institute of Actuaries, UK)

Professional Journey

- Started his career as an Associate with Bacon & Woodrow Epsom in England in 1999
- In May 2002, he joined Hewitt LY Ltd in Mauritius as a Consulting Assistant
- From July 2004 to December 2015, he worked as Portfolio Manager for Confident Asset Management Ltd, where he was also the Business Development Manager between January 2014 and December 2015
- In January 2016, he joined AfrAsia Bank as Private Banker and was appointed Head of Wealth Management in July 2017. He is the Head of private Banking since March 2021.

Skills

Portfolio management, Corporate finance, Strategy development, Risk management, Actuarial knowledge

Continuous Professional Development

Management Development Programme with the University of Stellenbosch Business School - 2019

Current External Directorships in other Listed Companies

None

GALEA, Dominique
[69]

NON-EXECUTIVE DIRECTOR
Up to 13 July 2021

Date of Appointment: 13 July 2012
CGC - Chairman

Qualifications

- HEC, Paris

Professional Journey

- Started his career in the textile industry by founding an agency business, Kasa Textile & Co. Ltd in the early 1980s
- Diversified his activities by acquiring stakes in companies in various sectors of the economy

Skills

Business skills, Governance experience, Commercial skills, Entrepreneurial skills, International exposure

Current External Directorships in other Listed Companies

- United Docks Ltd
- MUA LTD
- Forges Tardieu Ltd
- United Docks Ltd

BOSHOFF, Armond
[35]

NON-EXECUTIVE DIRECTOR

Date of Appointment: 08 May 2019

Qualifications

- BSc Actuarial and Financial Mathematics
- Technical Member of the Actuarial Society of South Africa (TASSA)
- Master's Degree in Business Administration (Cum Laude) – University of Oxford

Professional Journey

- Started his career with Rand Merchant Bank in Johannesburg in 2008
- Joined Atterbury Europe in 2015 as Head Corporate Finance and Treasury
- In July 2017, Armond was appointed as Deputy Chief Executive Officer of Atterbury Property Holdings, a South Africa-based property development company
- Appointed as Chief Executive Officer of Atterbury Property Holdings in January 2019, a position he still holds

Skills

Corporate finance, accounting, actuarial, leadership, business management, international exposure, strategic dimension

Current External Directorships in other Listed Companies

None

BISSESSUR, Antish
[32]

NON-EXECUTIVE DIRECTOR

Date of Appointment: 12 November 2020

Qualifications

- BA (Hons.) Accounting and Finance – University of Manchester, UK
- MSc (International Business and Management) – Manchester Business School, UK
- Member of the Institute of Chartered Accountants in England and Wales
- Strategic agility course – London Business School

Professional Journey

- Started career at Intercontinental Trust Ltd in the global business sector
- Part of founding corporate finance team of Perigeum Capital in 2016
- Joined Rogers Capital in 2018 and currently Chief Advisory and Development Officer

Skills

Deal brokering, M&A, financial structuring/ restructuring & reporting, capital raising, financial due diligence, financial modelling, valuations, listing, strategic dimension

Current External Commitment

Representative of Investment Adviser (Corporate Finance Advisory) Licence of Rogers Capital Investment Advisors Ltd

KAWOL, Dhanandjay
[57]

INDEPENDENT DIRECTOR

Date of Appointment: 27 September 2021

Qualifications

- B.Sc (Hons) Crop Science & Production (University of Mauritius)
- Diploma in Management Studies (University of Mauritius)
- M.B.A. with specialization in Human Resource Management (University of Mauritius)
- Doctor in Business Administration Open University of Mauritius)

Professional Journey

- Started his career in the Civil Service in 1991 as a technical officer at the Ministry of Agriculture and Natural Resources
- In 1995, he was appointed as Assistant Secretary in the administrative cadre. He has served in different ministries and has reached the level of Permanent Secretary.
- He has also served as Chief Executive at Municipal Councils of Port Louis and Quatre Bornes from July 2006 to July 2008.
- Presently he is posted at the Ministry of Social Integration, Social Security and National Solidarity (Social Security and National Solidarity Division)
- He has served several Boards as ex-officio member since his assumption of duty as Assistant Secretary.

Skills

Governance experience, International exposure, Board matters, Leadership, Communication Skill

Continuous Professional Development

- Developing Managerial Competencies
- Seminar on Competition Policy
- SADC Public Private Partnership Capacity Building Workshop
- Workshop on Project Management
- Workshop on Performance Appraisal
- Training Course on Leadership for Senior Officers of the Mauritius Civil Service

Corporate Information

Board of Directors
(as at 30 June 2021)

ESPITALIER-NOËL, Philippe	Chairman and Non-Executive Director
BISSESSUR, Shreekantsingh	Non-Executive Director
BOSHOFF, Armond	Non-Executive Director
ESPITALIER-NOËL, Hector	Non-Executive Director
GALEA, Dominique	Independent Director
LAM KIN TENG, Dean	Independent Director
MAMET, Damien	Non-Executive Director
PASCAL, Pierre-Yves	Independent Director
VACHER, Belinda	Fund Manager and Executive Director
TYACK, Frédéric	Chief Executive Officer and Executive Director
VEERASAMY, Naderasen Pillay	Independent Director
BOYRAMBOLI, Bojrazsingh	Independent Director

Company Secretary

AH LIN, Sharon

Management

Rogers and Company Limited - Fund Manager
EnAtt Ltd - Property and Asset Manager

Auditors

Messrs Ernst & Young

Registrar and Transfer Agent Services

MCB Registry & Securities Ltd
Raymond Lamusse Building
9-11, Sir William Newton Street, Port Louis

Bond Representative

Swan General Ltd
Swan Centre
10, Intendance Street, Port Louis

Statement of Compliance

Name of Public Interest Entity (PIE): ASCENCIA LIMITED

Reporting Period: 01 July 2020 - 30 June 2021

Throughout the year ended 30 June 2021, to the best of the Board's knowledge, Ascencia Limited has complied with the Corporate Governance Code for Mauritius (2016).

Ascencia Limited has applied all of the principles set out in the Code and explained how these principles have been applied.

Signed by:

Philippe Espitalier-Noël Chairman	Frédéric Tyack CEO & Director

29 September 2021

Secretary's Certificate

UNDER SECTION 166(d) OF THE COMPANIES ACT 2001

In my capacity as Company Secretary of **ASCENCIA 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 2021, all such returns as are required of the Company under the Companies Act 2001.

Sharon Ah-Lin
Company Secretary

29 September 2021

Chapter 5 / **Risk Management**

Dealing with the unforeseen

Risk Management Report

Risk Report

The retail business has been evolving over the past decades, accentuated by the evolution and development of digital technologies. Almost all parts of the world have witnessed changes in consumer behaviour and the nature of retail. Hence the reshaping of the retail landscape, for instance retail platforms powered by digital technology had to be adapted quickly, and it is expected to continue to support this change as consumers and retailers adjust to new normality.

During the year, the management team has demonstrated agility and proactivity in its strategic response to the risks faced in a period of uncertainty. The level of consumption contracted in the short-term and in view of a challenging economic context over the last financial year and foreseeable future, Ascencia has achieved a resilient performance by proactively managing their risks.

The Company was well prepared to navigate through the second COVID-19 national lockdown impacting the retail sector. The main strategic responses, measures taken and achievements during the financial year to mitigate the current risks, as well as opportunities seized were:

- Ascencia has successfully raised funds through a bond issue as a response to the funding risk.
- Successful negotiations for a Metro Station in Phoenix mall was an opportunity seized in the face of a decreasing footfall due to inconvenient road access to the mall.
- A second tenant relief plan was provided to the valued tenants to bear the burden of the second national lockdown.
- The launching of Decathlon and 42 Market Street increased the attractiveness of Bagatelle Mall.
- Several sanitary measures were taken to reinforce the safety for tenants, shoppers and visitors in the malls. The COVID-19 certification (Safe Asset Group) has been obtained for Bagatelle mall.
- The migration of the Company to the main stock exchange market in August 2021.

The clear strategy put in place through the above strong responses to the risks has created value and preserved the interest of various stakeholders such as shoppers, tenants, shareholders, strategic partners, providers of finance and service providers. The result for the financial year reflects the effectiveness of the measures taken.

Risk Management Framework

The Risk Management Framework and process is as follows:

The two main service providers namely EnATT Ltd (the Property & Asset Manager) and Rogers & Company Ltd (the Fund Manager) are responsible for risk management on a day to day basis. Risks related to the main service provider which may impact Ascencia are reviewed and reported to the Risk Management and Audit Committee (RMAC).

Other service providers are contracted for the management of certain specific risks.

The risk management framework has been reviewed with the following objectives:

- Ensuring increasing effectiveness in the monitoring and reporting of risks on a regular basis.
- Staying on course and fostering stability.

The Fund Management team has been consolidated with the recruitment of additional capabilities with a view to play a more important role in ensuring effectiveness of risk management. The new framework indeed provides more clarity in these times of uncertainty.

Effectiveness of the risk management process

The risk management process was evaluated and the factors assessed were:

1. Ability to identify and anticipate risks.

2. Ability to respond to risks.

As risks identified are assessed, mitigating measures are taken promptly. Additional controls are put in place and where necessary, policies and procedures are amended or written and communicated to ensure clarity.

Where risks are beyond the tolerable level of our intervention and control, they are alleviated by due process and monitoring and further transferred through appropriate insurance covers.

Risk Indicators

The following improvement/deterioration in Key performance indicators demonstrate the effectiveness of mitigating measures taken during the year.

Main KPIs

Average Trading Density	WALE
2021 v/s 2020	2021
Improvement	Slight decrease
6%	3.9years

Vacancy Rate	Loan to Value Ratio
2021	2021
Slight decrease	
2.7%	44%

Ascencia has implemented disciplined and appropriate risk management practices during its growth period, which enables management to remain vigilant, respond efficiently and be resilient in times of crisis."

Dean Lam
Chairman Risk Management and Audit Committee

Risk Management Report (cont'd)

Risk Management Framework (cont'd)

During the year, business continuity procedures were updated for threats that were considered as detrimental for Ascencia should the risk occur. Significant risks are analysed and strategic response include mitigating actions and opportunities identified. The above risks and options are evaluated and presented to RMAC and Board of Directors. Example of significant risks discussed during the FY by the RMAC and Board of Directors are:

1

Risk

National lockdown due to COVID-19.

Description

Second national lockdown prevented certain tenants/shops from operating.

Strategic Response

Mitigating Actions

A second tenant relief plan was elaborated by Management with a dual objective to mitigate credit risk and to relieve the Tenant from the burden of increased indebtedness and cashflow problems.

Reinforcing safe shopping initiatives for safety of both tenants and shoppers.

Opportunities

Improve relationship with Tenants.

2

Risk

Decreased footfall and trading density in Phoenix Mall.

Description

Access to Phoenix Mall has been impacted by road decongesting works carried out by authorities and land taken by the Government.

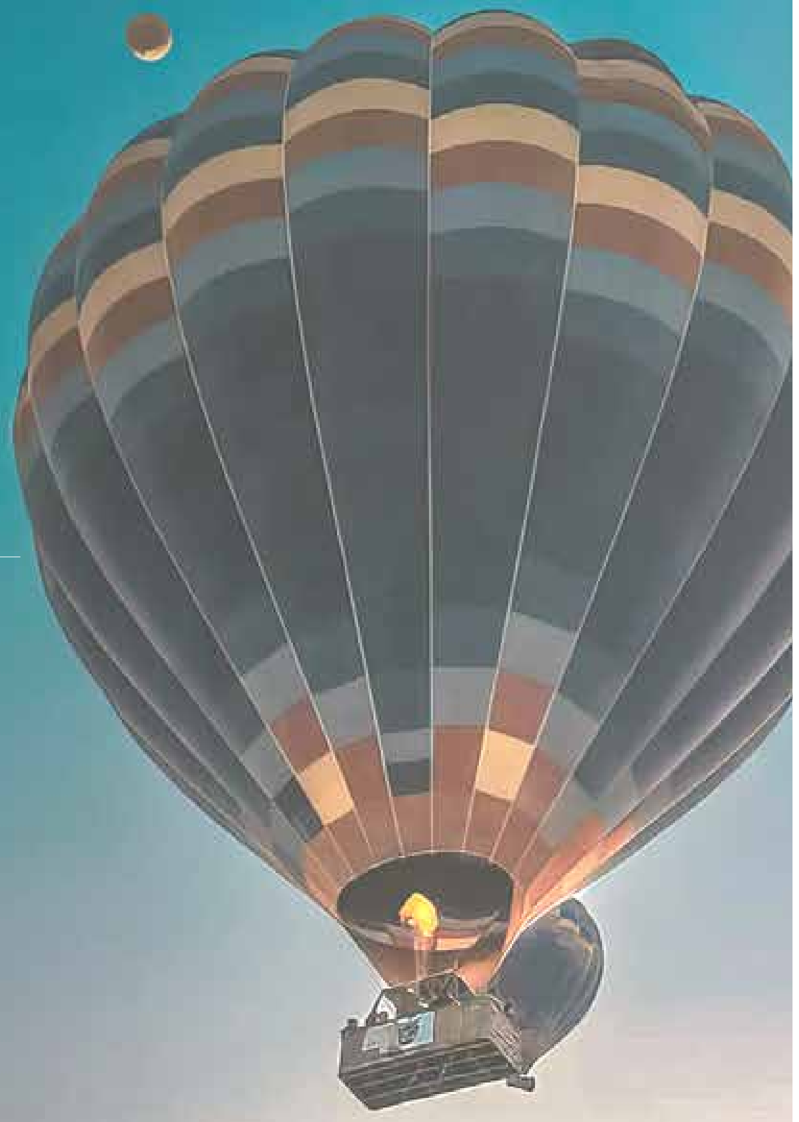
Strategic Response

Mitigating Actions

Significant investment in the new access to the mall.

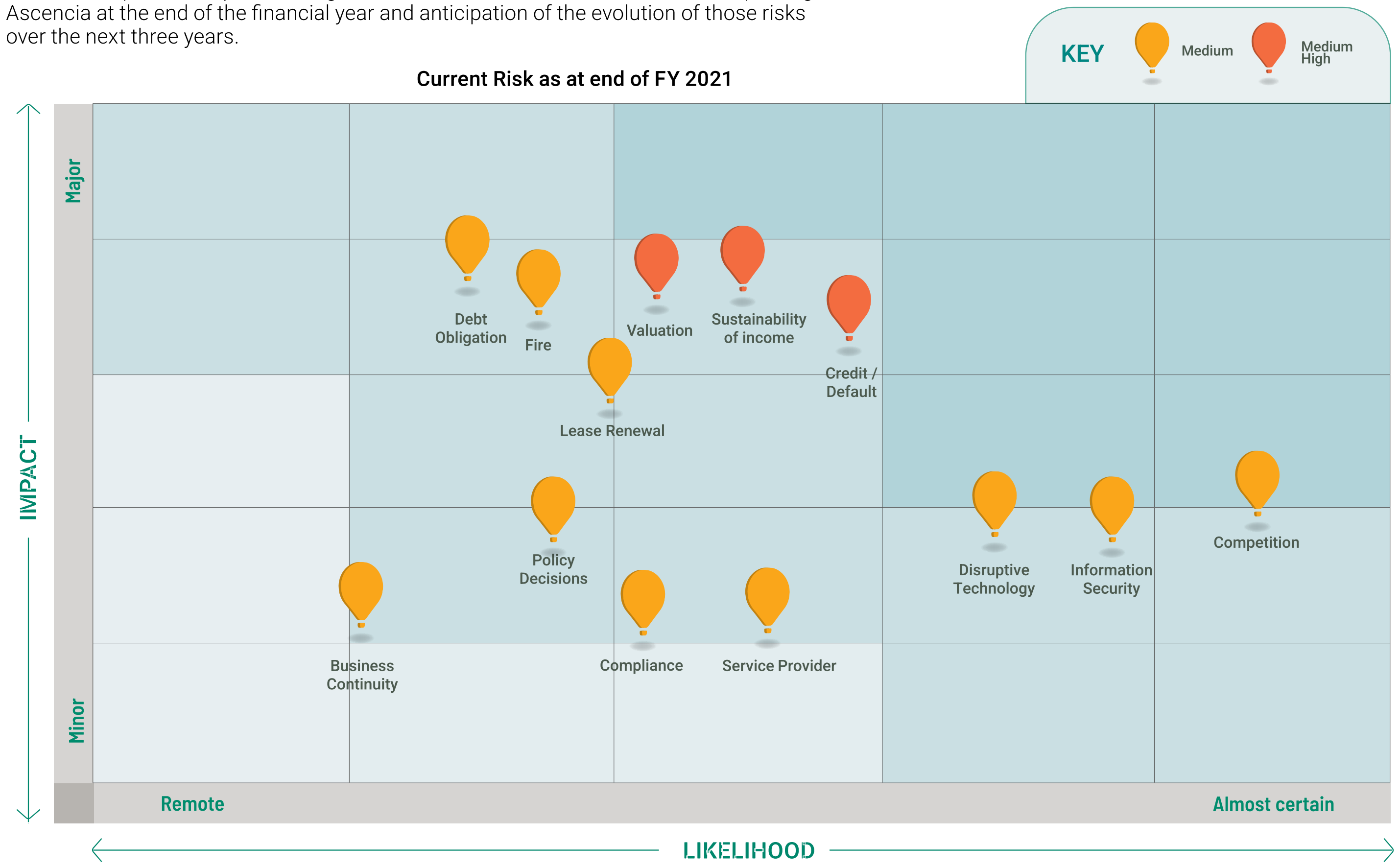
Opportunities

Successful negotiations for Metro station in the mall.



Principal Risks

The heat map below depicts Management's assessment of the residual risks impacting Ascencia at the end of the financial year and anticipation of the evolution of those risks over the next three years.



Evolution of Risks over the next 3 years

Our estimate of the evolution of the significant residual risks over the next three years amidst lots of uncertainties is as follows:

Disruptive Technology	↑
Credit / Default	↔
Information Security	↑
Valuation	↑
Fire	↔
Sustainability of Income	↑
Competition	↑

Emerging Risk

Climate Change

Climate change is a risk to the business in as much as it challenges the Company's resilience to its effects. Increasingly, the impacts of climate change are placing pressure on businesses to both minimise the impact, as well as ensure their future operating model is green and sustainable while remaining relevant as consumers shift behaviours to minimise their carbon impact.

At Ascencia, management has already taken several green initiatives such as the installation of rooftop photovoltaic farm, recycling of waste and used oil, use of green products, energy consumption schemes and LEED certification. These initiatives are clear opportunities tapped by management to mitigate the risks.

Risk Management Report (cont'd)

KEY

Low Risk | Medium Risk | High Risk | Financial Capital | Natural Capital | Manufactured Capital | Social & Relationship Capital | Intellectual Capital | Human Capital

RISKS	STRATEGIC RESPONSE	LEVEL OF RESIDUAL RISK	CAPITAL IMPACTED
STRATEGIC **Sustainability of Income** Adverse economic conditions due to current crisis (COVID-19) resulting in a drop in trading density, pressure on rent to income turnover ratio and difficulty in sustaining income.	• Extension of Bagatelle Mall with new entrance & parking lots, Decathlon, 42 Market Street and new international brands. • Successful negotiation with Metro Express in Phoenix Mall. • Tenant Relief plan proposed to tenants following the two national lockdowns. • Improvement in Customer Service through digitalisation of operations and upgrading of properties (painting, waterproofing, landscaping).		
Competition The increase in the level of current and expected competition may lead to supply of space rented exceeding demand, and a decrease in footfall.	• Constant review of tenant mix and introduction of new brands to maintain the attractiveness of Malls.		
Disruptive Technology Shoppers' expectations and behaviours are evolving and partly shaped by developments in technology such as e-commerce. Should these expectations not be met, this may result in a decline in footfall, which would in turn, impact on tenants.	• Launch of an e-commerce marketplace is currently underway.		
FINANCIAL **Valuation** Weakening economic conditions could lead to poor financial performance of Tenants, resulting in an adverse movement in valuation.	• Independent valuation specialists determine fair value of investment properties, and same is reviewed by the RMAC and external auditors. • Review of all assumptions with regards to key parameters. • Regular events organised in Malls to attract shoppers. • Maintaining engagement with shoppers via publications and regular interactions on social media.		
Credit / Default (Tenants) Inability of tenants to sustain their financial performance leading to: - cash flow issues; - default or delay in payment of rent; and - long void periods, high vacancy rates and high level of arrears. The above will in turn, impact the Company's ability to meet financial obligations and dividend payments.	• Tenant Relief Plan to manage recoveries. • Constant follow-up and review of high-risk debtors to identify tenants' casualties as early as possible by reviewing their financial performance, developing specific/targeted initiatives to boost performance, and ensuring continuous communication. • Ensure adherence to lease agreements, adequate deposits, bank guarantees and sureties.		

RISKS	STRATEGIC RESPONSE	LEVEL OF RESIDUAL RISK	CAPITAL IMPACTED
Debt Obligations Inability to meet Debt covenants may lead to loss of confidence from providers of finance and decrease potential to raise finance.	• Successful bond issue and obtention of CARE rating.		
OPERATIONAL **Business Continuity** Breakdown in operations as a result of: **Catastrophe** - Pandemic - lockdown. - Effects of climate changes and other natural calamities. **Social Unrest** Protests and unemployment may lead to riots and looting.	**Catastrophe** • Crisis committee has been set up to monitor impact of the situation. • Green and sustainable initiatives across the malls will help to reduce negative impact of climate change. **Social Unrest** Development and deployment of emergency preparedness plans across Malls.		
Fire - Failure to provide a safe environment in the malls for shoppers and tenants exposes the Group to compensation liabilities, loss of business, reputational risk and other costs.	**Fire** • Development and deployment of emergency preparedness plans across Malls and training sessions conducted as per an agreed plan. • Health and safety inspections performed by Group Health & Safety Officer, professional consulting firm and management. • Internal audits carried out on a regular basis. • Insurance cover in place.		
Information Security • Cyber threats such as fraudulent phishing attempts, spoofing e-mails, malware and/or ransomware. • Inadequate security of data and privacy issues. • Breakdown of IT system.	• Group cybersecurity plan in progress with external consultants. • Regular penetration and vulnerability assessments. • Constant monitoring of network traffic for suspicious activity. • Internal audit carried out and recommendations implemented.		

Risk Management Report (cont'd)

RISKS	STRATEGIC RESPONSE	LEVEL OF RESIDUAL RISK	CAPITAL IMPACTED
OPERATIONAL (cont'd) **Policy Decisions** Impact on the business as a result of: • Compulsory acquisition of land by authorities resulting in disturbed access to Phoenix Mall. • New legislations and changes in existing legislation, e.g. COVID-19 Act 2020, Public Health Act (amendments).	• Negotiation with authorities to improve access to Phoenix Mall. • Safe shopping measures with access control, disinfection, health measures, testing facilities and amendment of house rules.		
Lease Expiry/Renewal Non-renewal of lease at expiry date or renewal over a shorter period may increase vacancy.	• Leasing plan in place to ensure renewals target achieved. • Strong pipeline in place. Compiling the lease strategy's per mall that is going through the renewal process.		
Compliance • Lack of compliance with respect to current or new legislations such as Data Protection Act, Quarantine ("COVID-19") Regulations 2020 and AML/CFT guidelines. Non-compliance with internal controls leading to theft and frauds.	• Audits planned for AML/CFT and Data Protection. • Safe shopping measures implemented. • Code of Ethics and Whistleblowing policy in place. • Strengthen internal controls and ensure proper segregation of duties in place.		
Service Providers **PEOPLE** Property & Asset Manager and Fund Manager • Staff retention and attraction. • Poor relationship/communication with regards to ethics and controls with employees of service provider. Other service providers (suppliers) • Failure to manage subcontractors. • Poor relationship with suppliers and the latter not aligned to our values.	Property & Asset Manager and Fund Manager • Learning & Development personnel appointed and plan put in place. • Ethics policy communicated and implemented. • First phase of the culture and engagement journey already completed. Other service providers (suppliers) • Contract administration with Key Performance Indicators (KPIs) set and monitored on a regular basis. • Regular communication with service providers. • Sound vendor management practices in place.		

Risk Governance

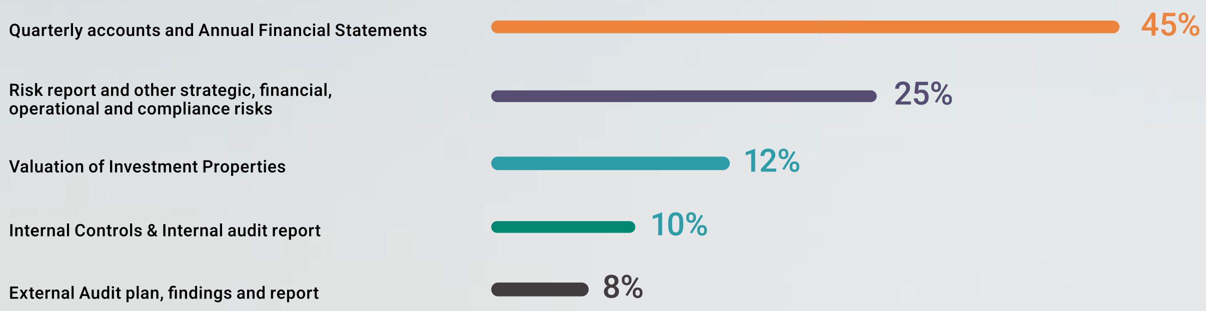
Risk Management and Audit Committee

The Risk Management and Audit Committee ("RMAC") has constantly played a key oversight role for the Board of Directors during the year.

The committee's responsibilities include the following:

- Provide that risks are reviewed and managed to an acceptable level in the business;
- Regularly ensure that all internal systems and procedures are designed to provide ongoing assurance that the assets are safeguarded; and
- Monitor transactions and make sure they are executed and recorded in accordance with the Company's policy.

Five committee meetings were held during the year, and the key areas of focus were as follows:



During the year, the Chairman of the RMAC and the Head of Internal Audit and Risk Management discussed the material risks with the external auditors at planning stage of the statutory audit. Significant accounting policies were also discussed. The committee has provided assurance to the Board of Directors on a quarterly basis.

Composition

The RMAC consists of 4 members, both independent and non-independent directors.

The Chairman of the committee is also an independent director. The only change in the composition was the appointment of a new member during the year. The average tenure of the members is 3 years and all members are financially literate.

The members of the committee are:
- Dean LAM (Independent Chairman)
- Pierre Yves PASCAL (Independent Director)
- Damien MAMET
- Belinda VACHER

Years average tenure	Financial Literate
3	100%

The committee is well diverse in terms of age, tenure, and gender.

Age diversity	Tenure diversity	Gender diversity
35 - 45 › 75%	1st - 3rd Year › 50%	Male › 75%
46 - 55 › 25%	4th Year › 50%	Female › 25%

Risk Governance Structure

The ultimate responsibility for risk governance lies with the Board of Directors.

The risk governance structure is disclosed on the website and is supported by the four lines of defence as follows:

1 People, Process & Technology

Responsible Parties

Property & Asset Manager - EnAtt
Fund Manager - Rogers
Other service providers: Meritts & Brinks

Description

- Controls operated by employees of service providers at corporate office and in Malls and are guided by established operating procedures.
- Automated system controls

2 Management & Oversight

Responsible Parties

Property & Asset Manager - EnAtt
Fund Manager - Rogers
Other service providers: Meritts & Brinks

Description

- Health & Safety checks are carried out by the ENL Group Health & Safety Officer and MERITTS (professional consulting firm)

3 Internal Audit

Responsible Parties

Rogers

Description

- Independent audit team reports the main areas of risks to the RMAC

4 External Assurance

Responsible Parties

External auditor - EY
Independent Valuer: Mills Fitchet

Description

Assurance provided by independent experts:

- External Auditor: Financial statements & Internal control environment
- Independent Valuer: Fair value of investment properties

Risk Management Report [cont'd]

Risk Governance (cont'd)

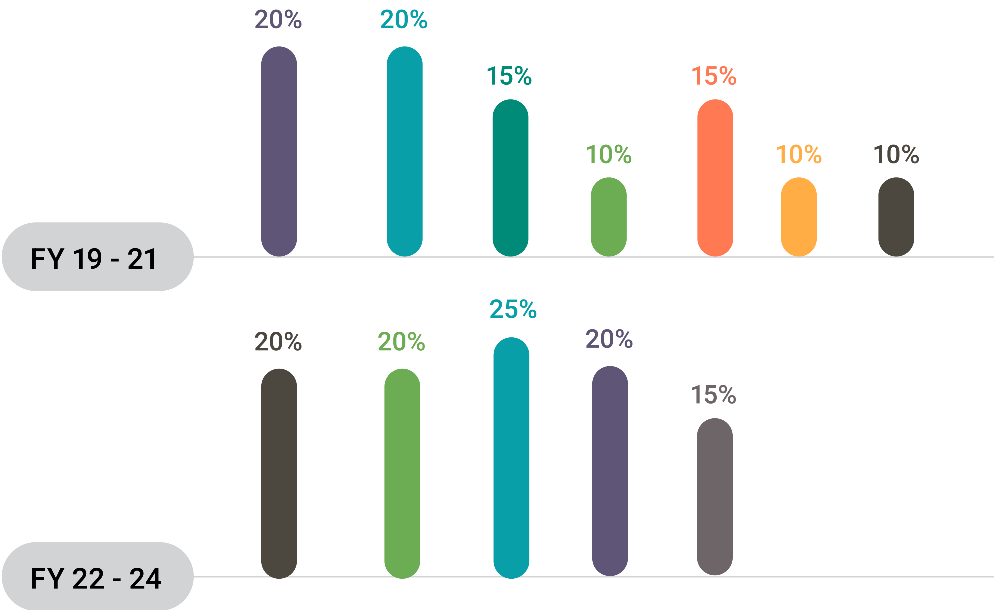
Internal Audit

The three-year Internal audit plan covered significant risk areas for the FY 2019-2021. The three-year plan for FY 2022-2024, which is a risk-based plan was reviewed and approved by the RMAC. The plan incorporates the changes in the risk landscape and focus is placed where risks are significant or anticipated to increase.

Significant risk areas covered in the FY 2019-2021 and planned for FY 2022-2024 are as follows:

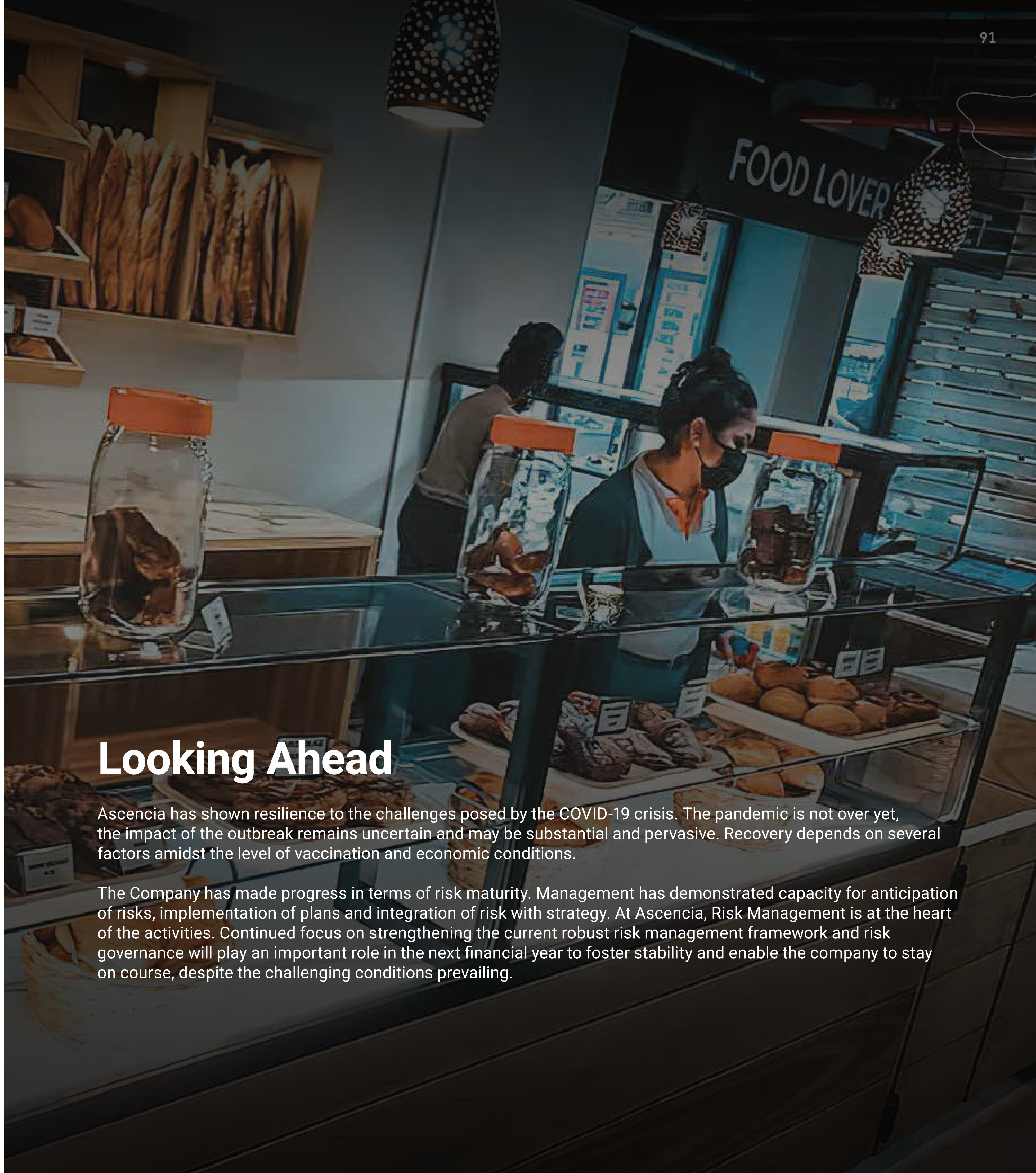
Areas Covered

- Business Continuity and Health & Safety
- Credit / Default
- Development Expenditure
- Information Security
- Leasing & Invoicing
- Procurement & Payment
- Compliance
- Other



Effectiveness of Internal audit recommendations

A regular follow-up is performed on the implementation of recommendations following issue of internal audit reports. At end of the financial year, progress made on implementation was as follows:



Looking Ahead

Ascencia has shown resilience to the challenges posed by the COVID-19 crisis. The pandemic is not over yet, the impact of the outbreak remains uncertain and may be substantial and pervasive. Recovery depends on several factors amidst the level of vaccination and economic conditions.

The Company has made progress in terms of risk maturity. Management has demonstrated capacity for anticipation of risks, implementation of plans and integration of risk with strategy. At Ascencia, Risk Management is at the heart of the activities. Continued focus on strengthening the current robust risk management framework and risk governance will play an important role in the next financial year to foster stability and enable the company to stay on course, despite the challenging conditions prevailing.

Ascencia
Shaping singular places

Chapter 6 / **Statutory Disclosures**

Building trustful alignment

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ASCENCIA LIMITED

REPORT ON THE AUDIT OF THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

Opinion

We have audited the consolidated and separate financial statements of Ascencia Limited (the "Company") and its subsidiaries (the "Group") set out on pages 100 to 148 which comprise the consolidated and separate statements of the financial position as at 30 June 2021, and the consolidated and separate statements of profit or loss and other comprehensive income, consolidated and separate statements of changes in equity and consolidated and separate statements of cash flows for the year then ended, and notes to the consolidated and separate 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 the Group and the Company as at 30 June 2021, and of their 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 the Company 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 the Company 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 matter 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.

REPORT ON THE AUDIT OF THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS (cont'd)

The Key Audit Matter applies equally to the audit of the consolidated and separate financial statements.

Key Audit Matter	How the matter was addressed in the audit
Valuation of investments properties At 30 June 2021, the Group and the Company hold investments properties of Rs 13,831 million and Rs 5,169 million respectively which are carried at fair value with the gains and losses recognised in profit or loss as described in Note 12 of the financial statements. Disclosures around the fair valuation of investment properties are set out in Note 12 of the financial statements. 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. 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 Consequently, the valuation of investment properties has been identified to be a key audit matter due to the significant judgements and estimates involved and its significance to the financial statements with the gain or loss impacting profit or loss.	**Our audit procedures included the following:** • We have obtained, read and understood the reports from the independent valuation specialist. We have tested the mathematical accuracy of the reports and evaluated the valuation methodology used by the external independent valuation specialist. • We involved our valuations specialist in validating the appropriateness of the methodology and assumptions used. • We assessed the competence, capability, experience and independence of the external independent valuation specialist. • We 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. • We 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. • We considered the reasonableness of the inputs and assumptions used in the context of the COVID-19 pandemic. • We reviewed the disclosures about significant estimates and critical judgements made by management in the financial statements in respect of valuation of investment properties. We have also verified the adequacy of the disclosures in accordance with IAS 40 Investment Property and IFRS 13 Fair Value Measurements made in the financial statements.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ASCENCIA LIMITED

REPORT ON THE AUDIT OF THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS (cont'd)

Other Information

The directors are responsible for the other information. The other information comprises the information included in the document titled "Ascencia Limited Annual Report for the year ended 30 June 2021", which includes the Corporate Governance Report, the other Statutory Disclosures, the Statement of Compliance, the 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 other information included in the Integrated Annual 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, other than the Corporate Governance Report, we do not express an audit opinion or any form of assurance conclusion thereon.

In connection with our audit of the consolidated and separate financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the consolidated and separate financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed on the other information obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

When we read the Integrated Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to the directors.

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 requirements 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.

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 misstatements, 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 misstatements, whether due to fraud or error, and to issue an auditor's report that included 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 skepticism 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 risks of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omission, 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 the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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 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 identified 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 described these matters in our auditor's report unless law or regulation preclude 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 consequence of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Use of our report

This report is made solely to the Company's members as a body, in accordance with the 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 on 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.

Other matter

The financial statements of Ascencia Limited (the "Company") and its subsidiaries (the "Group") for the year ended 30 June 2020 were audited by another auditor who expressed an unmodified opinion on those statements on 12 November 2020

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 examinations of those records.

ERNST & YOUNG
Ebene, Mauritius

PATRICK NG TSEUNG. A.C.A
Licensed by FRC

29 September 2021

OTHER STATUTORY DISCLOSURES

1. Principal activity

The principal activity of Ascencia Limited (the "Company") and its subsidiaries (the "Group") is to hold investment properties for capital appreciation and to derive rental income.

2. Contract of significance

The Group has existing agreements with its intermediate holding company and other related companies for provision of management services.

	Group		Company	
	2021	2020	**2021**	2020
	Rs'000	Rs'000	**Rs'000**	Rs'000
Management Fees	**147,999**	139,064	**82,320**	75,642

3. Directors' service contracts

None of the directors of the Group has service contracts that need to be disclosed under Section 221 of the Companies Act 2001.

4. Directors' remuneration

	Group		Company	
	2021	2020	**2021**	2020
	Rs'000	Rs'000	**Rs'000**	Rs'000
Non-executive	**1,862**	2,108	**1,862**	2,108

There were 10 non-executive directors at 30 June 2021 (2020:10).

5. Donations and social contributions

	Group		Company	
	2021	2020	**2021**	2020
	Rs'000	Rs'000	**Rs'000**	Rs'000
Donations	**104**	3,000	**104**	3,000
Corporate Social Responsibility	**2,422**	4,745	**1,228**	1,394

6. Auditor's Remuneration

	Group		Company	
	2021	2020	**2021**	2020
Fees Payable	**Rs'000**	Rs'000	**Rs'000**	Rs'000
Audit Services - EY	**1,900**	-	**1,000**	-
Audit Services - KPMG	**-**	965	**-**	466

7. Directors of Subsidiary and Joint Venture Companies

	Boshoff, Armond	Espitalier-Noel, Marie Hector Philippe	Louw Lucille Helen	Mamet J. E. Damien	Tyack, Frederic Gerard	Vacher, Belinda
Floreal Commercial Centre Limited				X	X	X
Bagaprop Limited	X	X	X	R	X	A

X - In office as director / alternate director **A** - newly appointed as director **R** - resigned as director

DIRECTOR'S REPORT

(a) Financial statements

The Board of Directors of Ascencia Limited are responsible for the integrity of the audited financial statements of the Company and its subsidiaries and the objectivity of the other information presented in these statements.

The Board of Directors confirm that, in preparing the audited financial statements, they have:

(i) selected suitable accounting policies and applied them consistently;
(ii) made judgements and estimates that are reasonable and prudent;
(iii) stated whether International Financial Reporting Standards have been followed;
(iv) kept proper accounting records which disclose with reasonable accuracy at any time the financial position of the Company;
(v) safeguarded the assets of 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.

(b) Going Concern

On the basis of current projections, the Directors are confident that the Company and its subsidiaries 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.

(c) Internal Control and Risk Management

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

(d) Donations and Corporate Social Responsibility

Corporate Social Responsibility contributions amounting to Rs 1,227,919 (2020: Rs 1,393,933) were made by the Company.

(e) Audited Financial Statements

The audited financial statements which appear on pages 100 to 148 were approved by the Board of Directors on 29 September 2021 and are signed on their behalf by:

Philippe Espitalier-Noël
Chairman

Frédéric Tyack
Chief Executive Officer

29 September 2021

Statements of Profit or Loss and Other Comprehenseive Income -
As at 30 June 2021

	Notes	Group 2021	Group 2020	Company 2021	Company 2020
Continuing operations		**Rs'000**	Rs'000	**Rs'000**	Rs'000
Revenue					
Rental income	5(a)	**968,475**	961,257	**402,866**	394,718
Recoveries	5(a)	**341,566**	340,862	**131,969**	128,926
Exhibitions and advertising	5(a)	**28,184**	30,976	**14,551**	13,990
Gross rental income		**1,338,225**	1,333,095	**549,386**	537,634
Direct operating expenses arising from investment property	6	**(381,273)**	(379,527)	**(142,116)**	(152,851)
Net property income		**956,952**	953,568	**407,270**	384,783
Investment and other income	5(b)	**5,586**	6,118	**3,801**	226,975
Administrative expenses	7	**(149,905)**	(135,704)	**(93,686)**	(77,696)
Net impairment losses on financial assets	8	**(126,111)**	(203,012)	**(45,786)**	(84,887)
Profit from operations		**686,522**	620,970	**271,599**	449,175
Change in fair value of investment property	12(b)	**536,757**	109,809	**164,775**	(145,723)
Share of profit/(loss) in joint venture	15	**31,991**	(4,775)	**-**	-
Profit before interest and taxation		**1,255,270**	726,004	**436,374**	303,452
Finance income	9(a)	**17,720**	20,408	**11,745**	8,870
Finance costs	9(b)	**(223,872)**	(255,793)	**(117,152)**	(116,511)
Profit before tax		**1,049,118**	490,619	**330,967**	195,811
Tax charge	10(a)	**(91,197)**	(89,302)	**(35,636)**	(38,476)
Profit for the year from continuing operations		**957,921**	401,317	**295,331**	157,335
Discontinued operations					
Post tax profit from discontinued operations	26(b)	**11**	5,292	**11**	5,292
Profit for the year		**957,932**	406,609	**295,342**	162,627
Other comprehensive income		**-**	-	**-**	-
Total comprehensive income for the year		**957,932**	406,609	**295,342**	162,627
Earnings per share:					
Basic and Diluted (Rs.)					
- Class A:	11	**1.97**	0.84		

The notes on pages 106 to 148 form an integral part of these financial statements.
Independent auditor's report on pages 94 to 97.

Statements of Financial Position -
As at 30 June 2021

	Notes	Group 2021	Group 2020	Company 2021	Company 2020
ASSETS		**Rs'000**	Rs'000	**Rs'000**	Rs'000
Non-current assets					
Investment property	12(b)	**13,830,599**	12,744,899	**5,168,901**	4,866,077
Equipment	13(b)	**20,816**	25,720	**8,831**	8,778
Investment in subsidiary companies	14(a)	**-**	-	**3,366,972**	3,366,972
Investment in joint venture	15	**167,744**	135,753	**104,200**	104,200
		14,019,159	12,906,372	**8,648,904**	8,346,027
Current assets					
Trade receivables	16	**43,456**	81,273	**19,267**	26,068
Financial assets at amortised cost	17	**609,075**	347,060	**709,223**	305,978
Other assets	18	**103,880**	81,338	**78,897**	57,765
Net tax asset	10(c)	**35,279**	9,054	**19,410**	11,504
Cash and cash equivalents	25(a)	**1,071,916**	166,136	**925,682**	31,692
		1,863,606	684,861	**1,752,479**	433,007
Non-current assets classified as held for sale	26(d)	**19,054**	21,244	**19,054**	21,244
Total assets		**15,901,819**	13,612,477	**10,420,437**	8,800,278
EQUITY AND LIABILITIES					
Shareholders' Equity					
Stated capital	19	**4,460,068**	4,460,068	**4,460,068**	4,460,068
Retained earnings		**4,286,340**	3,640,290	**1,427,700**	1,444,240
Total equity		**8,746,408**	8,100,358	**5,887,768**	5,904,308

Statements of Financial Position (cont'd) -
As at 30 June 2021

LIABILITIES	Notes	Group 2021	Group 2020	Company 2021	Company 2020
		Rs'000	Rs'000	Rs'000	Rs'000
Non-current liabilities					
Borrowings	20	**4,264,084**	4,429,711	**1,805,929**	1,865,454
Debentures	20	**158,010**	189,612	**158,010**	189,612
Bonds	20	**1,500,000**	-	**1,500,000**	-
Deferred tax liabilities	21(a)	**483,320**	406,994	**212,974**	181,792
		6,405,414	5,026,317	**3,676,913**	2,236,858
Current liabilities					
Trade and other payables	22	**314,479**	328,482	**155,767**	183,830
Borrowings	20	**170,386**	40,962	**59,525**	687
Debentures	20	**31,602**	21,068	**31,602**	21,068
Amount payable to related companies	23	**4,122**	17,095	**379,454**	375,332
Dividend payable	24	**229,038**	77,970	**229,038**	77,970
		749,627	485,577	**855,386**	658,887
Liabilities directly associated with non-current assets classified as held for sale	26(e)	**370**	225	**370**	225
Total liabilities		**7,155,411**	5,512,119	**4,532,669**	2,895,970
Total equity and liabilities		**15,901,819**	13,612,477	**10,420,437**	8,800,278

The notes on pages 106 to 148 form an integral part of these financial statements.
Independent auditor's report on page 94 to 97.

Statements of Changes in Equity -
As at 30 June 2021

	Notes	Attributable to owners of the parent: Stated Capital	Retained Earnings	Total Equity
GROUP		Rs'000	Rs'000	Rs'000
Balance at 01 July 2020		**4,460,068**	**3,640,290**	**8,100,358**
Profit for the year		**-**	**957,932**	**957,932**
Dividends	24	**-**	**(311,882)**	**(311,882)**
At 30 June 2021		**4,460,068**	**4,286,340**	**8,746,408**
GROUP				
Balance at 01 July 2019				
- As previously reported		4,411,401	3,491,033	7,902,434
Conversion of preference shares	19	48,667	-	48,667
Profit for the year		-	406,609	406,609
Dividends	24	-	(257,352)	(257,352)
At 30 June 2020		**4,460,068**	**3,640,290**	**8,100,358**
COMPANY				
Balance at 01 July 2020		**4,460,068**	**1,444,240**	**5,904,308**
Profit for the year		**-**	**295,342**	**295,342**
Dividends	24	**-**	**(311,882)**	**(311,882)**
At 30 June 2021		**4,460,068**	**1,427,700**	**5,887,768**
Balance at 01 July 2019		4,411,401	1,538,965	5,950,366
Conversion of preference shares	19	48,667	-	48,667
Profit for the year		-	162,627	162,627
Dividends	24	-	(257,352)	(257,352)
At 30 June 2020		**4,460,068**	**1,444,240**	**5,904,308**

The notes on pages 106 to 148 form an integral part of these financial statements.
Independent auditor's report on pages 94 to 97.

Statements of Cash Flows -
As at 30 June 2021

	Notes	Group 2021	Group 2020	Company 2021	Company 2020
			Restated *		Restated *
Operating activities		**Rs'000**	Rs'000	**Rs'000**	Rs'000
Profit before tax		**1,049,118**	490,619	**330,967**	195,811
Share of (profit)/loss in joint venture		**(31,991)**	4,775	**-**	-
Change in fair value of investment property		**(536,757)**	(109,809)	**(164,775)**	145,723
Straight lining adjustment		**(18,014)**	(28,890)	**(1,752)**	(20,410)
Letting commission		**(3,800)**	9,850	**(3,573)**	3,926
Net impairment losses on financial assets		**126,111**	207,750	**45,786**	84,887
Depreciation		**10,518**	9,315	**3,395**	3,033
Interest income		**(17,720)**	(20,408)	**(11,745)**	(8,870)
Dividend income		**-**	-	**-**	(221,750)
Interest expense		**223,872**	255,793	**117,152**	116,511
		801,337	818,995	**315,455**	298,861
Changes in working capital:					
- Trade receivables		**(88,294)**	(262,094)	**(38,985)**	(99,907)
- Trade and other payables		**(14,168)**	(19,750)	**(28,232)**	(2,227)
- Other assets		**(58,270)**	(21,002)	**(37,615)**	(19,239)
- Amount payable to related companies		**(12,973)**	(6,200)	**4,122**	(36,943)
Cash generated from operations		**627,632**	509,949	**214,745**	140,545
Tax refunded/(paid)		**622**	(29,427)	**4,980**	(1,057)
Net cash generated from/(used in) operating activities		**628,254**	480,522	**219,725**	139,488
Investing activities					
Expenditure on investment property		**(527,129)**	(251,402)	**(132,724)**	(158,612)
Purchase of equipment		**(5,614)**	(8,202)	**(3,448)**	(5,872)
Investment in financial assets at amortised cost		**(279,728)**	(100,000)	**(580,221)**	(100,000)
Sale/redemption of financial assets at amortised cost		**20,000**	490,734	**100,000**	227,313
Interest received		**10,296**	20,408	**8,721**	8,870
Dividend received		**-**	-	**80,000**	281,750
Net cash (used in)/generated from investing activities		**(782,175)**	151,538	**(527,672)**	253,449

Financing activities	Notes	Group 2021	Group 2020	Company 2021	Company 2020
		Rs'000	Rs'000	**Rs'000**	Rs'000
Repayment of borrowings		**(36,203)**	(6,007)	**(687)**	(649)
Redemption of debentures		**(21,068)**	-	**(21,068)**	-
Proceeds from bonds		**1,500,000**	-	**1,500,000**	-
Interest paid		**(223,705)**	(255,793)	**(116,985)**	(116,511)
Dividends paid		**(160,814)**	(405,932)	**(160,814)**	(405,932)
Net cash generated from/(used in) financing activities		**1,058,210**	(667,732)	**1,200,446**	(523,092)
Net cash flows from discontinued operations	26(c)	**1,491**	100,735	**1,491**	100,735
Net increase/(decrease) in cash and cash equivalents		**905,780**	65,063	**893,990**	(29,420)
Cash and cash equivalents - opening		**166,136**	101,073	**31,692**	61,112
Cash and cash equivalents - closing	25**	**1,071,916**	166,136	**925,682**	31,692

The notes on pages 106 to 148 form an integral part of these financial statements.
Independent auditor's report on pages 94 to 97.

* Refer to Note 33 for further information.
** The non-cash transactions are disclosed in Note 25.(b)

Notes to the Financial Statements -
As at 30 June 2021

1. GENERAL INFORMATION

Ascencia Limited (the "Company") and its subsidiaries (the "Group") is a group of real estate companies which hold a portfolio of investment properties in Mauritius. The Company is a public company, limited by shares and incorporated in the Republic of Mauritius since 28 June 2007 under the Companies Act 2001. The address of its registered office is No. 5, President John Kennedy Street, Port Louis. The immediate holding company is Foresite Property Holding Ltd, the intermediate holding company is Rogers and Company Limited and its ultimate holding company is Société Caredas, all incorporated in Mauritius.

These financial statements for the year ended 30 June 2021 have been approved at the meeting of the Board of Directors of the Company on 29 September 2021.

2. SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies adopted in the preparation of these financial statements are set out below.

(a) Basis of operation

"The consolidated and separate financial statements of the Group and the Company have been prepared in accordance with International Financial Reporting Standards ('IFRS') as issued by the International Accounting Standards Board ('IASB') and in compliance with the Companies Act 2001 and the Financial Reporting Act 2004 of Mauritius. The financial statements have been prepared on a historical cost basis, except for investment properties that have been measured at fair value. "

The financial statements are presented in Mauritian Rupees and all values are rounded to the nearest thousand (Rs'000), except where otherwise indicated. Where necessary, comparative figures have been amended to conform with changes in presentation in the current year.

Changes in accounting policies and disclosures

The accounting policies adopted, and methods of computation followed are consistent with those of the previous financial year, except for items disclosed below.

New Standards, Interpretations and Amendments effective in the reporting period

There were several new and amendments to standards and interpretations which are applicable for the first time in the financial year ended 30 June 2021, but either are not relevant or do not have an impact on the consolidated financial statements of the Group.

Definition of a Business – Amendments to IFRS 3 (effective for annual periods beginning on or after 1 Jan 2020)

The amendment to IFRS 3 Business Combinations clarifies that to be considered a business, an integrated set of activities and assets must include, at a minimum, an input and a substantive process that, together, significantly contribute to the ability to create output. Furthermore, it clarifies that a business can exist without including all of the inputs and processes needed to create outputs.

These amendments had no impact on the consolidated financial statements of the Group, but may impact future periods should the Group enter into any business combinations.

Interest Rate Benchmark Reform – Amendments to IFRS 9, IAS 39 and IFRS 7 (effective for annual periods beginning on or after 1 Jan 2020)

The amendments to IFRS 9 and IAS 39 Financial Instruments: Recognition and Measurement provide a number of reliefs, which apply to all hedging relationships that are directly affected by interest rate benchmark reform. A hedging relationship is affected if the reform gives rise to uncertainty about the timing and/or amount of benchmark-based cash flows of the hedged item or the hedging instrument.

These amendments have no impact on the consolidated financial statements of the Group as it does not have any interest rate hedge relationships.

Definition of Material – Amendments to IAS 1 and IAS 8 (effective for annual periods beginning on or after 1 Jan 2020)

The amendments provide a new definition of material that states, "information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements, which provide financial information about a specific reporting entity." The amendments clarify that materiality will depend on the nature or magnitude of information, either individually or in combination with other information, in the context of the financial statements. A misstatement of information is material if it could reasonably be expected to influence decisions made by the primary users. These amendments had no impact on the consolidated financial statements of, nor is there expected to be any future impact to the Group.

The Conceptual Framework for Financial Reporting (effective for annual periods beginning on or after 1 Jan 2020)

The Conceptual Framework is not a standard, and none of the concepts contained therein override the concepts or requirements in any standard. The purpose of the Conceptual Framework is to assist the IASB in developing standards, to help preparers develop consistent accounting policies where there is no applicable standard in place and to assist all parties to understand and interpret the standards. This will affect those entities which developed their accounting policies based on the Conceptual Framework.

The revised Conceptual Framework includes some new concepts, updated definitions and recognition criteria for assets and liabilities and clarifies some important concepts. These amendments had no impact on the consolidated financial statements of the Group.

COVID-19-Related Rent Concessions – Amendment to IFRS 16 (effective for annual periods beginning on or after 1 Jun 2020)

On 28 May 2020, the IASB issued COVID-19-Related Rent Concessions - amendment to IFRS 16 Leases. The amendments provide relief to lessees from applying IFRS 16 guidance on lease modification accounting for rent concessions arising as a direct consequence of the COVID-19 pandemic. As a practical expedient, a lessee may elect not to assess whether a COVID-19 related rent concession from a lessor is a lease modification. A lessee that makes this election accounts for any change in lease payments resulting from the COVID-19 related rent concession the same way it would account for the change under IFRS 16, if the change were not a lease modification.

The amendment applies to annual reporting periods beginning on or after 1 June 2020, with earlier application permitted. This amendment had no impact on the consolidated financial statements of the Group as the Group was not subject to lease modifications as a lessee during the year.

New Standards, Interpretations and Amendments 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.

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

Effective for annual periods beginning on or after

- Interest Rate Benchmark Reform – Phase 2 – Amendments to IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS 16
1 Jan 2021

- COVID-19-Related Rent Concessions beyond 30 June 2021 – Amendment to IFRS 16
1 Apr 2021

- Reference to the Conceptual Framework – Amendments to IFRS 3
1 Jan 2022

- Property, Plant and Equipment: Proceeds before Intended Use – Amendments to IAS 16
1 Jan 2022

- Onerous Contracts – Costs of Fulfilling a Contract – Amendments to IAS 37
1 Jan 2022

- AIP IFRS 1 First-time Adoption of IFRS – Subsidiary as a first-time adopter
1 Jan 2022

- AIP IFRS 9 Financial Instruments – Fees in the '10 per cent' test for derecognition of financial liabilities
1 Jan 2022

- AIP IAS 41 Agriculture – Taxation in fair value measurements
1 Jan 2022

- IFRS 17 Insurance Contracts
1 Jan 2023

- Classification of Liabilities as Current or Non-current - Amendments to IAS 1
1 Jan 2023

- Definition of Accounting Estimates - Amendments to IAS 8
1 Jan 2023

- Disclosure of Accounting Policies - Amendments to IAS 1 and IFRS Practice Statement 2
1 Jan 2023

- Deferred Tax related to Assets and Liabilities arising from a Single Transaction – Amendments to IAS 12
1 Jan 2023

- Sale or Contribution of Assets between an Investor and its Associate or Joint Venture - Amendments to IFRS 10 and IAS 28
Postponed indefinitely

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

Notes to the Financial Statements -
As at 30 June 2021

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

(a) Basis of operation (cont'd)

New Standards, Interpretations and Amendments issued but not yet effective (cont'd)

Classification of Liabilities as Current or Non-current - Amendments to IAS 1 (effective for annual periods beginning on or after 1 Jan 2023)

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; and
- 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 amendments are not expected to have a material impact on the Group.

Definition of Accounting Estimates - Amendments to IAS 8 (effective for annual periods beginning on or after 1 Jun 2023)

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 Group is currently assessing the impact of the amendments to determine the impact they will have on the Group.

Disclosure of Accounting Policies - Amendments to IAS 1 and IFRS Practice Statement 2 (effective for annual periods beginning on or after 1 Jan 2023)

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 assessing the impact of the amendments to determine the impact they will have on the Group's accounting policy disclosures.

Critical accounting estimates and judgements

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in Note 4.

(b) Foreign currencies

Functional and presentation currency

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

(c) Impairment of non-financial assets

At each reporting date, the Group reviews the carrying amounts of its non-financial assets to determine whether there is any indication that those assets have suffered an impairment loss. If any indication exists, the recoverable amount of the asset is estimated to determine the extent of the impairment loss (if any).

Where the asset does not generate cash flows that are independent from other assets, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash generating units for which a reasonable and consistent allocation basis can be identified.

Recoverable amount is higher of the fair value less costs of disposal and 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 assessment of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted. If the recoverable amount of an asset (or cash generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease in other comprehensive income.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) 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 asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, 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) Current versus non-current classification

The Group presents assets and liabilities in the statement of financial position based on current/non-current classification. An asset is current when it is:

- Expected to be realised or intended to be sold or consumed in the normal operating cycle,
- Held primarily for the purpose of trading,
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- it is expected to be settled in the normal operating cycle,
- it is held primarily for the purpose of trading,
- it is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period. The terms of the liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

3. FINANCIAL RISK FACTORS

The Group's activities expose it to a variety of financial risks: fair value interest risk, cash flow risk, credit risk and liquidity risk. The Group's overall risk management focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance. A description of the significant risk factors is given below together with the risk management policy applicable.

Credit risk

The Group's credit risk arises mainly from financial assets at amortised costs, trade receivables and cash and cash equivalents. In view of managing its credit risk, the Group has an established credit policy whereby new customers are individually analysed for credit worthiness for each business activity before offering any standard payment delivery terms and conditions. Based on the assessment, the Group may require the customers to lodge a bank guarantee as a security document.

The amounts presented in the statements of financial position are net of allowances for doubtful debt, estimated by the Group's management based on prior experience and the current economic environment. There are no significant concentrations of credit risk, with exposure spread over a large number of counterparties or customers. Please refer to Note 16 for further information on Trade receivables.

For relevant credit risk management policies for financial assets at amortised cost and cash and cash equivalents, please refer to Note 17 and Note 25 respectively.

Foreign currency risk

The Group operates locally and has no exposure to foreign currency risks.

Interest risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's long-term external debt obligations with variable interest rates. The Group manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings.

Notes to the Financial Statements -
As at 30 June 2021

3. FINANCIAL RISK FACTORS (cont'd)

Interest risk (cont'd)

As at 30 June 2021, if interest rates on external debt had been 50 basis points higher/lower with all other variables held constant, post-tax profit for the year would have been lower/higher as shown below, mainly as a result of higher/lower interest expense on floating rate borrowings:

	Group		Company	
Rupee-denominated borrowings	**2021**	2020	**2021**	2020
	Rs' 000	Rs' 000	**Rs' 000**	Rs' 000
Effect higher/lower on post-tax profit and equity	**25,464**	19,896	**12,329**	8,826

The Group also has interest-bearing loans receivable from related parties. The resulting impact on the Group's income and operating cash flows arising from a change of 50 basis points higher/lower is deemed to be immaterial to the financial statements.

Liquidity risk

Liquidity risk is the risk that the Group will encounter 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 the availability of funding through an adequate amount of committed credit facilities. The Group aims at maintaining flexibility in funding by keeping committed credit lines available. The Company has also the financial support of its holding companies.

Management monitors rolling forecasts of the Group's liquidity reserve on the basis of expected cash flow and does not foresee any major liquidity risk over the next two years.

The table below analyses the Group's net financial liabilities into relevant maturity groupings based on the remaining period at the end of the reporting period to the contractual maturity date.

GROUP	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	Over 5 years	Total
At 30 June 2021	**Rs' 000**	**Rs' 000**	**Rs' 000**	**Rs' 000**	**Rs' 000**
Bank loans	**170,386**	**310,583**	**1,111,403**	**2,843,158**	**4,435,530**
Debentures	**31,602**	**42,136**	**115,874**	**-**	**189,612**
Bonds	**60,790**	**60,790**	**182,535**	**1,895,881**	**2,199,996**
Trade and other payables	**314,479**	**-**	**-**	**-**	**314,479**
Amounts payable to related companies	**4,122**	**-**	**-**	**-**	**4,122**
Dividend payable	**229,038**	**-**	**-**	**-**	**229,038**

Liquidity risk (cont'd)

GROUP	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	Over 5 years	Total
At 30 June 2020	**Rs' 000**	**Rs' 000**	**Rs' 000**	**Rs' 000**	**Rs' 000**
Bank loans	40,962	350,662	1,487,831	2,591,218	4,470,673
Debentures	21,068	31,602	158,010	-	210,680
Bonds	-	-	-	-	-
Trade and other payables	328,482	-	-	-	328,482
Amounts payable to related companies	17,095	-	-	-	17,095
Dividend payable	77,970	-	-	-	77,970

COMPANY	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	Over 5 years	Total
At 30 June 2021	**Rs' 000**	**Rs' 000**	**Rs' 000**	**Rs' 000**	**Rs' 000**
Bank loans	**59,525**	**124,261**	**452,435**	**1,229,227**	**1,865,448**
Debentures	**31,602**	**42,136**	**115,874**	**-**	**189,612**
Bonds	**60,790**	**60,790**	**182,535**	**1,895,881**	**2,199,996**
Trade and other payables	**155,767**	**-**	**-**	**-**	**155,767**
Amounts payable to related companies	**379,454**	**-**	**-**	**-**	**379,454**
Dividend payable	**229,038**	**-**	**-**	**-**	**229,038**

COMPANY	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	Over 5 years	Total
At 30 June 2020	**Rs' 000**	**Rs' 000**	**Rs' 000**	**Rs' 000**	**Rs' 000**
Bank loans	687	136,352	611,452	1,116,963	1,865,454
Debentures	21,068	31,602	158,010	-	210,680
Bonds	-	-	-	-	-
Trade and other payables	183,830	-	-	-	183,830
Amounts payable to related companies	375,332	-	-	-	375,332
Dividend payable	77,970	-	-	-	77,970

Notes to the Financial Statements -
As at 30 June 2021

3. FINANCIAL RISK FACTORS (cont'd)

Capital risk management

The Group's objectives when managing capital are:

- to safeguard the Group and Company's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders, and
- to provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

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

During 2021, the Group's strategy is to maintain an adequate debt-to-capital ratio to be able to secure access to finance at a reasonable cost. The debt-to-capital ratios at 30 June 2021 and at 30 June 2020 were as follows:

	Group		Company	
	2021	2020	**2021**	2020
	Rs' 000	Rs' 000	**Rs' 000**	Rs' 000
Total debt	**6,124,082**	4,687,360	**3,555,066**	2,076,821
Less: cash and cash equivalents	**(1,071,916)**	(166,136)	**(925,682)**	(31,692)
Net debt	**5,052,166**	4,521,224	**2,629,384**	2,045,129
Total equity	**8,746,408**	8,100,358	**5,887,768**	5,904,308
Total capital plus debt	**13,798,574**	12,621,582	**8,517,152**	7,949,437
Debt-to-capital ratio	**36.6%**	35.8%	**30.9%**	25.7%

There were no changes in the Group's approach to capital risk management during the year.

Fair value measurement

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

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

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

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

Fair value measurement (cont'd)

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

External valuers are involved for valuation of significant assets, such as properties and land conversion rights. Involvement of external valuers is determined annually by Management after discussion with and approval by the Group's Audit Committee. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained. Valuers are normally rotated every three years. Management decides, after discussions with the Group's external valuers, which valuation techniques and inputs to use for each case.

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

Please refer to Note 12 for more information on the fair value measurements related to the Group's investment properties.

4. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

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

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing material adjustment to these carrying amounts of assets and liabilities within the next financial year are discussed in the relevant notes, as listed below:

Note 12(g) - Investment property
Note 13(d) - Equipment
Note 15(c) - Investment in joint venture
Note 16 - Trade receivables

Going concern

The Group

The Group recorded a net profit for the year ended 30 June 2021 of Rs 958m (2020: Rs 407m) and as of that date, the Group's current assets exceeded its current liabilities by Rs 1,113m (2020: Rs 199m) and the Group's total assets exceeded its total liabilities by Rs 8,746m (2020: Rs 8,100m).

Accordingly, the directors have prepared the financial statements on the basis of accounting policies applicable to a going concern. This basis presumes that funds will be available to finance future operations and that the realisation of assets and settlement of liabilities will occur in the ordinary course of business.

The Company

At 30 June 2021, the Company's current assets exceeded its current liabilities by Rs 897m (2020: Net current liability position of Rs 226m) and the Company's total assets exceeded its total liabilities by Rs 5,888m (2020: Rs 5,904m).

Taking the above into account, the Company has liquid assets and cash flows to meet all its current obligations and financial commitments over at least the next 12 months from the date of approval of the separate financial statements. Consequently, the Directors have concluded that it is appropriate to prepare the separate financial statements on a going concern basis.

Limitation of sensitivity analysis

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

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

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As at 30 June 2021

5. REVENUE AND OTHER INCOME

Accounting policy

Revenue recognition

The Group earns revenue from acting as a lessor in operating leases on its portfolio of investment properties, which do not transfer substantially all of the risks and rewards incidental to ownership of an investment property.

Details related to the nature and measurement of revenue are set out below:

Rental income

Rental income is derived mainly from the leasing out of retail areas, outside seating areas, "drive thrus", ATMs, car-wash areas, promotional kiosks, mezzanines, 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 statement of profit or loss due to its operating nature.

Recoveries

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

Exhibitions and advertising

Exhibitions and advertising revenue represents consideration received from tenants for services undertaken and managed by the Group, including general marketing, public relations management and promotions in respect of the shopping centres. These services are specified in the lease agreements and separately invoiced. Exhibitions and advertising revenue is recognised over the period for which the services are rendered and corresponding expenses are matched.

(a) Revenue from operations

	Group		Company	
	2021	2020	**2021**	2020
Rental income:	**Rs'000**	Rs'000	**Rs'000**	Rs'000
- Rental income	**950,461**	932,367	**401,114**	374,308
- Straight-line adjustment	**18,014**	28,890	**1,752**	20,410
Recoveries	**341,566**	340,862	**131,969**	128,926
Exhibitions and advertising	**28,184**	30,976	**14,551**	13,990
	1,338,225	1,333,095	**549,386**	537,634

The Company maintains lease agreements with tenants for durations typically lasting from 1 to 10 years. These agreements include clauses for annual escalation of the rental charge to cover future inflationary increases. Certain leases contain options to break before the end of the lease term.

5. REVENUE AND OTHER INCOME (cont'd)

(a) Revenue from operations (cont'd)

Future minimum rental income receivable under operating leases as at 30 June are as follows.

	Group		Company	
	2021	2020	**2021**	2020
	Rs'000	Rs'000	**Rs'000**	Rs'000
Within 1 year	**916,552**	958,256	**413,007**	406,870
After 1 year, but not more than 5 years	**2,039,540**	1,906,919	**962,569**	906,360
More than 5 years	**556,729**	549,447	**361,458**	296,513
	3,512,821	3,414,622	**1,737,034**	1,609,743

(b) Investment and other income

Accounting policy

(i) Other revenue earned by the Group is recognised on the following basis:
- Dividend income - when the shareholder's right to receive payment is established.

	Group		Company	
	2021	2020	**2021**	2020
	Rs'000	Rs'000	**Rs'000**	Rs'000
Dividend income	**-**	-	**-**	221,750
Other income	**5,586**	6,118	**3,801**	5,225
	5,586	6,118	**3,801**	226,975

Other income principally includes sundry rental income from other lettable space including roofs, refunds from insurance claims and other recoveries and refunds.

Notes to the Financial Statements -
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6. DIRECT OPERATING EXPENSES ARISING FROM INVESTMENT PROPERTY

	Group		Company	
	2021	2020	**2021**	2020
	Rs'000	Rs'000	**Rs'000**	Rs'000
Utilities and other recharges	**172,586**	187,027	**51,453**	53,191
Property management fees	**44,856**	41,082	**18,797**	16,196
Exhibition and marketing	**47,383**	36,596	**21,697**	19,441
Cleaning	**35,456**	36,164	**19,520**	18,978
Security fees	**26,401**	22,695	**15,362**	13,018
Insurance	**8,370**	7,999	**3,569**	3,379
Rent, taxes and licences	**3,002**	3,346	**2,556**	2,958
Other direct operating expenses	**43,219**	44,618	**9,162**	25,690
	381,273	379,527	**142,116**	152,851

Other direct operating expenses include principally expenses related to 'safe shopping' initiatives, repairs and maintenance, gardening maintenance costs, hardware tools and consumables.

7. ADMINISTRATIVE EXPENSES

	Group		Company	
	2021	2020	**2021**	2020
	Rs'000	Rs'000	**Rs'000**	Rs'000
Fund management fees	**37,245**	33,502	**37,245**	33,502
Asset management fees	**64,998**	64,480	**25,379**	25,944
Professional fees	**14,592**	12,651	**12,554**	11,238
Letting commission	**12,776**	9,850	**4,565**	3,926
Depreciation	**10,518**	9,315	**3,395**	3,033
Impairment of TDS receivable*	**-**	4,738	**-**	-
Other administrative expenses	**9,776**	1,168	**10,548**	53
	149,905	135,704	**93,686**	77,696

Other administrative expenses principally include corporate strategy costs and investor relations, bank charges and other sundry administrative costs.

* Impairment of TDS receivable in the prior year has been reclassified from Net impairment losses on financial assets to Administrative expenses given that TDS is not considered as a financial asset.

8. NET IMPAIRMENT LOSSES ON FINANCIAL ASSETS

	Group		Company	
	2021	2020	**2021**	2020
	Rs'000	Rs'000	**Rs'000**	Rs'000
Loss allowance on trade receivables	**52,905**	16,412	**15,345**	8,487
Specific allowance made for COVID-19	**73,206**	186,600	**30,441**	76,400
	126,111	203,012	**45,786**	84,887

Please refer to Note 16 for further information on trade receivables.

9. NET FINANCE COSTS

Accounting policy - Net finance costs

The Group's finance income and finance costs include:

Interest income or expense is recognised using the effective interest method. The 'effective interest rate' is the rate that exactly discounts estimated future cash payments through the expected life of the financial instrument to:

- the gross carrying amount of the financial asset; or

- the amortised cost of the financial liability.

Interest income from loan from related parties and interest on rental in arrears and penalty interest are both calculated using the effective interest rate as described above.

In calculating interest income or expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit impaired) or to the amortised cost of the liability. 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 net 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.

(a) Finance income

	Group		Company	
	2021	2020	**2021**	2020
	Rs'000	Rs'000	**Rs'000**	Rs'000
Interest on loans to related parties	**12,115**	18,089	**10,451**	8,870
Interest on rental in arrears and penalty interest	**5,137**	2,319	**826**	-
Interest on investments with the Bank of Mauritius	**468**	-	**468**	-
	17,720	20,408	**11,745**	8,870

Notes to the Financial Statements -
As at 30 June 2021

9. NET FINANCE COSTS (cont'd)

Accounting policy - Net finance costs (cont'd)

(b) Finance costs

	Group		Company	
	2021	2020	**2021**	2020
	Rs'000	Rs'000	**Rs'000**	Rs'000
Interest on bank loans and other loans repayable by instalments	**182,847**	240,108	**76,127**	100,527
Interest on other loans not repayable by instalments	**-**	-	**-**	299
Interest on preference shares	**-**	2,920	**-**	2,920
Interest on debentures	**12,641**	12,641	**12,641**	12,641
Interest on bonds	**28,384**	-	**28,384**	-
Interest income on arrears refunded	**-**	124	**-**	124
	223,872	255,793	**117,152**	116,511
NET FINANCE COSTS	**206,152**	235,385	**105,407**	107,641

Total interest income on financial assets that are measured at amortised cost for the year was Rs 12.6m (2020 Rs 18.1m) for the Group and Rs 10.9m (2020: Rs 8.9m) for the Company.

10. TAX CHARGE

Accounting policy

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

Current tax

The current income tax charge is based on taxable income for the year calculated on the basis of tax laws enacted or substantively enacted by the end of the reporting year.

	Group		Company	
	2021	2020	**2021**	2020
	Rs'000	Rs'000	**Rs'000**	Rs'000
(a) Current tax on the adjusted profit for the year at 15% (2020: 15%)	**12,631**	35,993	**3,672**	10,454
Deferred tax (Note 21 (b))	**76,326**	47,954	**31,182**	26,628
Corporate social responsibility tax	**2,422**	4,745	**1,228**	1,394
(Over)/under provision	**(182)**	610	**(446)**	-
	91,197	89,302	**35,636**	38,476

10. TAX CHARGE (cont'd)

Current tax (cont'd)

(b) The tax on the profit before tax differs from the theoretical amount that would arise using the basic tax rate as follows:

	Group		Company	
	2021	2020	**2021**	2020
	Rs'000	Rs'000	**Rs'000**	Rs'000
Profit before tax	**1,049,118**	490,619	**330,967**	195,811
Tax calculated at 15% (2020: 15%)	**157,368**	73,594	**49,645**	29,372
Share of profit in joint venture	**(4,799)**	716	**-**	-
Expenses not deductible for tax purposes	**9,541**	5,960	**8,228**	5,851
Income not subject to tax	**(5,781)**	(37,306)	**(2,115)**	(35,708)
Corporate social responsibility tax (CSR)	**2,422**	4,745	**1,228**	1,394
Fair value movements on investment property not subject to tax	**(80,514)**	29,459	**(24,716)**	34,533
Deferred tax rate differential due to CSR	**13,142**	11,524	**3,812**	3,034
(Over)/under provision	**(182)**	610	**(446)**	-
Current tax charge	**91,197**	89,302	**35,636**	38,476

(c) Net tax assets

	Group		Company	
	2021	2020	**2021**	2020
	Rs'000	Rs'000	**Rs'000**	Rs'000
At 01 July,	**(9,054)**	(5,575)	**(11,504)**	(3,658)
Provision for the year	**12,631**	35,993	**3,672**	10,454
Tax paid during the year	**1,644**	(23,838)	**5,714**	-
Provision for CSR contribution	**2,422**	4,745	**1,228**	1,394
CSR paid during the year	**(1,022)**	(5,589)	**(734)**	(1,057)
Tax deducted at source	**(41,718)**	(15,400)	**(17,340)**	(18,637)
Over/(under) provision	**(182)**	610	**(446)**	-
At 30 June,	**(35,279)**	(9,054)	**(19,410)**	(11,504)
Current tax assets	**(83,856)**	(63,006)	**(35,172)**	(35,056)
Current tax liabilities	**48,577**	53,952	**15,762**	23,552
	(35,279)	(9,054)	**(19,410)**	(11,504)

Notes to the Financial Statements -
As at 30 June 2021

11. EARNINGS PER SHARE

	Group		Company	
	2021	2020	**2021**	2020
	Rs'000	Rs'000	**Rs'000**	Rs'000
Profit attributable to equity holders of the parent	**957,932**	406,609	**295,342**	162,627
Number of ordinary shares in issue - Class A	**487,314,989**	487,314,989	**487,314,989**	487,314,989
Earnings per share				
Basic and Diluted (Rs.) - Class A	**1.97**	0.84		

12. INVESTMENT PROPERTY

(a) Accounting policy

Investment property which is property held to earn rentals and/or for capital appreciation is initially measured at cost, including transaction costs. Subsequent to initial recognition investment property is carried at fair value at the end of the reporting period. Gains and losses arising from changes in the fair value are included in the profit or loss for the period in which they arise. Property that is being constructed or developed for future use as investment properties are treated as investment property.

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 property is derecognised when it is disposed of or when the investment property is permanently withdrawn from use and no future economic benefit is expected. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in the statement of profit or loss and other comprehensive income in the period of derecognition.

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.

(b) Fair value model

	Group		Company	
	2021	2020	**2021**	2020
	Rs'000	Rs'000	**Rs'000**	Rs'000
At 1 July,	**12,744,899**	12,293,927	**4,866,077**	4,795,753
Capitalised expenditure	**527,129**	358,723	**132,724**	236,163
Straight lining adjustment	**18,014**	28,890	**1,752**	20,410
Letting commission adjustment	**3,800**	(9,850)	**3,573**	(3,926)
Disposal	**-**	(36,600)	**-**	(36,600)
Change in fair value	**536,757**	109,809	**164,775**	(145,723)
At 30 June,	**13,830,599**	12,744,899	**5,168,901**	4,866,077

12. INVESTMENT PROPERTY (cont'd)

(b) Fair value model (cont'd)

The investment property valuations at 30 June 2021 were performed by Mills Fitchet, an accredited independent valuer with a 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, and the valuation models are consistent with the principles in IFRS 13.

(c) Valuation process

The Group's valuation policies and procedures for the investment property valuations are determined by the asset management team. Each year, the asset management team recommend the appointment of an independent external valuer, subject to the approval of the Risk Management and Audit Committee ("RMAC"), who is responsible for the external valuations of the Group's 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 present the Group's final valuation results to the RMAC and the Group's 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.

(d) Fair value measurement

Valuation technique

The fair value of investment properties is determined using a discounted cash-flow (DCF) method. 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.

The basis of valuation is 'market value' and this is defined by the Royal Institution of Chartered Surveyor, South African Institute of Valuers and International Valuation Standards Committee. For all investment properties that are measured at fair value, the current use of the properties is considered the highest and best use.

Notes to the Financial Statements -
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12. INVESTMENT PROPERTY (cont'd)

(d) Fair value measurement (cont'd)

Fair value hierarchy

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.

Significant unobservable inputs

The significant unobservable inputs and their quantitative information used in the fair value measurements are as follows:

	Group		Company	
	2021	2020	2021	2020
Discount rate	10.75% - 13.00%	10.75% - 14.50%	11.75% - 13.00%	12.00% - 13.25%
Reversionary rate	7.00% - 9.25%	7.75% - 9.25%	8.00% - 9.25%	8.25% - 9.25%
Net property income	Rs 17m - Rs 479m	Rs 17m - Rs 443m	Rs 17m - Rs 206m	Rs 17m - Rs 214m
Gross lettable area	132,738 m^2	124,727 m^2	61,804 m^2	58,853 m^2
Market rental growth	4.00%	2.00% - 5.00%	4.00%	2.00% - 5.00%
Expense growth	3.50%	3.50%	3.50%	3.50%
Void periods	1 - 3 months	0 - 6 months	1 - 3 months	0 - 6 months
Vacancy rate	0% - 3.50%	1% - 2.50%	1% - 3.50%	1% - 2.50%

Interrelationships between unobservable inputs

Estimated fair value would increase (decrease) if the following respective movement were to occur in isolation:

- 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, interrelationships 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.

12. INVESTMENT PROPERTY (cont'd)

(d) Fair value measurement (cont'd)

Interrelationships between unobservable inputs (cont'd)

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.

	Group		Company	
	2021	2021	2021	2021
	0.50% increase	0.50% decrease	0.50% increase	0.50% decrease
Discount rate	Rs'000	Rs'000	Rs'000	Rs'000
- (Decrease)/Increase in fair value	(264,411)	271,443	(96,076)	98,717
	0.50% increase	0.50% decrease	0.50% increase	0.50% decrease
Reversionary rate	Rs'000	Rs'000	Rs'000	Rs'000
- (Decrease)/Increase in fair value	(605,316)	692,721	(195,488)	221,080

(e) The following amounts have been recognised in profit or loss:

	Group		Company	
	2021	2020	2021	2020
	Rs'000	Rs'000	Rs'000	Rs'000
Rental income and straight lining	968,475	961,257	402,866	394,718
Recoveries	341,566	340,862	131,969	128,926
Direct operating expenses arising from investment properties that generate rental income	(381,273)	(379,527)	(142,116)	(152,851)

(f) Bank borrowings (Note 20(a)) are secured by floating charges on the assets of the Group and of the Company, including investment properties.

Notes to the Financial Statements -
As at 30 June 2021

12. INVESTMENT PROPERTY (cont'd)

(g) Critical accounting estimates

Fair value of investment property

The Group carries its investment property at fair value, with changes in fair value being recognised in the statement of profit or loss and other comprehensive income. The Group engaged an independent valuer to determine the fair value of investment properties. 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 the long term vacancy rate.

Deferred tax on investment property

For the purposes of measuring deferred tax liabilities or deferred tax assets arising from investment property, the Directors reviewed the Group's investment property portfolio and concluded that 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.

Therefore, in determining the Group's deferred taxation on investment property, the Directors have determined that the presumption that the carrying amounts of investment property measured using the fair value model is recovered entirely through sale is not rebutted. 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.

13. EQUIPMENT

(a) Accounting Policy

The cost of equipment is recognised as an asset when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably.

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

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

	Years
Machinery and equipment	5
Furniture and fittings	4-5

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

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

Gains and losses on disposals of equipment are determined by comparing proceeds with carrying amount and are included in profit or loss.

The Group derecognises an asset when the equipment is disposed, or when no future economic benefits are expected from use.

13. EQUIPMENT (cont'd)

(b)

GROUP	Assets in progress	Machinery and equipment	Furniture and fittings	Total
COST	**Rs'000**	**Rs'000**	**Rs'000**	**Rs'000**
At 01 July 2019	2,119	48,471	2,700	53,290
Additions	562	7,640	-	8,202
Transfer	(357)	357	-	-
At 30 June 2020	**2,324**	**56,468**	**2,700**	**61,492**
Additions	**990**	**4,624**	**-**	**5,614**
Transfer	**(127)**	**127**	**-**	**-**
Assets written off	**-**	**(11,986)**	**-**	**(11,986)**
At 30 June 2021	**3,187**	**49,233**	**2,700**	**55,120**
DEPRECIATION				
At 01 July 2019	-	24,355	2,103	26,458
Charge for the year	-	9,178	136	9,314
At 30 June 2020	**-**	**33,533**	**2,239**	**35,772**
Charge for the year	**-**	**10,057**	**461**	**10,518**
Assets written off	**-**	**(11,986)**	**-**	**(11,986)**
At 30 June 2021	**-**	**31,604**	**2,700**	**34,304**
NET BOOK VALUE				
At 30 June 2021	**3,187**	**17,629**	**-**	**20,816**
At 30 June 2020	2,324	22,935	461	25,720

Depreciation of Rs 10,518k (2020: Rs 9,314k) has been charged to administrative expenses.

Bank borrowings are secured by floating charges on the assets of the Group, including equipment.

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13. EQUIPMENT (cont'd)

(c)

COMPANY	Office equipment	Other equipment	Total
COST	Rs'000	Rs'000	Rs'000
At 01 July 2019	1,655	11,591	13,246
Additions	-	5,872	5,872
At 30 June 2020	**1,655**	**17,463**	**19,118**
Additions	**-**	**3,448**	**3,448**
Assets written off	**(1,655)**	**(1,994)**	**(3,649)**
At 30 June 2021	**-**	**18,917**	**18,917**
DEPRECIATION			
At 01 July 2019	1,655	5,652	7,307
Charge for the year	-	3,033	3,033
At 30 June 2020	**1,655**	**8,685**	**10,340**
Charge for the year	**-**	**3,395**	**3,395**
Assets written off	**(1,655)**	**(1,994)**	**(3,649)**
At 30 June 2021	**-**	**10,086**	**10,086**
NET BOOK VALUE			
At 30 June 2021	**-**	**8,831**	**8,831**
At 30 June 2020	-	8,778	8,778

Depreciation of Rs 3,395k (2020: Rs.3,033k) has been charged to administrative expenses.

(d) Critical accounting estimates and assumptions

Depreciation policies - Asset lives and residual values

Equipment is depreciated over its useful life taking into account residual values, where appropriate. The actual lives of the assets and residual values are assessed annually and may vary depending on a number of factors. In reassessing asset lives, factors such as technological innovation, and maintenance programmes are taken into account. Residual value assessments consider issues such as future market conditions, the remaining life of the asset and projected disposal values. Consideration is also given to the extent of current profits and losses on the disposal of similar assets.

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

14. INVESTMENT IN SUBSIDIARY COMPANIES

(a) Accounting Policy

Separate financial statements of the investor

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

Consolidated financial statements

Subsidiaries are all entities over which the Group has control. The Group controls an entity when the Group is exposed to or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity.

Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are de-consolidated from the date that control ceases.

The acquisition method of accounting is used to account for business combinations by the Group. The consideration transferred for the acquisition of a subsidiary is the fair value of the assets transferred, the liabilities incurred and the equity interests issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Acquisition-related costs are expensed as incurred. Identifiable assets acquired, and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date.

The excess of the consideration transferred, the amount of any non-controlling interests in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree (if any) over the fair value of the Group's share of the identifiable net assets acquired is recorded as goodwill. If this is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognised directly in the profit or loss as a bargain purchase gain.

Intercompany transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

Transactions and non-controlling interests

The Group treats transactions with non-controlling interests as transactions with equity owners of the Group. Gains or losses on disposals to non-controlling interests are also recorded in equity.

Disposal of subsidiaries

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

	Company	
	2021	2020
	Rs'000	Rs'000
At 01 July	**3,366,972**	2,991,640
Additions	**-**	375,332
At 30 June	**3,366,972**	3,366,972

Notes to the Financial Statements -
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14. INVESTMENT IN SUBSIDIARY COMPANIES (cont'd)

(b) The subsidiary companies of Ascencia Limited (all incorporated and operating in Mauritius) are as follows:

Name	Class of shares held	Year end	Stated capital	Proportion of ownership interest		Main business
			Rs'000	2021	2020	
Bagaprop Limited	Ordinary shares	30 June	1,252,101	100%	100%	Investment properties
Floreal Commercial Centre Limited	Ordinary shares	30 June	699,332	100%	100%	Investment properties

15. INVESTMENT IN JOINT VENTURE

Accounting policy

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

Joint venture is accounted for using the equity method. Under this method, the investment is initially recognised at cost and the carrying amount is increased or decreased to recognise the Group's share of the profit or loss of the joint venture after the date of acquisition. The Group's share of its joint venture's post acquisition profits or losses is recognised in the Statements of Profit or Loss and its share of post acquisition movements in reserves in other comprehensive income.

In the separate financial statements of the Company, investments in subsidiaries and joint venture are carried at cost. The carrying amount is reduced to recognise any impairment in the value of individual investments.

	Group		Company	
	2021	2020	**2021**	2020
	Rs'000	Rs'000	**Rs'000**	Rs'000
At 01 July	**135,753**	140,528	**104,200**	104,200
Share of profit/(loss)	**31,991**	(4,775)	**-**	-
At 30 June	**167,744**	135,753	**104,200**	104,200

(a) Details of the joint venture at the end of the reporting period are as follows:

Name	Year end	Principal activity	Country of incorporation and place of business	Proportion of interest and voting rights held	
				2021	2020
The Beauvallon Shopping Mall Ltd ("Bo'Valon")	30 June	Investment properties	Mauritius	**50%**	50%

The Beauvallon Shopping Mall Ltd is a private company and there is no quoted market price available for its shares.

15. INVESTMENT IN JOINT VENTURE (cont'd)

(b) **Summarised financial information**

Summarised financial information of the joint venture, based on its IFRS financial statements and reconciliation with the carrying amount of the investment in the consolidated financial statements are set out below.

Summarised statement of financial position	Bo'Valon 2021	Bo'Valon 2020
	Rs'000	Rs'000
Current assets	**44,894**	47,600
Non-current assets	**845,802**	824,457
Current liabilities	**(546,241)**	(587,602)
Non-current liabilities	**(8,967)**	(12,948)
Equity	**335,488**	271,507
Group's share in equity - 50% (2020: 50%)	**167,744**	135,754
Goodwill	**-**	-
Group's carrying amount of the investment	**167,744**	135,754
The amounts of assets and liabilities include the following:		
Cash and cash equivalents	**-**	-
Current financial liabilities (excluding trade and other payables and provisions)	**508,247**	488,379
Noncurrent financial liabilities (excluding trade and other payables and provisions)	**-**	-

Summarised statement of profit or loss and other comprehensive income		
Revenue	**121,449**	74,049
Profit/(loss) for the year/total comprehensive income for the year	**63,983**	(9,549)
The above profit/(loss) for the year include the following:		
Depreciation	**321**	184
Interest expense	**15,789**	10,292
Tax (charge)/credit	**(15,439)**	6,457

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As at 30 June 2021

15. INVESTMENT IN JOINT VENTURE (cont'd)

(c) Critical accounting estimates and assumptions

Significant judgements and assumptions are made in determining whether an entity has joint control or significant influence over another entity and the type of joint arrangement. In considering the classification, management considers whether control exists, the nature and structure of the relationship and other facts and circumstances.

The Beauvallon Shopping Mall Ltd ("Bo'Valon") is a private company with limited liability whose legal form confers separation between the parties to the joint arrangement and the Company itself. There is no contractual arrangement or any other facts and circumstances that indicate that the parties to the joint arrangement have rights to the assets and obligations for the liabilities of the joint arrangement. In management's judgement, Bo'Valon is classified as a joint venture entity by virtue of the fact that each of the two shareholders controls exactly 50% of the voting rights and therefore exercise joint control on the company.

16. TRADE RECEIVABLES

Accounting policy

Trade receivables arising from revenue from customers are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest. They are initially recognised at their original invoiced value except where the time value of money is material, in which case rent receivables are recognised at fair value and subsequently measured at amortised cost. A gain or loss on trade receivables is recognised in profit or loss when it is derecognised or impaired.

Impairment of trade receivables

Impairment provisions for trade receivables are recognised based on the simplified approach within IFRS 9 using the lifetime expected credit losses. In this process, the probability of the non-payment of the trade receivables is assessed. This probability is then multiplied by the amount of the expected loss arising from default to determine the lifetime expected credit loss for the trade receivables. The probability of default is determined based on characteristics of the debtors including number of months of rental in arrears and the ratio of turnover to rental expense. For trade receivables, which are reported net, such provisions are recorded in a separate provision account with the loss being recognised in the statement of profit or loss and other comprehensive income. On confirmation that the trade receivable will not be collectible, the gross carrying value of the asset is written off against the associated provision.

Management has also included a specific overlay with regards to certain debtors who have been the most impacted by COVID-19. These were calculated based on one-on-one discussions and took into account credit characteristics and the tenant's ability to repay their dues and the circumstances leading to their financial difficulty.

Write-off

The gross carrying amount of a financial asset is written off when the Group has no reasonable expectation of recovering a financial asset in its entirety or a portion thereof. 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.

	Group		Company	
	2021	2020	**2021**	2020
	Rs'000	Rs'000	**Rs'000**	Rs'000
Trade receivables (Note 16 (a))	**220,395**	299,390	**97,078**	119,743
Less: loss allowance (Note 16 (b))	**(176,939)**	(218,117)	**(77,811)**	(93,675)
Trade receivables - net	**43,456**	81,273	**19,267**	26,068

The carrying amounts of trade and other receivables approximate their fair values.

16. TRADE RECEIVABLES (cont'd)

(a) Expected credit losses on trade receivables

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

The expected loss rates are based on the default profiles of balances pertaining to different aged buckets. Management also applies specific provisions on balances where it is aware that the tenant is in financial difficulty. In this respect, management made a specific provision on all unpaid rentals where the tenants faced difficulties in meeting their rentals due to the COVID-19 lockdown. Management also considers macro-economic factors on the historical loss rates and believes that GDP is the variable that may have the most significant impact on expected credit losses. As at 30 June 2021, the outlook for GDP is positive. However, management is of the view that any adjustment to reflect changes in macro-economic variables would not be material given the short-term nature of the Group's trade receivables and the fact that many of the unimpaired balances are covered by security deposits.

On that basis, the loss allowance as at 30 June 2021 and 30 June 2020 was determined as follows.

GROUP	Less than 1 month	1 - 3 months	More than 3 months	Total
At 30 June 2021	**Rs'000**	**Rs'000**	**Rs'000**	**Rs'000**
Gross carrying amount				
- Trade receivables	**66,756**	**57,848**	**95,791**	**220,395**
- Provision for COVID-19	**(30,959)**	**(21,228)**	**(40,120)**	**(92,307)**
	35,797	**36,620**	**55,671**	**128,088**
Loss rate	**31%**	**58%**	**94%**	
Loss allowance	**10,989**	**21,188**	**52,455**	**84,632**
At 30 June 2020				
Gross carrying amount				
- Trade receivables	80,307	167,354	51,729	299,390
- Provision for COVID-19	(53,053)	(101,306)	(32,241)	(186,600)
	27,254	66,048	19,488	112,790
Loss rate	19%	21%	64%	
Loss allowance	5,254	13,784	12,479	31,517

COMPANY	Less than 1 month	1 - 3 months	More than 3 months	Total
At 30 June 2021	Rs'000	Rs'000	Rs'000	Rs'000
Gross carrying amount				
- Trade receivables	25,518	26,771	44,789	97,078
- Provision for COVID-19	(7,759)	(8,140)	(13,619)	(29,519)
	17,759	18,631	31,170	67,559
Loss rate	43%	64%	92%	
Loss allowance	7,695	11,841	28,756	48,292

Notes to the Financial Statements -
As at 30 June 2021

16. TRADE RECEIVABLES (cont'd)

(a) Expected credit losses on trade receivables (cont'd)

COMPANY (cont'd)	Less than 1 month	1 - 3 months	More than 3 months	Total
At 30 June 2020	Rs'000	Rs'000	Rs'000	Rs'000
Gross carrying amount				
- Trade receivables	34,143	66,032	19,568	119,743
- Provision for COVID-19	(21,784)	(42,131)	(12,485)	(76,400)
	12,359	23,901	7,083	43,343
Loss rate	26%	29%	100%	
Loss allowance	3,179	7,013	7,083	17,275

(b) Movements on loss allowance are as follows:

	Group		Company	
	2021	2020	2021	2020
	Rs'000	Rs'000	Rs'000	Rs'000
At 1 July,	218,117	16,769	93,675	10,452
Charge for the year	126,111	203,012	45,786	84,887
Write-offs against COVID-19 provision	(150,029)	-	(54,517)	-
Other write-offs	(17,260)	(1,664)	(7,133)	(1,664)
At 30 June,	176,939	218,117	77,811	93,675

17. FINANCIAL ASSETS AT AMORTISED COST

Accounting policy

Financial assets at amortised costs include those assets held with a view of collecting contractual cash flows which are solely payments of principal and interest. They are initially recognised at fair value plus transactions costs that are directly attributable to their acquisition or issue and are subsequently carried at amortised cost using the effective interest rate method less any provision from impairment.

Other receivables, including loans receivable, 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.

The Group has recorded an impairment by considering the previous repayment behaviours and assessing the future cash flow forecasts covering the contractual period of the loan. The Group does not expect any default from them and is certain of their ability to pay their debts as they become due in the normal course of business and/or in any adverse economic and business conditions. Consequently, the probability of default is considered negligible, and the Group has not accounted for any impairment loss.

17. FINANCIAL ASSETS AT AMORTISED COST (cont'd)

Accounting policy (cont'd)

	Group		Company	
	2021	2020	2021	2020
	Rs'000	Rs'000	Rs'000	Rs'000
Short-term deposit with intermediate holding company	453,431	170,135	453,431	49,053
Amount receivable from subsidiary company	-	-	-	80,000
Short-term loan to holding entity with significant influence	-	20,000	-	20,000
Amount receivable from holding entity with significant influence	-	37	-	37
Short-term loan to joint venture	155,000	155,000	155,000	155,000
Amount receivable from joint venture	644	1,888	601	1,888
Short-term loan to subsidiary company	-	-	100,000	-
Amount receivable from subsidiary company	-	-	191	-
	609,075	347,060	709,223	305,978

The short-term deposit with the intermediate holding company is unsecured, interest-bearing and repayable at call.

The short-term loans to the joint venture and subsidiary are unsecured, interest-bearing and repayable at call.

The carrying amount of financial assets at amortised cost approximate their fair values.

18. OTHER ASSETS

	Group		Company	
	2021	2020	2021	2020
	Rs'000	Rs'000	Rs'000	Rs'000
Prepayments	28,047	7,325	27,071	4,082
Other receivables	75,833	74,013	51,826	53,683
	103,880	81,338	78,897	57,765

Other receivables include principally an amount receivable on sale of a plot of land, advance deposits with authorities, small equipment and other sundry receivables.

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19. STATED CAPITAL

Accounting policy

Ordinary shares are classified as equity.

Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax from proceeds.

	Authorised and Issued number of shares		Issued and fully paid	
	2021	2020	**2021**	2020
			Rs'000	Rs'000
At 01 July	**487,314,989**	484,817,301	**4,460,068**	4,411,401
Conversion of preference shares	**-**	2,497,688	**-**	48,667
At 30 June	**487,314,989**	487,314,989	**4,460,068**	4,460,068

Ordinary shares carry one vote per share, carry a right to dividends and have no par value.

20. BORROWINGS

Accounting policy

Financial liabilities are initially recognised at fair value plus/minus transaction costs for financial liabilities not subsequently measured at fair value through profit or loss. Interest-bearing bank loans and overdrafts are subsequently measured at amortised cost and finance costs are calculated using the effective interest method.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least twelve months after the end of the reporting period.

	Group		Company	
	2021	2020	**2021**	2020
Non-Current	**Rs'000**	Rs'000	**Rs'000**	Rs'000
Bank loans (note (a))	**4,264,084**	4,429,711	**1,805,929**	1,865,454
Debentures (note (b))	**158,010**	189,612	**158,010**	189,612
Bonds (note (c))	**1,500,000**	-	**1,500,000**	-
Total non-current	**5,922,094**	4,619,323	**3,463,939**	2,055,066
Current				
Bank loans (note (a))	**170,386**	40,962	**59,525**	687
Debentures (note (b))	**31,602**	21,068	**31,602**	21,068
Total current	**201,988**	62,030	**91,127**	21,755
Total	**6,124,082**	4,681,353	**3,555,066**	2,076,821

20. BORROWINGS (cont'd)

Accounting policy (cont'd)

GROUP

2021	Bank loans	Convertible preference shares	Debentures	Bonds	Total
	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
At 1 July,	**4,470,673**	**-**	**210,680**	**-**	**4,681,353**
Repayment of loans	**(36,203)**	**-**	**-**	**-**	**(36,203)**
Redemption of debentures	**-**	**-**	**(21,068)**	**-**	**(21,068)**
Proceeds from bonds	**-**	**-**	**-**	**1,500,000**	**1,500,000**
At 30 June,	**4,434,470**	**-**	**189,612**	**1,500,000**	**6,124,082**

2020	Bank loans	Convertible preference shares	Debentures	Bonds	Total
	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
At 1 July,	4,476,680	48,667	210,680	-	4,736,027
Repayment of loans	(6,007)	-	-	-	(6,007)
Conversion of preference shares	-	(48,667)	-	-	(48,667)
At 30 June,	4,470,673	-	210,680	-	4,681,353

COMPANY

2021	Bank loans	Convertible preference shares	Debentures	Bonds	Total
	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
At 1 July,	**1,866,141**	**-**	**210,680**	**-**	**2,076,821**
Repayment of loans	**(687)**	**-**	**-**	**-**	**(687)**
Redemption of debentures	**-**	**-**	**(21,068)**	**-**	**(21,068)**
Proceeds from bonds	**-**	**-**	**-**	**1,500,000**	**1,500,000**
At 30 June,	**1,865,454**	**-**	**189,612**	**1,500,000**	**3,555,066**

2020	Bank loans	Convertible preference shares	Debentures	Bonds	Total
	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
At 1 July,	1,866,790	48,667	210,680	-	2,126,137
Repayment of loans	(649)	-	-	-	(649)
Conversion of preference shares	-	(48,667)	-	-	(48,667)
At 30 June,	1,866,141	-	210,680	-	2,076,821

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20. BORROWINGS (cont'd)

(a) Bank borrowings

The bank loans are secured by floating charges over assets of the Group. The rates of interest on these loans vary between 3.85% and 4.25% (2020: between 4.1% and 5.75%).

(b) Debentures

In the financial year 2016, the Company issued 17,556,676 redeemable debentures at an issue price of Rs 12.00 each, totalling Rs 210,680,112.

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 Company. This will be paid in priority to dividends payable to Class A ordinary shareholders and preference shareholders. Coupon payment shall be paid in June of each financial year.
- Debenture-holders will not have the right to receive notice of, or attend, or vote on a poll at the shareholders' meetings of the Company.
- Debentures shall be redeemed automatically on 30th June of every financial year over 5 consecutive years starting 30 June 2021, without paying any additional fee.

(c) Bonds

During the year, the Company has issued 1,500 bonds at a nominal issue price of Rs 1m per bond, amounting to Rs 1.5bn (2020: Nil) out of an approved bond programme of Rs 2.5bn.

Salient features of the bonds are as follows:

- The blended interest rate is 4.05% and interest is paid bi-annually.
- Bondholders will not have the right to receive notice of, or attend, or vote on a poll at the shareholders' meetings of the Company.
- The average tenor of the bonds in issue is 11.8 years and will be redeemed in bullet at maturity.

The maturity of non-current borrowings is as follows:

	Group		Company	
	2021	2020	**2021**	2020
	Rs'000	Rs'000	**Rs'000**	Rs'000
Between 1 and 2 years	**353,784**	237,217	**166,398**	91,128
Between 2 and 5 years	**1,230,474**	1,081,396	**568,309**	506,111
Greater than 5 years	**4,337,836**	3,300,710	**2,729,232**	1,457,827
	5,922,094	4,619,323	**3,463,939**	2,055,066

The carrying amounts of borrowings are not materially different from their fair values.

Financial assets and financial liabilities are recognised in the Group's Statement of Financial Position when the Group has become a party to the contractual provisions of the instrument.

21. DEFERRED TAX LIABILITIES

Accounting policy

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

Current tax

The current income tax charge is based on taxable income for the year calculated on the basis of tax laws enacted or substantively enacted by the end of the reporting period.

Deferred tax is calculated on all temporary differences under the liability method at 17% (2020: 17%).

Deferred tax

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

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

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which deductible temporary differences and tax losses can be utilised. 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 Group should remit 75% of the fund respectively to the Mauritian Tax Authorities. This practice is being interpreted and CSR is classified as taxation.

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

	Group		Company	
	2021	2020	**2021**	2020
	Rs'000	Rs'000	**Rs'000**	Rs'000
Deferred tax liabilities	**518,155**	449,933	**227,386**	198,901
Deferred tax assets	**(34,835)**	(42,939)	**(14,412)**	(17,109)
	483,320	406,994	**212,974**	181,792

At the end of the reporting period, a subsidiary of the Group had unused tax losses of Rs 16.3m (2020: Rs 22.8m), available for offset against future profits of that subsidiary. A deferred tax asset has been recognised in respect of Rs 16.3m (2020: Rs 22.8m) for such losses. The tax losses expire on a rolling basis over 5 years.

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21. DEFERRED TAX LIABILITIES (cont'd)

Accounting policy (cont'd)

(b) The movement on the deferred tax liabilities is as follows:

	Group		Company	
	2021	2020	2021	2020
	Rs'000	Rs'000	Rs'000	Rs'000
At 1 July	**406,994**	359,040	**181,792**	155,164
Charged to profit or loss (Note 10(a))	**76,326**	47,954	**31,182**	26,628
At 30 June	**483,320**	406,994	**212,974**	181,792

(c) The movement in deferred tax assets and liabilities during the year without taking into consideration the offsetting of balances within the same fiscal authority on the same entity is as follows:

GROUP

(i) Deferred tax liabilities	Accelerated tax depreciation	Total
	Rs'000	Rs'000
At 1 July 2019	363,046	363,046
Charged to profit or loss	86,887	86,887
At 30 June 2020	**449,933**	**449,933**
Charged to profit or loss	**68,222**	**68,222**
At 30 June 2021	**518,155**	**518,155**

GROUP

(ii) Deferred tax assets	Tax losses	Provisions	Total
	Rs'000	Rs'000	Rs'000
At 1 July 2019	(4,006)	-	(4,006)
Charged to profit or loss	137	(39,070)	(38,933)
At 30 June 2020	**(3,869)**	**(39,070)**	**(42,939)**
Charged to profit or loss	**1,104**	**7,000**	**8,104**
At 30 June 2021	**(2,765)**	**(32,070)**	**(34,835)**

21. DEFERRED TAX LIABILITIES (cont'd)

Accounting policy (cont'd)

COMPANY

(iii) Deferred tax liabilities	Accelerated tax depreciation	Total
	Rs'000	Rs'000
At 1 July 2019	155,164	155,164
Charged to profit or loss (Note 10)	43,737	43,737
At 30 June 2020	**198,901**	**198,901**
Charged to profit or loss (Note 10)	**28,485**	**28,485**
At 30 June 2021	**227,386**	**227,386**

(iv) Deferred tax assets	Provisions	Total
	Rs'000	Rs'000
At 1 July 2019	-	-
Charged to profit or loss (Note 10)	(17,109)	(17,109)
At 30 June 2020	**(17,109)**	**(17,109)**
Charged to profit or loss (Note 10)	**2,697**	**2,697**
At 30 June 2021	**(14,412)**	**(14,412)**

22. TRADE AND OTHER PAYABLES

Accounting policy

Trade and other payables are initially recognised at fair value less transaction costs and are subsequently measured at amortised cost using the effective interest method.

Deposits are initially measured at fair value equal to principal amount and subsequently carried at nominal value. Deposits are taken as security on leases and held throughout the term of the lease with no interest. The deposits are refunded only if the lessee has fully performed and observed all conditions set out in their lease agreement. Should conditions not be complied with, the Group can prevail the deposits to its benefit.

Notes to the Financial Statements -
As at 30 June 2021

22. TRADE AND OTHER PAYABLES (cont'd)

Accounting policy (cont'd)

The below listed items are all included as part of financial liabilities.

	Group		Company	
	2021	2020	2021	2020
Current	Rs'000	Rs'000	Rs'000	Rs'000
Trade payables	5,652	2,857	916	2,859
Accrued expenses	63,182	66,784	30,764	36,139
Project costs payable	68,668	107,321	41,563	77,551
Deposits	143,921	135,128	68,174	64,983
Other payables	33,056	16,392	14,350	2,298
	314,479	328,482	155,767	183,830

Project costs relate to amounts payable on construction projects and maintenance of malls. Other payables include principally VAT and tax deducted at source payable and sundry creditors.

The carrying amounts of trade and other payables approximate their fair values.

23. AMOUNT PAYABLE TO RELATED COMPANIES

	Group		Company	
	2021	2020	2021	2020
	Rs'000	Rs'000	Rs'000	Rs'000
Amount payable to subsidiary companies	-	-	375,332	375,332
Amount payable to other related companies	4,122	17,095	4,122	-
	4,122	17,095	379,454	375,332

Please refer to Note 27 of financial statements.

The carrying amounts of payables to related companies approximate their fair values.

The amount payable to related companies is unsecured, interest-free and is repayable within one year.

24. DIVIDEND PAYABLE

Accounting policy

Dividend distribution to the Company's shareholders is recognised as a liability in the Company's financial statements in the period in which the dividends are declared.

	Group		Company	
	2021	2020	2021	2020
Amounts recognised as distributions to equity holders:	Rs'000	Rs'000	Rs'000	Rs'000
Declared and paid interim dividend of Rs 0.17 per share (2020: Rs 0.37 per share)	82,844	179,382	82,844	179,382
Declared and final dividend payable of Rs 0.47 per share (2020: Rs 0.16 per share)	229,038	77,970	229,038	77,970
Total dividends declared	311,882	257,352	311,882	257,352

25. CASH AND CASH EQUIVALENTS

Accounting policy

Cash and cash equivalents include cash in hand and at bank, and deposits with original maturities of three months or less.

(a) Cash and cash equivalents include the following:

	Group		Company	
	2021	2020	2021	2020
	Rs'000	Rs'000	Rs'000	Rs'000
Cash and bank balances	872,120	166,136	725,886	31,692
Investment in treasury bill	199,796	-	199,796	-
	1,071,916	166,136	925,682	31,692

The cash and cash equivalents are held with banks and financial institution counterparties, which are rated Baa2 to Ba1, based on Moody's ratings. The Group considers that its cash at bank have negligible credit risk based on the external credit ratings of the counterparties. The resulting expected credit loss is considered as immaterial.

Notes to the Financial Statements -
As at 30 June 2021

25. CASH AND CASH EQUIVALENTS (cont'd)

Accounting policy (cont'd)

The carrying amount of cash and cash equivalents approximate their fair value.

(b) The principal non-cash transactions are as follows:

		Group		Company	
		2021	2020	2021	2020
		Rs'000	Rs'000	Rs'000	Rs'000
(i)	Investment in subsidiary company	-	-	-	375,332
(ii)	Mandatory conversion of preference shares	-	48,667	-	48,667
(iii)	Accruals for construction costs	68,668	107,321	41,563	77,551
(iv)	Compulsory sale of land	-	36,600	-	36,600

(c) Reconciliation of liabilities arising from financing activities:

GROUP		Proceeds received	Payments	Non-cash changes	
2021	2020	2021	2021	2021	2021
	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
Bank loans	4,470,673	-	(36,203)	-	4,434,470
Debentures	210,680	-	(21,068)	-	189,612
Bonds	-	1,500,000	-	-	1,500,000
Dividends	77,970	-	(160,814)	311,882	229,038
	4,759,323	1,500,000	(218,085)	311,882	6,353,120

		Proceeds received	Payments	Non-cash changes	
2020	2019	2020	2020	2020	2020
	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
Bank loans	4,476,680	-	(6,007)	-	4,470,673
Convertible preference shares	48,667	-	-	(48,667)	-
Debentures	210,680	-	-	-	210,680
Dividends	226,549	-	(148,579)	-	77,970
	4,962,576	-	(154,586)	(48,667)	4,759,323

COMPANY		Proceeds received	Payments	Non-cash changes	
2021	2020	2021	2021	2021	2021
	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
Bank loans	1,866,141	-	(687)	-	1,865,454
Debentures	210,680	-	(21,068)	-	189,612
Bonds	-	1,500,000	-	-	1,500,000
Dividends	77,970	-	(160,814)	311,882	229,038
	2,154,791	1,500,000	(182,569)	311,882	3,784,104

		Proceeds received	Payments	Non-cash changes	
2020	2019	2020	2020	2020	2020
	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
Bank loans	1,866,790	-	(649)	-	1,866,141
Convertible preference shares	48,667	-	-	(48,667)	-
Debentures	210,680	-	-	-	210,680
Dividends	226,549	-	(148,579)	-	77,970
	2,352,686	-	(149,228)	(48,667)	2,154,791

26. NON-CURRENT ASSETS HELD FOR SALE AND DISCONTINUED OPERATIONS

Accounting policy

Non-current assets (or disposal groups) 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 (or disposal group) 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 describe 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 2020, the Group disposed of investment properties held at Group and Company level for a gain of Rs 1.3m. All investment properties could not be disposed of due to the impact of COVID-19 on the market during the financial year ended 30 June 2021. The commitment is to dispose all in the coming financial year. We consider the carrying value to be the fair value since a buyer has already agreed to acquire the property.

Notes to the Financial Statements -
As at 30 June 2021

26. NON-CURRENT ASSETS HELD FOR SALE AND DISCONTINUED OPERATIONS (cont'd)

Accounting policy (cont'd)

(b) An analysis of the result of discontinued operations, and the result recognised on the re-measurement of assets or disposal group is as follows:

	Group		Company	
	2021	2020	2021	2020
	Rs'000	Rs'000	Rs'000	Rs'000
Revenue	1,690	5,069	1,690	5,069
Expenses	(1,679)	(1,120)	(1,679)	(1,120)
Profit before tax and fair value of discontinued operations	11	3,949	11	3,949
Profit on disposal of investment property		1,343	-	1,343
Profit before tax of discontinued operations	11	5,292	11	5,292
Tax charge	-	-	-	-
Profit for the year from discontinued operations	11	5,292	11	5,292

	Group		Company	
	2021	2020	2021	2020
	Rs'000	Rs'000	Rs'000	Rs'000
Cashflow from operations	1,491	2,132	1,491	2,132
Cashflow from investing activities	-	98,603	-	98,603
Total cash flows	1,491	100,735	1,491	100,735

Non-current assets classified as held for sale	Group		Company	
	2021	2020	2021	2020
	Rs'000	Rs'000	Rs'000	Rs'000
Non current assets				
Investment property	19,000	19,950	19,000	19,950
	19,000	19,950	19,000	19,950
Current assets				
Trade and other receivables	54	1,294	54	1,294
	54	1,294	54	1,294
Non-current assets classified as held for sale	19,054	21,244	19,054	21,244

Liabilities directly associated with non-current assets classified as held for sale	Group		Company	
	2021	2020	2021	2020
	Rs'000	Rs'000	Rs'000	Rs'000
Trade and other payables	370	225	370	225

27. RELATED PARTY TRANSACTIONS AND BALANCES

Parties are considered to be related to the Group if they have the ability to, directly and indirectly, control the Group or exercise significant influence over the Group's financial and operating decisions or vice versa, or if they and the Group are subject to common control. Goods and services are sold at market related prices in force and terms that would be available to third parties.

Note 1, Note 14 and Note 15 provide details of the Group's holding company, ultimate holding company, subsidiaries and joint venture.

During the year, the Group transacted with related parties. Transactions which are not dealt with elsewhere in the financial statements are as follows:

		Group		Company	
Transactions	Relationship	2021	2020	2021	2020
Management and Secretarial Fees		Rs'000	Rs'000	Rs'000	Rs'000
- Rogers and Company Limited	Intermediate holding company	(40,792)	(35,748)	(40,458)	(35,748)
- EnAtt Ltd	Fellow subsidiary	(109,855)	(105,562)	(44,175)	(42,140)
Directors fees					
- Key management personnel	Directors	1,862	2,108	1,862	2,108
Interest Income					
- Rogers and Company Limited	Intermediate holding company	2,477	12,231	4,389	2,772
- The Beauvallon Shopping Mall Ltd	Joint venture	5,425	5,411	5,425	5,411
- ENL Property Limited	Entity with significant influence over the Company	390	687	390	687
- Bagaprop Limited	Subsidiary	-	-	247	-
Investment and Other Income					
- Bagaprop Limited	Subsidiary	-	-	-	221,750
Other expenses					
- Bagaprop Limited	Subsidiary	-	-	(748)	(299)
- EnAtt Ltd	Fellow subsidiary	(44,338)	(36,557)	(17,814)	(17,092)
Balances					
Dividend payable to					
- Foresite Property Holding Limited	Holding company	(82,774)	(28,180)	(82,774)	(28,180)
- ENL Property Limited	Entity with significant influence over the Company	(56,939)	(27,213)	(56,939)	(27,213)

Notes to the Financial Statements -
As at 30 June 2021

27. RELATED PARTY TRANSACTIONS AND BALANCES (cont'd)

		Group		Company	
Amount payable to					
- Floreal Commercial Centre Limited	Subsidiary	**-**	-	**(375,332)**	(375,332)
- Rogers and Company Limited	Intermediate holding company	**(4,122)**	-	**(4,122)**	-
Short-term deposit					
- Rogers and Company Limited	Intermediate holding company	**453,431**	170,135	**453,431**	49,053
Amount receivable from					
- ENL Property Limited	Entity with significant influence over the Company	**-**	20,037	**-**	20,037
- The Beauvallon Shopping Mall Ltd	Joint venture	**155,644**	156,888	**155,601**	156,888
- Bagaprop Limited	Subsidiary	**-**	-	**100,191**	80,000

Amounts receivable from and payable to the subsidiaries and the joint venture do not have fixed repayment terms, security or guarantee. All other transactions have been made on commercial terms and in the normal course of business.

There has been no guarantee provided or received for any related party receivables or payables. For the year ended 30 June 2021, the Group has not recorded any impairment of amounts receivable relating to amounts owed by related parties (2020: Nil).

Outstanding balances at year end are unsecured, and settlement occurs in cash. The Group has performed an impairment assessment by considering historical repayment patterns and the future cash flow forecasts covering the contractual period of amounts receivable from related parties. The Group does not expect any default from them and is certain of their ability to pay their debts as they become due in the normal course of business and/or in any adverse economic and business conditions. Consequently, the probability of default is considered negligible and the Group has not accounted for any impairment loss.

28. CONTINGENT LIABILITIES

Bank guarantees

At 30 June 2021, the Group had no contingent liabilities in respect of bank guarantees arising in the ordinary course of business from which it is anticipated that a material liability would arise. The Group has not given guarantees to third parties in the ordinary course of business (2020 : Nil).

Legal claims

The Group is not and has not been involved in any legal or arbitration proceedings (including any such proceedings which are pending or threatened of which the Group is aware) in the past 12 months which may have or have had a significant effect on the financial position of the Group.

29. CAPITAL COMMITMENTS

The Group entered into contractual commitments amounting to Rs 502m (2020: Rs 870m) for the development and extension of investment properties.

30. EVENTS AFTER THE REPORTING DATE

Listing on the Official Market of the Stock Exchange of Mauritius

Ascencia Limited was listed on the Official Market of the Stock Exchange of Mauritius ("SEM") on 16 August 2021, after being previously listed on the Development & Entreprise Market (DEM) of the SEM. The Company submitted its application to the Listing Executive Committee on 11 June 2021 for the total of Class A shares and the 15,801,008 redeemable debentures in issue at the listing date to be migrated from the DEM to the Official Market. There was no new issue of shares at time of the migration.

Intention to acquire additional stake in The Beauvallon Shopping Mall Ltd

The Group intends to acquire the remaining stake of 50% in its joint venture, The Beauvallon Shopping Mall Ltd, by December 2021.

31. COVID-19 IMPACT

The second COVID-19 lockdown in 2021 has impacted the Group's and Company's operations, customers and suppliers, and consequently the Group's and Company's revenue, expenses, cash collection and dividend distribution. Following the lockdown from March to May 2021, a number of the Group'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 Group provided a relief plan to the tenants most affected by the pandemic. The cost of these measures to the Group is disclosed in Note 8. The Group 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 Group successfully reopened its shopping malls and operations resumed to normal levels.

The Group 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 Group expects COVID-19 to continue to have adverse effects on certain sectors of the economy especially tourism. Given that the Group 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 Group. 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 Group's cash flows, the Board of Directors believe that the Group has sufficient liquid assets and has access to unutilised borrowing facilities with sufficient headroom to meet the Group'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.

32. SEGMENTAL REPORTING

The Group has no significant reporting segment separate from income from rental of investment properties. All operations are based in Mauritius and the Group's customer base is diversified with no individually significant customer.

Notes to the Financial Statements -
As at 30 June 2021

33. PRIOR YEAR RESTATEMENT

During the year, the Group reassessed the classification of short-term deposit with its intermediate holding company (included within financial assets at amortised cost in the statement of financial position) as cash and cash equivalents for the purpose of the statement of cash flows. While this balance is repayable at call and its main purpose is for maintaining liquid assets, the Group now believes that it does not meet the definition of cash and cash equivalents as per IAS 7 - Statement of Cash Flows given that the intermediate holding company does not operate and is not regulated as a financial institution, which would have been one of the key conditions for the balances to meet the criteria of being readily convertible into known amounts of cash.

Accordingly, the balance of cash and cash equivalents in the statement of cash flows for the Group and Company have been restated as shown in the table below. Furthermore, the movement in the balance due from the intermediate holding company which was previously included within net cash flow for the year, has been restated as investment in financial assets at amortised cost and redemption of financial assets at amortised cost within investing activities in the statement of cash flows.

	Group			Company		
At 30 June 2020	**As previously reported**	**Adjustments**	**As restated**	**As previously reported**	**Adjustments**	**As restated**
Statements of cash flows	**Rs'000**	**Rs'000**	**Rs'000**	**Rs'000**	**Rs'000**	**Rs'000**
Operating activities - Changes in working capital - Financial assets at amortised cost	(100,910)	100,910	-	(117,096)	117,096	-
Investing activities - Investment in financial assets at amortised cost	-	(100,000)	(100,000)	-	(100,000)	(100,000)
- Redemption of financial assets at amortised cost	-	490,734	490,734	-	227,313	227,313
Total reclassifications from cash and cash equivalents to financial assets at amortised cost	-	491,644		-	244,409	-
Cash and cash equivalents - opening	762,852	(661,779)	101,073	354,574	(293,462)	61,112
Net increase/(decrease) in cash and cash equivalents	(426,581)	491,644	65,063	(273,829)	244,409	(29,420)
Cash and cash equivalents - closing	336,271	(170,135)	166,136	80,745	(49,053)	31,692

Annexed to Integrated Report

This year, Ascencia has prepared its IAR in accordance to GRI (Global Reporting Initiative) standards: Core option. GRI is an international independent standards organisation that helps businesses, governments and other organisations understand and communicate their impacts on issues such as climate change, human rights and corruption. Its framework for sustainability reporting helps companies identify, gather and report this information in a clear and comparable manner. The report also shows how our activities have contributed towards the Sustainability Development Goals (SDGs). The SDGs are a collection of 17 interlinked global goals designed to be a "blueprint to achieve a better and more sustainable future for all".

The table below shows in detail how we complied with the GRI standards and how these actions were linked towards contribution to the SDGs.

GRI General Disclosures	Disclosures		Ascencia IR Section	Link to SDGs	Page Number
GRI 102- General Disclosures 2016	**1. Organisational Profile**				
	102-1	Name of the organisation	Front cover		Pg 1
	102-2	Activities, brands, products, and services	Our Journey Upwards		Pg 12,13
	102-3	Location of Headquarters	Back cover		Pg 154
	102-4	Location of operations	Our Journey Upwards, Manufactured capital (Portfolio of Investment Properties)		Pg 12,13 Pg 48,49
	102-5	Ownership and legal form	Corporate Governance Report		Pg 58-67
	102-6	Market served	Our Journey Upwards, Performance by capital		Pg 12,13 Pg 28,29
	102-7	Scale of the organisation	Financial statements		Pg 98-148
	102-8	Information on employees and other workers	Human capital	8,10	Pg 30,31
	102-10	Significant changes to the organisation and its supply chain	Chairman's message, CEO's message		Pg 20-25
	102-11	Precautionary Principle or approach	Risk Management Report		Pg 80-91
	102-12	External initiative	Social and Relationship capital, Natural capital		Pg 32-35 Pg 40-43
	2. Strategy				
	102-14	Statement from senior decision-maker	Chairman's message, CEO's message		Pg 20-25
	102-15	Key impacts, risks and opportunities	Risk Management Report		Pg 80-91
	3. Ethics and Integrity				
	102-16	Values, principles, standards, and norms of behaviours	Available on Ascencia's website (Code of Ethics) www.ascenciamalls.com	16	
	102-17	Mechanisms for advice and concerns about ethics	Available on Ascencia's website (Code of Ethics) www.ascenciamalls.com	16	

GRI General Disclosures	Disclosures		Ascencia IR Section	Link to SDGs	Page Number
GRI 102- General Disclosures 2016	**4. Governance**				
	102-18	Governance structure	Corporate Governance Report		Pg 58-67
	102-19	Delegating authority	Corporate Governance Report		Pg 58-67
	102-20	Executive-level responsibility for economic, environmental, and social topics	Corporate Governance Report		Pg 58-67
	102-21	Consulting stakeholders on economic, environmental, and social topics	Corporate Governance Report	16	Pg 58-67
	102-22	Composition of the highest governance body and its committees	Corporate Governance Report	5,16	Pg 58-67
	102-23	Chair of the highest governance body	Corporate Governance Report	16	Pg 58-67
	102-24	Nominating and selecting the highest governance body	Corporate Governance Report	5,16	Pg 58-67
	102-27	Collective knowledge of highest governance body	Corporate Governance Report		Pg 58-67
	102-28	Evaluating the highest governance body's performance	Corporate Governance Report		Pg 58-67
	102-29	Identifying and managing economic, environmental, and social impacts	Risk Management Report	16	Pg 80-91
	102-30	Effectiveness of risk management processes	Risk Management Report		Pg 80-91
	102-35	Remuneration policies	Corporate Governance Report		Pg 80-91
	102-36	Process for determining remuneration	Available on Ascencia's website (Board Committees Charters) www.ascenciamalls.com		
	5. Stakeholder engagement				
	102-42	Identifying and selecting stakeholders	Intellectual capital		Pg 36-39
	102-43	Approach to stakeholder engagement	Intellectual capital		Pg 36-39
	102-44	Key topics and concerns raised	Risk Management Report		Pg 80-91
	6. Reporting practices				
	102-45	Entities included in the consolidated financial statements	Financial statements		Pg 98-148
	102-46	Defining report content and topic Boundaries	Our reporting suite		Pg 4,5
	102-47	List of material topics	Corporate Governance Report		Pg 58-67
	102-48	Restatements of information	Financial statements		Pg 96-147
	102-49	Changes in reporting	Not applicable - first year of reporting on GRI material topics		

GRI General Disclosures	Disclosures		Ascencia IR Section	Link to SDGs	Page Number
GRI 102- General Disclosures 2016	**6. Reporting practices**				
	102-50	Reporting period	Dear shareholders		Pg 2,3
	102-53	Contact point for questions regarding the report	Website- www.ascenciamalls.com or investors@byascencia.com		
	102-54	Claims of reporting in accordance with the GRI Standards	Our reporting suite		Pg 4,5
	102-56	External assurance	Financial statements - Independent Auditor's Report		Pg 92-95
GRI 201- Economic Performance 2016					
	201-1	Direct economic value generated and distributed	Financial capital, Financial statements, Manufactured capital	8,9	Pg 50-53 Pg 96-147 Pg 44-47
	201-2	Financial implications and other risks and opportunities due to climate change	Risk Management Report	13	Pg 78-89
GRI 302- Energy 2016					
	302-1	Energy consumption within the organization	Natural capital	7,8,12,13	Pg 40-43
	302-2	Energy consumption outside of the organization	Not applicable: boundaries outside not yet defined	7,8,12,13	
	302-4	Reduction of energy consumption	Natural capital	7,8,12,13	Pg 40-43
	302-5	Reduction in energy requirements of products and services	Natural capital	7,8,12,13	Pg 40-43
GRI 306- Waste					
	306-1	Waste generation and significant waste-related impacts	Natural capital, Intellectual capital	3,12,13	Pg 40-43 Pg 36-39
	306-2	Management of significant waste-related impacts	Natural capital	3,12,13	Pg 40-43
	306-3	Waste generated	Natural capital	3,12,13	Pg 40-43
	306-4	Waste diverted from disposal	Natural capital	3,12,13	Pg 40-43
	306-5	Waste directed to disposal	Natural capital	3,12,13	Pg 40-43
GRI 401- Employment 2016					
	401-1	New employee hires and employee turnover	Human capital	3,5,8,10	Pg 30,31
	401-2	Benefits provided to full-time employees that are not provided to temporary or part-time employees	Human capital	3,5,8,10	Pg 30,31

GRI General Disclosures		Disclosures	Ascencia IR Section	Link to SDGs	Page Number
GRI 403- Occupational Health & Safety 2018					
	403-1	Occupational health and safety management system	Risk Management Report	3,8,16	Pg 80-91
	403-4	Worker participation, consultation, and communication on occupational health and safety	Human capital	3,8,16	Pg 30,31
	403-5	Worker training on occupational health and safety	Human capital	3,8,16	Pg 30,31
	403-6	Promotion of worker health	Human capital	3,8,16	Pg 30,31
	403-10	Work-related ill health	Human capital	3.8,16	Pg 30,31
GRI 404- Training & Education 2016					
	404-2	Programs for upgrading employee skills and transition assistance programs	Human capital, Intellectual capital	4,5,8,10	Pg 30,31 Pg 36-39
GRI 405- Diversity & Equal Opportunity					
	405-1	Diversity of governance bodies and employees	Human capital, Corporate Governance Report	5,8,10	Pg 30,31 Pg 58-67
	405-2	Ratio of basic salary and remuneration of women to men	Information not available	5,8,10	
GRI 406- Non-discrimination 2016					
	406-1	Incidents of discrimination and corrective actions taken	Information not available	5,8	
GRI 413- Local Communities 2016					
	413-1	Operations with local community engagement, impact assessments, and development programs	Social & Relationship capital	1,2,4,5,10,11	Pg 32-35
	413-2	Operations with significant actual or potential negative impacts on local communities	Information not available	1,2,4,5,10,11	

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