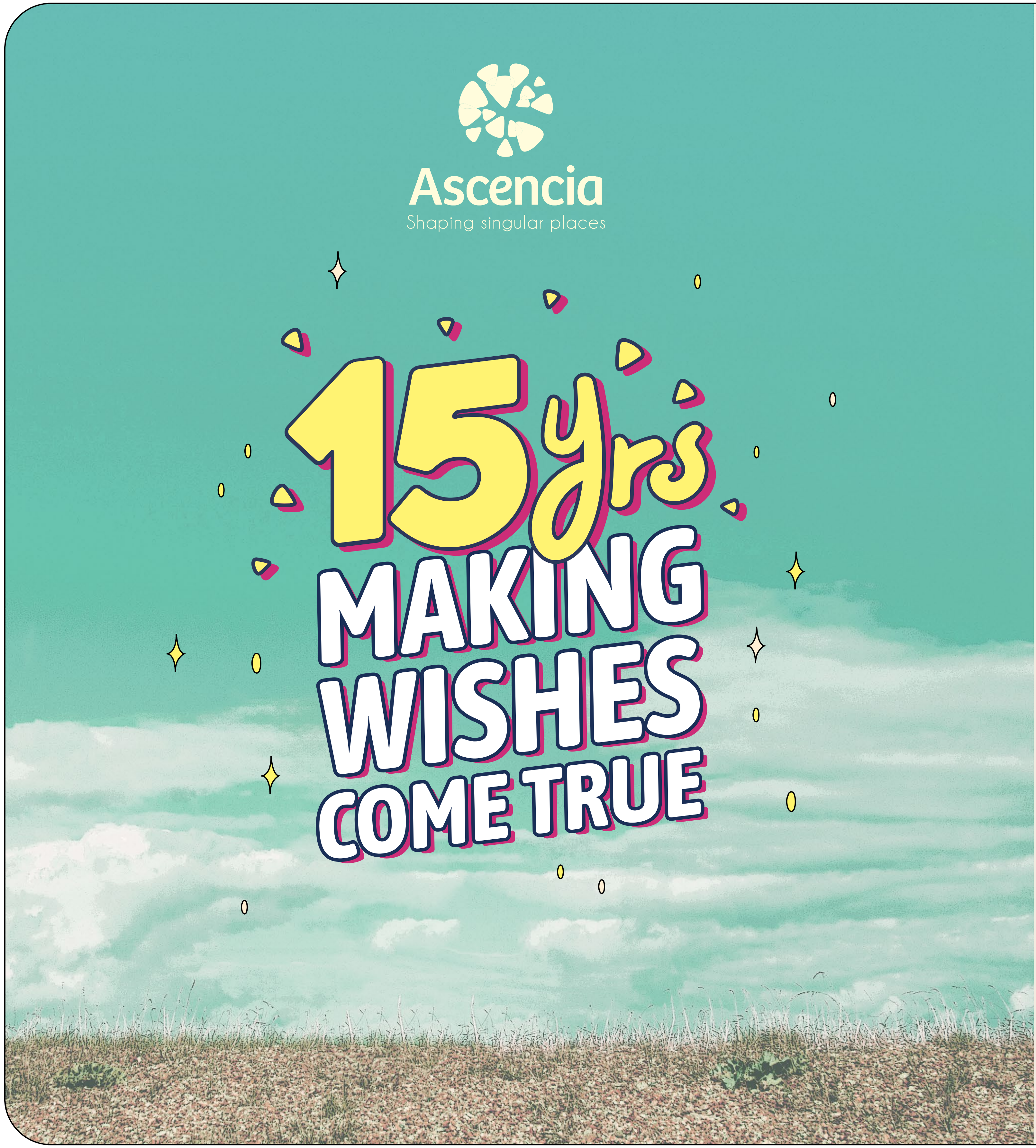
INTEGRATED ANNUAL REPORT 2023

Ascencia
Shaping singular places

15 yrs
MAKING WISHES COME TRUE

Rogers
Malls



DEAR SHAREHOLDERS,

The Board of Directors is pleased to present the Integrated Annual Report of Ascencia Limited for the financial year ended 30 June 2023. This report was approved by the Board on 19 September 2023.

Philippe Espitalier-Noël
Chairman

Frédéric Tyack
Chief Executive Officer

CONTENTS


SHAPING
SINGULAR
LIFESTYLES

OUR REPORTING SUITE

INTEGRATED REPORTING

This report has been prepared in line with the principles set out in the International <IR> Framework established by the International Integrated Reporting Council (IIRC), now part of the IFRS Foundation. It aims to provide a comprehensive reporting on the achievements during the financial year ended 30 June 2023. It also reports on our business model, operating context, material risks, shareholders' and other stakeholders' interests, performance prospects, and governance during the period under review. This report reflects our integrated approach to sustainable value creation.

FORWARD-LOOKING STATEMENTS

The report contains forward-looking statements which, by their nature, involve risk and uncertainty as they relate to future events and circumstances that may be beyond our control. We advise our readers to use caution in interpreting any forward-looking statements in this report.

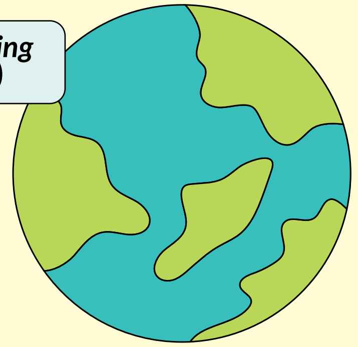
FEEDBACK

Your feedback is important to us and will help us improve our reporting processes and ensure that we report on issues that matter to you. We encourage you to write to us on *investors@byascencia.com*

BOARD RESPONSIBILITY STATEMENT

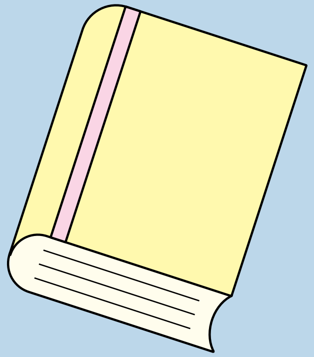
The Board is ultimately responsible for overseeing the integrity of this report.
With the assistance of the Board committees, it has considered the preparation and presentation of the 2023 Integrated Annual Report and annual financial statements. It is of the opinion that this report addresses all material matters, offers a balanced view of its strategy, and how it relates to the Company's ability to create value sustainably in the short, medium and long term, and is in accordance with the International <IR> Framework.
This report adequately deals with the use of and effects on the capitals and the manner in which the availability of these capitals is impacting Ascencia's strategy and business model.

Global Reporting Initiative (GRI)



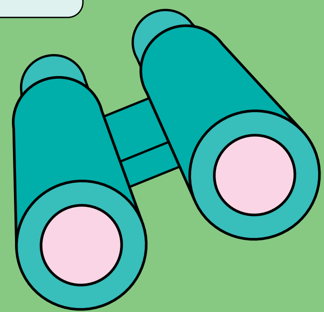
We have adopted The Global Reporting Initiative (GRI) Standards, the first international guidelines for sustainability reporting. They assist companies, governments, and other organisations in comprehending and communicating their individual influence on problems such as climate change, human rights, and corruption.

Integrated Annual Report



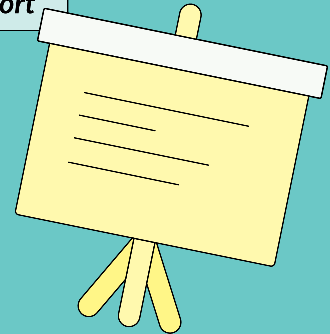
The primary objective of the integrated report, with regards to the six capitals, is to enhance stakeholders' comprehension of the Company.

Risk Management Report



The risk management report presents a comprehensive framework for managing risks and includes an analysis of the Company's strategic, financial, operational, and compliance risks.

Corporate Governance Report



The corporate governance report offers comprehensive information on the corporate governance structure, committee activities, board accomplishments, compensation, and other relevant aspects relating to the Company's effectiveness in governance.

CREATING LASTING IMPACT

7 SINGULAR RETAIL PROPERTIES

- GLA - 137,926 sqm
- Investment Property Value - MUR 16.5bn
- Occupancy rate – average of 97% over the last 5 years
- Part of the SEM-10

SHAREHOLDER RETURNS

- Target Dividend Yield of 5% on NAV

FUNDING SOURCES

- LTV below 40%
- Healthy Cash Reserves and strong Credit Rating

DESTINATION OF CHOICE

- Average annual footfall of +23m
- +500 shops

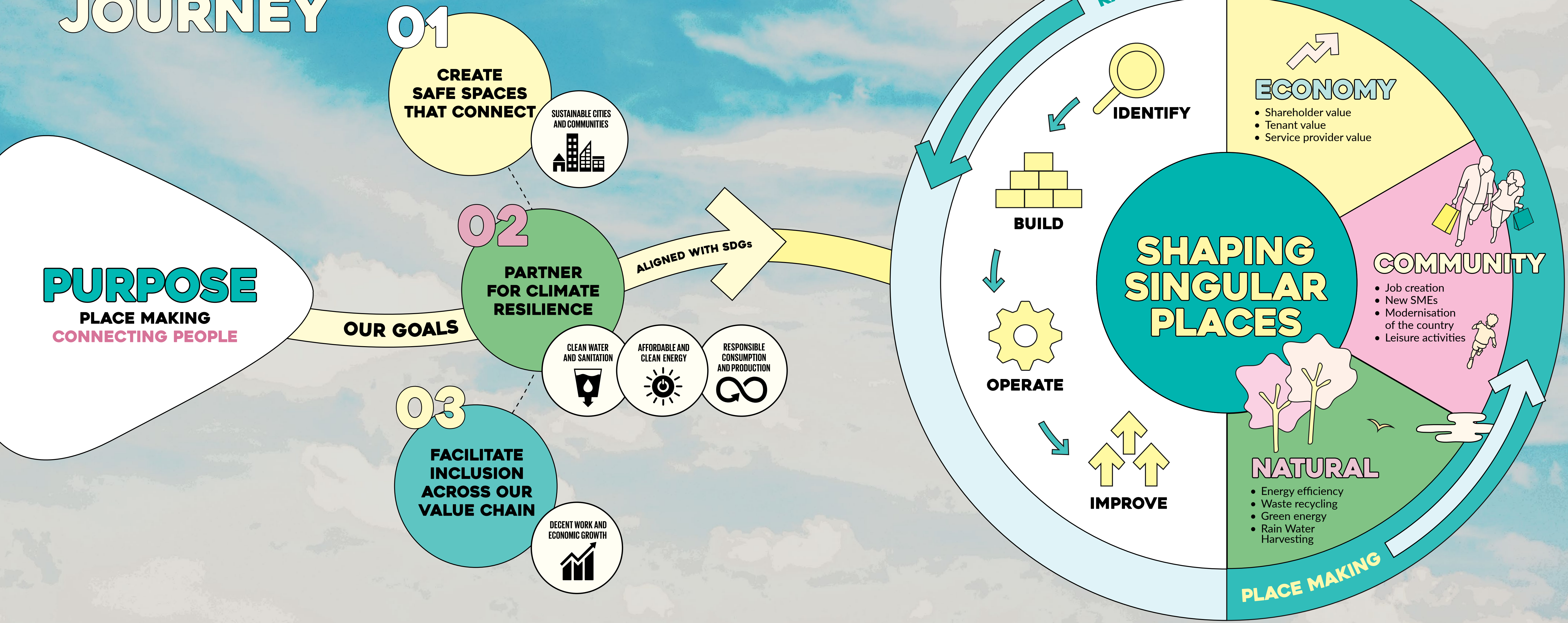
SUSTAINABILITY

- Energy efficiency
- Green energy
- Waste recycling
- Rain harvesting

7 MALLS

A MIX OF WELL-KNOWN LOCAL AND GLOBAL BRANDS

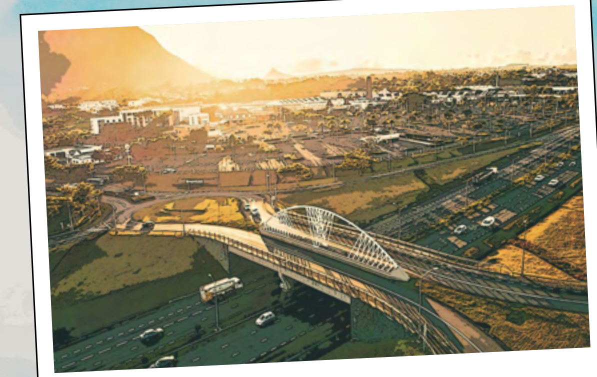
VALUE CREATION JOURNEY



WE SHAPE SINGULAR PLACES

ACCESSIBLE


Ample parking slots


Easy road access

Southern presence – Bo'Valon Mall

SAFE


Healthy and clean environment


Trained safety personnel


Comfortable and human-friendly


Advanced security systems

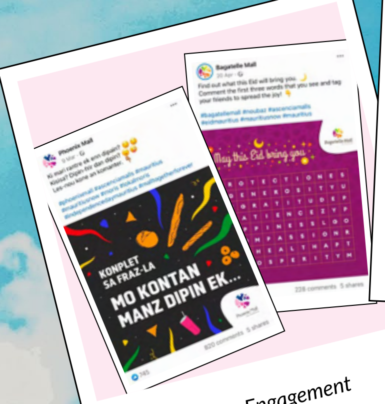
CONVENIENT


Prime locations


Free Wifi access


Multiple access points (easy for customers) / proximity of shop locations

ENGAGING



Online Engagement

BURGER KING
DECATHLON
KIABI
Conforama

The go-to choice of International Brands for a strategic positioning

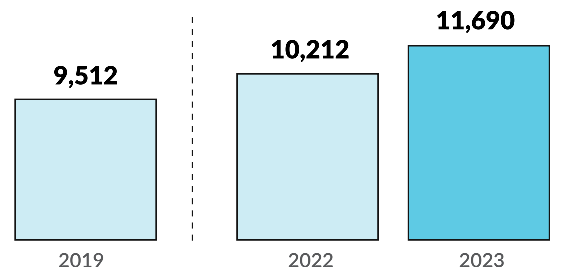

Kids area


Exceptional events

KEY FIGURES

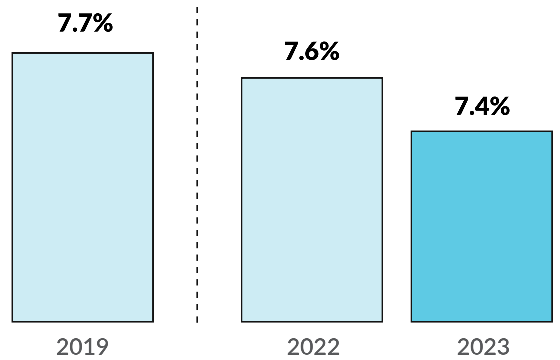
SUSTAINABILITY OF INCOME

Trading Densities

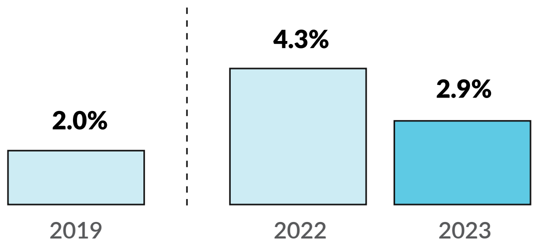


Rent Reversion

Rent to Turnover



Epra Vacancy



AVERAGE MONTHLY FOOTFALL

1,938,898

2019: 1,878,293 → **2022:** 1,736,210

82% CUSTOMER SATISFACTION INDEX

2019: Index implemented in 2020 → **2022:** 83%

LOW DEFAULT RISK

Care Rating

AA-

2022: AA-

2019: Debt rated as from 2021

LIQUIDITY

Collection Rate

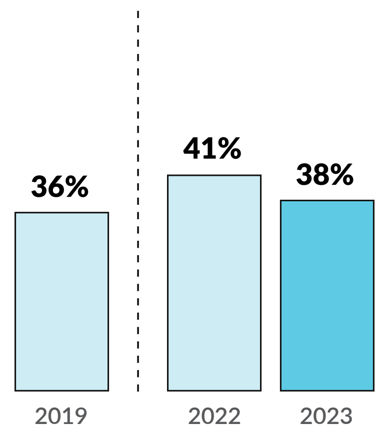
101%

2022: 101%

2019: 100%

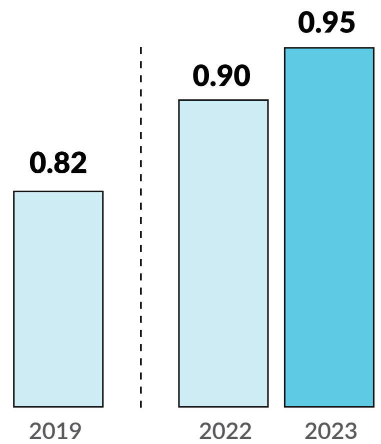
GEARING

LTV

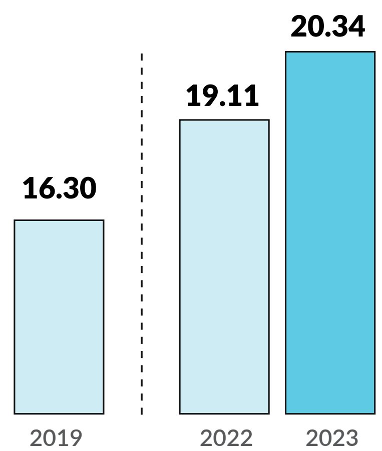


SHAREHOLDER'S RETURN

DPS



NAVPS



"We have chosen to present comparative figures for the years 2019, 2022, and 2023. Omitting the years 2020 and 2021, which were significantly affected by the COVID-19 pandemic, allows for a more accurate comparison and assessment of Ascencia's performance. We use 2019 figures as a baseline for like-to-like comparison before the pandemic's impact."

SHAPING SINGULAR EXPERIENCES

"Ascencia has successfully achieved the targets we had set, including a series of transformative endeavours."

PHILIPPE ESPITALIER-NOËL

CHAIRMAN'S MESSAGE

SHAPING SINGULAR PLACES

Dear Shareholders,

In 2020, amidst growing uncertainty, the Rogers Group embarked on a three-year strategic plan in alignment with ENL. It gives me great pleasure to report that Ascencia has successfully achieved the targets we had set, including a series of transformative endeavours. We expanded Bagatelle Mall, introduced new stores and brands across our seven-mall portfolio, welcomed Decathlon and Burger King to Mauritius, fully acquired Bo'Valon Mall and launched the metro station at Phoenix Mall. Concurrently, we raised Rs 1.5bn, restructured and rated our debt, and migrated to the SEM in 2021. Our results speak for themselves.

FY 2023 presented a challenging economic landscape, marked by rising inflation and interest rates and increased competition. Yet, our resilient business model and strategic foresight demonstrated their robustness, propelling Ascencia forward and standing among the top-5 companies listed on the SEM. At the same time, we distributed record dividends of Rs 463m, underscoring our dedication to rewarding the trust you have placed in us. Our strong performance led to a profit of Rs 1.06bn, which enabled a 5% dividend yield on NAVPS, together with a 6.4% growth in NAVPS. This sums up to an 11.4% total return for our shareholders, reflecting both our enduring operational strength and commitment to fostering shareholder value.

As we mark Ascencia's 15 years of existence, I am proud of the immense value we have created and the exceptional customer experiences we have consistently delivered. These accomplishments are the direct result of our strategic vision and unwavering commitment to "Shaping Singular Places".

And this journey does not end here. With our new three-year strategic plan to 2026, launched in July 2023, Ascencia's focus is set firmly on sustainable income, organic growth, digital transformation, and capitalising on new opportunities.

In a context of escalating climate concerns, we remain conscious of our environmental and social responsibility. We are committed to contributing to a sustainable economy resonating with the SigneNatir initiative by Business Mauritius, and materialising the essence of 'Meaningful Change' - which is central to Rogers Group's purpose. Our strategic approach is anchored in four main pillars:

1. **Energy Efficiency:**
   Benchmarking our electricity consumption to worldwide best-in-class shopping malls.
2. **Green Energy:**
   Aiming for 25% of Solar to CEB consumption across the portfolio by FY25.
3. **Wastewater Recycling:**
   the higher targets we have set.
4. **Solid Waste Recycling:**
   Hitting 44% recycled waste in FY23 across the portfolio and targeting 50% in FY24.

Please refer to our Natural Capital section on page 46 for more details.

These pillars guide us towards a more sustainable future, setting tangible and measurable benchmarks for our journey ahead. With our commitment to upholding the highest standards of governance, and in light of the results of the Board evaluation carried out by the Boston Consulting Group, we have taken steps to enhance diversity and expand the range of expertise within the Board of Directors. I am pleased to welcome Ms. Maheswaree Madhub, Ms. Lucille Louw, and Mr. Gilbert Espitalier-Noël as new Board members, bringing with them a wealth of experience, skills, and fresh perspectives that promise to enrich our collective vision. I take this opportunity to warmly thank Dr. Dhanandjay Kawol and Mr. Armond Boschoff who have resigned as directors of the Company, and Mr. Dominique Galéa and Mr. Dean Lam Kin Teng who have informed us that they do not intend to stand for re-election at the next Annual Meeting of Shareholders. Their contribution to Ascencia's success has been invaluable and they will be missed.

Our 15 years of success have been a collective effort. Under the leadership of Frédéric Tyack, the combined efforts of the EnAtt and Rogers management teams have continuously crafted and recrafted unique spaces for our stakeholders. Ascencia's growth, adaptability and resilience come from their efforts. I am deeply grateful for their continuous support, commitment, and pursuit of excellence, which is essential to our mission of "Shaping Singular Places".

I also wish to extend my heartfelt gratitude to our Board of Directors. Their invaluable insights, strategic vision, and dedication have been instrumental in guiding Ascencia's path to excellence. As we navigate shifting landscapes and increasing competition, their guidance will remain fundamental to our ongoing success.

I also thank all our stakeholders - shareholders, employees, partners, service providers, tenants and customers. Their continued support, trust, and collaboration have helped sculpt the narrative of Ascencia's journey.

I eagerly look forward to the next chapter of Ascencia's story.

Philippe ESPITALIER-NOËL
Chairman

> As we celebrate this 15-year milestone, let me outline our key commitments moving forward:
>
> 1. Shaping Singular Places
> 2. Driving Excellence
> 3. Starting our International Journey."

FRÉDÉRIC TYACK

CEO'S MESSAGE
WALKING THE TALK

Dear Shareholders,

Another year has ended, and our narrative, built upon the theme of "Shaping Singular Places," has never felt so alive and relevant.

A Legacy of Excellence

For 15 years, our Company has stood as a beacon of retail innovation, consistently delivering high-quality assets and unmatched customer experiences, while ensuring the success of our partners - our tenants. Our unwavering dedication to these pillars stems from a belief deeply embedded in our DNA: Shaping Singular Places that serve as magnets, drawing people together in shared experiences.

Every brick laid, every corner designed, and every brand housed in our malls speaks to this commitment. Our spaces are accessible, safe, convenient, and engaging. Our achievements this year, from the expansion of global brands to forging powerful partnerships, are a testament to the trust placed in us by you, our shareholders, and the larger community.

As we celebrate this 15-year milestone, let me outline our key commitments moving forward:

1. **Shaping Singular Places**
2. **Driving Excellence**
3. **Starting our International Journey**

Shaping Singular Places

Recognising the critical need to enhance our assets, we invested more than Rs 2bn over the past 4 years, even in the face of unprecedented challenges brought about by COVID-19, coupled with the unpredictability of inflation and escalating construction costs. Amid these complexities, our efforts intensified to onboard new tenants and enhance the customer experience, especially when our existing tenants faced an environment of constrained revenue and rising costs.

Our portfolio's success stories are manifold: The transformation of Bagatelle Mall's foodcourt, now bustling since its launch in July 2023, and the introduction of global brands like Conforama, have enhanced its standing in the market. Additionally, the introduction of a new hardware store not only diversifies our portfolio but seamlessly bridges the south node with our Home & Leisure segment, highlighting our commitment to an enhanced customer experience.

Our partnership with Metro Express in 2020 has borne fruit. The **metro station** at Phoenix Mall, operational since October 2022, has uplifted the mall's accessibility, resulting **in a 20% increase in footfall**. At the same time, this has streamlined commuting for many, fortifying our commitment to community and convenience. The next phase will be the rebranding of Jumbo into Carrefour.

As we turn a new page, Riche Terre Mall prepares to offer its visitors a **new breath**. The aim? To redefine its identity as a leading destination in the Northern region. Enhanced visibility from the main roundabout, a reimagined food court with a connected kids' park, and an ambiance overhaul are some of the changes in the pipeline.

Driving Excellence

Our endeavours this year bore tangible results. Bagatelle Mall celebrated unprecedented footfalls, while Phoenix Mall witnessed a **surge** in visits, demonstrating the resilience of their **trading densities** (+14% and +15% respectively). Across our portfolio, a 14.5% annual trading density increase led to a collection rate of **101%**.

The significance of these achievements becomes even more pronounced when one considers the prevailing economic context, characterised by pressure on household budgets. Yet, our offerings continued to resonate, with our **EPRA Vacancy** rate demonstrating a commendable shift from 4.3% in 2022 to 2.9% this year, underpinning the sustainability of our income.

At the heart of our malls' success lies the spirit of enduring partnership. This year, we renewed our leases on 16,080m² of GLA, 11% of our portfolio, at a rent reversion of 4%, all the while ensuring our spaces remained fully occupied, well-tenanted, and bustling with activity and vibrancy. It is this emphasis on longevity over fleeting success that sets us apart.

Financially, our canvas was painted with many highlights: an **11%** surge in net operating income, a **6%** growth in profit, and a record dividend of **Rs 463m** to our shareholders. Further enhancing shareholder value was a Rs 487m fair value gain, with Bagatelle Mall leading the charge, a manifestation of the sustainability of our rental income.

Completion of Phoenix Mall Station

CEO'S MESSAGE (cont'd)

At the heart of our endeavours lies a deep commitment to sustainability. We have prioritised energy efficiency, aiming to decrease reliance on the electricity grid and improve waste management.

Our key initiatives include the following:

- We have transitioned the AC system at Bagatelle Mall from RTUs to a more efficient HVAC system that has reduced **air conditioning energy consumption by 20% at Bagatelle Mall.**
- We aim to generate 25% of our energy from green sources by FY25, by installing PV farms at Riche Terre Mall, Bo'Valon Mall and the Home & Leisure node of Bagatelle Mall. This will represent 6.7 million kWh of energy, the equivalent of providing electricity to some 3,700 households.
- As from November 2023, we will launch a pilot biogas farm at Bagatelle Mall, which will transform organic waste into energy. If the results are promising, and we are optimistic that they will be, we will set up a permanent station for electricity generation and compost production.
- We have implemented the sorting at source of solid waste across our seven properties and achieved a success rate of **44% of recycled waste.** This has allowed us to divert approximately 1,082 tons of waste from the Landfill so far.
- We have collected and recycled 28,000 litres of used oil as part of our oil recycling initiative.
- At Bo'Valon Mall, 85% of total water consumption comes from a grey water system set up to recycle water.

This not only aligns with our responsibility to the environment but also results in cost savings and a positive impact on our community.

Starting our International Journey

Our initiatives in the past years were intentionally designed to reinforce our position in the domestic market.

We are now pleased to announce a significant milestone in our roadmap to international expansion.

Recently, we were presented with an opportunity to invest in **Mall of Limassol**, a new mall to be constructed on a 27,400 sqm site strategically located in Limassol, the second-largest urban hub in Cyprus. Situated in close proximity to upscale residences, modern offices, and high-end commercial spaces, this three-storey mall will house a supermarket anchor, boutique shops, contemporary restaurants, an inviting piazza, a state-of-the-art cinema, a food court, and an innovative connected-market-concept retail area.
In line with our tradition of cautious yet pioneering strategic planning, we opted for a measured and forward-thinking approach: observe and carefully assess the opportunity before making our leap.

We were therefore thrilled that **EnAtt**, our development manager, acquired a **20% stake** in Mall of Limassol. The mall construction is expected to be completed in November 2025, and EnAtt will co-manage the Mall with our partner **Atterbury Europe.**

This move will provide Ascencia with the perfect opportunity to start its **international journey** once the main development risks associated with this project are dealt with.

Commitments Crafted for Tomorrow

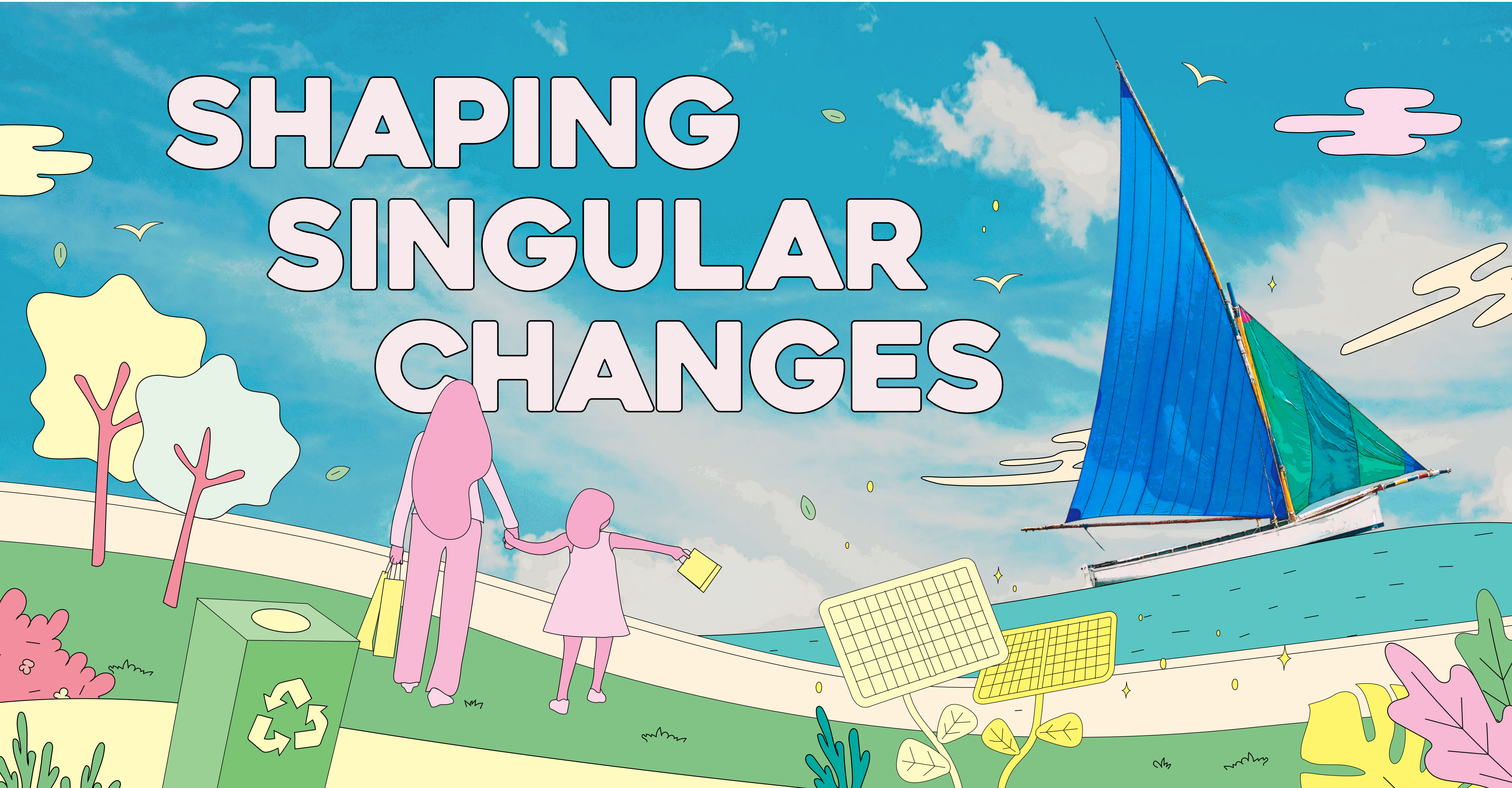
As we gaze into the future, it is evident that the landscape is filled with challenges: persistent global inflation, compounded by the nation grappling with double-digit inflation triggered by expensive imports and borrowing. These dynamics hint at potential challenges in consumer spending in the times ahead.

The essence of our approach will be resilience, flexibility, and persistent commitment to our customers. Given our robust foundations, a team steeped in expertise, and targeted strategies, we are poised to navigate these complexities, reaffirming our promise to deliver sustained value to our stakeholders.

Your belief in our vision has provided consistent support throughout the past **15 years**, driving us forward. The journey thus far is emblematic of our motto: "**Walking the Talk.**" With immense gratitude for your continued trust, I am excited for the next chapter of our story, one of even greater success and enduring value.

Frédéric Tyack
CEO

SHAPING SINGULAR CHANGES



2023 HEADLINES & CAPITALS IMPACTED

01 SUCCESSFUL COLLECTION HELPED LIQUIDITY

	CAPITALS IMPACTED
Collection rate of 101%	FINANCIAL CAPITAL, INTELLECTUAL CAPITAL, SOCIAL & RELATIONSHIP CAPITAL
Internal cash flow to fund CAPEX	FINANCIAL CAPITAL, MANUFACTURED CAPITAL

02 DIVIDEND 5.5% GROWTH

	CAPITALS IMPACTED
Total return to shareholders of 11.4%	FINANCIAL CAPITAL
Dividend income per share increased by 5.5%	FINANCIAL CAPITAL
NAVPS increased by 6.4% to Rs 20.34	FINANCIAL CAPITAL

03 BALANCE SHEET STRENGTHENED

	CAPITALS IMPACTED
LTV ratio reduced from 41% to 38%	FINANCIAL CAPITAL
10% increase in Investment property value	MANUFACTURED CAPITAL
Strong cash flow position	FINANCIAL CAPITAL
Care credit rating maintained AA- Outlook improved	FINANCIAL CAPITAL
Healthy covenants despite interest hikes	FINANCIAL CAPITAL, SOCIAL & RELATIONSHIP CAPITAL

04 DEVELOPMENT

	CAPITALS IMPACTED
Metro integration	MANUFACTURED CAPITAL, FINANCIAL CAPITAL, SOCIAL & RELATIONSHIP CAPITAL
Additional GLA at Bagatelle Mall	MANUFACTURED CAPITAL, FINANCIAL CAPITAL, SOCIAL & RELATIONSHIP CAPITAL
Refurbishment of malls	MANUFACTURED CAPITAL, FINANCIAL CAPITAL, SOCIAL & RELATIONSHIP CAPITAL

05 OPERATIONS

	CAPITALS IMPACTED
Footfall up by 11.7%	SOCIAL & RELATIONSHIP CAPITAL, INTELLECTUAL CAPITAL
Improved trading density by 14.5% and reduced EPRA vacancy to 2.9%	SOCIAL & RELATIONSHIP CAPITAL, INTELLECTUAL CAPITAL, FINANCIAL CAPITAL
Implementation of dashboard	INTELLECTUAL CAPITAL, HUMAN CAPITAL, NATURAL CAPITAL
Successful renewal of leases	HUMAN CAPITAL, SOCIAL & RELATIONSHIP CAPITAL
Welcomed new brands	SOCIAL & RELATIONSHIP CAPITAL, INTELLECTUAL CAPITAL

06 DIGITAL

	CAPITALS IMPACTED
Use of IoT for improved operational practices	INTELLECTUAL CAPITAL, HUMAN CAPITAL, SOCIAL & RELATIONSHIP CAPITAL
Strong digital presence (through websites and social media)	SOCIAL & RELATIONSHIP CAPITAL

07 SUSTAINABILITY IMPACT

	CAPITALS IMPACTED
Sorting at source diverting approximately 1,082 tons of waste from the Landfill	NATURAL CAPITAL, INTELLECTUAL CAPITAL
A grey water system recycling 1500 cubic meters of water per month at Bo'Valon Mall	NATURAL CAPITAL
Operation of a Pilot Biogas farm at Bagatelle Mall	NATURAL CAPITAL
New Chiller System to improve energy efficiency by 20% at Bagatelle Mall	NATURAL CAPITAL, INTELLECTUAL CAPITAL
Aim to increase the proportion of renewable energy to 17% and 25% of portfolio energy consumption by FY24 and FY25 respectively.	NATURAL CAPITAL

INTELLECTUAL CAPITAL

At Ascencia, we proudly hold 15 years of expertise and know-how in the ownership, development and management of retail properties. Our experience is the heart of our day-to-day operations, as we constantly seek out new partnerships to enhance our operational system, level up our digital communication, and introduce exciting brand offerings for our customers. Our ultimate focus? Shaping Singular Places that leave a lasting impression, inspiring and enriching the communities we serve.

CUSTOMER SATISFACTION INDEX

TARGET 82%

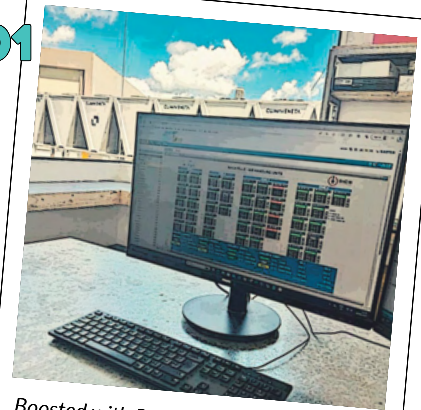
ACTUAL 82%

FY24 83%

THE YEAR'S HIGHLIGHTS

Throughout the year, we have leveraged our expertise to implement innovative strategies aimed at optimising asset performance.

01



Boosted with Power BI, our Automated Dashboard delivered more efficient and insightful reporting for smarter decisions.

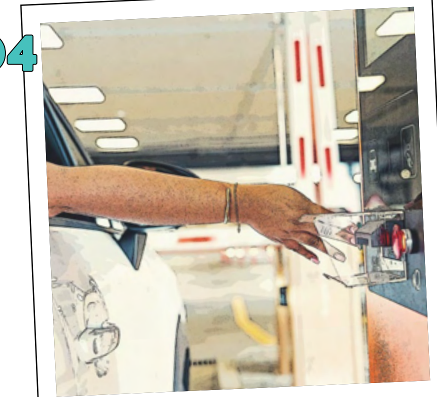
02

We partnered with new international brands like Conforama.

03

At Bagatelle Mall, we further embraced sustainability by replacing the HVAC with an energy-saving Chiller system to reduce our carbon footprint.

04



Phoenix Mall now offers hassle-free parking with our new Parking Management System.

05

We streamlined our leasing process further with an upgraded CRM system.

KEY OUTCOMES

USE OF IOT

Migrating from our traditional operational practices.

INTEGRATION OF SMART METERS AND IOT INTO INFRASPEAK

For continuous monitoring of systems, allowing easy identification of maintenance needs and prediction of potential issues before they become critical.

INITIATE A DIGITAL STRATEGY TO ACHIEVE OUR MARKETING OBJECTIVES

AUTOMATION OF REPORTING

Using automated systems to ease the process of generating dashboards while enhancing the accuracy of data management.

INITIATE PROCESS FOR IMPLEMENTATION OF CRM

For leasing and tenant management, ensuring stronger tenant relationship.

DIGITAL ROADMAP

Use of a WiFi infrastructure to provide personalised marketing and singular experiences to shoppers.

INTELLECTUAL CAPITAL (cont'd)

Our know-how in the industry will pave the way for new transformations. Our aim is to revolutionise the way we think and Shape a Singular Future.

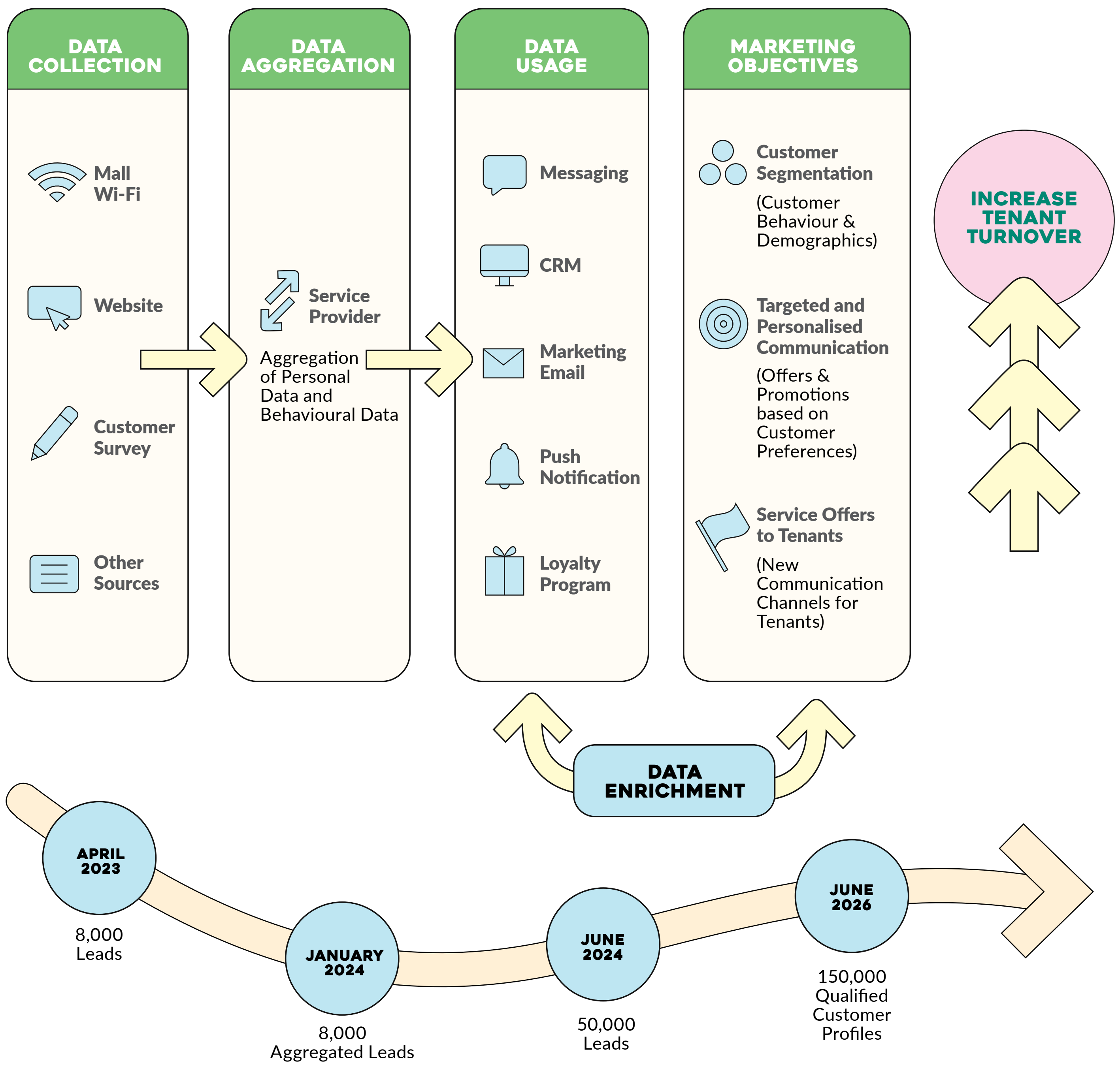
SHAPING A SINGULAR FUTURE

Let's achieve operational excellence in all our endeavours, advancing firmly with our digital transformation journey."

ANTISH SEEGOBIN

OUR COMMITMENT	SUMMARISED OBJECTIVES	BUSINESS VALUE-ADD	
To stay ahead in this fast-changing world, we will embrace digitalisation, adapt to tenant and consumer trends and embrace innovation.	• Modernise our malls to enhance customer experience • Buildings operating efficiently • Digitalisation • Review Tenant Mix and welcome new brands	Digital and Marketing ecosystem	Page 33
		Strategic thinking behind Riche Terre Mall renovation and Bagatelle Mall foodcourt	Page 53
		Improve energy efficiency	Page 48
		Relocation of tenants at Bagatelle Mall	Page 53
		An innovative IoT and data management system for seamless fault identification and RTU system maintenance	Page 31
Amidst the challenges of inflation, interest rates, and economic growth, our leadership team will chart the course. They are experts in managing the Six Capitals to ensure a stable and sustainable future.	• Sustainability of income • Mitigate the impact of interest rate, construction cost and cost of operations of our tenants	Improve our customer satisfaction index	Page 30-31
		Ensure low vacancy level, and improve conversion rate to sustain rental levels	CEO Report & Page 40

DIGITAL & MARKETING ECOSYSTEM



HUMAN CAPITAL

SINGULAR TEAMS SHAPE SINGULAR PLACES

At Ascencia, we believe that in order to Shape Singular Places, we first need to Shape Singular Teams.

We believe in nurturing our people to help them unleash their full potential and succeed.

We believe that the secret to creating value is by fostering highly-relating and highly-performing Teams."

YAASER ABDOOL RAHMAN

THE YEAR'S HIGHLIGHTS

CULTURE EVOLUTION

Our focus this year has been on strengthening our distinctive company culture by infusing our core values into everything that we do.

The results speak for themselves: our employees have a clear understanding of the company's expectations and can perform at their best. As we build for the future, it is essential to us that every member feels connected and valued.

BEST WORKPLACE AND GREAT PLACE TO WORK

We are proud to report that not only did we achieve our target engagement score as a Great Place to Work, but we also earned the Best Workplace Certification, as a testament to the commitment of our Team and their level of engagement.

But this is not all. To show our appreciation for our team members, we implemented a yearly recognition program that celebrates the accomplishments of our top performers, recognising and rewarding their dedication and hard work.

COMMITMENT TO SAFETY

Keeping our team safe and healthy has been a top priority throughout the year. We have taken proactive measures to ensure everyone's well-being, especially in a high intensity work environment. Engaging and impactful trainings have equipped our team with the knowledge and tools to stay safe while performing their duties. Our operations team has also benefited from the Health Surveillance program, further strengthening our dedication to maintain optimal well-being.

KEY OUTCOMES

"GREAT PLACE TO WORK" SCORE

TARGET	ACTUAL	FY24
82%	82%	83%

ATTRITION RATE

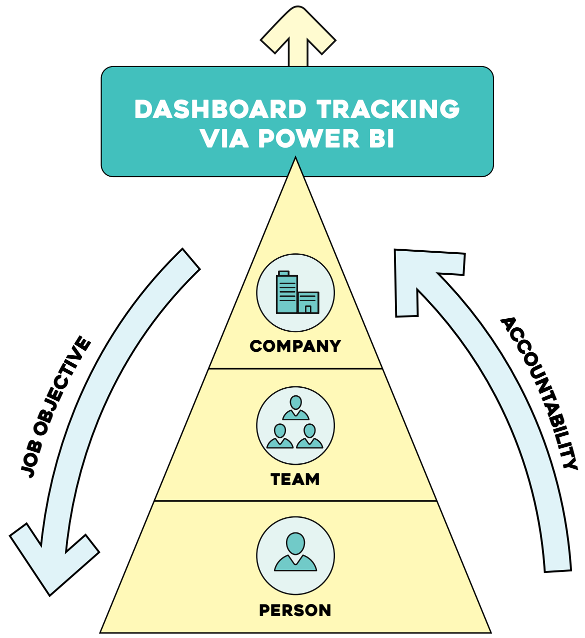
TARGET	ACTUAL	FY24
15%	32%	15%

NO. OF PROMOTIONS 9

SAFETY AND WELLBEING

FIRST AID TRAINING	50% Property Management Teams trained
FIRE SAFETY	71% Property Management Teams trained
HEALTH SURVEILLANCE	86% Operations Teams monitored

SHAPING SINGULAR PLACES



BUILDING ONE LEADERSHIP TEAM

Since the beginning of our culture and engagement journey, it has been clear to us that if we want to build highly-performing and highly-relating teams, we need to start at the top, i.e, by building One Leadership Team, that Walks the Talk and speaks with One Voice, around One Vision.

Every year, our colleagues renew their commitment to become better leaders, both on an individual level and as a Team. Throughout the year, we offer various initiatives, such as Leadership Development Programmes, Coaching Sessions, Leadership Seminars and Talks, to our Leaders so that they are better equipped to Drive Excellence in their respective functions.

REFINING OUR ACCOUNTABILITY INITIATIVE

This year we have made major strides in the automation and digitalisation of our reporting framework, which can now be tracked via Power BI. This initiative has allowed us to be more efficient in our reporting and to act swiftly and decisively.
Our performance management and rewards system, i.e, our job and team objectives are aligned to this reporting framework, and allow our employees to have visibility on their direct contribution to the Company's performance, which in turn reinforces a performance-centric culture.

HUMAN CAPITAL (cont'd)

The expertise of our team is a foundational strength, enabling us to navigate challenges with resilience. We are united in purpose and our results stand as a testament to our collective achievements.

	CHALLENGES/ OPPORTUNITIES	CORE STRENGTHS	RESULTS
CHALLENGES	Pressure on consumption	A Team focused on delivering the best shopper experience	Despite facing pressures on consumption, our team remained focused in our mission of Shaping Singular Places. Their dedication has borne fruit, as evidenced by an 11.7% increase in average monthly footfall. This resulted in a weighted average trading density which is 14.5% above FY2022.
CHALLENGES	Inflationary pressures and high interest rates affecting tenants	• Adaptability • Proactivity • Agility	Our team prioritises forging strong relationships with our esteemed tenants. Despite the setbacks of challenging inflation and interest rates, we secured a rent reversion rate of 4.0%. This achievement not only ensures high occupancy in our malls but also enhances the shopping experience for our visitors.
CHALLENGES	New players on the market	Setting up of a dedicated team, in partnership with external consultants	Our recently onboarded teams have applied their specialised expertise, undertaking initiatives to refine the tenant mix in our malls. The introduction of new additions, such as Conforama and Vesti-One enriches our offerings. Collectively, we remain committed to a path of continuous improvement and growth.
NEW PROJECTS	Metro connection at Phoenix Mall	Innovation and Agility from the Team	Our dedicated team successfully negotiated with the Government to establish a metro connection at Phoenix Mall. This development promises significant advantages, including long-term value and a considerable increase in footfall.
NEW PROJECTS	Maintaining Bagatelle Mall as the place to be	Team commitment to Shaping Singular Places	Exciting changes at Bagatelle Mall are around the corner. We are innovating by enhancing the shopper experience with lush green areas and a revamped food court. Our objective is to increase footfall and improve our conversion rate.

SHAPING A SINGULAR FUTURE

In the upcoming year, we remain focused on taking our strategy to the next level and reaching our objectives. Our aim: Become the Best Team

REFINING OUR ORGANISATIONAL CULTURE

Continuing to maintain and enhance the results of our cultural initiatives by reinforcing our organisational culture and values.

RECRUITMENT

Enhancing the recruitment process to identify and hire perfect candidates with right skills for our culture to continue Shaping Singular Teams.

ONBOARDING NEWCOMERS

Introducing a new onboarding framework that aligns with our company culture, ensuring a swift and effective integration of our new hires.

IMPROVING LIFE AT WORK (WELL-BEING)

Launching comprehensive initiatives addressing areas from physical fitness to financial wellness and mental health. Our aim is to prioritise the well-being of our team and foster a work environment that emphasises health and well being.

CREATING AN INTERNAL LEARNING ACADEMY

Introducing key training initiatives which are essential to our business to elevate our standards. These will be delivered by our internal trainers.

FINANCIAL CAPITAL

THE YEAR'S HIGHLIGHTS

DRIVERS OF OUR FINANCIAL STRENGTH

Our liquidity drive has focused on six main pillars:

- Mitigating the impact of high inflation and interest rates
- New revenue streams
- Protecting our rental level
- Shareholders' value
- Maintaining stable credit metrics across the portfolio
- Cash flow strength

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

DARYL PITCHEN

MITIGATING THE IMPACT OF HIGH INFLATION AND INTEREST RATES

We worked with our service providers to tackle rising costs. Although there was an increase compared to last year, we managed to keep our expenses within expected limits. We achieved this, despite challenges like inflationary adjustments, increased construction costs, fluctuating development yields, and elevated interest rates.

NEW REVENUE STREAMS

Our commitment to Shaping Singular Places remained unwavering, and we moved forward with our planned projects. New revenue streams opened up as we introduced the metro market near the metro station at Phoenix Mall and extended Intermart at Bagatelle Mall, creating more offerings for our shoppers. At the same time, we attracted new brands to our malls, such as Conforama, which chose Bagatelle Mall as the location for its very first store in Mauritius.

Conforama at Bagatelle Mall

KEY OUTCOMES

	RENT REVERSION RATE	COLLECTION RATE	EPRA VACANCY
TARGET	3.0%	100%	4.0%
ACTUAL	4.0%	101%	2.9%
FY 24	5.0%	100%	3.0%

NOTE: FY23 renewals on 16,080 sqm & Rent Reversion is the average increase in rental on renewals achieved on the new leases.

NOTE: EPRA Vacancy Rate is the Market rent of vacant space divided by Market rent of the whole portfolio.

	LTV RATIO	CARE RATING	DIVIDEND DISTRIBUTION
TARGET	40%	AA-	5%
ACTUAL	38%	AA-	5%
FY 24	36%	AA-	5%

NOTE: 5% on opening NAVPS

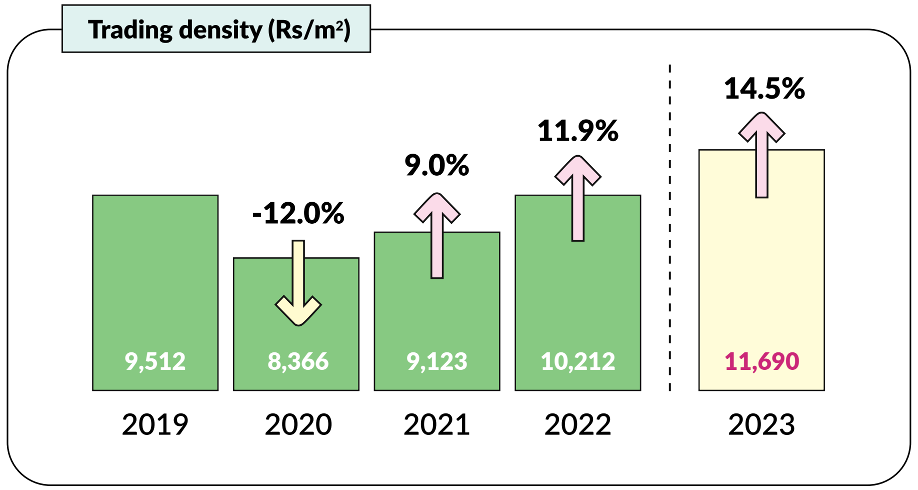
FINANCIAL CAPITAL (cont'd)

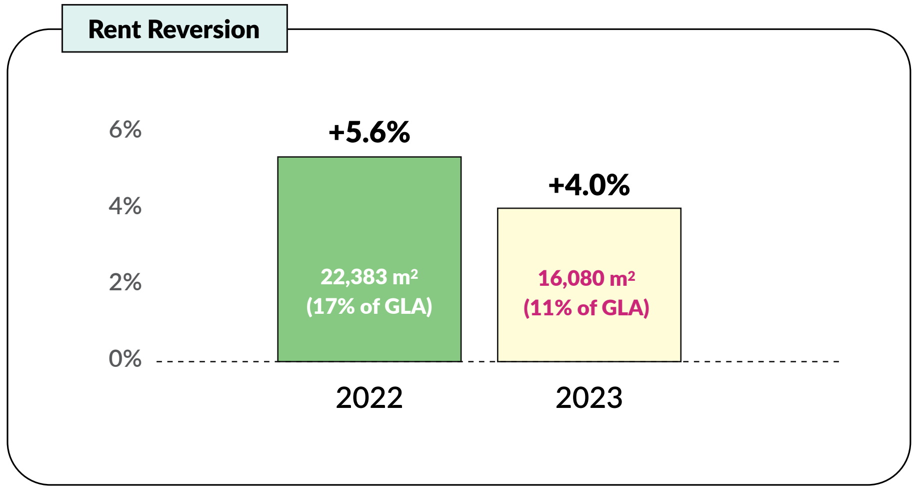
PROTECTING OUR RENTAL LEVEL

In the face of economic challenges, we remained steadfast in our mission to protect our revenue. With inflation posing challenges to consumer spending, we collaborated with our stakeholders to minimise risks associated with defaults, vacancies, and losses.

Through meticulous tenant mix reviews, we saw our EPRA vacancy rate fall to 2.9%, a notable decline from the previous year's 4.3%. At the same time, the duration of our average lease increased to 4.3 years, reflecting our successful tenant retention strategies.

We successfully renewed 16,080 sqm of GLA with a rent reversion rate of 4.0% resulting in consistent occupancy and collection rates, reinforcing our commitment to sustained growth of both the company and its tenants.





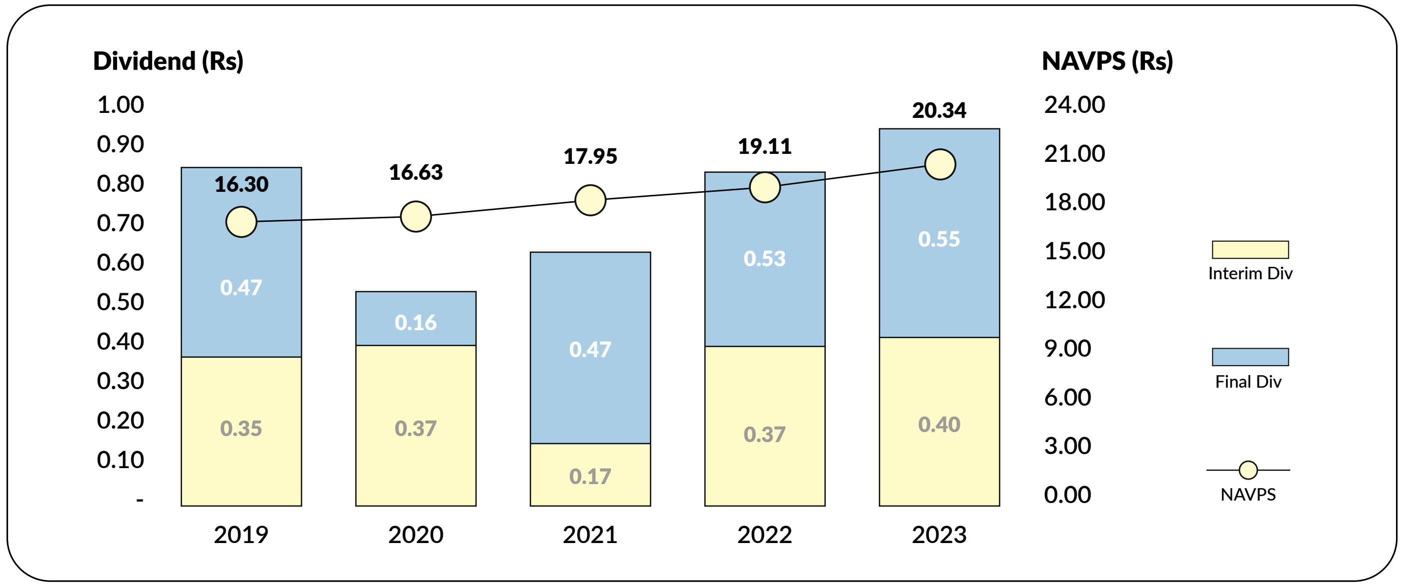
SHAREHOLDERS' VALUE

Our implemented plan performed successfully, delivering results as expected. We reported a fair value gain of Rs 487m for the year, positively impacting our NAVPS by 6.4% to reach Rs 20.34. We also distributed record dividends of Rs 463m for FY 2023, up from Rs 437m in FY 2022.

Market volatility mainly due to global increase in interest rates negatively impacted both the Company share price (-32.8% down as at 30 June 2023 compared to last year) and overall SEMDEX (-7.5% down compared to last year). However, trading remained healthy which consolidated the Company's position in the SEM-10.

MAINTAINING STABLE CREDIT METRICS ACROSS THE PORTFOLIO

Ascencia's rating depends on on-time rent receipts, early lease renewals, controlled dividends and debt-funded acquisitions, and low Loan to Value and Debt/EBITDA ratios. These conditions were consistently met, maintaining our credit rating.



CASH FLOW STRENGTH

Our cash generation for the year remained strong, with arrears in rental being well under control. Our cash collections at 101% allowed us to enhance our distributable income for our shareholders and honour all our commitments towards our stakeholders. This has also enabled us to finance all our Capex projects from internal funds without any additional debt, resulting in an improvement in LTV ratio.

SHAPING A SINGULAR FUTURE

As we continue to make strides in achieving greater liquidity and delivering exceptional shareholder value, here are our main areas of focus for 2024:

- We are exploring a new source of funding at competitive rates, which will allow us to fund and finalise our sustainability projects, including the construction of a biogas station.
- We aim at maintaining our SEM-10 and SEMSI inclusion.
- We will keep our focus on maintaining strong cash earnings, ensuring our financial stability.
- We intend to maintain our dividend policy and maintain a conservative gearing level.

SOCIAL & RELATIONSHIP CAPITAL

> At Ascencia, we actively seek to invest in the community through initiatives that support local entrepreneurs and foster valuable partnerships that can drive collective action and accelerate our progress towards sustainability. This aligns with our mission of making a positive difference in people's lives and contributing towards the economic and social progress of our country."
>
> **SOPHIE AUDIBERT**

THE YEAR'S HIGHLIGHTS

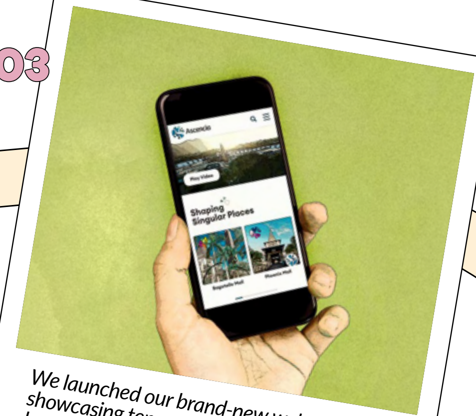
01

We maintained our B'Local initiative, giving our local entrepreneurs and artists the spotlight they deserve. Out of 1476 spaces, 30+ spaces were provided free of charge.

02

We dived deeper into social responsibility and hosted exceptional events - job fairs, art exhibitions, awareness campaigns, and partnering with NGOs.

03



We launched our brand-new website, showcasing tenants, offers, events and happenings, leveraging its reach for greater interactions with our valued shoppers.

04

We focused on an ambitious digital strategy, to stay accessible in today's fast-paced world.

05

We partnered with Mauritius Wildlife Foundation for the plantation of 190+ trees (1 tree for every 10,000 visits to our malls during the month of June 2023).

06

We organised recycling events such as Mission Verte and Vide Grenier at various malls under our Green Attitude Campaign.

KEY OUTCOMES

NEW MALLS' WEBSITE

TARGET	ACTUAL	FY 24	FY23
3x MORE	4x	5x	+ 42.6k monthly visits

Initiate a digital strategy to achieve our marketing objectives – i.e Improve tenant turnover

WALES (YEARS)

TARGET	ACTUAL
4.3	4.3

NOTE: Movements are sometimes necessary to achieve a better tenant mix

Improve conversion rate at a time when there is pressure on the consumption pattern

SOCIAL & RELATIONSHIP CAPITAL (cont'd)

SHAPING BEAUTIFUL RELATIONSHIPS

PARTNERSHIPS/ COLLABORATIONS FOR OUR SUSTAINABLE INITIATIVES

MOKA · PAWS · Rotaract · Mauritian Wildlife Foundation · eco mauritius

SHAPING A SINGULAR FUTURE

DIGITAL STRATEGY

Continuing to improve our digital strategy to connect better and provide personalised online communication.

EXCEPTIONAL EVENTS

Delivering exceptional events that elevate the overall shopping experience.

SOCIAL COMMITMENT

Improving our social commitment and continuing to design events to create and preserve value for stakeholders.

PARTNERSHIPS

Continue our partnership with La Turbine, an incubator created by ENL, with the following objectives in mind:

- Helping its incubators and provide exposure to our malls.
- Engage with new local entrepreneurs.

NATURAL CAPITAL

> At Ascencia, our commitment lies in fostering a sustainable future. We establish bold objectives and identify economic strategies that harmonise environmental considerations with profitability." **ROBERT BOULLÉ**

Our main focus areas are:

Energy

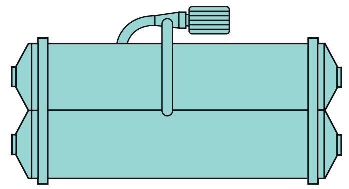
Water

Waste

Green Buildings

KEY OUTCOMES

ENERGY EFFICIENCY PROJECT

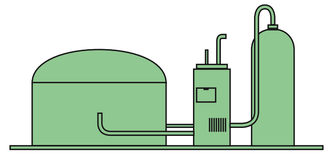


Completed the replacement of the HVAC system with a new Chiller system at Bagatelle Mall during FY23 with the aim to reduce its energy consumption by 20%.

SORTING AT SOURCE OF SOLID WASTE - PORTFOLIO

TARGET	50%
ACTUAL	44%
FY 24	50%

PILOT BIOGAS STATION



Construction of Pilot Biogas Station for waste to energy conversion.

PV FARMS (SOLAR TO CEB) - PORTFOLIO

TARGET	15%
ACTUAL	12%
FY 24	17%

NOTE: PVs installed only at Bagatelle Mall, Phoenix Mall, Kendra, Les Allées.

WASTE-WATER RECYCLING AT BO'VALON

TARGET	75%
ACTUAL	85%
FY 24	85%

WASTE MANAGEMENT AND WATER RECYCLING

At the inception of Bo'Valon Mall three years ago, we took a bold step forward: we embraced the 'sorting at source' approach. This resulted in a significant surge in our recycling rate compared to earlier methods. But that was just the beginning. We also introduced a grey water system at the mall, recycling 1,500 cubic meters of water monthly for irrigation and toilets. This initiative alone covers 85% of Bo'Valon Mall's total water consumption.

We have since implemented the sorting at source of solid waste across our seven properties and achieved a success rate of 44% of waste recycled, ensuring that approximately 1,082 tons of waste have so far been diverted from the Landfill.

And we are not stopping there. Our eyes are now set on amplifying our Recycling Sorting Efficiency. We are actively exploring the potential of investing in advanced sorting and compacting machinery.

SOLID WASTE RECYCLING

	TARGET	ACTUAL	TARGET FY24
Bagatelle Mall	50%	45%	50%
Phoenix Mall	50%	39%	50%
Riche Terre Mall	50%	48%	50%
Kendra	50%	30%	50%
Bo'Valon Mall	50%	48%	50%
So'flo	50%	39%	50%
Les Allées	50%	47%	50%

NATURAL CAPITAL (cont'd)

ENERGY EFFICIENCY

At Bagatelle Mall, we have recently invested Rs 130 million to upgrade our HVAC system to a new Chiller System. This will help reduce its energy consumption by at least 20%, aligning perfectly with our goal of minimising our carbon footprint by investing in efficient operating systems.

Additionally, we are comparing our electrical and water consumption to international benchmarks to ensure sustainability standards, which will be enforced through our lease agreements.
At the same time, we are working towards obtaining LEED certification for Phoenix Mall by November 2023.

New chiller system at Bagatelle Mall

GREEN ENERGY

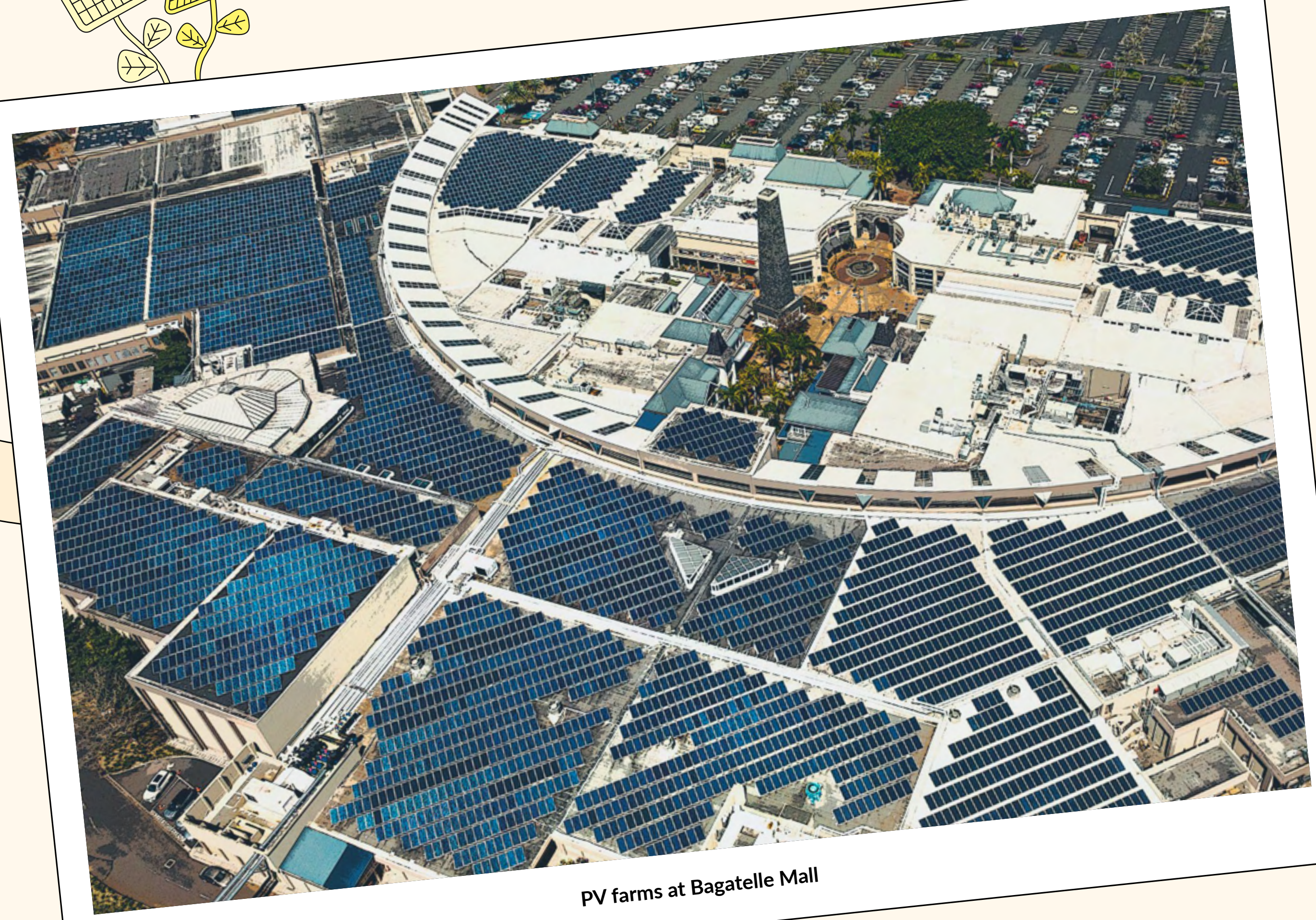
In FY 23, our photovoltaic farms at Bagatelle Mall, Phoenix Mall, Kendra, and Les Allées generated an 3.1 million kWh. Next year, we aim to improve production of the existing infrastructure to 4.1 million kWh.

We will also install PV farms at Riche Terre Mall, Bo'Valon Mall, and Home & Leisure, which will add approximately 2.25 million kWh, 1.23 million kWh, and 315k kWh respectively in FY24.

Overall, our total solar production is expected to reach 6.7 million kWh by FY 25, equivalent to providing electricity for about 3,700 households. Ultimately, the complete implementation of these installations will lead to a solar-to-CEB ratio of 25% by FY 25 across our portfolio.

Bagatelle Mall photovoltaic farms

SOLAR TO CEB	FY22	FY23	TARGET FY24
Bagatelle Mall	19%	16%	22%
Phoenix Mall	30%	30%	30%
Riche Terre Mall	-	-	150%
Bo'Valon Mall	-	-	150%
Kendra	20%	17%	30%
So'flo	-	-	-
Home & Leisure node at Bagatelle Mall	-	-	150%
Les Allées	24%	23%	30%
Total Portfolio	**13%**	**11%**	**17%**



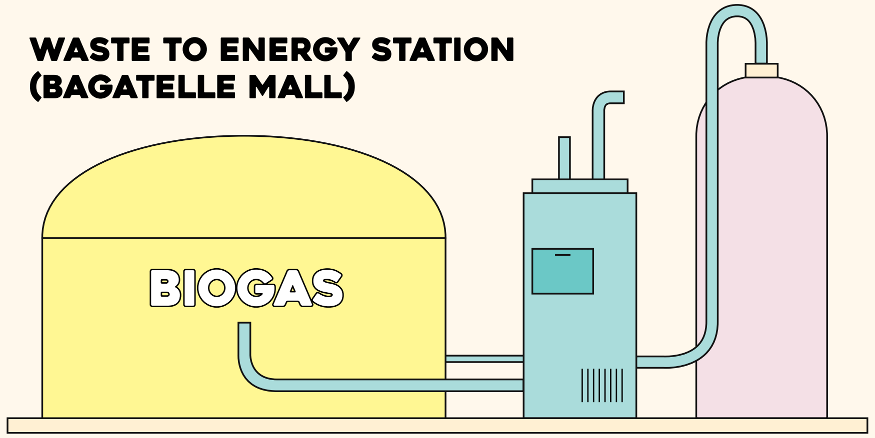
PV farms at Bagatelle Mall

OTHER INITIATIVES

28,000L

We have collected and recycled 28,000 litres of used oil as part of our oil recycling initiative. At Bagatelle Mall, we are in the process of operating a pilot biogas farm by November 2023, converting organic waste into energy. Based on the pilot's performance over a period of 10 months, we will be conducting a feasibility study for a permanent station to generate electricity and produce compost.

WASTE TO ENERGY STATION (BAGATELLE MALL)



MANUFACTURED CAPITAL

THE YEAR'S HIGHLIGHTS

In the face of economic challenges, including rising construction costs, interest rates, and inflation, we remained undeterred in our mission: Shaping Singular Places.

01 At Phoenix Mall, we have marked a new beginning with the Metro Station and the renovation of this section of the mall. The first floor has been designed to welcome passengers using the metro, and as well invite people from the mall to discover new offers, in an appealing environment. The shopper experience enjoyed a major boost with a covered food court, and our anchor tenant is rebranding to Carrefour, one of the world's leading supermarket brands.

02 At Bagatelle Mall, we have allotted an additional trading area of 750m² to Intermart, our anchor tenant, turning it into a hypermarket. Intermart now operates in a total surface area of 6,700 m².

03 In May 2023, Conforama, a retailer of furniture and related home decoration products offering multistyle and modern collections, opened its very first shop in Mauritius at Bagatelle Mall. The shop covers a vast 4,000 m2, and we are eagerly anticipating the added value and dynamism it will bring to our Home & Leisure node.

04 In July 2022, McDonald's opened an outlet in Bo'Valon Mall. This opening not only offers our visitors a renowned fast-food choice, but also reinforces our commitment to bringing diverse offerings to our community.

At Ascencia, we believe in Shaping Singular Places and understand that the success of our malls goes beyond the traditional bricks and mortar.
We believe in Shaping Singular Experiences for our visitors by creating vibrant and meaningful spaces that promote community engagement and foster customer connection."

TASSAWUR LECORDIER

Metro Market at Phoenix Mall

KEY OUTCOMES

AVERAGE MONTHLY FOOTFALL

TARGET	+5%
ACTUAL	+11.7%
FY 24	STABLE

FY23: + 23m visits

FOOTFALL AT PHOENIX MALL WITH METRO INTEGRATION

TARGET	+10%
ACTUAL	+20%
FY 24	STABLE

AVERAGE TRADING DENSITIES

TARGET	+5%
ACTUAL	+14.5%
FY 24	STABLE

NEW OPENINGS

+70 shops opening during FY23

TRANSIT-ORIENTED DEVELOPMENT AT PHOENIX MALL

TARGET (YIELD)	4.6%
ACTUAL (YIELD)	4.3%

Note: Investment of Rs440m in FY23

BAGATELLE MALL EXTENSION PHASE 3

TARGET (YIELD)	ACTUAL (YIELD)	TOTAL INVESTMENT
6.9%	8.6%	Rs55m

- An additional 750sqm was allotted to Intermart at Bagatelle Mall – It is now trading as a hypermarket
- We welcomed Vesti-One in the space previously occupied by Food Lovers.

MANUFACTURED CAPITAL (cont'd)

SHAPING A SINGULAR FUTURE

New kids' playground at Bagatelle Mall

ENHANCING CUSTOMER EXPERIENCE AT BAGATELLE MALL

In July 2023, Bagatelle Mall marked a significant milestone with the completion of a comprehensive renovation of its food court – the first in 12 years.

The results are truly impressive - a charming alley made of paved stones from an ancient building, surrounded by beautiful endemic trees, creating a serene outdoor setting.

For our younger visitors, we have integrated a kids' play area. Terraces at KFC and Panarrotti's have been renovated and converted into foodcourt seating, hence doubling the seating capacity.

To complement these upgrades, our restrooms have been stylishly renovated, all while prioritising functionality and durability.

NEW HARDWARE SHOP

To complete the south node of Bagatelle Mall, a hardware shop is being developed. This will reinforce the tenant mix and provide a new offer in the mall. The shop will start trading in December 2023.

Key Indicators FY24

ADDITIONAL PARKING	TARGET YIELD	INCREMENTAL GLA	INVESTMENT
110	10%	2500m²	Rs165m

ENHANCING THE FASHION NODE AT BAGATELLE MALL

In order to uplift the higher fashion node with a distinctive touch, we are introducing new brands and relocating existing tenants to create an enriched shopping experience.
For example, Emtel is moving to a new 138 sqm shop. Concurrently, its current 477 sqm space will be segmented into three new individual shops, an endeavour that not only diversifies our offerings, but also boosts our revenue stream and enhances our yield.

RENOVATION OF RICHE TERRE MALL

The latest major renovation at Riche Terre Mall was back in 2013. After 10 years of operation, the mall will be renovated to align with our mission of Shaping Singular Places.

Here is the plan:

01 We will enhance visibility from the roundabout with re-engineered levels and terraces, and singular landscaping.

02 The food court will be extended, opening up to a kids' play area for more visibility from the parking.

03 Restaurant offerings and additional kiosks will be provided in the new set up.

04 We will upgrade the mall entrances and gallery for a fresh look.

Key Indicators FY24

RENOVATION OF RICHE TERRE MALL	TARGET YIELD
Rs187m	3.2%

This exciting new project is expected to be completed by the end of FY24.

In addition, our anchor tenant, Jumbo, will be rebranded as Carrefour in Riche Terre Mall, Phoenix Mall and Les Allées.

LEADERSHIP TEAM

THE SUCCESS SHAPERS

01 **Frédéric TYACK**
Chief Executive Officer

02 **Tassawur LECORDIER**
Development Manager

03 **Parama SABAPATHEE**
Asset/Centre Manager

04 **Fabrice FOURNIER**
Centre Manager

05 **Sandanavallee MOONEYAN**
Accountant

06 **Zahrah MAUDERBACUS**
Centre Manager

07 **Jean-Patrice LAROSE**
Centre Manager

08 **Yaaser ABDOOL RAHMAN**
Head of Learning & Development

09 **Anabelle KOENIG**
Property Manager

10 **Ashveen DREEPAUL**
Centre Manager

11 **Haidar SOOGUND**
Asset Manager

12 **Antish SEEGOBIN**
Operational Excellence Manager

13 **Sophie AUDIBERT**
Portfolio Marketing Manager

14 **Davissen MANIKKAM**
Centre Manager

15 **Daryl PITCHEN**
Investment Manager

16 **Robert BOULLÉ**
Asset Manager

17 **Ashvin CHATOORSING**
Fund & Finance Manager

SHAPING SINGULAR COMMUNITIES

CORPORATE GOVERNANCE REPORT

SEM

- Listed on the Development & Enterprise Market (DEM) of The Stock Exchange of Mauritius Ltd (SEM) in 2008
- Migrated to the Official List of SEM in 2021
- Inclusion in SEM-10 in 2022

PIE

- Public Interest Entity as defined by the Financial Reporting Act 2004

SUSTAINABILITY

- Listed on the SEMSI (Stock Exchange of Mauritius Sustainability Index) in 2022
- Ascencia's commitment to sustainability earned it a notable position in the inaugural PwC Sustainability Awards in the "Construction and Real Estate" category in August 2023.

  The following criteria were instrumental in setting Ascencia apart:

  - Taken some promising initiatives to change course on decarbonisation
  - Clear reporting on water consumption and is making some effort on water recycling
  - Proactive in promoting the circular economy
  - Certified a “Great Place to Work”
  - Good efforts to support social welfare
  - Ethnically diverse Board

Inclusion and diversity

Additional women directors
Board female representation 25%

Changes in Board composition

Mr. Dominique Galéa and Mr. Dean Lam Kin Teng have informed the Company that they do not intend to stand for re-appointment at the forthcoming Annual Meeting of Shareholders.

Consequently, the Board approved the appointment of Ms. Maheswaree Naraini Madhub as an Independent Non-Executive Director.

Following the end of the financial year, Ms. Lucille Louw and Mr. Gilbert Espitalier-Noël were appointed as Non-Executive Directors.

Ensuring strong succession

Enhanced Board composition through the appointment of an Independent Non-Executive Director

Average Non-Executive Director tenure 7 years

Assessing Board performance

Board Evaluation survey conducted externally by Boston Consulting Group to drive continuous improvement

See pages 74 to 75 External Board Evaluation spanning over 1 month

CODE OF CORPORATE GOVERNANCE

The Board of Ascencia continues to be guided by the eight principles of The National Code of Corporate Governance for Mauritius (2016) (the “Code”) in its approach. A copy of the Code is available on https://nccg.mu/full-code.

The Integrated Report is structured around the Code's respective sections to provide shareholders with a clear understanding of how its principles have been applied by Ascencia. It includes references to supporting information disclosed in other parts of the Report and on the Company's website.

CORPORATE GOVERNANCE REPORT (cont'd)

THIS YEAR AT A GLANCE

Throughout the year, the Board has focused on adapting to the rapid changes in the Company's sector of operation and market. Efforts were made to consolidate operations, while concurrently developing a three-year strategic plan ending on 30 June 2026. With its robust balance sheet, Ascencia is well-positioned to withstand the current economic headwinds within an environment of higher interest rates.

Mindful of the impact of its decisions on the Company’s stakeholders and long-term sustainability, the Board engaged in thorough discussions and critical evaluations of all aspects of the business. These deliberations took the form of “strategic deep dives” during Board meetings.

In addition to its normal agenda, the Board focused on the following key decisions and activities during the year under review:

KEY DECISIONS

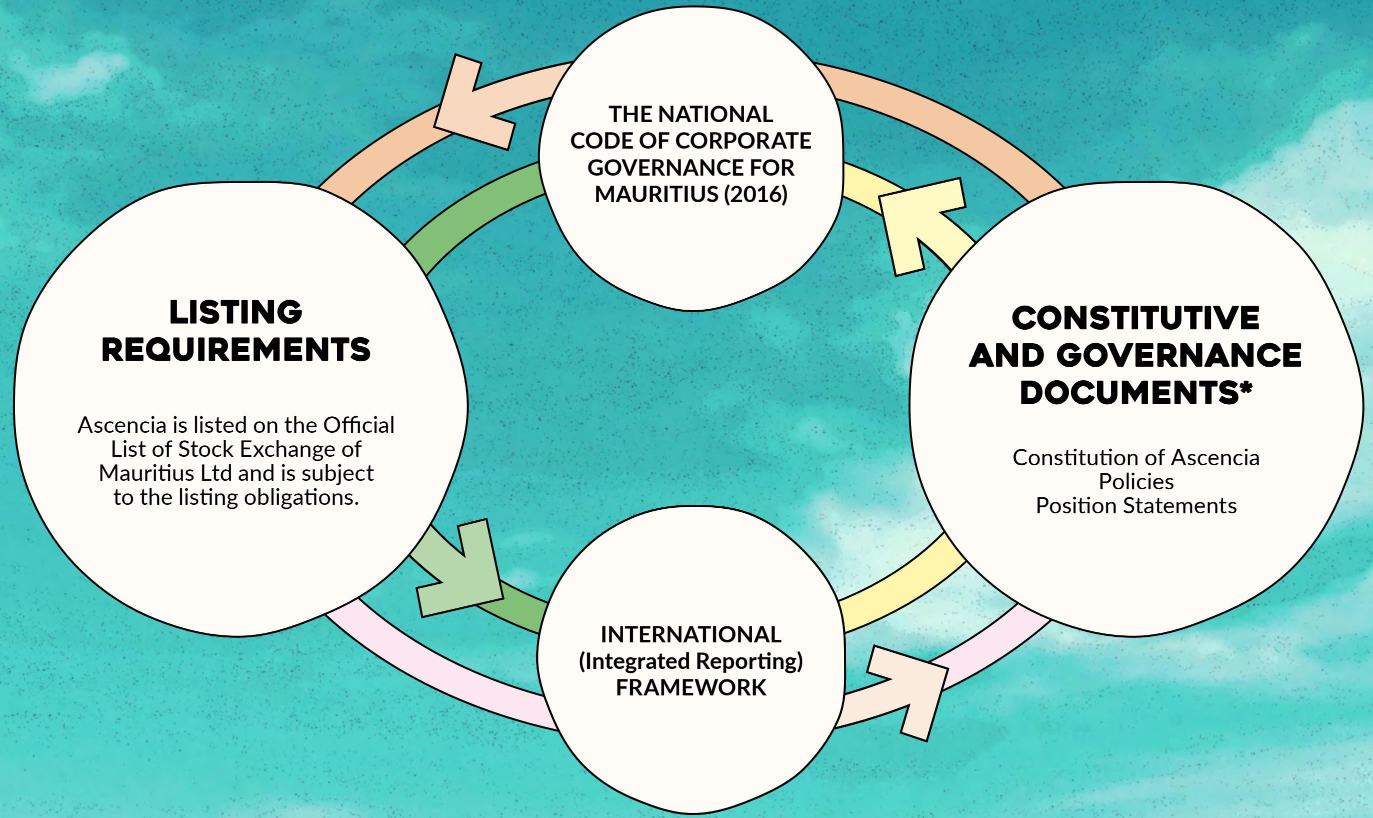
- Interim and final dividends to Ordinary Shareholders.
- Approval of three-year strategic plan and 2024 Budget.
- Approval of a revamped digital strategy.
- Approval of CAPEX for the renovation of Bagatelle Mall, Riche Terre Mall and Phoenix Mall.

KEY ACTIVITIES

- Managing the ongoing industry challenges.
- Setting out a performance framework and the strategic priorities of the Company.
- Annual Meeting of Shareholders on 15 November 2022.

1. CORPORATE GOVERNANCE FRAMEWORK

During the financial year 2023, there was no amendment to either the Listing Rules or the Constitution of Ascencia. A summary of the Constitution is available on ***www.ascenciacorporate.com.***



While the Board has not adopted a formal Board overboarding policy, it does consider the various other commitments that may impact directors’ availability when making new appointments. Before appointing directors, the Board ensures that any significant existing commitments of prospective directors are disclosed, along with an estimation of the time involved.

* These are disclosures pursuant to Principle 1 of the Code and are available on ***www.ascenciacorporate.com.***

CORPORATE GOVERNANCE REPORT (cont'd)

Ascencia has a flexible governance structure, allowing for fast decision-making and effective oversight.

2. GOVERNANCE STRUCTURE

THE BOARD

The Board is primarily responsible for setting the Company's strategy for delivering long-term value to Ascencia's shareholders and other stakeholders, providing effective challenge to management concerning the execution of the strategy and ensuring that the Company maintains an effective risk management and internal control system.

Board Members | Our Strategy | Our Main Risks | Key Activities of The Board in 2023

The Board delegates certain matters to its three committees

RISK MANAGEMENT AND AUDIT COMMITTEE

Reviews and monitors the main and emerging risks and the effectiveness of Ascencia's risk management system.

Oversees the Company's financial reporting, maintains an appropriate relationship with the external auditor and monitors Ascencia's financial controls.

CORPORATE GOVERNANCE COMMITTEE (ALSO ACTING AS NOMINATION AND REMUNERATION COMMITTEES)

Oversees the corporate governance framework of Ascencia.

Reviews Ascencia's remuneration policy and ensures that there is a clear link between performance and remuneration.

STRATEGIC COMMITTEE

Appraises projects, investment and divestment opportunities and strategies.

Discusses the strategic risks related to projects and investments.

The terms of reference of each Board committee and their membership are available on the website of Ascencia at https://www.ascenciacorporate.com/investors/governance

EXECUTIVE DIRECTORS

The Board delegates the execution of Ascencia's strategy and the day-to-day management of the business to the Executive Directors, who are assisted by the Property & Asset Management and Fund Management teams.

CEO's Message
Page 22

Management Team
Page 54

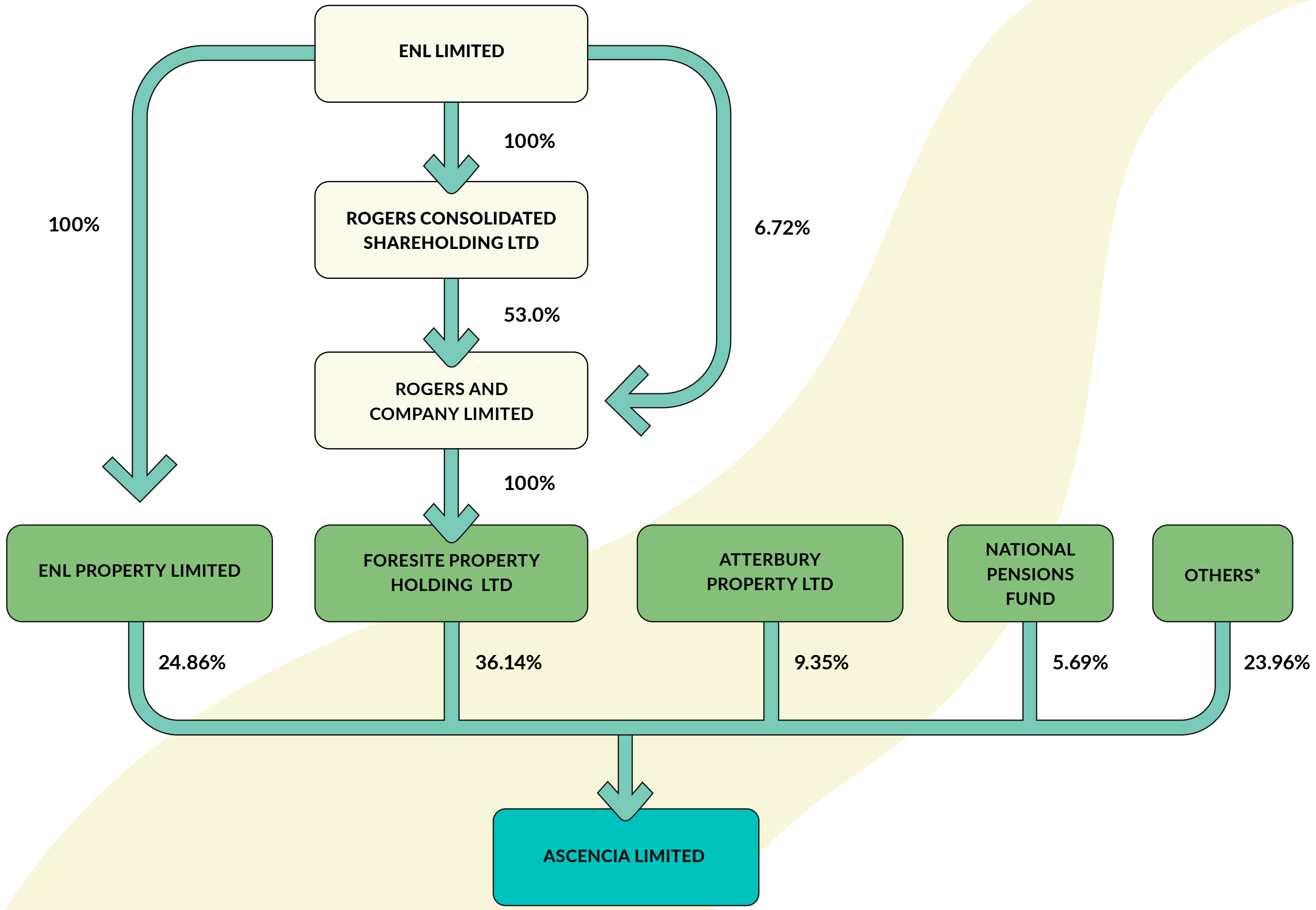
The shareholders and other key stakeholders of Ascencia play an important role in monitoring and safeguarding its governance. Further information on how Ascencia engages with them is found on page 72.

3. SHAREHOLDERS' AGREEMENT

Foresite Property Holding Ltd. ("FPHL") and ENL Property Limited ("ENLP") together hold 61% of the shareholding and voting rights of Ascencia. Further to a shareholders' agreement between FPHL and ENLP:

i. at least half of the Board is nominated for appointment by Rogers and Company Limited ('Rogers');
ii. the Chairman of the Board is chosen from the representative directors of Rogers; and
iii. for all shareholder matters concerning Ascencia, ENLP shall vote in the same manner as FPHL.

The shareholding structure of Ascencia as at 30 June 2023 is as follows:



**There is no shareholder holding a direct stake of 5% or more in the "Others" category.*

CORPORATE GOVERNANCE REPORT (cont'd)

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 2023, Ascencia was headed by a **unitary Board** comprising of **12 seasoned directors**, under the chairmanship of Mr. Philippe Espitalier-Noël, a Non-Executive Director.

The Board believes that its **size and level of diversity** and its governance framework are commensurate with the nature and complexity of Ascencia's operations.

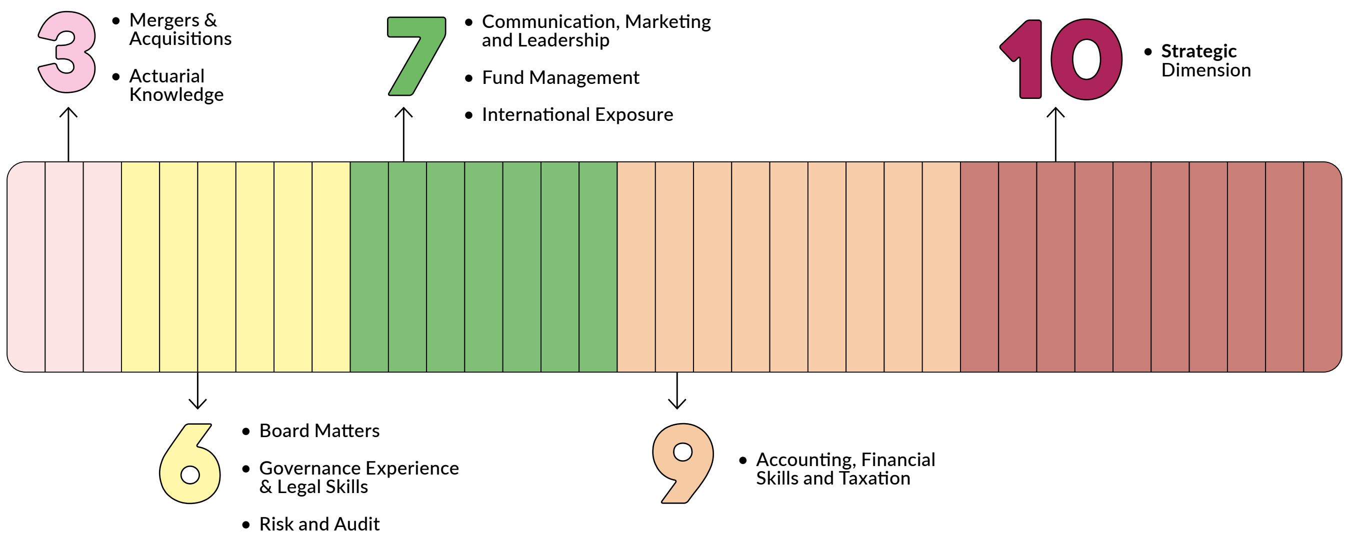
The composition of the Board and the category of directors are set out on page 78 of the Annual Report. As at 30 June 2023, the Board comprised of one Executive Director, seven Non-Executive Directors ('NED') and four Independent Non-Executive Directors ('INED').

The Company presently has **no employees**. It has retained the services of Rogers as **Fund Manager**, represented by Mr. Iswarduth Ashvin Chatoorsing, and **EnAtt Ltd. as Property and Asset Manager** of the Company, represented by Mr. Frédéric Tyack. The Company being a subsidiary of Rogers, the Directors follow the Code of Ethics of Rogers. The same principle applies to the employees of the Fund Management team. On the other hand, the employees of EnAtt Ltd., a subsidiary of ENL Limited ("ENL") follow the Code of Ethics of ENL. There was one ethical concern during the year involving an employee of the Property and Asset Manager, which was handled and resolved according to the procedures and processes put in place by the latter.

The Chief Executive Officer of the Company, namely Mr. Frédéric Tyack, although not employed by the Company, has executive responsibilities since he oversees the day-to-day management of Ascencia.

Although the Chairman is a NED, there is clear division between the Executive and Non-Executive responsibilities which ensures accountability and oversight as set out in the following table. The roles of the Chairman and Chief Executive Officer are separately held and their responsibility defined in their respective position statements which are available on *www.ascenciacorporate.com.*

DIRECTORS' SKILLS



Chairman Mr. Philippe Espitalier-Noël	• Leads a unified Board and is responsible for its effectiveness. • Fosters a culture of inclusivity and transparency by demonstrating Ascencia's values, establishing the right 'tone from the top'. • Sets agenda and ensures timely dissemination of information to the Board, to support sound decision making and allow for constructive discussion, challenge and debate. • Oversees the Board's effectiveness and evaluation process. • Facilitates contribution from all Directors and ensures that effective relationships exist between them. • Ensures that the views of all stakeholders are understood and considered appropriately in Board discussion and decision making. • Responsible for the composition and evolution of the Board, together with the Nominations Committee.
Independent Non-Executive Directors Mr. Dean Lam Kin Teng* (up to 14 November 2023) Mr. Pierre-Yves Pascal Mr. Naderasen Pillay Veerasamy** (up to 25 August 2023) Dr. Dhanandjay Kawol (resigned on 13 March 2023) Ms. Maheswaree Naraini Madhub (appointed on 21 April 2023)	• Promote good standards of integrity and corporate governance and uphold the cultural tone of the Company. • Constructively challenge and assist in the development of strategy. • Monitor the delivery of strategy by the Executive Directors within the risk and control framework set by the Board. • Ensure that internal controls are robust and that the External Audit is undertaken properly. • Engage with internal and external stakeholders and provide feedback insights to the Board. • Have a key role in succession planning for the Board, together with the Board Committees and Chair. • Serve on various Committees of the Board.

** Mr. Dean Lam Kin Teng has informed the Company that he does not intend to stand for re-election at the forthcoming Annual Meeting of Shareholders.*
*** His category as Director switched from INED to NED as from 26 August 2023 since he has served on the Board for more than nine continuous years from the date of his first election on 25 August 2014.*

CORPORATE GOVERNANCE REPORT (cont'd)

4. THE BOARD OF ASCENCIA (CONT'D)

Non-Executive Directors

Mr. Philippe Espitalier-Noël
Mr. Shreekantsingh (Antish) Bissessur
Mr. Hector Espitalier-Noël
Mr. Armond Boshoff
(resigned on 10 August 2023)
Mr. Damien Mamet
Mr. Dominique Galéa***
(up to 14 November 2023)
Mr. Naderasen Pillay Veerasamy**
(as from 26 August 2023)
Mrs. Belinda Wong-Vacher****
(as from 01 April 2023)
Mr. Gilbert Espitalier-Noël
(as from 18 September 2023)

- Provide constructive challenges to the Executive Directors, help to develop proposals on strategy and monitor performance against KPIs.
- Ensure that no individual or group dominates the Board's decision making.
- Promote good standards of integrity and governance throughout the Company, particularly at Board level.
- Review the integrity of financial reporting and ensure that financial controls and systems of risk management are robust.

Executive Directors

Mr. Frédéric Tyack
Mrs. Belinda Wong-Vacher****
(up to 31 March 2023)

- Represent Ascencia externally to all stakeholders, including the Government, regulators, customers, suppliers and the communities that the Company serves.
- Develop and implement the Group's strategy, as approved by the Board.
- Set the cultural tone of the organisation.
- Facilitate a strong link between the business and the Board to support effective communication.
- Responsible for overall delivery of commercial objectives of Ascencia.
- Promote and conduct Ascencia's affairs with high standards of corporate governance. The CEO's Message can be found on page 23.

Seasoned Chartered Secretary

Ms. Sharon Ah-Lin

- Serves the Board and its committees.
- Ensures sound information flows to the Board for the Board to function effectively and efficiently.
- Advises and keeps the Board updated on Listing Rules requirements and on best practice of corporate governance developments.
- Facilitates a comprehensive induction for newly appointed Directors, tailored to their individual requirements and assist with their training and development, as required.
- Ensures compliance with Board procedures and provides support to the Chair.
- Co-ordinates the effectiveness evaluation of the Board in conjunction with the Chair.
- Responsible for communication with shareholders and the organisation of the meetings of shareholders.
- Available to support all Directors.

*** His category as Director switched from INED to NED as from 26 August 2023 since he has served on the Board for more than nine continuous years from the date of his first election on 25 August 2014.*
**** Mr. Dominique Galéa has informed the Company that he does not intend to stand for re-election at the forthcoming Annual Meeting of Shareholders.*
***** Her category as Director switched from ED to NED since she resigned from her position as Chief Fund Management Executive of Rogers Group on 31 March 2023.*

5. THE NOMINATION PROCESS AND APPOINTMENT OF DIRECTORS

The Board and the Nominations Committee continue to drive the agenda of diversity across the Board of Ascencia.
The Nominations Committee reviews the Board Diversity on an annual basis and makes recommendations to the Board where it identifies changes that can be made to further contribute to improving the diversity of the Board. This year, both the Board and the Nominations Committee took note of the amendments made to The Companies Act 2001 (the "Act") regarding the number of women directors to be appointed to Boards of listed companies.

The main objectives of the agenda, together with an overview of the actions taken to implement such objectives, are set out below:

BOARD OBJECTIVES	IMPLEMENTATION	PROGRESS MADE
Ensure that the Board comprises of an appropriate mix of skills, experience, knowledge of Ascencia's business required to effectively oversee and support the management of Ascencia.	Annual review of the Board's composition by the Nominations Committee with particular consideration being given to the balance of skills, experience and independence of the Board. The external Board Effectiveness evaluation specifically considered the composition of the Board and the contribution, commitment and independence of individual Directors.	On 21 April 2023, upon the recommendation of the Nominations Committee, the Board approved the appointment of Ms. Maheswaree Naraini Madhub as an Independent Non-Executive Director. Following the end of the financial year, Ms. Lucille Louw was appointed as Non-Executive Director on 29 August 2023.

On behalf of the Board, the Nominations Committee is pleased to confirm that post the annual meeting of shareholders, the target set out in the Act, as amended, will be met. A summary of the Board Diversity's target is set out as follows:

BOARD DIVERSITY TARGET	TARGET MET
• At least 25% of the individuals on the Board of Ascencia are women. • One woman NED is a member of the RMAC of Ascencia.	✓

The Board benefits from a wide range of backgrounds and strengths. The Board Skills matrix on page 65 provides an overview of the number of Board members with specific skills, experience and knowledge as a way of demonstrating the different aspects the Directors bring to the Board.

The nomination process and appointment of Directors is posted on *www.ascenciacorporate.com.*

During the year under review and following the end of the financial year, there were the following changes to the Board composition of Ascencia.

OUTGOING DIRECTOR	INCOMING DIRECTOR
• Dr. Dhanandjay Kawol (resigned on 13 March 2023) • Mr. Armond Boschoff (resigned on 10 August 2023) • Mr. Dominique Galéa and Mr. Dean Lam Kin Teng have informed the Company that they do not intend to stand for re-appointment at the forthcoming Annual Meeting of Shareholders.	• Ms. Maheswaree Naraini Madhub (appointed on 21 April 2023) • Ms. Lucille Louw (appointed on 29 August 2023) • Mr. Gilbert Espitalier-Noël (appointed on 18 September 2023)

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 its Directors and Officers, excluding fraudulent, malicious or wilful acts or omissions. Ascencia does not have in place any indemnities for the benefit of its External Auditor.

CORPORATE GOVERNANCE REPORT (cont'd)

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 setting out:

- → Background information about the Company
- → Roles 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

The induction programme and orientation process cover, among other things, Ascencia's business, environmental, social, corporate governance, regulatory developments and investor relation matters. Such programme 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.

With regard to the Board of Directors and its workings, a timetable of scheduled Board meetings, Committee meetings and the Annual Shareholders' meeting, is sent to Directors at least a year in advance. The preparation of the Board pack is supervised by the Secretary in collaboration with the CEO and the Fund Manager. The comprehensive Board pack is then circulated to Directors at least five days before the scheduled Board meeting. Within two days of the holding of the Board or Committee meetings, a 'to-do list' is prepared by the Secretary and sent to the CEO and the Fund Manager and the draft minutes of the Board or Committee meeting is released within ten working days of the meeting.

On specific occasions and as and when the need arises, the Independent Non-Executive Directors meet together ahead of meetings.

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.

MAHESWAREE NARAINI MADHUB'S INDUCTION

The Board welcomed Ms. Madhub during the year. A tailored and detailed induction for her was developed covering a range of areas across the business of Ascencia. Along with a detailed overview of the industry and the regulatory requirements Ascencia operates under, Ms. Madhub attended a session with the Chief Executive, Company Secretary and Fund Manager covering topics including governance, stakeholder engagement and financials.

"My Ascencia Board induction has been a thorough and well thought-out journey. I have experienced both Ascencia's operations and its culture and have met some wonderful people along the way."

7. CONTINUOUS PROFESSIONAL DEVELOPMENT

Change is constant. The Board believes that continuous Director training and development support board effectiveness. On 21 June and 27 July 2023, there was an interactive working session titled "Refresher with regard to duties and responsibilities of Directors of Public Interest Entities" delivered by Mr. Arvin Halkhoree, which was attended by the following Directors of Ascencia, namely:

- Mrs. Belinda Wong-Vacher
- Mr. Philippe Espitalier-Noël
- Mr. Naderasen Pillay Veerasamy
- Mr. Damien Mamet
- Mr. Shreekantsingh (Antish) Bissessur
- Mr. Dean Lam Kin Teng
- Ms. Maheswaree Naraini Madhub

The session served as an opportunity for the Directors to interact with other Directors of PIEs of Rogers Group and gain a deeper understanding of expectations, duties, responsibilities and risks of directors. In addition to this session, regular updates on legislative developments and other strategic matters are provided respectively by the Company Secretary and the Executive Directors at Board meetings or via email communications.

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 Nominations Committee and Remuneration Committee), the Risk Management and Audit Committee ('RMAC') and the Strategic Committee ('SC').

The composition of each Committee is reviewed by the Nominations and Corporate Governance Committee at least annually and the membership is posted on: *www.ascenciacorporate.com.*

The Nominations and Corporate Governance Committee also reviews Board composition and succession planning. Cross-Committee membership provides visibility and awareness of matters relevant across the Committees. Each Committee Chair provides a verbal update on Committee activities to the Board after each Committee meeting. Matters considered by each of the Committees are set out in the Committee terms of reference.

These are accessible at *www.ascenciacorporate.com/investors/governance.*

On 23 August 2023 (RMAC) and 08 September 2023 (CGC & SC), they reviewed the respective terms of reference and noted they had met most of their objectives.

CORPORATE GOVERNANCE REPORT (cont'd)

9. BOARD AND COMMITTEES MEETINGS & REMUNERATION

The composition and attendance of Board and Committee meetings and the Annual Meeting of Shareholders, as well as the remuneration and benefits paid to the Directors of the Company for the financial year ended 30 June 2023 are set out in the Table below.

TABLE 1

	Category	Board	Corporate Governance Committee ('CGC')	Risk Management & Audit Committee ("RMAC')	Strategic Committee ('SC')	Annual Meeting of Shareholders	Remuneration & Benefits (MUR)
ESPITALIER-NOËL, Philippe (Chairman of the Board and Chairman of SC)	NED	5/5	2/2	-	1/1	1/1	-
GALÉA, Dominique (Chairman of CGC)	NED	3/5	1/2	-	-	0/1	287,175
TYACK, Frédéric	ED	5/5	-	-	1/1	1/1	-
ESPITALIER-NOËL, Hector	NED	4/5	-	-	0/1	0/1	-
VEERASAMY, Naderasen Pillay	INED	4/5	1/2	-	-	0/1	294,000
MAMET, Damien	NED	5/5	-	3/5	-	1/1	-
LAM KIN TENG, Dean (Chairman of RMAC)	INED	4/5	-	5/5	-	1/1	469,875
PASCAL, Pierre-Yves	INED	5/5	2/2	5/5	-	1/1	441,000
BOSHOFF, Armond	NED	4/5	-	-	-	1/1	294,000
WONG-VACHER, Belinda	NED	5/5	-	5/5	1/1	1/1	110,121
BISSESSUR, Shreekantsingh (Antish)	NED	4/5	-	-	-	1/1	-
KAWOL, (Dr.) Dhanandjay*	INED	2/3	-	-	-	0/1	216,559
MADHUB, Maheswaree Naraini**	INED	2/2	-	-	-	0/1	78,764

INED: Independent Non-Executive Director NED: Non-Executive Director ED: Executive Director
NB (1): The INEDs satisfy the independence criteria tests of Principle 2 of the Code.
(2): The number of Directors to the Board is in line with Article 14.2 of the Constitution of the Company.

**Resigned on 13 March 2023 and maximum of meetings hold during his tenure for the year under review.*
***Appointed on 21 April 2023 and maximum of meetings hold during her tenure for the year under review.*

As a general principle, Directors employed by Rogers and ENL Groups are not paid 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.

10. KEY BOARD MATTERS LOOKED INTO FOR THE FINANCIAL YEAR ENDED 30 JUNE 2023

Q1 interim report

Follow up on the year's business objectives
Interim dividend to Ordinary shareholders
Approval of Digital Strategy
Holding of Annual Meeting of Shareholders
Receipt of RMAC report from its Chairman
Receipt of SC report from its Chairman

Q2 interim report

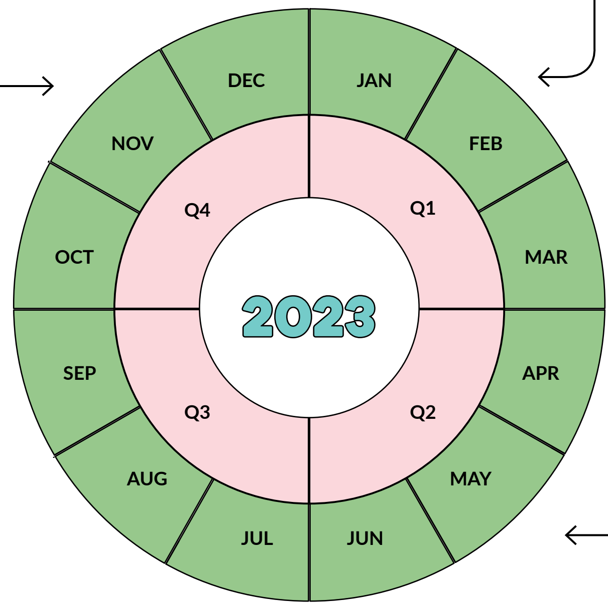
Follow up on the year's business objectives

Approval of Bagatelle Mall extension and Food Court renovation

Approval of change in officers:

- New representative of Fund Manager
- New Money Laundering Reporting Officer
- New Data Protection Officer

Receipt of RMAC report from its Chairman



Appointment of Independent Non-Executive Director

Audited Abridged Statements for FYE 30 June 2022
Approval of additional Capex for Bagatelle Mall
Approval of Annual Report 2022 and Documents for Annual Meeting of Shareholders
Receipt of RMAC report from its Chairman
Receipt of CGC report from its Chairman

3rd redemption of listed bonds and coupon payment
Approval of Budget 2024
Approval of three-year strategy plan
Approval of recurrent and non-recurrent capital expenditures

Q3 interim report

Follow up on the year's business objectives
Final dividend to Ordinary shareholders
Consideration of Board Evaluation survey findings
Notification of redemption data for automatic redemption of listed bonds
Review of external Board Evaluation results carried out by BCG
Receipt of RMAC report from its Chairman
Receipt of CGC report from its Chairman

CORPORATE GOVERNANCE REPORT (cont'd)

11. ENGAGEMENT WITH SHAREHOLDERS

Shareholders play a valuable role in safeguarding Ascencia's governance through, for example, the annual election/re-election of Directors, monitoring and rewarding their performance and engagement and constructive dialogue with the Board.

During the year under review, Ascencia held its Annual Meeting of Shareholders in-person on 15 November 2022 ("AMS").

We are pleased to report that the resolutions put to the vote at the AMS were unanimously approved by the shareholders present and/or represented.

The **proxy reports** and **voting results** are published on *www.ascenciacorporate.com.*

The shareholding structure of Ascencia as at 30 June 2023 is set out at page 63 of the Annual Report.

12. ENGAGEMENT WITH OTHER STAKEHOLDERS

STAKEHOLDERS	TOPIC OF ENGAGEMENT	HOW DO WE COMMIT?	CAPITAL IMPACTED	SDGS
Tenants	• Successful renewals • Collaborative practices for innovative product development • Malls' Website • Customer Satisfaction surveys • Improved trading performance	• Providing fair renewal agreement despite high inflation rates and ensuring low vacancy rates • Improve online traffics	Social Capital Intellectual Capital Financial Capital Manufactured Capital	Adjusting strategy in hard times to ensure that tenants are not at a disadvantage 1 No Poverty 8 Decent Work and Economic Growth
Government	• Partnering with Metro Express Limited (MEL) • Collaborating for mutual goals and sharing expertise • Events	• Engaged with the government for shared interests by reconnecting the metro station to our malls • Collaborating with the Ministry of Environment, Health & Wellness and Youth Empowerment for events such as blood donation, recycling and environmental campaigns	Social Capital Natural Capital	Partnering with the Government for shared interests towards modernisation of the country and improved living standards 8 Decent Work and Economic Growth 9 Industry, Innovation and Infrastructure 16 Peace, Justice and Strong Institutions 17 Partnerships for the Goals

STAKEHOLDERS	TOPIC OF ENGAGEMENT	HOW DO WE COMMIT?	CAPITAL IMPACTED	SDGS
Service providers	• Ongoing vendor and work management • Maintenance and security • New partnerships on digitalisation	• Establishing long term partnerships • Emphasising on quality assurance • Caring for their safety and well-being as they are at the heart of our operations • Improve operational efficiency	Social Capital Natural Capital Intellectual Capital	Ensuring good health of providers who are actively involved in our operations 3 Good Health and Well-Being 8 Decent Work and Economic Growth 9 Industry, Innovation and Infrastructure
Investors	Financial returns: • Good Liquidity • Credit rating • Sustain dividend level	• Recognising the trust investors place on us with their capital and providing consistent and attractive returns to our valued shareholders • Upholding transparency in our practices	Financial Capital	Ensuring transparency and valuing investors trust on us 8 Decent Work and Economic Growth 9 Industry, Innovation and Infrastructure
Our people	• Job security • Workshop • Health and safety • Sustainability initiatives • Mall performance monitoring	• Focusing on employee development by providing constant opportunities and scope for growth • Ensuring safe working environments for our employees • Set new target on our 4 sustainability pillars. • New dashboard	Human Capital Social Capital Natural Capital Intellectual Capital	Committing to progress of employees through upskilling 3 Good Health and Well-Being 8 Decent Work and Economic Growth 9 Industry, Innovation and Infrastructure
Shoppers	• Malls' Website • Customer Satisfaction surveys • Enhancing Safety Measures	• Providing updated information on our websites helping shoppers fully experience happenings at our malls • Prioritising visitor security and comfort by maintaining advanced security systems, and ensuring well-lit spaces throughout across parking areas and outdoor spaces	Social Capital Intellectual Capital Manufactured Capital	Ensuring safe and modern spaces for shoppers 3 Good Health and Well-Being 11 Sustainable Cities and Communities

CORPORATE GOVERNANCE REPORT (cont'd)

13. OTHER MANDATORY DISCLOSURES

13.1 Dealings in the securities by Director

During the year under review, Mr. Pierre-Yves Pascal purchased 5,000 ordinary shares of the Company.

13.2 Managing conflicts of interest and related party transactions

Conflicts of interest and related party transactions are inevitable in today's sophisticated finance and in a sizable company like Ascencia. The Board has thus approved a transparent process to address both matters. Such process is published on www.ascenciacorporate.com. Furthermore, the Secretary maintains a conflict of interests register. Any instances where Directors are conflicted are noted down. Moreover, 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.

As at 30 June 2023, there was no conflict of interest or related party transaction entered into their registers. Furthermore, the Secretary also maintains an interest register which is available for consultation by shareholders, upon written request to the Secretary.

13.3 Board evaluation

During the financial year under review, an external Board evaluation was conducted by Boston Consulting Group Ltd. ("BCG") following an internal process in the preceding years. To provide a measured assessment of progress, the findings of the review in 2020 were imparted with BCG and the results of the 2023 Board evaluation survey confirmed the Board's effective operation. Besides the provision of the Board evaluation work, there was no other contractual connection between Ascencia or the individual Directors and BCG.

2023 BOARD EVALUATION PROCESS

STAGE 1	STAGE 2	STAGE 3	STAGE 4
Engaging with BCG	**Design of the evaluation**	**Review Methodology**	**Findings and actions**
Following a selection process, BCG was engaged to perform an external review of the Board and its Committees in 2023. After seeking the opinion of the Board, the Chair with the assistance of the Company Secretary engaged BCG to facilitate the Board evaluation in 2023 as it was deemed efficient and appropriate in the cycle of continuous improvement.	Considering the findings of the 2020 internal Board performance review, it was agreed that the review of the Board and its Committees in 2023 would be conducted by BCG in a format different from the previous internal evaluation. This centred on a one-to-one interview between the authorised representative of BCG and each Director of Ascencia. The interview covered both Board-related and Strategy-related questions.	The one-to-one interview was carried out to achieve a comprehensive suite of feedback, questions were structured around agreed topics, comprising: • Board dynamics; • Board composition; • Board support; • Management and focus of meetings; • Stakeholder oversight; • Strategic oversight; • Risk management and internal control; and • Succession planning and people oversight	Based on the information and views garnered from the review responses, BCG produced the Board evaluation report for review. The finalised report of findings was provided to the Board and actions agreed.

13.3.1 Board evaluation findings

The findings of the Board evaluation were positive, with progress thought to have been achieved across a number of evaluation areas. Areas which scored well, included:

- Good level of independence and balanced skills among the Board
- Effective board meetings with strong focus on achieving results
- Effective provision of information on KPIs
- Open discussions welcoming different perspectives and honest feedback

Whilst the findings were positive and confirmed that the Board was operating effectively, there remained, as with all balanced processes, opportunities for improvement and refinement as set out below:

OPPORTUNITIES FOR REFINEMENT	COMMENTARY & ACTIONS
Clarity of Board participation on strategic decision-making.	**Actions agreed by the Board** Specific board meeting has been convened and dedicated to the approval of the three-year strategic plan of Ascencia to allow for a deep dive session on this topic.
Additional gender diversity and expertise in property on the Board of Ascencia	**Actions agreed by the Board** Additional gender diversity and expertise in property appointed to the Board of Ascencia, as set out on page 67.

14. OTHER MATTERS

14.1 Corporate and Social Responsibilities

The Company did not make any political donation for the year under review.
Please refer to the Social and Relationship Capital section on page 42 for more details on the corporate and social responsibilities of Ascencia.

14.2 Environmental Responsibilities

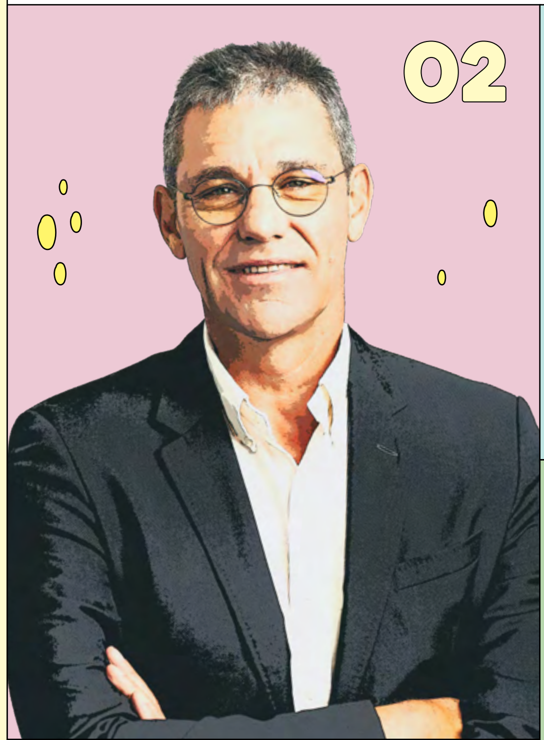
Please refer to the Natural Capital section on page 46.

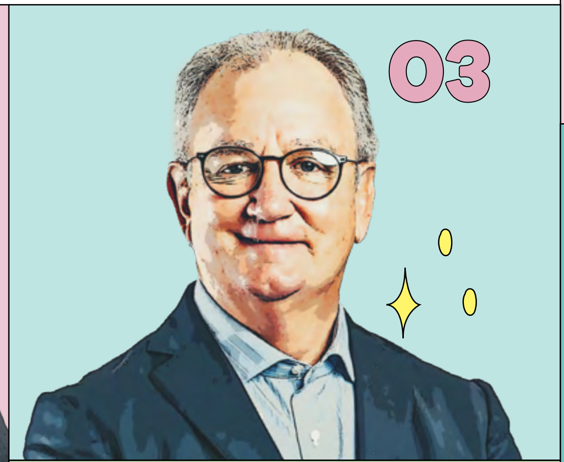
14.3 Financial Responsibilities

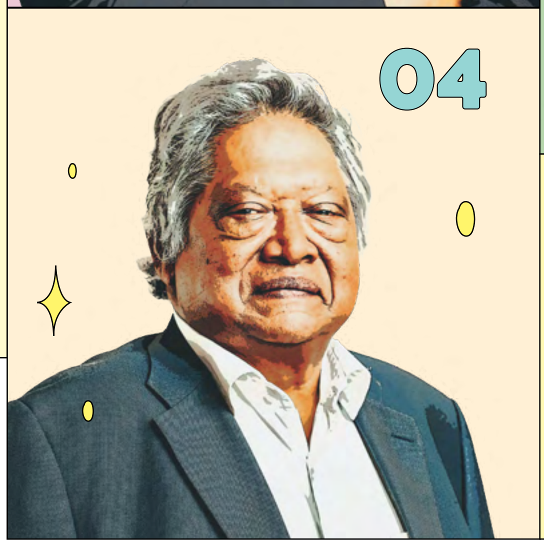
Please refer to the Financial Capital section on page 38.

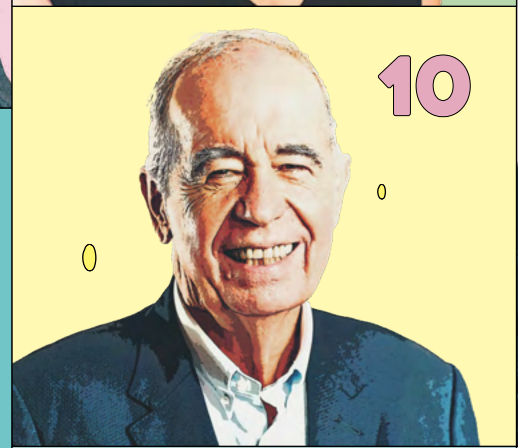
BOARD OF DIRECTORS

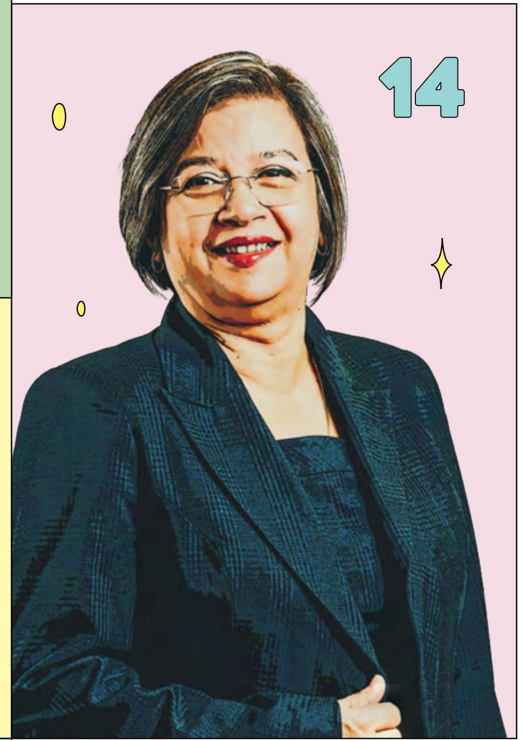
MULTIPLE VOICES ONE TEAM





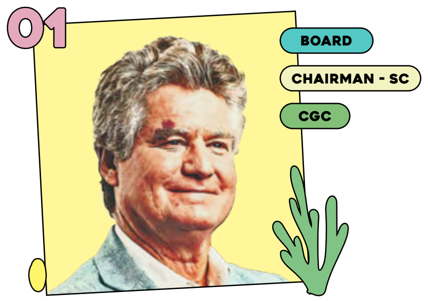






01 Philippe **ESPITALIER-NOËL**
02 Frédéric **TYACK**
03 Hector **ESPITALIER-NOËL**
04 Naderasen Pillay **VEERASAMY**
05 Belinda **WONG-VACHER**
06 Damien **MAMET**
07 Gilbert **ESPITALIER-NOËL**
08 Lucille **LOUW**
09 Dean **LAM KIN TENG**
10 Dominique **GALÉA**
11 Armond **BOSHOFF**
12 Shreekantsingh (Antish) **BISSESSUR**
13 Pierre-Yves **PASCAL**
14 Maheswaree Naraini **MADHUB**

DIRECTORS' PROFILE



ESPITALIER-NOËL, PHILIPPE [58]

Chairman & Non-Executive Director

Nationality: Mauritian
Date of Appointment: 28 June 2007
Board tenure: 16 years

Qualifications

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

Professional journey

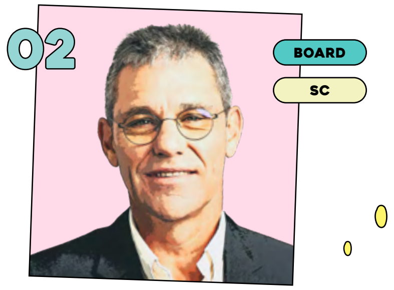
- Worked for CSC Index in London as Management Consultant from 1994 to 1997
- Joined Rogers in 1997
- Was appointed Chief Executive Officer of Rogers in 2007
- Honorary Consul of the Kingdom of Denmark

Skills

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

Current external Directorships in other listed companies

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



TYACK, FRÉDÉRIC [54]

Chief Executive Officer & Executive Director

Nationality: Mauritian
Date of Appointment: 03 April 2014
Board tenure: 9 years

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

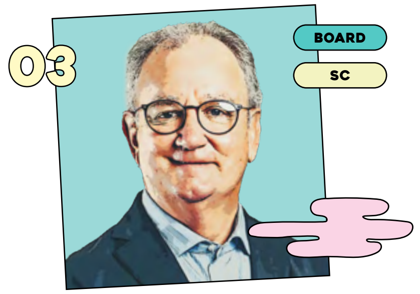
- Joined the Rogers Group in 1997 and was appointed Managing Director of the Logistics Sub-Cluster.
- In 2004, he left the Rogers Group and joined Plastinax Austral Ltd as General Manager for four years.
- He then moved to ENL and was appointed Managing Director of EnAtt Ltd, the Asset and Property Management 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 [65]

Non-Executive Director

Nationality: Mauritian
Date of Appointment: 03 April 2014
Board tenure: 9 years

Qualifications

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

Professional Journey

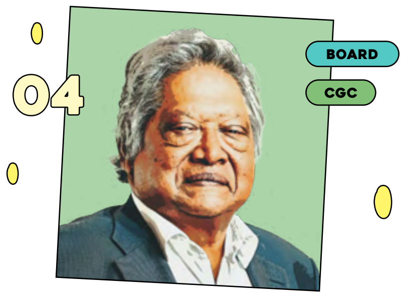
- Worked for Coopers and Lybrand in London
- Worked for De Chazal du Mée in Mauritius
- Past Chairman of the Board of Rogers and Company Limited
- Past President of the Mauritius Chamber of Agriculture
- Past President of the Mauritius Sugar Producers' Association
- Past President of the Mauritius Sugar Syndicate
- Group CEO of ENL Limited until 30 June 2023

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 [66]

Independent Non-Executive Director *(Up to 26/08/23)*
Non-Executive Director *(As from 27/08/23)*

Nationality: Mauritian
Date of Appointment: 26 August 2014
Board tenure: 9 years

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 set up his own Chambers in Paris, practicing 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

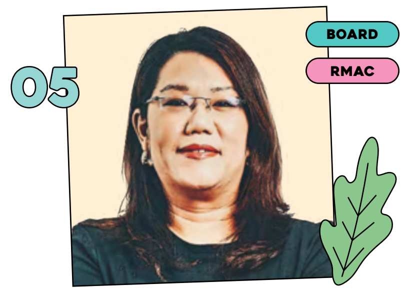
Governance experience, Legal skills, Financial skills, Risk management, Strategic dimension

Continuous professional development

Followed CPD courses organised by IJLS for members of the legal profession

Current external Directorships in other listed companies

- Sun Limited



WONG-VACHER, BELINDA [38]

Executive Director *(Up to 31/03/23)*
Non-Executive Director *(As from 01/04/23)*

Nationality: Mauritian
Date of Appointment: 30 October 2019
Board tenure: 4 years

Qualifications

- LLM International Business Law, Université Paris II, Panthéon-Assas.
- Strategy Execution for Business Leaders, INSEAD, France.
- Financing the Entrepreneurial Business Programme, London Business School, UK.
- Master's in Business Administration, University of Mauritius.
- Certificate in Business Accounting, Chartered Institute of Management Accountant, UK.
- BSc (Hons) Finance, University of Mauritius.
- AML/CFT workshop - a case-based approach for MLROs.

Professional journey

- Occupied several finance and investment positions in Rogers Group since 2005
- Worked as Chief Investment Officer for Grit Real Estate Income Group from 2018-2019
- Appointed as Chief Projects and Sustainability Executive of Rogers in 2019
- Appointed as Chief Fund Management Executive of Rogers in 2021 up to 31 March 2023
- Appointed as Chief Finance Officer at Harel Mallac & Co. Ltd as from 01 April 2023

Skills

- Experience across all arrays of corporate finance, financial modelling, business valuation, deal structuring, investment appraisal specialisation in M&A.
- Excellent network for fund raising (both equity debt)
- Experience in other fields such as company listing, compliance and relevant governance, risk management, strategic planning, due diligence, investor relations, communication strategy and implementation of branding and marketing.

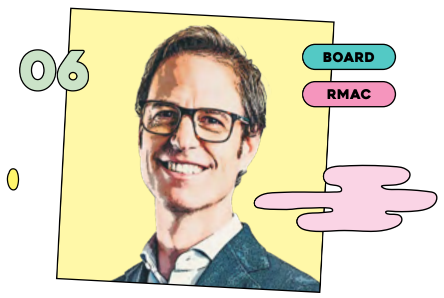
Continuous professional development

MIOD Course - Dealing with Public Authorities
MIOD Course - Introduction to Legal Risk Management

Current external Directorships in other listed companies

- Velogic Holding Company Limited

DIRECTORS' PROFILE (cont'd)



MAMET, DAMIEN
[46]

Non-Executive Director

Nationality: Mauritian
Date of Appointment: 25 June 2015
Board tenure: 8 years

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 2004, he moved to BDO De Chazal du Mée (Mauritius)
- In 2007, he was appointed Manager Corporate of PWC
- 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 Rogers in 2017
- Previous member of Sustainability and Inclusiveness Committee of Rogers

Skills

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

Continuous professional development

Executive Programmes (London Business School)
INSEAD Business School, Singapore
IFRS 9 – Financial Instruments
& IFRS 16 –Lease workshop crafting a compelling strategy for a Sustainable Future
Strengthening Marketing Capabilities 2019
Workers' Right Act 2019 workshop

Current external Directorships in other listed companies
- Rogers and Company Limited
- Velogic Holding Company Limited

ESPITALIER-NOËL, GILBERT
[59]

Non-Executive Director
(As from 18/09/23)

Nationality: Mauritian
Date of Appointment: 18 September 2023
Board tenure: Less than a year

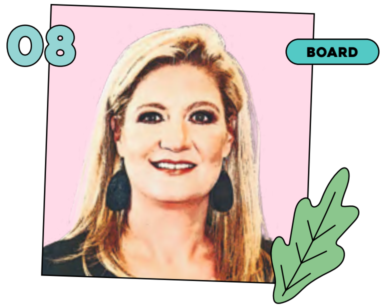
Qualifications
- BSc (University of Cape Town, South Africa)
- BSc (Hons) (Louisiana State University, USA)
- Master of Business Administration (INSEAD Fontainebleau, France)

Professional journey
- He started his career at Food and Allied Group (now Eclosia Group) in 1990 and was later appointed as Group Operational Director in 2000
- In 2007 he joined ENL group as Executive Director and also took the role of CEO of ENL Property
- In 2015 he joined New Mauritius Hotels Ltd. as its CEO
- In 2023 he was appointed as CEO of ENL group
- Gilbert was President of the Mauritius Chamber of Commerce and Industry in 2001, of the Joint Economic Council in 2002 and 2003 and of the Mauritius Sugar Producers' Association in 2008 and 2014

Skills

Extensive experience in the agro-industrial, property and hospitality sectors. He is also well versed on implementing and executing corporate and operational strategies in various leading organisations with a large number of employees, economic development, property projects and engagement in the communities.

Current external Directorships in other listed companies
- Beachcomber Hospitality Investments Ltd
- ENL Limited
- Livestock Feed Limited
- New Mauritius Hotels Limited
- Rogers and Company Limited
- Semaris Ltd



LOUW, LUCILLE
[48]

Non-Executive Director
(As from 29/08/23)

Nationality: South African
Date of Appointment: 29 August 2023
Board tenure: Less than a year

Qualifications
- Bachelor of Arts Degree, University of Pretoria 1996
- Senior Management certificate, University of Pretoria 1997

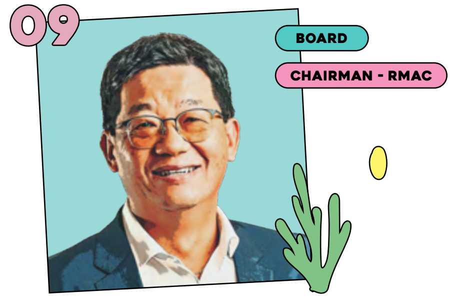
Professional journey
- Joined Atterbury Property Holdings (Pretoria) as Asset Manager in 2000
- Promoted to Managing Director - Asset Management of all projects within Atterbury Group in 2005

Skills

Corporate Finance, Accounting, Leadership, Business Management, International Exposure, Strategic Dimension

Current external Directorships in other listed companies

None



LAM KIN TENG, DEAN
[55]

Independent Non-Executive Director

Nationality: Mauritian
Date of Appointment: 01 August 2017
Board tenure: 6 years

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.

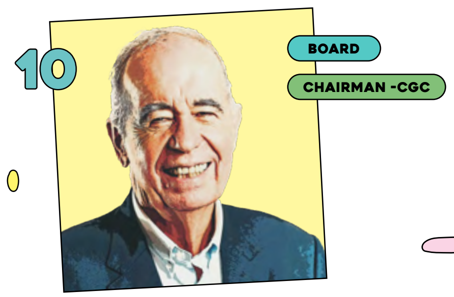
Professional journey
- Worked at Coopers & Lybrand in London between 1991 and 1995 in the Audit Department, specialising in the financial services sector
- Joined the Audit & Business Advisory Department of De Chazal du Mée in Mauritius in 1995 with exposure to certain African countries
- In 2000, he 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
- In 2023, he retired from the post of Managing Director of HSBC Bank (Mauritius) Limited where he was 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
- 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 and Taxation.

Current external Directorships in other listed companies

None



GALÉA, DOMINIQUE
[71]

Non-Executive Director

Nationality: Mauritian
Date of Appointment: 13 July 2012
Board tenure: 11 years

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

Continuous Professional Development

"Leading from the Chair" at INSEAD

Current external Directorships in other listed companies
- United Docks Ltd
- MUA Ltd
- Forges Tardieu Ltd

BOSHOFF ARMOND
[37]

Non-Executive Director (Up to 10/08/23)

Nationality: South African
Date of Appointment: 08 May 2019
Date of Resignation: 10 August 2023
Board tenure: 4 years

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 of Corporate Finance and Treasury.
- Appointed as Deputy Chief Executive Officer of Atterbury Property Holdings, a South Africa-based property development company, in July 2017.
- Appointed as Chief Executive Officer of Atterbury Property Holdings in January 2019, a position he still holds.

Skills

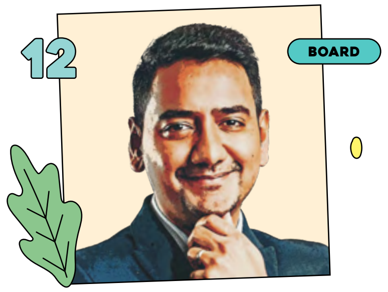
Corporate finance, Accounting, Actuarial, Leadership, Business management, International exposure, Strategic dimension

Current external Directorships in other listed companies

None

DIRECTORS' PROFILE (cont'd)

12



BISSESSUR SHREEKANTSINGH (ANTISH) [34]

Non-Executive Director

Nationality: Mauritian
Date of Appointment: 12 November 2020
Board tenure: 3 years

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 occupies the post of Chief Strategy Officer

Skills

Deal brokering, M&A, Financial structuring & Reporting, Capital raising, Financial due diligence, Financial modelling, Valuations, Listing, Strategic dimension, Company structuring and Related fiduciary support

Continuous Professional Development

Corporate Governance Training by MIoD - 2022

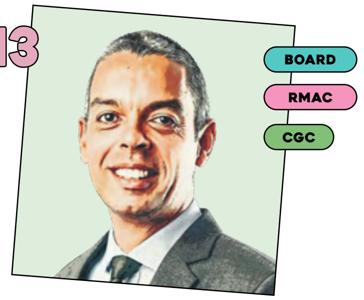
Current external commitment

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

Current external Directorships in other listed companies

None

13



PASCAL, PIERRE-YVES [46]

Independent Non-Executive Director

Nationality: Mauritian
Date of Appointment: 09 October 2017
Board tenure: 6 years

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

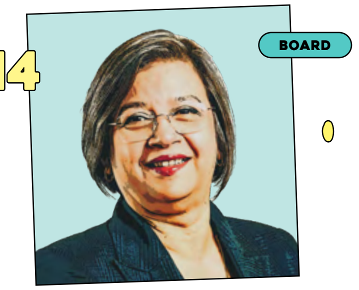
Continuous professional development

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

Current external Directorships in other listed companies

None

14



MADHUB, (MS.) MAHESWAREE NARAINI [61]

Independent Non-Executive Director

Nationality: Mauritian
Board Tenure: Less than a year
Date of Appointment: 21 April 2023

Qualifications

- Bachelor of Science, Major in Biochemistry and Botany – Australian National University
- Diploma in Public Administration and Management – University of Mauritius
- Management of the Exclusive Economic Zone – International Ocean Institute
- Certificate on La Bonne Gouvernance et La Réforme de L'État – Institut International D'Administration
- Publique/L'Ecole Nationale d'Administration
- Advanced Management Programme – Clare College, University of Cambridge

Professional journey

- In 1984, she was working as a Laboratory Technician – Agrogenetics and Botany Department – Australian National University
- In 1988, she was appointed as Assistant Secretary at the Ministry of Agriculture and Fisheries and in 1992, in the Ministry of Finance Economic Planning.
- In 1996, she served as Principal Assistant Secretary in different ministries and reached the level of Permanent Secretary in 2015.
- In 2020, she has also served as Senior Chief Executive Ministry of Industrial Development, SMEs and Cooperatives, and in 2021, at the Ministry of Housing and Land Use Planning.
- Presently, she is posted as Senior Chief Executive at the Ministry of Social Integration, Social Security and National Solidarity.

Skills

Governance experience, international exposure, Board matters, Leadership, Communication Skills

Current external Directorships in other listed companies

- Omnicane Ltd

CORPORATE INFORMATION

BOARD OF DIRECTORS
(as at 30 June 2023)

ESPITALIER-NOËL, Philippe	Chairman & Non-Executive Director
BISSESSUR, Shreekantsingh (Antish)	Non-Executive Director
BOSHOFF, Armond	Non-Executive Director
ESPITALIER-NOËL, Hector	Non-Executive Director
GALÉA, Dominique	Non-Executive Director
LAM KIN TENG, Dean	Independent Non-Executive Director
MAMET, Damien	Non-Executive Director
PASCAL, Pierre-Yves	Independent Non-Executive Director
WONG-VACHER, Belinda	Non-Executive Director
TYACK, Frédéric	Chief Executive Officer & Executive Director
VEERASAMY, Naderasen Pillay	Independent Non-Executive Director
MADHUB, Maheswaree Naraini	Independent Non-Executive Director

COMPANY SECRETARY
AH LIN, Sharon

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

AUDITORS
Messrs Ernst & Young

REGISTRAR & 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 2022 - 30 June 2023

Throughout the year ended 30 June 2023, to the best of the Board's knowledge, Ascencia Limited has complied with the National Code of Corporate Governance for Mauritius (2016) (the "Code").

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

Philippe Espitalier-Noël
CHAIRMAN

Frédéric Tyack
CEO & DIRECTOR

19 September 2023

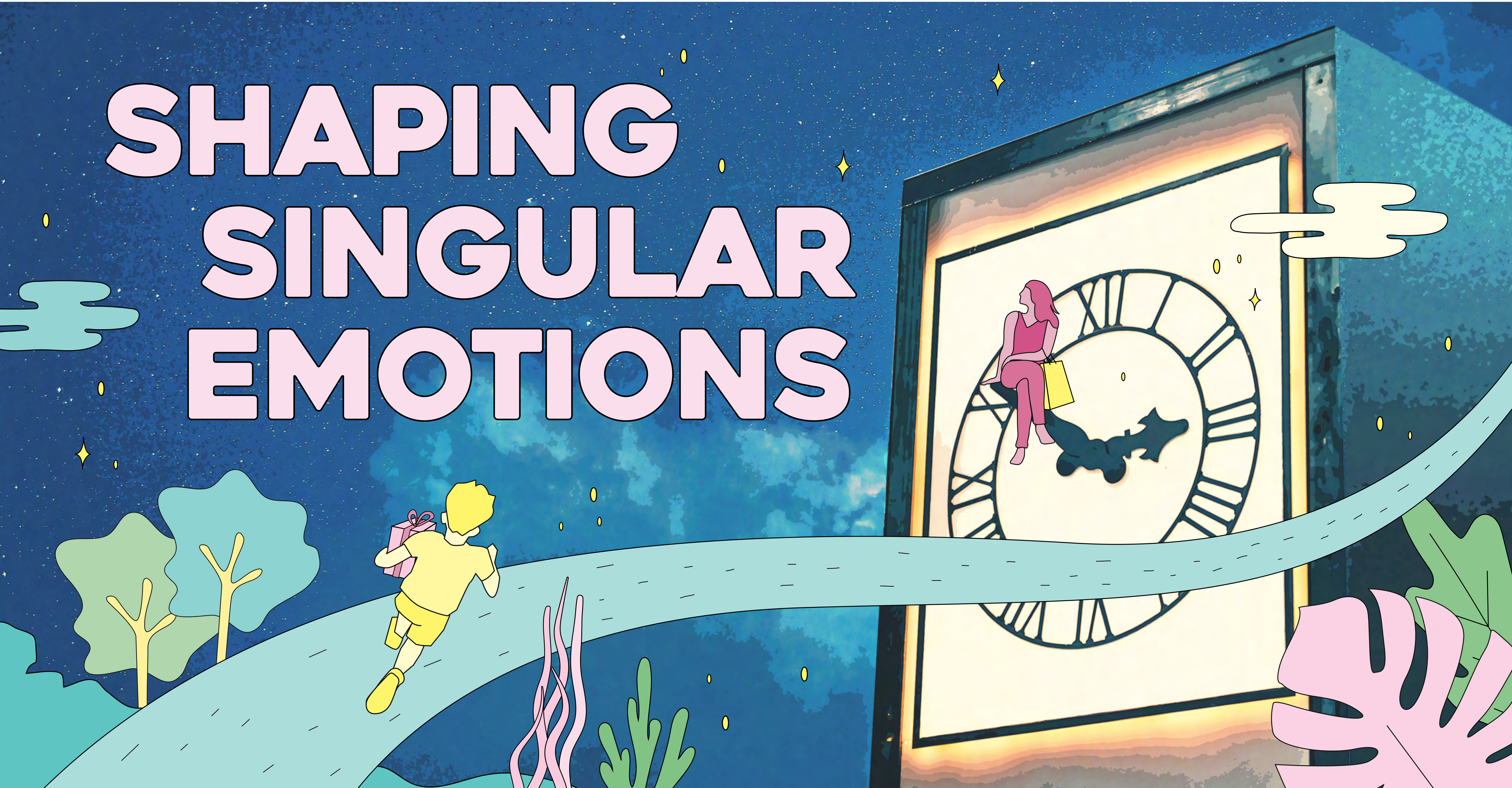
SECRETARY'S CERTIFICATE

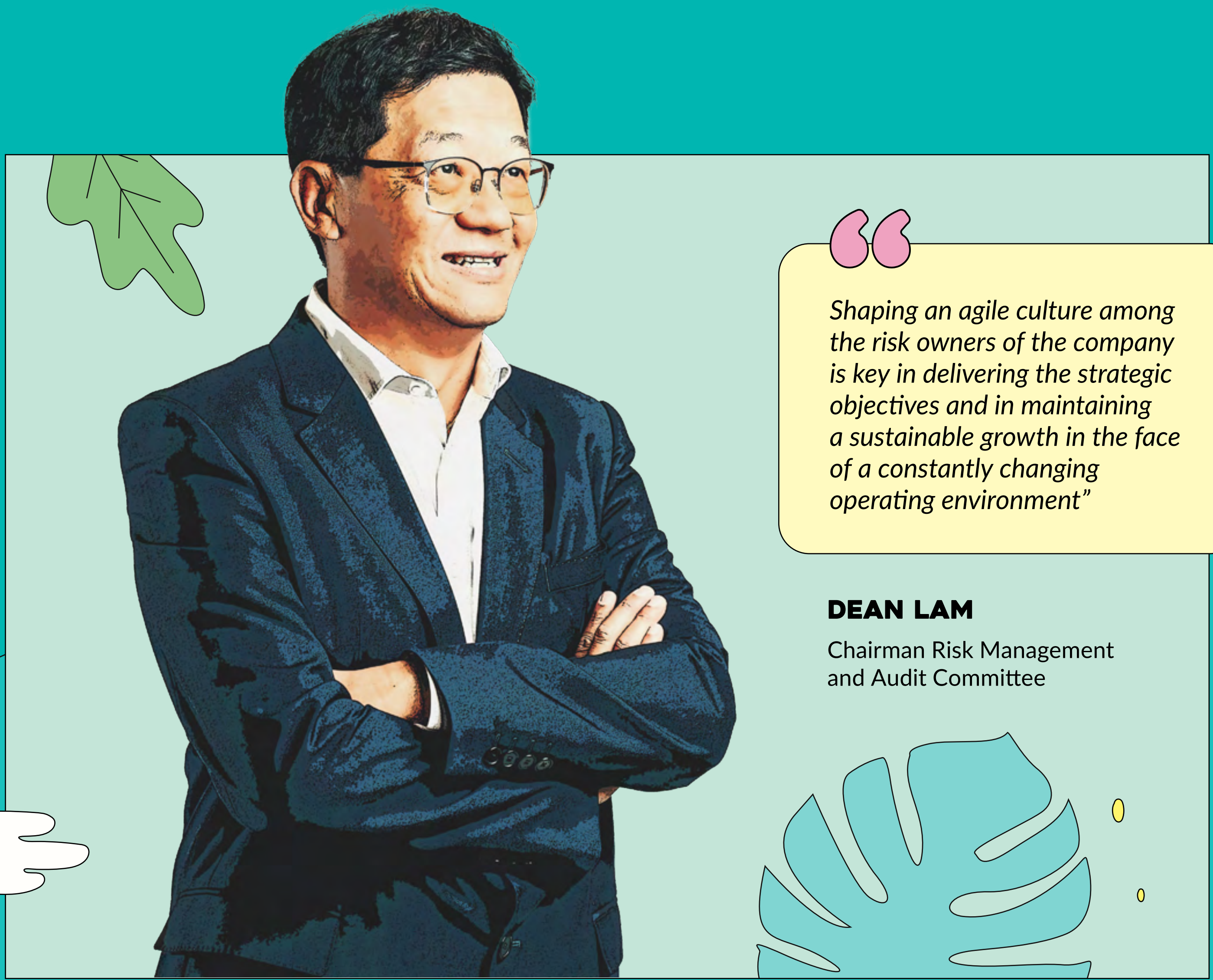
In my capacity as Company Secretary of Ascencia Limited (the "Company"), I hereby certify that, to the best of my knowledge and belief, the Company has filed with the Registrar of Companies, for the financial year ended 30 June 2023, all such returns as are required of the Company under the Companies Act 2001.

Sharon Ah Lin
COMPANY SECRETARY

19 September 2023

SHAPING SINGULAR EMOTIONS





Shaping an agile culture among the risk owners of the company is key in delivering the strategic objectives and in maintaining a sustainable growth in the face of a constantly changing operating environment"

DEAN LAM

Chairman Risk Management and Audit Committee

RISK MANAGEMENT REPORT

INTRODUCTION

The dynamic environment in which Ascencia operates presents a range of challenges and possibilities that shape the risk landscape.

Considering the current operating environment and the economic outlook, further disruptions and faster changes in the future are expected. In light of these circumstances, the strategic approach aims at effectively managing these risks while actively exploring avenues for value creation.

During times of significant disruption, the ability to adapt and make decisive choices plays a crucial role in maintaining resilience. At Ascencia, risks are defined as events or circumstances that have the potential to impact the company's ability to create sustainable value for its stakeholders. The adoption of a robust risk management framework, that proactively identifies, assesses, and responds to anticipated changes in the operating context, allows well-informed decisions to be made, even in the face of uncertainty.

In FY23, challenging economic factors such as high inflationary pressure and increasing interest rate have significantly reshaped the risk landscape.

However, despite these challenges, the implementation of strong and effective strategic responses played a pivotal role in preserving a stable risk profile.

ACHIEVEMENTS IN FY23

Ascencia continued to advance on its risk maturity journey, and its risk management processes were enhanced during the financial year through the implementation of the following measures:

Processes	Digital platform for monitoring of risks through KPIs and monthly dashboard reporting
Framework	Governance Risk and Compliance Department

Ascencia has been able to tap into opportunities to mitigate the significant risks. Effective and impactful strategic responses to significant risks this year were:

Developments	Connection of Metro to Phoenix Mall
Operational	Onboarding of new international brands Energy efficiency measures implemented

RISK MANAGEMENT REPORT (cont'd)

RISK MANAGEMENT PROCESSES

The recently created Governance, Risk and Compliance Department has during the year closely monitored and ensured that safety risks were effectively being managed in the Malls, with review and testing of business continuity plans.

Another key accomplishment this year is the successful implementation of a digital platform, Infraspeak, that enables the level of financial and operational risks to be tracked and monitored through improved visibility on the state of the properties, and efficiency of the team through a comprehensive dashboard. Moreover, the risk appetite has been seamlessly integrated through the use of key performance indicators and monthly dashboard reporting.

To improve the analysis and evaluation of risks, an additional stage, which focuses on stress testing and scenario analysis, has been incorporated in the risks evaluation process. This strategic addition enables the management to proactively assess and evaluate the potential impact of adverse situations on the business. Through rigorous stress testing and scenario analysis, various risk factors are systematically reviewed.

During FY23, particular attention was given to the risks of competition and fluctuations in interest rates. By subjecting the business performance to hypothetical scenarios and stressors, valuable insights into potential vulnerabilities were gained, which enabled management to formulate more effective strategic plans.

This comprehensive approach empowers management to make more informed decisions and fortify the company's resilience against potential challenges.

At Ascencia, managing risks through its robust risk management framework in place is core to the achievement of its strategic objectives. This is further described in the next section.

RISK MANAGEMENT FRAMEWORK

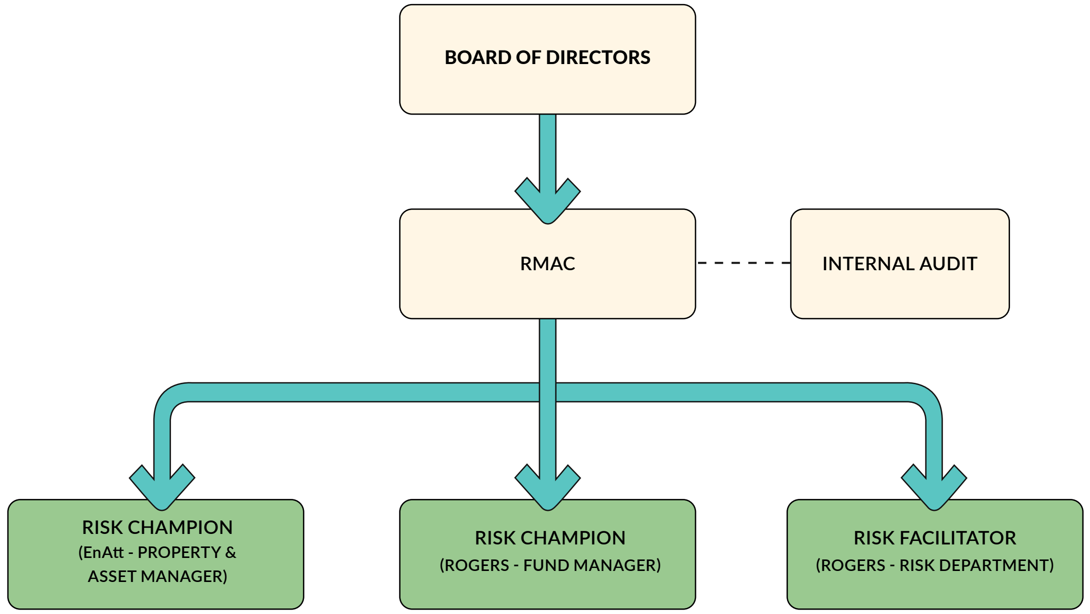
RISK MANAGEMENT STRUCTURE

The Board of Directors holds the ultimate responsibility of overseeing the risks involved in the business. It plays a crucial role in determining the types and levels of risks that the company is willing to accept in the pursuit of its strategic goals. This includes identifying potential risks, assessing their potential impact, and making informed decisions on how to address and mitigate them. By actively monitoring and governing risk, the Board ensures that the company can navigate challenges effectively while maintaining unwavering commitment to its long-term objectives.

The Board undertakes a critical oversight function in risk management. This is accomplished through the establishment of the Risk Management and Audit Committee ("RMAC"). The specific roles and responsibilities of the committee are comprehensively outlined in the Committee Charter (*https://www.ascenciacorporate.com/investors/governance*), thereby ensuring a robust and focused approach to risk governance across the organisation. Through this structured framework, the Board maintains a proactive and vigilant stance, effectively monitors and manages risks to safeguard the interests of the company and its stakeholders. The charter is in line with the National Code of Corporate Governance for Mauritius (2016) (the "Code").

The ever-changing nature of risk necessitates an ongoing process of identification, evaluation, and mitigation. At Ascencia, this responsibility falls upon two key service providers: EnAtt Ltd ("EnAtt"), the Property & Asset Manager, and Rogers and Company Limited ("Rogers"), the Fund Manager. They are entrusted with the crucial task of managing risks on a day-to-day basis, taking proactive measures to mitigate potential threats and seize opportunities. The RMAC is dedicated to ensuring that management integrates risk seamlessly into the core business processes, thus ensuring that risk management remains aligned with the evolving needs of the business. The Risk Department of Rogers also acts as facilitator in the evaluation and discussion of risks on an annual basis.

The risk management reporting structure at Ascencia is illustrated below:



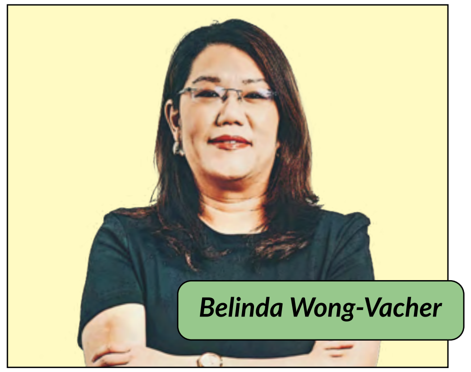
RISK MANAGEMENT REPORT (cont'd)

RISK MANAGEMENT AND AUDIT COMMITTEE

MEMBERS

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

All members have relevant financial experience. The members are:



Gender Diversity

75%
Male

25%
Female

Age Diversity

75%
Under 50

25%
Over 50

Average Tenure

5 YRS
The average Committee tenure is five years. Five meetings were held during the year.

The Head of Internal Audit and Risk Management was present at all the RMAC meetings where risk management and internal audit were discussed during the financial year.

KEY RESPONSIBILITIES

The Committee plays a pivotal role in the oversight of the risk management framework, with the following key responsibilities:

Ensuring Risk Alignment:
The Committee diligently oversees the review and management of risks, ensuring that they are in line with the defined risk appetite and acceptable levels.

Safeguarding Assets: A primary focus of the Committee is to ensure that all internal systems and procedures are thoughtfully designed and consistently implemented. This comprehensive approach provides ongoing assurance that the company's valuable assets are protected against potential threats.

Monitoring Transactions:
The Committee diligently monitors transactions to verify compliance with the company's policies.

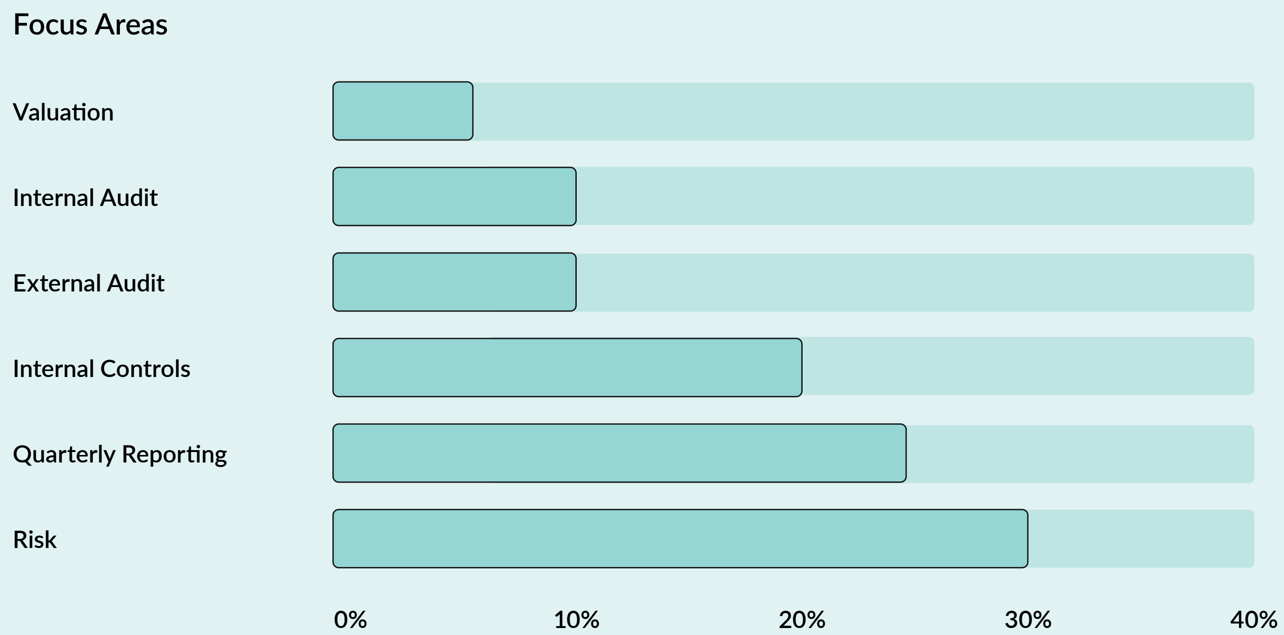
Through these key responsibilities, the Committee plays a vital role in promoting risk awareness, maintaining the integrity of operations, and safeguarding the interests of the company's stakeholders.

KEY AGENDA IN FY23

Significant risks and their corresponding responses were comprehensively reviewed. The quarterly financial performance, internal controls, audit plans and findings (internal and external) were also evaluated.

The time allocated by the RMAC to its different focus areas during the year was as follows:

The RMAC received regular reports and information from management, internal auditors, and external auditors. The RMAC has diligently reviewed and assessed the performance of both internal and external auditors, and is satisfied with their performance, as their contributions have provided valuable insights and assurance regarding risks.

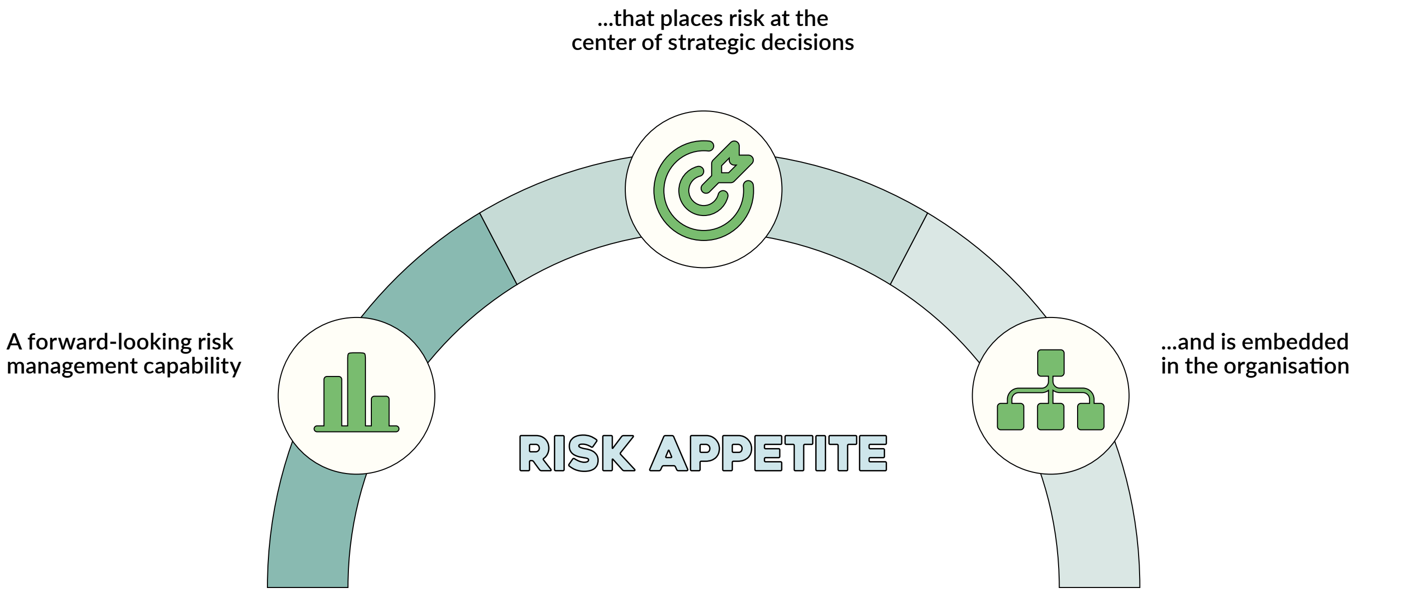


RISK MANAGEMENT REPORT (cont'd)

RISK MANAGEMENT AND AUDIT COMMITTEE (CONT'D)

RISK APPETITE

The Board uses its risk appetite to assess the level of risks that Ascencia is willing to embrace in pursuit of its value-creation strategy. It is measured in terms of the ability to ensure consistent return to the investors, preserving asset value, while meeting the company's debt obligations. This risk appetite is applied to key decisions such as evaluating potential investments. For example, conscious of its cautious risk tolerance, the Board has chosen to limit the presence of the company to Mauritius for the time being. However, if the Asset and Development manager's cross-border initiative proves successful, then Ascencia will then consider the investment with strict KPIs.

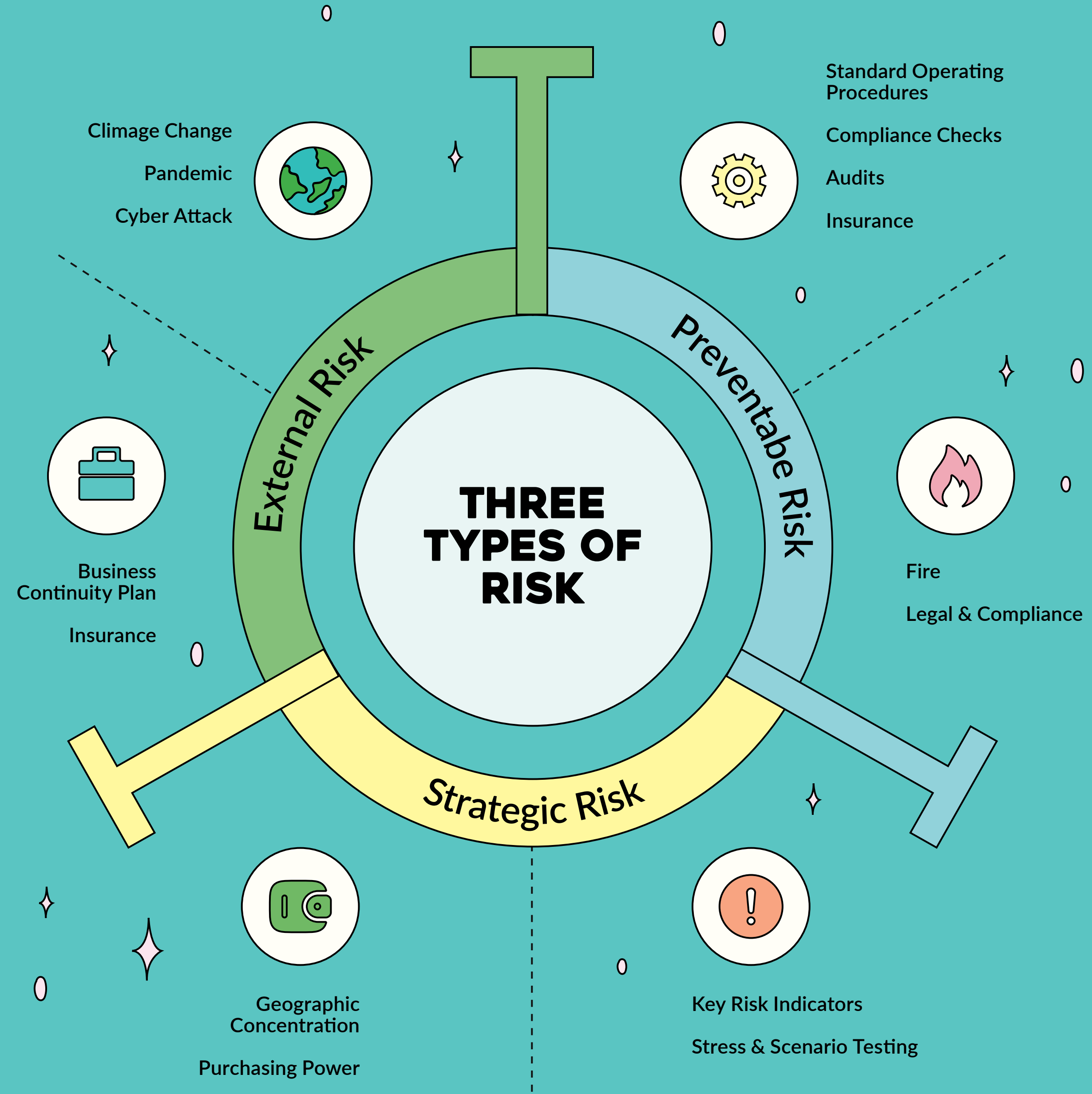


The company's risk appetite reflects its commitment to delivering sustainable growth and preserving the value of the portfolio for its investors. The Board strives to strike a balance between prudent risk management and capitalising on strategic opportunities.

This approach allows us to generate consistent returns while safeguarding capital and mitigating potential downside risks. By adhering to the defined risk appetite, the Board maintains investors' trust, ensuring long-term viability of the business, and delivering value in line with their expectations.

STRATEGIC RESPONSE

The response to risks depends on the risk appetite. Management approach is as follows:

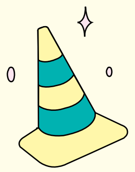


RISK MANAGEMENT REPORT (cont'd)

RISK MANAGEMENT PROCESS

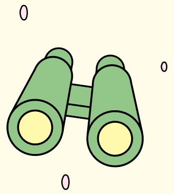
The establishment of a robust risk management system plays a vital role in fostering the sustainability and expansion of the business, enabling us to generate enduring value for the company's stakeholders. The diligent risk management process is thoughtfully crafted to consistently scrutinise both internal and external factors, enabling us to promptly detect any evolving conditions or alterations that necessitate risk mitigation.

By adhering to this approach, management ensures that the risk appetite is maintained, business plans are successfully executed, and strategic objectives are achieved. The risk management process at Ascencia is guided by the following stages:



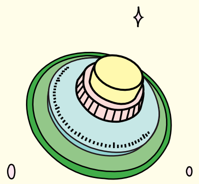
Define and Enable

The Board establishes the risk appetite and the Risk Champions implement appropriate controls, while fostering a culture of risk awareness and accountability.



Identify and Assess

The Risk Champions along with the Risk Faciliator systematically recognise and document risks affecting the business and evaluate their potential impact.



Manage

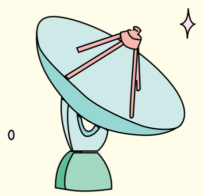
The Risk Champions bear the responsibility of managing and controlling the risks aligned with the risk appetite.

Aggregate and Report

The Risk Facilator ensures the reporting of risks to facilitate informed decision-making.

Govern

The RMAC governs the risks through analysis, challenge, remediation and appropriate timely escalation.



Stress and Scenario Testing

The Risk Facilator assisted by the Risk Champions evaluates the impact of specified scenarios on the financial position.

ASCENCIA'S THREE LINES OF DEFENCE MODEL

The three lines of defence risk governance model offers assurance to the RMAC and Board of Directors by ensuring effective and efficient risk management. This model enables an integrated and coordinated approach to assurance across all levels of the organization, enhancing confidence in the effectiveness of internal controls.

1ST LINE OF DEFENCE

People, Process & Technology

The Property & Asset Manager, EnAtt, is responsible for implementing internal controls, managing daily risks, and overseeing controls operated by the service providers of the Malls.

2ND LINE OF DEFENCE

Management Oversight

The Governance, Risk and Compliance (GRC) function is responsible for ensuring the effectiveness and compliance of the risk management system including policy adherence, and accurate and complete reporting.

3RD LINE OF DEFENCE

Internal Audit

The internal audit department of Rogers provides independent assurance on governance, risk management, and internal controls. It reports to the RMAC.

Internal Audit

Role and Independence

Rogers' Risk & Audit Department is responsible for the Internal Audit function of Ascencia. The Head of Internal Audit and Risk Management leads the Risk & Audit Department and ensures independent assurance on the effective operation of the company's risk management, governance, and internal control processes. It evaluates the internal controls implemented by management to effectively manage risks within established tolerable levels for each significant risk.

The Head of Internal Audit and Risk Management quarterly reports key findings to the RMAC. During the year, he attended all meetings where risk and internal audit matters have been discussed. Additionally, the Head of Internal Audit and Risk Management meets with the RMAC Chairman as needed in the absence of management.

Audit Plan

The internal audit function's scope is agreed with the RMAC. The internal audit function formally documents the areas to be covered in a risk-based three-year audit plan, taking into account the company's strategy and evolving risk landscape. Emphasis is placed on areas with significant or anticipated increases in risks. The FY22-24 plan was reviewed and approved by the RMAC at the beginning of FY22, with annual revalidation. The review considers emerging risks that may require adjustments to the plan.

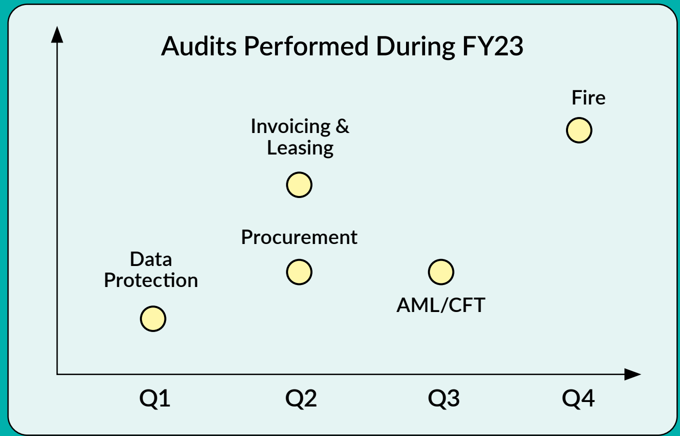
RISK MANAGEMENT REPORT (cont'd)

RISK MANAGEMENT PROCESS (CONT'D)

INTERNAL CONTROLS

Management is accountable for the internal control framework and, is responsible for establishing and maintaining an effective internal control environment.

Playing an important role in assessing the effectiveness of internal controls, the FY23 internal audit plan encompassed 7 assignments aligned on the principal risk areas of Fire, Compliance and Credit/Default. The internal audit team achieved 71% of the targets. Remaining assignments have been incorporated in the next FY24-26 audit plan. The audits performed during FY23 were as follows:



RISK AUDIT PLAN

Other risks not covered in the internal audit plan were either reviewed by the strategic committee or the Board.

These risks were analysed through scenarios/sensitivity for example competition and interest.

The results were reviewed by the RMAC.

REPORTING

The Head of Internal Audit and Risk Management reported the key observations to the RMAC and the GRC function established ensures implementation of recommendations on a timely basis. Areas that require immediate attention are usually implemented within three months. Other areas are normally addressed within six months. The level of implementation is followed up by the internal audit team, and the percentage of implementation for FY23 is illustrated in the table.

Implemented	In Progress*
70%	30%

The recommendations are being addressed by the management

TEAM COMPOSITION

Rogers' internal audit team consists of nine highly skilled professionals averaging 9.5 years of experience. The senior members of the team are qualified accountants and with their diverse expertise in risk assessment, compliance, internal controls, IT and data analytics, they play a crucial role in improving the internal control framework at Ascencia. Through thorough reviews and assessments, the team has identified gaps and non-compliance issues, leading to corrective actions and improved adherence to internal policies and procedures. They are committed to monitoring and tracking the implementation of audit recommendations to strengthen the organisation's control environment.

APPROACH & METHODOLOGY

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

EXTERNAL AUDIT

Appointment

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

Effectiveness

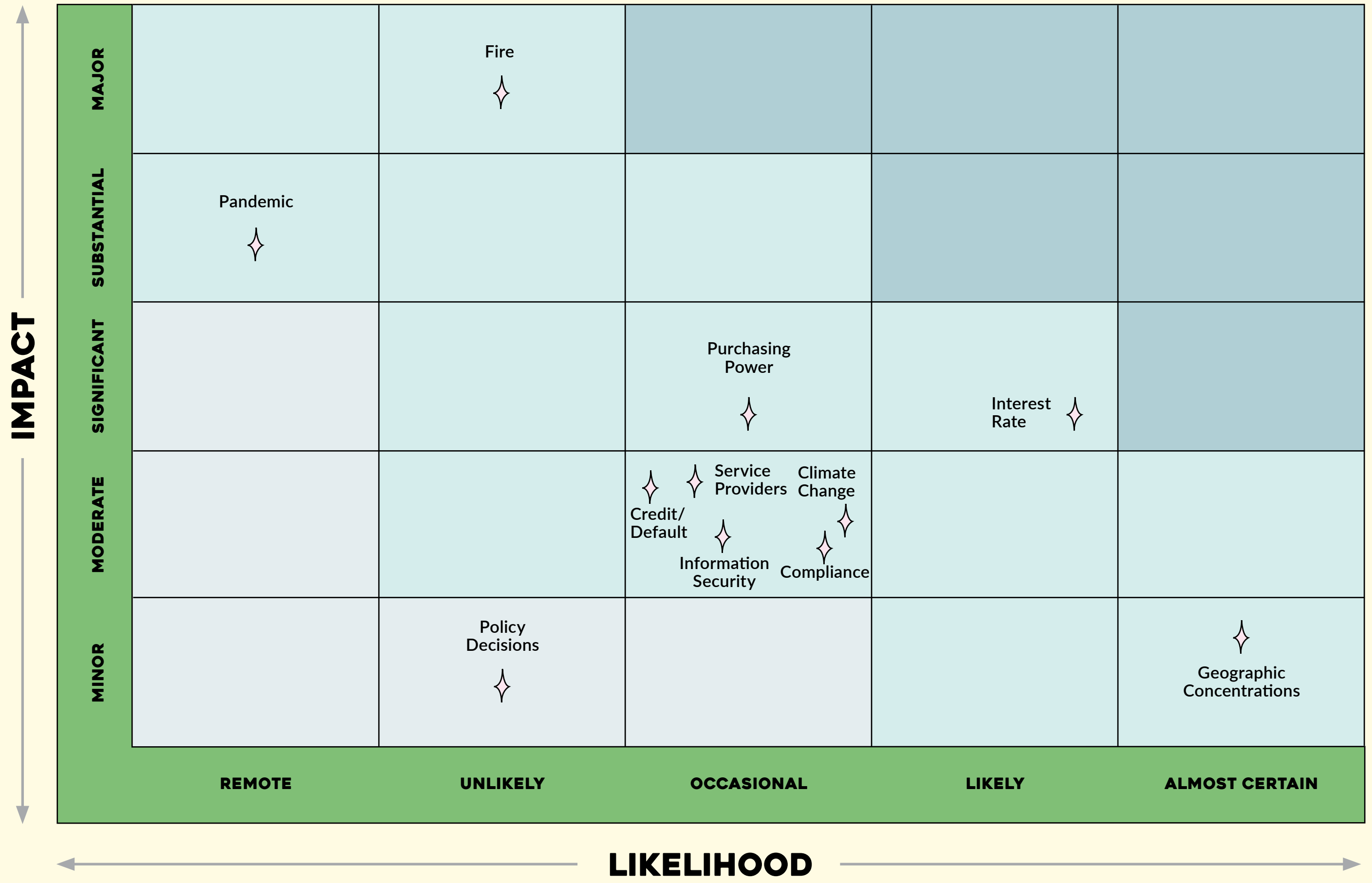
The external audit process, planning, observations, recommendations and accounting principles are evaluated and discussed with the RMAC. The external auditors have direct access to the RMAC should they wish to discuss any matters in the absence of management.

RISK MANAGEMENT REPORT (cont'd)

PRINCIPAL RISKS

The principal risks are classified based on their likelihood of materialising, and the magnitude of their impact on the net operational income and net assets of the company. Inherent risk level, control effectiveness, and strategic responses are evaluated.
Residual risks are compared to acceptable level to determine the need for additional measures. The top risks, based on their residual level, are presented by the heatmap on the next page.

RISK PROFILE



EXPECTATION OF RISKS TREND OVER NEXT 2 YEARS	
Geographic Concentration	↑
Climate Change	↑
Purchasing Power	↑
Debt Obligation	↑

MAIN CHANGES FROM FY22	
Interest Rate	↑
Service Providers	↑
Information Security	↑
Compliance	↑
Credit/Default	↑
Policy Decisions	↑

KEY PERFORMANCE INDICATORS
WALE - 4.3 years (2022: 4.1 years)
EPRA VACANCY - 2.9% (2022: 4.3%)
TRADING DENSITIES - Rs 11,690 per sqm (2022: Rs 10,212 per sqm)
AVERAGE MONTHLY FOOTFALL - 1.9m (2022: 1.7m)

EMERGING RISKS

Evolution of technological developments, e-commerce and artificial intelligence that may shape the customer behaviour and the risk landscape.

Not reaping advantage of technological developments may lead to loss of competitive advantage.

RISK MANAGEMENT REPORT (cont'd)

For the period under review, the key risks identified that could impact the company's strategic objectives are detailed in the below table:

		RISK DESCRIPTION	INHERENT LEVEL	STRATEGIC OBJECTIVES IMPACTED	CAPITALS IMPACTED	STRATEGIC RESPONSE
STRATEGIC RISKS	GEOGRAPHIC CONCENTRATION	Ascencia's activities are concentrated solely in Mauritius. Since the company currently operates in a mature market, growth in the local retail sector may be limited, especially with new entrants leading to an increase in competition, an excess supply of space rented over demand, and pressure on rental price.	High	Sustainability of Income and Organic growth	FINANCIAL CAPITAL, MANUFACTURED CAPITAL	Enhanced brand with investment in physical assets with an improved offering as a destination by constantly innovating, reviewing the tenant mix, creating additional GLA. This has allowed Ascencia to attract new international brands and renew existing portfolios. Construction of Decathlon building, extension of Bagatelle with 42 Market Street, connection of Metro station to Phoenix Mall, and recent upgrading of Bagatelle food court were major achievements that enhanced Ascencia's offerings.
STRATEGIC RISKS	PURCHASING POWER	Adverse economic conditions due to high inflationary pressures may impact the purchasing power of consumers, leading to decreases in consumption, drop in trading density, pressure on rent to turnover ratio and difficulty of tenants in sustaining income.	Medium-High	Sustainability of Income and Organic growth	MANUFACTURED CAPITAL, FINANCIAL CAPITAL, SOCIAL AND RELATIONSHIP CAPITAL	Successful renewal of leases during the year. The contractual CPI escalation rate was not applied, hence avoiding additional constraint on the tenants' financials in the high inflationary context. Ascencia deliberately opted for a lower rent reversion rate to prioritise occupancy over short-term gains. Action plan underway for customer promise to create unique shopping experiences in line with the company's mission of Shaping Singular Places to remain on top of mind with the various communication campaigns.
FINANCIAL RISKS	INTEREST RATE	The company has a high exposure to fluctuations in the key rate due to its level of gearing, and thus increases in interest rate by the Bank of Mauritius has a high impact on finance cost, profitability and cash flow.	Medium-High	Sustainability of Income and Organic growth	FINANCIAL CAPITAL	Successful negotiation with providers of finance and ability to maintain CARE AA- rating enabled reduced interest rates. Financing capital expenditure projects from internally generated funds.
FINANCIAL RISKS	CREDIT/DEFAULT	Default or delays from tenants in rental payments. Ascencia may be exposed to concentration risk from a group of major clients. Should these clients face financial difficulties, the impact might be important.	Medium	Sustainability of Income and Organic growth	FINANCIAL CAPITAL, SOCIAL AND RELATIONSHIP CAPITAL	Debtors are constantly monitored to identify tenants' casualties as early as possible by reviewing their financial performance, developing specific/targeted initiatives to boost performance, and ensuring continuous communication. High average rent collection rate was achieved during the year, with cash collections surpassing net collectables.
COMPLIANCE RISKS	LEGAL AND COMPLIANCE	Lack of compliance with respect to current or new legislations such as Data Protection, AML/CFT leading to damaged reputation. With the increase in alleged money laundering related to drug trafficking being reported in the country, the inherent risk of money laundering is on the rise. Internal compliance procedures not being adhered to by employees or service provider may lead to fraud, corruption or errors.	Medium	Digital	FINANCIAL CAPITAL, SOCIAL AND RELATIONSHIP CAPITAL	AML/CFT framework is in place, policies have been approved. Risks assessments are performed, an approval committee has been set up to ensure appropriate onboarding, monitoring is performed by the Compliance Officer and the Money Laundering Reporting Officer. The framework has been reviewed by the Internal Audit team and their recommendations have been implemented. A Data Protection Officer has been appointed and the required framework has been implemented. The Internal Audit plan for the main service provider and Ascencia is in place. Quarterly reporting is performed to the RMAC on compliance monitoring and audits.

RISK MANAGEMENT REPORT (cont'd)

OPERATIONAL RISKS

	RISK DESCRIPTION	INHERENT LEVEL	STRATEGIC OBJECTIVES IMPACTED	CAPITALS IMPACTED	STRATEGIC RESPONSE
CLIMATE CHANGE	Physical impact of extreme weather events due to climate change, like severe cyclones, floods or more frequent torrential rain, disrupting activities. Transitional risk like potential introduction of carbon tax or change in customer behaviour.	Medium	Sustainability of Income and Organic growth	NATURAL CAPITAL MANUFACTURED CAPITAL FINANCIAL CAPITAL	To measure and monitor the risks, precise KPIs have been established for malls' daily consumption, and measures taken in the sustainability journey are: • The photovoltaic system in Bagatelle Mall is already in place and there has been reduction in energy consumption by 20% with a new chiller system. • Waste recycling – Sorting at Source implemented in the malls resulting in 44% solid waste recycled. **Opportunities** • The Biogas project, a pilot station at Bagatelle Mall, will use food waste, organic waste, oil and cardboard to create high-quality compost and methane gas which will be used to produce electricity. • STP connection at Bagatelle.
FIRE	The malls are exposed to fire incidents with a higher risk in restaurants and food court shops and can also be caused by faulty electrical/gas installations or hot work carried out. Failure to provide a safe environment in the malls for shoppers and tenants exposes Ascencia to compensation liabilities, loss of human lives, profits, reputational risk and replacement cost not adequately covered by insurance.	High	Sustainability of Income, Digital and Organic growth	FINANCIAL CAPITAL MANUFACTURED CAPITAL NATURAL CAPITAL HUMAN CAPITAL	• Business continuity plans have been reviewed, actualized and tested. Development and deployment of emergency preparedness plans across Malls and training sessions conducted. • Health and safety inspections performed by a consulting firm and GRC team. • Operationalised through the Infraspeak system. • Internal audits carried out on an annual basis and action plans tracked to closure. • Ongoing tracking of actions prior to Mauritius Fire Services plus established process to ensure readiness to their visits. • Insurance cover is in place.
SERVICE PROVIDER	Exposure to increased staff mobility and poaching of personnel especially for key positions driven by increased competition from new/existing players (new malls or offices or other real-estate developments). Changing workforce aspirations for more 'work-life balance', in the backdrop of an intensive work environment in retail sector entails risks in the attraction & retention of the personnel.	Medium	Sustainability of Income and Organic growth	HUMAN CAPITAL SOCIAL AND RELATIONSHIP CAPITAL	All staffs have been onboarded on an ongoing culture and engagement journey. Developing depth amongst the current team for future opportunities.
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.	Medium	Digital	FINANCIAL CAPITAL INTELLECTUAL CAPITAL SOCIAL AND RELATIONSHIP CAPITAL HUMAN CAPITAL	• Implementation of Incident Response Plan. • Data Loss Prevention will be implemented in FY24. • Constant monitoring of network traffic for suspicious activity. • Internal audit carried out and recommendations implemented.
PANDEMIC	Spread of viruses leading to new pandemic causing disruption in malls activities.	High	Sustainability of Income and Organic growth	FINANCIAL CAPITAL INTELLECTUAL CAPITAL SOCIAL AND RELATIONSHIP CAPITAL HUMAN CAPITAL	Crisis team, protocols, emergency preparedness plans and business continuity procedures in place across the Malls.

SHAPING SINGULAR STORIES

OTHER STATUTORY DISCLOSURES

1. Principal activity

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

2. Contracts of significance

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

	COMPANY		GROUP
	2023	2022	2022
	Rs'000	Rs'000	Rs'000
Management fees	191,541	95,056	174,783

3. Directors' service contracts

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

4. Directors' remuneration

	COMPANY		GROUP
	2023	2022	2022
	Rs'000	Rs'000	Rs'000
Non-executive and independent	2,191	2,335	2,335

There were 7 non-executive and 4 independent non-executive directors at 30 June 2023 (2022: 6 non-executive and 4 independent non-executive directors).

5. Donations and social contributions

	COMPANY		GROUP
	2023	2022	2022
	Rs'000	Rs'000	Rs'000
Donations	-	-	-
Corporate Social Responsibility	3,046	923	3,045

6. Auditor's remuneration

	COMPANY		GROUP
	2023	2022	2022
Fees payable:	Rs'000	Rs'000	Rs'000
Audit services - EY	2,312	947	2,250

7. Directors' interest

Name	Position	% Shareholding	Number of shares
Mr. ESPITALIER-NOËL Gilbert	Director	nil	nil
Mr. ESPITALIER-NOËL Marie Hector Philippe	Chairman and Director	nil	nil
Mr. BISSESSUR Shreekantsingh	Director	nil	nil
Mr. BOSHOFF Armond (resigned on 25 August 2023)	Director	nil	nil
Mr. ESPITALIER-NOËL Marie Maxime Hector	Director	nil	nil
Mr. GALEA Marie Henri Dominique	Director	nil	nil
Mr. KAWOL Dhanandjay (resigned on 13 March 2023)	Director	nil	nil
Mrs. MADHUB Maheswaree (appointed on 21 April 2023)	Director	nil	nil
Mr. LAM KIN TENG Dean Allen	Director	nil	nil
Mr. MAMET Jean Evenor Damien	Director	nil	nil
Mr. PASCAL Joseph Gerard Pierre Yves	Director	0.001	5,150
Mr. TYACK Frédéric Gerard	Director	nil	nil
Mr. VEERASAMY Naderasen Pillay	Director	0.004	19,400
Mrs. VACHER Belinda	Director	0.000	150
Mrs. LOUW Lucille Helen (appointed on 29 August 2023)	Alternate Director To Mr. BOSHOFF Armond	nil	nil

DIRECTORS' 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 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 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.

Please refer to Note 4 of the financial statements for more details.

(c) Amalgamation

On 1 July 2022, the Company has amalgamated with its fully owned subsidiary companies with the surviving company being Ascencia Limited. The amalgamation was a condition for the refinancing of the existing banking facilities through issuing of redeemable notes completed in June 2022. Refer to note 26 for more information.

(d) Internal Control and Risk Management

The Board is responsible for the system of Internal Control and Risk Management of the Company. 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's system of Internal Control and Risk Management provides reasonable assurance that control and risk issues are identified, reported on and dealt with appropriately.

(e) Donations and Corporate Social Responsibility

Corporate Social Responsibility contributions amounting to Rs 3,045,574 (2022: Rs 922,865) were made by the Company. Refer to note 10.

(f) Audited Financial Statements

The audited financial statements which appear on pages 116 to 168 were approved by the Board of Directors on 19 September 2023 and are signed on their behalf by:

Philippe Espitalier-Noël
Chairman
19 September 2023.

Frédéric Tyack
Chief Executive Officer

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ASCENCIA LIMITED

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

Opinion

We have audited the financial statements of Ascencia Limited (the "Company") set out on pages 116 to 168 which comprise the statements of financial position as at 30 June 2023, and the statements of profit or loss and other comprehensive income, statements of changes in equity and statements of cash flows for the year then ended, and notes to the financial statements, including significant accounting policies.

In our opinion, the financial statements give a true and fair view of the financial position of the Company as at 30 June 2023, and of its financial performance and 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 Financial Statements section of our report. We are independent of 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 Company and in Mauritius. We have fulfilled our other ethical responsibilities in accordance with the IESBA Code and in accordance with other ethical requirements applicable to performing audits of the Company and in Mauritius. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

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

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ASCENCIA LIMITED (CONT'D)

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS (CONT'D)

The Key Audit Matters applies equally to the audit of the financial statements.

Key Audit Matter	How the matter was addressed in the audit
At 30 June 2023, the Company holds investment properties of Rs 16,468 million (2022: Group Rs 15,408 million and Company Rs 5,102 million) which are carried at fair value with the gains and losses recognised in profit or loss as described in the Note 12 of the financial statements. Disclosures around the fair valuation of investment properties are also set out in the 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 external independent valuation specialist. We have tested the mathematical accuracy of the reports and with the help of our valuation team, evaluated the valuation methodology used by the external independent valuation specialist. • We involved our valuation 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 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.

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 2023" which includes the Corporate Governance Report, the Other Statutory Disclosures, the Statement of Compliance, the Directors' 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 financial statements and our auditor's report thereon.

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

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

Responsibilities of the Directors for the Financial Statements

The directors are responsible for the preparation and fair presentation of the 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 financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

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

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

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the 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 Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ASCENCIA LIMITED (CONT'D)

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS (CONT'D)

Auditor's Responsibilities for the Audit of the Financial Statements (CONT'D)

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

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

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

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

Use of our report

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

Companies Act 2001

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

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

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

Financial Reporting Act 2004

The directors are responsible for preparing the Corporate Governance Report. Our responsibility under the Financial Reporting Act is to report on the compliance with the Code of Corporate Governance ("the Code") disclosed in the annual report and assess the explanations given for non-compliance with any requirement of the Code. From our assessment of the disclosures made on corporate governance in the annual report, the Group has, pursuant to section 75 of the Financial Reporting Act, complied with the requirements of the Code.

Ernst & Young

ERNST & YOUNG
Ebène, Mauritius

Daryl Csizmadia

DARYL CSIZMADIA, C.A. (S.A).
Licensed by FRC

Date: 19 September 2023.

FINANCIAL STATEMENTS

These financial statements have been approved for issue by the board of directors on 19 September 2023.

Philippe Espitalier-Noël
Chairman

Frédéric Tyack
Chief Executive Officer

STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

YEAR ENDED 30 JUNE 2023

	Notes	COMPANY 2023	COMPANY 2022	GROUP * 2022
Continuing operations		**Rs'000**	Rs'000	Rs'000
Revenue				
Rental income	5(a)	**1,214,984**	411,072	1,097,406
Recoveries	5(a)	**481,621**	153,041	423,676
Exhibitions and advertising	5(a)	**33,771**	16,778	33,536
Gross rental income		**1,730,376**	580,891	1,554,618
Direct operating expenses arising from investment property	6	**(520,724)**	(165,213)	(464,262)
Net property income		**1,209,652**	415,678	1,090,356
Investment and other income	5(b)	**2,844**	336	1,412
Administrative expenses	7	**(175,428)**	(107,917)	(177,052)
Expected credit losses on financial assets	8	**(9,090)**	14,539	(4,743)
Change in fair value of investment property	12	**487,460**	15,039	439,736
Profit from operations		**1,515,438**	337,675	1,349,709
Profit on disposal of investment property		**-**	1,584	1,584
Share of profit in joint venture	15	**-**	-	1,794
Settlement of pre-existing obligations	27	**-**	(41,308)	(41,308)
Gain on bargain purchase	27	**-**	-	24,030
Profit before interest and taxation		**1,515,438**	297,951	1,335,809
Finance income	9(a)	**25,015**	14,832	9,866
Finance costs	9(b)	**(355,262)**	(150,604)	(262,229)
Profit before tax		**1,185,191**	162,179	1,083,446
Tax charge	10(a)	**(123,824)**	(13,467)	(77,502)
Profit for the year		**1,061,367**	148,712	1,005,944
Earnings per share:				
Basic and Diluted (Rs.)				
- Class A:	11	**2.18**	0.31	2.06

STATEMENTS OF FINANCIAL POSITION

AS AT 30 JUNE 2023

	Notes	COMPANY 2023	COMPANY 2022	GROUP * 2022
ASSETS		**Rs'000**	Rs'000	Rs'000
Non-current assets				
Investment property	12	**16,468,096**	5,101,552	15,407,717
Equipment	13	**38,243**	10,253	21,250
Investment in subsidiary companies	14	**-**	3,616,680	-
Investment in joint venture	15	**-**	-	-
		16,506,339	8,728,485	15,428,967
Current assets				
Trade receivables	16	**41,125**	25,116	42,616
Financial assets at amortised cost	17	**427,863**	3,487,067	434,431
Other assets	18	**114,395**	72,452	124,109
Tax deduction at source, net of income tax liabilities	10(c)	**80,972**	27,165	53,265
Cash and cash equivalents	25	**84,511**	627,630	818,444
		748,866	4,239,430	1,472,865
Total assets		**17,255,205**	12,967,915	16,901,832
EQUITY AND LIABILITIES				
Shareholders' Equity				
Stated capital	19	**4,460,068**	4,460,068	4,460,068
Retained earnings		**5,452,118**	1,137,828	4,853,700
Total equity		**9,912,186**	5,597,896	9,313,768

**On 1 July 2022, the Company has amalgamated with its fully owned subsidiary companies with the surviving company being Ascencia Limited. Refer to note 26.*

The notes on pages 122 to 168 form an integral part of these financial statements. Independent auditor's report on pages 111 to 114.

STATEMENTS OF FINANCIAL POSITION (CONT'D)
AS AT 30 JUNE 2023

		COMPANY		GROUP *
LIABILITIES	Notes	**2023**	2022	2022
Non-current liabilities		**Rs'000**	Rs'000	Rs'000
Debentures	20	**63,204**	115,874	115,874
Bonds	20	**1,478,581**	1,475,930	1,475,930
Redeemable notes	20	**4,743,008**	4,740,960	4,740,960
Deferred tax liabilities	21	**624,940**	215,569	542,098
		6,909,733	6,548,333	6,874,862
Current liabilities				
Trade and other payables	22	**380,380**	145,941	412,789
Debentures	20	**52,670**	42,136	42,136
Amount payable to related companies	23	**236**	375,332	-
Dividend payable	24	**-**	258,277	258,277
		433,286	821,686	713,202
Total liabilities		**7,343,019**	7,370,019	7,588,064
Total equity and liabilities		**17,255,205**	12,967,915	16,901,832

**On 1 July 2022, the Company has amalgamated with its fully owned subsidiary companies with the surviving company being Ascencia Limited. Refer to note 26.*

The notes on pages 122 to 168 form an integral part of these financial statements. Independent auditor's report on pages 111 to 114.

STATEMENTS OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 JUNE 2023

COMPANY

		Attributable to owners of the parent		
	Notes	Stated Capital	Retained Earnings	Total Equity
		Rs'000	Rs'000	Rs'000
Balance at 01 July 2022		**4,460,068**	**1,137,828**	**5,597,896**
Amalgamation reserve	26	**-**	**3,715,872**	**3,715,872**
Profit for the year		**-**	**1,061,367**	**1,061,367**
Dividends	24	**-**	**(462,949)**	**(462,949)**
At 30 June 2023		**4,460,068**	**5,452,118**	**9,912,186**
Balance at 01 July 2021		4,460,068	1,427,700	5,887,768
Profit for the year		-	148,712	148,712
Dividends	24	-	(438,584)	(438,584)
At 30 June 2022		4,460,068	1,137,828	5,597,896

GROUP *

	Notes	Stated Capital	Retained Earnings	Total Equity
		Rs'000	Rs'000	Rs'000
Balance at 01 July 2021		4,460,068	4,286,340	8,746,408
Profit for the year		-	1,005,944	1,005,944
Dividends	24	-	(438,584)	(438,584)
At 30 June 2022		4,460,068	4,853,700	9,313,768

STATEMENTS OF CASH FLOWS
FOR THE YEAR ENDED 30 JUNE 2023

	Notes	COMPANY 2023 Rs'000	COMPANY 2022 Rs'000	GROUP * 2022 Rs'000
Operating activities				
Profit before tax		**1,185,191**	162,179	1,083,446
Share of profit in joint venture	15	**-**	-	(1,794)
Change in fair value of investment property	12	**(487,460)**	(15,039)	(439,736)
Straight lining adjustment	12	**(42,123)**	1,459	(23,174)
Letting commission	7	**23,433**	10,416	22,907
Expected credit losses on financial assets	8	**9,090**	(14,539)	4,743
Gain on bargain purchase	27	**-**	-	(24,030)
Depreciation	7	**7,466**	2,802	8,663
Profit on sale of investment property		**-**	(1,584)	(1,584)
Interest income	9(a)	**(25,015)**	(14,832)	(9,866)
Interest expense	9(b)	**355,262**	150,604	262,229
		1,025,844	281,466	881,804
Changes in working capital:				
- Trade receivables		**(550)**	8,688	1,547
- Trade and other payables		**(74,436)**	(4,319)	(22,580)
- Other assets		**(59,095)**	(38,497)	(67,591)
- Amount payable to related companies		**236**	-	-
Cash generated from operations		**891,999**	247,338	793,180
Tax paid		**(4,072)**	(240)	(777)
Net cash generated from operating activities		**887,927**	247,098	792,403

	Notes	COMPANY 2023 Rs'000	COMPANY 2022 Rs'000	GROUP * 2022 Rs'000
Investing activities				
Acquisition of subsidiary	27	**-**	(145,508)	(210,271)
Expenditure on investment property		**(513,377)**	(186,677)	(451,162)
Purchase of equipment	13	**(24,459)**	(4,224)	(8,040)
Proceed from sale of investment property		**-**	267,830	267,830
Investment in financial assets at amortised cost	17	**(634,000)**	(592,819)	(587,200)
Sale/redemption of financial assets at amortised cost	17	**660,000**	508,000	508,000
Net cash inflow on amalgamation	26	**190,814**	-	-
Interest received		**3,981**	9,625	4,169
Net cash used in investing activities		**(317,041)**	(143,773)	(476,674)
Financing activities				
Repayment of bank loans	20	**-**	(1,865,454)	(4,609,470)
Redemption of debentures	20	**(42,136)**	(31,602)	(31,602)
Proceeds from redeemable notes	20	**-**	4,740,960	4,740,960
Loan to subsidiaries		**-**	(2,837,816)	-
Repayment of loan from subsidiaries		**-**	150,000	-
Interest paid		**(350,643)**	(148,120)	(259,744)
Dividends paid		**(721,226)**	(409,345)	(409,345)
Net cash used in financing activities		**(1,114,005)**	(401,377)	(569,201)
Net decrease in cash and cash equivalents		**(543,119)**	(298,052)	(253,472)
Cash and cash equivalents - opening		**627,630**	925,682	1,071,916
Cash and cash equivalents - closing	25**	**84,511**	627,630	818,444

**On 1 July 2022, the Company has amalgamated with its fully owned subsidiary companies with the surviving company being Ascencia Limited. Refer to note 26.*

*** The non-cash transactions are disclosed in Note 25.*

The notes on pages 122 to 168 form an integral part of these financial statements. Independent auditor's report on pages 111 to 114.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2023

1. GENERAL INFORMATION

Ascencia Limited (the "Company") is a of real-estate company 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.

On 1 July 2022, the Company has amalgamated with its fully owned subsidiary companies with the surviving company being Ascencia Limited. As such, the Company figures are presented for financial year ending 30 June 2023 and 30 June 2022. Comparatives for 30 June 2022 include Group results for comparability as consolidated financial statements were prepared. Refer to note 26 for more information.

These financial statements for the year ended 30 June 2023 have been approved at the meeting of the Board of Directors of the Company on 19 September 2023.

2. SIGNIFICANT ACCOUNTING POLICIES

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

(a) Basis of preparation

The financial statements of the Company have been prepared in accordance with International Financial Reporting Standards ('IFRS') as issued by the International Accounting Standards Board ('IASB') and in compliance with the 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.

On 1 July 2022, the Company has amalgamated with its fully owned subsidiary companies with the surviving company being Ascencia Limited. As such, the Company figures are presented for financial year ending 30 June 2023 and 30 June 2022. Comparatives for 30 June 2022 include Group results for comparability as consolidated financial statements were prepared. Refer to note 26 for more information.

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 2023, but either are not relevant or do not have an impact on the financial statements of the Company.

	Effective for annual periods
• Reference to the Conceptual Framework - Amendments to IFRS 3	1 Jan 2022
• Property, Plant and Equipment: Proceeds before Intended Use-Amendment 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 International Financial Reporting Standards-Subsidiary as a first-time adopter	1 Jan 2022
• AIP IFRS 9 Financial Instruments	1 Jan 2022
• AIP IAS 41 Agriculture - Taxation in fair value measurements	1 Jan 2022

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 Company's financial statements are disclosed below. The Company 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
• IFRS 17 Insurance Contracts	1 Jan 2023
• Disclosure of Accounting Policies - Amendments to IAS 1 and IFRS Practice Statement 2	1 Jan 2023
• Definition of Accounting Estimates - Amendments to IAS 8	1 Jan 2023
• Deferred Tax related to Assets and Liabilities arising from a Single Transaction – Amendments to IAS 12	1 Jan 2023
• International Tax Reform - Pillar Two Model Rules- Amendments to IAS 12	Note 1
• Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants - Amendments to IAS 1	1 Jan 2024
• Lease Liability in a Sale and Leaseback - Amendments to IFRS 16	1 Jan 2024
• Disclosures: Supplier Finance Arrangements - Amendments to IAS 7 and IFRS 7	1 Jan 2024
• Sale or Contribution of Assets between an Investor and its Associate or Joint Venture - Amendments to IFRS 10 and IAS 28	Note 2

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

Note 2: In December 2015, the IASB postponed the effective date of this amendment indefinitely pending the outcome of its research project on the equity method of accounting.

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

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

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.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)
FOR THE YEAR ENDED 30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(a) Basis of preparation (cont'd)

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

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

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

Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants- Amendments to IAS 1 (effective for annual periods beginning on or after 1 Jan 2024).

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

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

The amendments are effective for annual reporting periods beginning on or after 1 January 2024 and must be applied prospectively. The amendments are not expected to have a material impact on the Company.

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 Company's entities are measured using Mauritian Rupees, the currency of the primary economic environment in which the Company 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 Company 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 Company 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 Company 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 Company's activities expose it to a variety of financial risks: fair value interest risk, cash flow risk, credit risk and liquidity risk. The Company's overall risk management focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Company's financial performance. A description of the significant risk factors is given below together with the risk management policy applicable.

Credit risk

The Company'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 Company 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 Company 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 Company'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.

The Company's maximum exposure to credit risk for the components of the statement of financial position at 30 June 2023 and 30 June 2022, respectively, is the carrying amounts of each class of financial instruments. Refer to note 17 and 25.

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 Company 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 Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term external debt obligations with variable interest rates. The Company manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)
FOR THE YEAR ENDED 30 JUNE 2023

3. FINANCIAL RISK FACTORS (CONT'D)

Interest risk (Cont'd)

As at 30 June 2023, 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:

	COMPANY		GROUP
Rupee-denominated borrowings	2023	2022	2022
	Rs' 000	Rs' 000	Rs' 000
Effect higher/lower on post-tax profit and equity	29,658	29,634	29,634

Liquidity risk

The Company also has interest-bearing loans receivable from related parties. The resulting impact on the Company'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.

The Company is also exposed to interest rate risk arising from cash and cash equivalents, however, the impact is considered negligible.

Liquidity risk is the risk that the Company 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 Company aims at maintaining flexibility in funding by keeping committed credit lines available. The Company also has the financial support of its holding companies.

Management monitors rolling forecasts of the Company'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 Company'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.

COMPANY	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	Over 5 years	Total
At 30 June 2023	Rs' 000	Rs' 000	Rs' 000	Rs' 000	Rs' 000
Debentures	59,622	66,996	-	-	126,618
Bonds	101,579	101,579	363,579	1,300,160	1,866,897
Redeemable notes	296,912	296,912	1,476,912	3,786,052	5,856,788
Trade and other payables	401,013	-	-	-	401,013
Amounts payable to related companies	238	-	-	-	238

COMPANY	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	Over 5 years	Total
At 30 June 2022	Rs' 000	Rs' 000	Rs' 000	Rs' 000	Rs' 000
Debentures	51,617	59,622	66,996	-	178,235
Bonds	64,500	64,500	193,500	1,881,411	2,203,911
Redeemable notes	193,494	193,494	1,170,482	5,001,848	6,559,318
Trade and other payables	145,941	-	-	-	145,941
Amounts payable to related companies	375,332	-	-	-	375,332
Dividend payable	258,277	-	-	-	258,277

GROUP	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	Over 5 years	Total
At 30 June 2022	Rs' 000	Rs' 000	Rs' 000	Rs' 000	Rs' 000
Debentures	51,617	59,622	66,996	-	178,235
Bonds	64,500	64,500	193,500	1,881,411	2,203,911
Redeemable notes	193,494	193,494	1,170,482	5,001,848	6,559,318
Trade and other payables	412,789	-	-	-	412,789
Dividend payable	258,277	-	-	-	258,277

There are approximately 10% of the Company's balance payable maturing in less than one year as at 30 June 2023 (2022: Group 11.20% and Company 10.20%) based on the carrying value of those financial liabilities reflected in the financial statements. These shall be settled from the available cash balance and the operating cash flow generated by the Company. The Company has access to various sources of funding and debt maturing in over 2 years can either be rolled over or refinanced with new debts or equity instruments as and when they fall due.

Capital risk management

The Company's objectives when managing capital are:

- to safeguard the 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 Company sets the amount of capital in proportion to risk. The Company 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 Company may adjust the amount of dividends paid to shareholders, return, capital to shareholders, issue new shares, or sell assets to reduce debt.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)
FOR THE YEAR ENDED 30 JUNE 2023

3. FINANCIAL RISK FACTORS (CONT'D)

Capital risk management (Cont'd)

During 2023, the Company'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 2023 and at 30 June 2022 were as follows:

	COMPANY		GROUP
	2023	2022	2022
	Rs' 000	Rs' 000	Rs' 000
Total debt	6,337,463	6,374,900	6,374,900
Less: cash and cash equivalents	(84,511)	(627,630)	(818,444)
Net debt	6,252,952	5,747,270	5,556,456
Total equity	9,912,186	5,597,896	9,313,768
Total capital plus debt	16,165,138	11,345,166	14,870,224
Debt-to-capital ratio	38.7%	50.7%	37.4%

There were no changes in the Company'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 Company 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.

For assets and liabilities that are recognised in the financial statements at fair value on a recurring basis, the Company 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 Company'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 Company'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 Company'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 Company'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 Company 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(e) - Investment property
Note 13(d) - Equipment
Note 16 - Trade receivables
Note 27 - Business combination

Going concern

The Company

The Company recorded a net profit for the year ended 30 June 2023 of Rs 1,061m (2022: Rs 149m) and as of that date, the Company's current assets exceeded its current liabilities by Rs 315m (2022: Rs 3,418m) and the Company's total assets exceeded its total liabilities by Rs 9,912m (2022: Rs 5,598m).

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.

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

5. REVENUE AND OTHER INCOME

Accounting policy

Revenue recognition

The Company 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.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)
FOR THE YEAR ENDED 30 JUNE 2023

5. REVENUE AND OTHER INCOME (CONT'D)

Revenue recognition (Cont'd)

Revenue from contracts

Revenue from contracts comprises of recoveries income, exhibitions and advertising income.

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.

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

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

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

Exhibitions and advertising

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

(a) Revenue from operations

	COMPANY		GROUP
	2023	2022	2022
Rental income:	Rs'000	Rs'000	Rs'000
- Rental income	1,146,705	408,811	1,061,382
- Turnover rental	26,156	3,720	12,850
- Straight-line adjustment	42,123	(1,459)	23,174
Revenue from contracts:			
- Operating charges	180,246	78,663	166,962
- Utilities	301,375	74,378	256,714
Total recoveries	481,621	153,041	423,676
- Exhibitions and advertising	33,771	16,778	33,536
	1,730,376	580,891	1,554,618

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.

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

	COMPANY		GROUP
	2023	2022	2022
	Rs'000	Rs'000	Rs'000
Within 1 year	1,231,349	368,558	1,045,552
After 1 year, but not more than 5 years	3,086,278	729,538	2,531,903
More than 5 years	470,918	136,385	704,355
	4,788,545	1,234,481	4,281,810

(b) Investment and other income

Accounting policy

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

	COMPANY		GROUP
	2023	2022	2022
	Rs'000	Rs'000	Rs'000
Other income	2,844	336	1,412
	2,844	336	1,412

Other income principally includes refunds from insurance claims and other recoveries and refunds.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)
FOR THE YEAR ENDED 30 JUNE 2023

6. DIRECT OPERATING EXPENSES ARISING FROM INVESTMENT PROPERTY

	COMPANY		GROUP
	2023	2022	2022
	Rs'000	Rs'000	Rs'000
Utilities and other recharges	**278,773**	66,389	233,805
Property management fees	**59,796**	21,426	54,789
Exhibition and marketing	**49,290**	19,355	44,989
Cleaning	**52,625**	21,285	47,186
Security fees	**31,170**	14,536	29,351
Insurance	**10,777**	3,741	9,560
Rates, taxes and licences	**4,393**	3,919	5,366
Other direct operating expenses	**33,900**	14,562	39,216
	520,724	165,213	464,262

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

	COMPANY		GROUP
	2023	2022	2022
	Rs'000	Rs'000	Rs'000
Fund management fees	**38,519**	36,310	36,310
Asset management fees	**78,991**	26,746	73,100
Professional fees	**16,966**	19,072	21,566
Letting commission	**23,433**	10,416	22,907
Depreciation	**7,466**	2,802	8,663
Other administrative expenses	**10,053**	12,571	14,506
	175,428	107,917	177,052

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

8. EXPECTED CREDIT LOSSES ON FINANCIAL ASSETS

	COMPANY		GROUP
	2023	2022	2022
	Rs'000	Rs'000	Rs'000
Loss allowance on trade receivables	**9,090**	9,036	13,620
(Reversal)/specific allowance made for Covid-19 (note 16 (b))	**-**	(23,575)	(8,877)
	9,090	(14,539)	4,743

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

9. NET FINANCE COSTS

Accounting policy - Net finance costs

The Company'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.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)
FOR THE YEAR ENDED 30 JUNE 2023

9. NET FINANCE COSTS (CONT'D)

(a) FINANCE INCOME

	COMPANY		GROUP
	2023	2022	2022
Interest revenue calculated using the effective interest method:	Rs'000	Rs'000	Rs'000
Interest on loans to related parties	22,344	13,531	7,408
Interest on investments in treasury bills	472	746	746
Other finance income:			
Interest on rental in arrears and penalty interest	2,199	555	1,712
	25,015	14,832	9,866

(b) FINANCE COSTS

	COMPANY		GROUP
	2023	2022	2022
	Rs'000	Rs'000	Rs'000
Interest on bank loans and other loans repayable			
by instalments	-	75,414	187,038
Interest on debentures	9,483	23,920	23,920
Interest on bonds	345,779	51,270	51,271
	355,262	150,604	262,229
NET FINANCE COSTS	330,247	135,772	252,363

Total interest income on financial assets that are measured at amortised cost for the year 2023 is Rs 23m (2022 Rs 14.3m) and was Rs 8.1m in 2022 for the Group.

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.

	COMPANY		GROUP
(a)	2023	2022	2022
	Rs'000	Rs'000	Rs'000
Current tax on the adjusted profit for the year at 15% (2022: 15%)	22,842	6,921	22,900
Deferred tax (note 21 (b))	82,841	2,595	49,811
Corporate social responsibility tax	3,046	923	3,045
(Over)/under provision	15,095	3,028	1,746
	123,824	13,467	77,502

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

	COMPANY		GROUP
	2023	2022	2022
	Rs'000	Rs'000	Rs'000
Profit before tax	1,185,191	161,371	1,082,637
Tax calculated at 15% (2022: 15%)	177,779	24,206	162,396
Share of profit in joint venture	-	-	(269)
Expenses not deductible for tax purposes	11,863	24,842	39,680
Income not subject to tax	(20,585)	(37,581)	(69,015)
Corporate social responsibility tax (CSR)	3,046	923	3,045
Fair value movements on investment property not subject to tax	(73,119)	(2,256)	(65,960)
Deferred tax rate differential due to CSR	9,746	305	5,860
Utilisation of tax losses	-	-	19
(Over)/under provision	15,094	3,028	1,746
Current tax charge	123,824	13,467	77,502

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)
FOR THE YEAR ENDED 30 JUNE 2023

10. TAX CHARGE (CONT'D)

(c) Net tax assets

	COMPANY		GROUP
	2023	2022	2022
	Rs'000	Rs'000	Rs'000
At 01 July,	(27,165)	(19,410)	(35,279)
Amalgamation adjustments (note 26)	(26,100)	-	-
Provision for the year	22,842	6,921	22,900
Tax paid during the year	(2,445)	-	-
Provision for CSR contribution	3,046	923	3,045
CSR paid during the year	(1,627)	(240)	(777)
Tax deducted at source	(64,380)	(18,387)	(44,900)
Over/(under) provision	14,857	3,028	1,746
At 30 June,	(80,972)	(27,165)	(53,265)
Current tax assets	(117,645)	(53,559)	(128,756)
Current tax liabilities	36,673	26,394	75,491
	(80,972)	(27,165)	(53,265)

The net tax asset relates to tax deducted at source by tenants and remitted to revenue authority directly and are allowed to be offset against future tax liabilities.

11. EARNINGS PER SHARE

	COMPANY		GROUP
	2023	2022	2022
	Rs'000	Rs'000	Rs'000
Profit attributable to equity holders of the parent	1,061,367	148,712	1,005,944
Number of ordinary shares in issue - Class A	487,314,989	487,314,989	487,314,989
Earnings per share			
Basic (Rs.) - Class A	2.18	0.31	2.06

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 each 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. Subsequent additions that will result in future economic benefits and the costs of which can be measured reliably are capitalised. 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 are amortised as an expense over the contractual lease term.

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 are amortised as an expense over the contractual lease term.

(b) Fair value model

	COMPANY		GROUP
	2023	2022	2022
Carrying amount	Rs'000	Rs'000	Rs'000
Cost	10,239,093	3,643,511	9,704,415
Cummulative fair value adjustments	5,969,223	1,392,046	5,492,826
Straight line rental income accrual	198,503	45,375	156,380
Letting commission	61,277	20,620	54,096
	16,468,096	5,101,552	15,407,717

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)
FOR THE YEAR ENDED 30 JUNE 2023

12. INVESTMENT PROPERTY (CONT'D)

(b) Fair value model (cont'd)

	COMPANY		GROUP
	2023	2022	2022
Movement for the year	**Rs'000**	Rs'000	Rs'000
At 1 July,	**5,101,552**	5,168,901	13,830,599
Amalgamation adjustments (note 26)	**10,306,165**	-	-
Additions through business combination (note 27)	**-**	-	843,586
Capitalised expenditure *(note 1)*	**523,615**	159,582	492,277
Straight lining adjustment	**42,123**	(1,459)	23,174
Letting commission capitalised	**30,614**	17,441	48,788
Letting commission amortised	**(23,433)**	(10,416)	(22,907)
Disposal	**-**	(247,536)	(247,536)
Change in fair value	**487,460**	15,039	439,736
At 30 June,	**16,468,096**	5,101,552	15,407,717

Note 1: The main components of capital expenditure include assets under development amounting to Rs 54.9m (2022: Rs 310.7m for the Group and Rs 141m for the Company) and projects completed during the year of Rs 319.2m (2022: Rs 130m for the Group) and the remaining relates to recurring improvements to buildings and infrastructures.

	COMPANY		GROUP
	2023	2022	2022
Class of assets:	**Rs'000**	Rs'000	Rs'000
Retail Properties	**16,353,506**	4,986,962	15,293,127
Bare land	**114,590**	114,590	114,590
Total Level 3 hierarchy	**16,468,096**	5,101,552	15,407,717

The investment property comprise of retail properties and the valuations at 30 June 2023 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.

Land being non-yielding assets were valued on an open market basis by CDDS Ltd, an independent professional qualified valuer. 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.

The investment property has been registered as security for the secured interest bearing borrowings bonds and notes disclosed in Note 20 of the financial statements.

Refer to note 30 for capital commitments on investment property.

(c) Valuation process

The Company'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 Company'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 Company's final valuation results to the RMAC and the Company'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.

Land are valued through direct market comparison approach by the independent professional valuer and are based on recent transactions for similar properties in similar location. The valuation takes into account: the location of the property; the existing facilities and infrastructure and utilities.

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.

The fair value of the properties have been computed using the discounted cash-flow method ("DCF"). The expected future net income for 5 years has been discounted at a discount rate and added to the estimated reversionary value. The reversionary value has been computed by capitalising the net income prevailing at the end of the cash flow projections and discounted at an appropriate rate.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)
FOR THE YEAR ENDED 30 JUNE 2023

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

	COMPANY		GROUP
	2023	2022	2022
Discount rate	**12.50% - 14.50%**	12.00% - 13.50%	11.25% - 13.50%
Reversionary rate	**7.00% - 9.25%**	7.75% - 9.25%	7.00% - 9.25%
Net property income	**Rs 19m - Rs 586m**	Rs 18m - Rs 232m	Rs 18m - Rs 530m
Gross lettable area	**140,104 m²**	58,603 m²	138,742 m²
Market rental growth	**5.25%**	4.50%	4.50%
Expense growth	**5.00%**	4.00%	4.00%
Void periods	**1 - 3 months**	1 - 3 months	1 - 3 months
Vacancy rate	**1% - 2.50%**	1% - 2.50%	1% - 2.50%
Price per Arpent	**Rs 25m - Rs 37.5m**	Rs 23m - Rs 32.5m	Rs 23m - Rs 32.5m

Other unobservable inputs include net property income, market rental growth, expense growth, void periods and vacancy rates.

Inter-relationships 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, inter-relationships exist between the unobservable inputs as they are driven by market conditions. For instance, generally a change in the input used for the net property income is accompanied by a directionally similar change in the input used for the expected market rental growth, discount rate and reversionary rate, and a directionally opposite change in the input used for expense growth, void periods and vacancy rate.

A quantitative sensitivity analysis is shown below for the discount rate, reversionary rate and price per Arpent which are the unobservable inputs that management consider to be most significant.

	2023	2022	**2023**	2022
	0.50% increase	0.50% increase	**0.50% decrease**	0.50% decrease
Discount rate	**Rs'000**	Rs'000	**Rs'000**	Rs'000
- Retail	**(311,834)**	(297,501)	**319,858**	305,237
	0.50% increase	0.50% increase	**0.50% decrease**	0.50% decrease
Reversionary rate	**Rs'000**	Rs'000	**Rs'000**	Rs'000
- Retail	**(768,901)**	(709,805)	**881,059**	812,414
	5% increase	5% increase	**5% decrease**	5% decrease
Price per Arpents	**Rs'000**	Rs'000	**Rs'000**	Rs'000
- Land	**5,730**	5,730	**(5,730)**	(5,730)

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

	COMPANY		GROUP
	2023	2022	2022
	Rs'000	Rs'000	Rs'000
Rental income and straight lining (note 5 (a))	**1,214,984**	411,072	1,097,406
Recoveries (note 5 (a))	**481,621**	153,041	423,676
Direct operating expenses arising from investment properties that generate rental income (note 6)	**(520,724)**	(166,021)	(465,070)

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

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)
FOR THE YEAR ENDED 30 JUNE 2023

12. INVESTMENT PROPERTY (CONT'D)

(g) Critical accounting estimates

Fair value of investment property

The Company 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 Company 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 Company's investment property portfolio and concluded that the Company's investment property are held under a business model whose objective is to consume substantially all of the economic benefits embodied in the investment properties over time, rather through sale.

Therefore, in determining the Company'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 Company has not recognised any deferred tax on changes in fair value of investment property as the Com 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 Company 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
Website	5

Assets in progress relate to equipment under installation and not in use as at reporting date.

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

(b) COMPANY

	Website	Assets in progress	Furniture and fittings	Machinery and equipment	Total
COST	**Rs'000**	**Rs'000**	**Rs'000**	**Rs'000**	**Rs'000**
At 1 July 2021	-	-	-	18,917	18,917
Additions	-	360	-	3,864	4,224
At 30 June 2022	**-**	**360**	**-**	**22,781**	**23,141**
Amalgamation adjustments (note 26)	**-**	**478**	**2,700**	**36,424**	**39,602**
Additions	**188**	**-**	**-**	**24,271**	**24,459**
Transfer	**838**	**(838)**	**-**	**-**	**-**
At 30 June 2023	**1,026**	**-**	**2,700**	**83,476**	**87,202**
DEPRECIATION					
At 1 July 2021	-	-	-	10,086	10,086
Charge for the year	-	-	-	2,802	2,802
At 30 June 2022	**-**	**-**	**-**	**12,888**	**12,888**
Amalgamation adjustments (note 26)	**-**	**-**	**2,700**	**25,905**	**28,605**
Charge for the year	**186**	**-**	**-**	**7,280**	**7,466**
Transfer	**-**	**-**	**-**	**-**	**-**
At 30 June 2023	**186**	**-**	**2,700**	**46,073**	**48,959**
NET BOOK VALUE					
At 30 June 2023	**840**	**-**	**-**	**37,403**	**38,243**
At 30 June 2022	-	360	-	9,893	10,253

Depreciation of Rs 7.5m (2022: Rs 2.8m) has been charged to administrative expenses.
Bank borrowings are secured by floating charges on the assets of the Company, including equipment.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)
FOR THE YEAR ENDED 30 JUNE 2023

13. EQUIPMENT (CONT'D)

(c) **GROUP**

	Assets in progress	Furniture and fittings	Machinery and equipment	Total
COST	**Rs'000**	**Rs'000**	**Rs'000**	**Rs'000**
At 1 July 2021	3,187	2,700	49,233	55,120
Additions	838	-	7,202	8,040
Additions through business combination (note 27(a))*	-	-	1,630	1,630
Transfer	(3,187)	-	3,187	-
Assets written off	-	-	(2,047)	(2,047)
At 30 June 2022	**838**	**2,700**	**59,205**	**62,743**
DEPRECIATION				
At 1 July 2021	-	2,700	31,604	34,304
Charge for the year	-	-	8,663	8,663
Additions through business combination (note 27(a))*	-	-	573	573
Assets written off	-	-	(2,047)	(2,047)
At 30 June 2022	**-**	**2,700**	**38,793**	**41,493**
NET BOOK VALUE				
At 30 June 2022	838	-	20,412	21,250

Depreciation in 2022 of Rs 8.7m 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.

Inter-company 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

	2023	2022
	Rs'000	Rs'000
At 01 July	**3,616,680**	3,366,972
Amalgamation adjustments (note 26)	**(3,616,680)**	
Additions through business combination (note 27)	-	249,708
At 30 June	-	3,616,680

On 1 July 2022, the Company has amalgamated with its fully owned subsidiary companies, namely Bagaprop Ltd, Floreal Commercial Centre Limited and The Beau Vallon Shopping Mall Ltd with the surviving company being Ascencia Limited. (Refer to note 26)

In 2022, the Company acquired an additional 50% stake in Bo'Valon, increasing its ownership interest from 50% to 100%. (refer to Note 27)

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)
FOR THE YEAR ENDED 30 JUNE 2023

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	2023	2022	
Bagaprop Limited	Ordinary shares	30 June	1,252,101	-	100%	Investment properties
Floreal Commercial Centre Limited	Ordinary shares	30 June	699,332	-	100%	Investment properties
The Beauvallon Shopping Mall Ltd*	Ordinary shares	30 June	208,400	-	100%	Investment properties

* In 2022, the Company acquired an additional 50% stake in Bo'Valon, increasing its ownership interest from 50% to 100%. (refer to Note 15)

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.

	COMPANY		GROUP
	2023	2022	2022
	Rs'000	Rs'000	Rs'000
At 01 July	-	104,200	167,744
Share of profit	-	-	1,794
Deemed disposal (note 27)	-	(104,200)	(169,538)
At 30 June	-	-	-

(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	
				2023	2022
The Beauvallon Shopping Mall Ltd ("Bo'Valon")*	30 June	Investment properties	Mauritius	-	-

*In 2022, the Company acquired an additional 50% stake in Bo'Valon, increasing its ownership interest from 50% to 100% (refer to Note 14).

(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.

	Bo'Valon	Bo'Valon
Summarised statement of financial position	2023	2022
	Rs'000	Rs'000
Current assets	-	-
Non-current assets	-	-
Current liabilities	-	-
Non-current liabilities	-	-
Equity	-	-
Group's share in equity - 100% (2022: 100%)	-	-
Goodwill	-	-
Group's carrying amount of the investment	-	-

The amounts of assets and liabilities include the following:	2023	2022
	Rs'000	Rs'000
Cash and cash equivalents	-	-
Current financial liabilities (excluding trade and other payables and provisions)	-	-
Non-current financial liabilities (excluding trade and other payables and provisions)	-	-

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)
FOR THE YEAR ENDED 30 JUNE 2023

15. INVESTMENT IN JOINT VENTURE (CONT'D)

(b) Summarised financial information (cont'd)

Summarised statement of profit or loss and other comprehensive income	**Bo'Valon ***	**Bo'Valon ***
	2023	2022
	Rs'000	Rs'000
Revenue	-	26,430
Profit for the year/total comprehensive income for the year	-	3,586
The above profit for the year includes the following:		
Depreciation	-	67
Interest expense	-	7,644
Tax charge	-	-

* In 2022, the Company acquired an additional 50% stake in Bo'Valon, increasing its ownership interest from 50% to 100%. (Refer to Note 14)

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.

Write-off

The gross carrying amount of a financial asset is written off when the Company 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 Company's procedures for recovery of amounts due.

	COMPANY		GROUP
	2023	2022	2022
	Rs'000	Rs'000	Rs'000
Trade receivables (note 16 (a))	**107,143**	57,738	118,887
Less: loss allowance (note 16 (b))	**(66,018)**	(32,622)	(76,271)
Trade receivables - net	**41,125**	25,116	42,616

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

(a) Ageing of trade receivables

	COMPANY		GROUP
	2023	2022	2022
	Rs'000	Rs'000	Rs'000
Less than 1 month	**21,230**	3,350	7,329
Loss allowance	**(2,985)**	(332)	(1,458)
	18,245	3,018	5,871
More than 1 month and less than 3 months	**16,470**	4,797	10,164
Loss allowance	**(9,077)**	(1,546)	(3,788)
	7,393	3,251	6,376
More than 3 months (credit-impaired)	**69,443**	49,591	101,394
Loss allowance	**(53,956)**	(30,744)	(71,025)
	15,487	18,847	30,369
	41,125	25,116	42,616

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)
FOR THE YEAR ENDED 30 JUNE 2023

16. TRADE RECEIVABLES (CONT'D)

(a) Ageing of trade receivables (cont'd)

Expected credit losses on trade receivables

The Company 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. 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 2023, 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 Company'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 2023 and 30 June 2022 was determined as follows.

COMPANY

	Less than 1 month	1 - 3 months	More than 3 months	Total
At 30 June 2023	**Rs'000**	**Rs'000**	**Rs'000**	**Rs'000**
Gross carrying amount				
- Trade receivables	**21,230**	**16,470**	**69,443**	**107,143**
Loss rate	**14%**	**55%**	**78%**	
Loss allowance	**2,985**	**9,077**	**53,956**	**66,018**
At 30 June 2022				
Gross carrying amount				
- Trade receivables	3,350	4,797	49,591	57,738
Loss rate	10%	32%	62%	
Loss allowance	332	1,546	30,744	32,622

GROUP

	Less than 1 month	1 - 3 months	More than 3 months	Total
At 30 June 2022	Rs'000	Rs'000	Rs'000	Rs'000
Gross carrying amount				
- Trade receivables	7,329	10,164	101,394	118,887
Loss rate	20%	37%	70%	
Loss allowance	1,458	3,788	71,025	76,271

(b) Movements on loss allowance are as follows:

	COMPANY		GROUP
	2023	2022	2022
	Rs'000	Rs'000	Rs'000
At 1 July,	**32,622**	77,811	176,939
Amalgamation adjustments	**43,649**	-	-
Additions through business combination	**-**	-	15,269
Charge for the year	**9,090**	9,036	13,620
Reversal of over provision	**(18,899)**	(23,575)	(8,877)
Write-offs against Covid-19 provision	**(454)**	(27,416)	(108,848)
Other write-offs	**-**	(3,234)	(11,832)
At 30 June,	**66,018**	32,622	76,271

The above loss allowance is equal to the lifetime expected credit losses.

(c) Critical accounting estimates and assumptions

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

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)
FOR THE YEAR ENDED 30 JUNE 2023

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.

Financial assets at amortised costs, including loans receivable, generally arise from transactions outside the usual operating activities of the Company and with related companies. Interest is charged at commercial rates agreed with the related companies and the repayment terms normally do not exceed 12 months. Collateral is not normally obtained. Financial assets at amortised costs are current and repayable within the next financial year.

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

The Company manages its financial assets at amortised cost by considering the purpose of their advances, the financial position and forecasted cash flows of the counterparties.

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

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

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

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

Derecognition

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

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

Or

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

	COMPANY		GROUP
	2023	2022	2022
	Rs'000	Rs'000	Rs'000
Short-term deposit with intermediate holding company	357,575	434,431	434,431
Amount receivable from fellow subsidiary	70,288	-	-
Amount receivable from subsidiary company	-	489,820	-
Short-term loan to subsidiary company	-	2,562,816	-
	427,863	3,487,067	434,431

The short-term deposits with the intermediate holding company and fellow subsidiary are unsecured, interest-bearing and repayable at call. The interest rates varied between 2.6% - 5.0% (2022: 2.2% - 2.6%).

The short-term loans to 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

	COMPANY		GROUP
	2023	2022	2022
	Rs'000	Rs'000	Rs'000
Prepayments	3,848	6,173	11,914
Other receivables	110,547	66,279	112,195
	114,395	72,452	124,109

Other assets include principally advance deposits with authorities, small equipment and other sundry receivables.

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	
	2023	2022	2023	2022
			Rs'000	Rs'000
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.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

FOR THE YEAR ENDED 30 JUNE 2023

20. BORROWINGS

Accounting policy

Financial liabilities are initially recognised at fair value 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 Company has an unconditional right to defer settlement of the liability for at least twelve months after the end of the reporting period.

	COMPANY		GROUP
	2023	2022	2022
Non-Current	Rs'000	Rs'000	Rs'000
Debentures (note (a))	63,204	115,874	115,874
Bonds (note (b))	1,478,581	1,475,930	1,475,930
Redeemable notes (note (c))	4,743,008	4,740,960	4,740,960
Total non-current	6,284,793	6,332,764	6,332,764
Current			
Debentures (note (a))	52,670	42,136	42,136
Total current	52,670	42,136	42,136
Total	6,337,463	6,374,900	6,374,900

COMPANY

2023	Bank loans	Redeemable notes	Debentures	Bonds	Total
	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
At 1 July,	-	4,740,960	158,010	1,475,930	6,374,900
Interest expense	-	2,048	-	2,651	4,699
Redemption of debentures	-	-	(42,136)	-	(42,136)
At 30 June,	-	4,743,008	115,874	1,478,581	6,337,463

COMPANY

2022	Bank loans	Redeemable notes	Debentures	Bonds	Total
	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
At 1 July,	1,865,454	-	189,612	1,500,000	3,555,066
Transaction costs	-	-	-	(26,554)	(26,554)
Repayment of loans	(1,865,454)	-	-	-	(1,865,454)
Interest expense	-	-	-	2,484	2,484
Redemption of debentures	-	-	(31,602)	-	(31,602)
Proceeds from notes	-	4,740,960	-	-	4,740,960
At 30 June,	-	4,740,960	158,010	1,475,930	6,374,900

GROUP

2022	Bank loans	Redeemable notes	Debentures	Bonds	Total
	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
At 1 July,	4,434,470	-	189,612	1,500,000	6,124,082
Additions through business combination (note 27)	175,000	-	-	-	175,000
Transaction costs	-	-	-	(26,554)	(26,554)
Repayment of loans	(4,609,470)	-	-	-	(4,609,470)
Interest expense	-	-	-	2,484	2,484
Redemption of debentures	-	-	(31,602)	-	(31,602)
Proceeds from notes	-	4,740,960	-	-	4,740,960
At 30 June,	-	4,740,960	158,010	1,475,930	6,374,900

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)
FOR THE YEAR ENDED 30 JUNE 2023

20. BORROWINGS (CONT'D)

(a) 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 the 30th June of every financial year over 5 consecutive years starting 30 June 2021, without paying any additional fee.

(b) Bonds

In financial year 2021, the Company has issued 1,500 bonds at a nominal issue price of Rs 1m per bond, amounting to Rs 1.5 bn 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.

(c) Redeemable notes

During the financial year 2022, the Company has issued 4,760 notes at a nominal issue price of Rs 1m per note and total amounting to Rs 4.76 bn.

Salient features of the notes are as follows:

- The blended interest rate is 3.82% and interest is paid bi-annually. The interest rate also varies according to the loan rating.
- Noteholders will not have the right to receive notice of, or attend, or vote on a poll at the shareholders' meetings of the Company.
- The notes can be redeemed by the issuer at anytime after the 5th anniversary.
- The average tenor of the notes in issue is 9.3 years and will be redeemed in bullet at maturity.

The maturity of non-current borrowings is as follows:

	COMPANY		GROUP
	2023	2022	2022
	Rs'000	Rs'000	Rs'000
Between 1 and 2 years	**63,204**	52,670	52,670
Between 2 and 5 years	**1,442,000**	653,204	653,204
Greater than 5 years	**4,779,589**	5,626,890	5,626,890
	6,284,793	6,332,764	6,332,764

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

The Company's redeemable notes are subjected to covenant clauses. Whereby the Company is required to meet certain key financial ratios. As 30 June 2023 and 2022, the Company fully complied to these ratios.

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% (2022: 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 Company should remit 75% of the fund respectively to the Mauritian Tax Authorities. This practice is being interpreted and CSR is classified as taxation.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)
FOR THE YEAR ENDED 30 JUNE 2023

21. DEFERRED TAX LIABILITIES (CONT'D)

(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.

	COMPANY		GROUP
	2023	2022	2022
	Rs'000	Rs'000	Rs'000
Deferred tax liabilities	638,408	222,283	560,973
Deferred tax assets	(13,468)	(6,713)	(18,875)
	624,940	215,570	542,098

At the end of the reporting period, the Company had no unused tax losses (2022: Rs 22m), available for offset against future profits of that subsidiary. A deferred tax asset has been recognised in respect of Rs nil (2022: Rs 3.7m) for such losses. The tax losses expire on a rolling basis over 5 years.

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

	COMPANY		GROUP
	2023	2022	2022
	Rs'000	Rs'000	Rs'000
At 1 July	215,569	212,974	483,320
Amalgamation adjustments (note 26)	326,529	-	-
Acquired through business combination (note 27)	-	-	8,967
Charged to profit or loss (note 10(a))	82,842	2,595	49,811
At 30 June	624,940	215,569	542,098

(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:

COMPANY

(i) Deferred tax liabilities	Accelerated tax depreciation	Total
	Rs'000	Rs'000
At 1 July 2021	227,386	227,386
Charged to profit or loss (note 10)	(5,103)	(5,103)
At 30 June 2022	**222,283**	**222,283**
Amalgamation adjustments (note 26)	338,690	338,690
Charged to profit or loss (note 10)	77,435	77,435
At 30 June 2023	**638,408**	**638,408**

COMPANY

(ii) Deferred tax assets	Tax losses	Provisions	Total
	Rs'000	Rs'000	Rs'000
At 1 July 2021	-	(14,412)	(14,412)
Charged to profit or loss (note 10)	-	7,698	7,698
At 30 June 2022	-	**(6,714)**	**(6,714)**
Amalgamation adjustments (note 26)	**(3,740)**	**(8,421)**	**(12,161)**
Charged to profit or loss (note 10)	**3,740**	**1,667**	**5,407**
At 30 June 2023	-	**(13,468)**	**(13,468)**

GROUP

(iii) Deferred tax liabilities	Accelerated tax depreciation	Total
	Rs'000	Rs'000
At 1 July 2021	518,155	518,155
Acquired through business combination (note 27)	15,629	15,629
Charged to profit or loss	27,189	27,189
At 30 June 2022	**560,973**	**560,973**

(iv) Deferred tax assets	Tax losses	Provisions	Total
	Rs'000	Rs'000	Rs'000
At 1 July 2021	(2,765)	(32,070)	(34,835)
Acquired through business combination (note 27)	(4,498)	(2,164)	(6,662)
Charged to profit or loss	3,523	19,099	22,622
At 30 June 2022	**(3,740)**	**(15,135)**	**(18,875)**

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)
FOR THE YEAR ENDED 30 JUNE 2023

22. TRADE AND OTHER PAYABLES

Accounting policy

Trade and other payables are intially 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 Company can prevail the deposits to its benefit.

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

	COMPANY		GROUP
	2023	2022	2022
Current	Rs'000	Rs'000	Rs'000
Trade payables	**24,271**	7,001	11,519
Accrued expenses	**55,944**	40,721	81,208
Project costs payable	**96,346**	18,426	137,199
Deposits	**192,102**	75,078	167,521
Other payables	**11,717**	4,715	15,342
	380,380	145,941	412,789

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

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

23. AMOUNT PAYABLE TO RELATED COMPANIES

	COMPANY		GROUP
	2023	2022	2022
	Rs'000	Rs'000	Rs'000
Amount payable to intermediate holding company	**236**	-	-
Amount payable to subsidiary companies	**-**	375,332	-
	236	375,332	-

Please refer to Note 28 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.

	COMPANY		GROUP
	2023	2022	2022
Amounts recognised as distributions to equity holders:	Rs'000	Rs'000	Rs'000
Declared and paid interim dividend of Rs 0.40 per share (2022: Rs 0.37 per share)	**194,926**	180,307	180,307
Declared and final dividend paid of Rs 0.55 per share (payable in 2022: Rs 0.53 per share)	**268,023**	258,277	258,277
Total dividends declared	**462,949**	438,584	438,584

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.

Bank overdrafts are shown within borrowings in current liabilities in the statements of financial position.

(a) Cash and cash equivalents include the following:

	COMPANY		GROUP
	2023	2022	2022
	Rs'000	Rs'000	Rs'000
Cash and bank balances	**84,511**	527,917	718,731
Investment in treasury bill	**-**	99,713	99,713
	84,511	627,630	818,444

The cash and cash equivalents are held with banks and financial institution counterparties, which are rated Baa3 to Ba1, based on Moody's ratings. The Company 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.

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

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)
FOR THE YEAR ENDED 30 JUNE 2023

25. CASH AND CASH EQUIVALENTS (CONT'D)

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

	COMPANY		GROUP
	2023	2022	2022
	Rs'000	Rs'000	Rs'000
(i) Deemed consideration	-	-	169,538
(ii) Accruals for construction costs	(40,852)	18,426	137,199

(c) Reconciliation of liabilities arising from financing activities:

COMPANY

2023	30 June 2022	Proceeds received 2023	Payments 2023	Other 2023	2023
	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
Redeemable notes	4,742,127	-	(259,484)	261,531	4,744,174
Debentures	169,387	-	(51,619)	9,483	127,251
Bonds	1,562,647	-	(81,597)	84,248	1,565,298
Dividends	258,277	-	(258,277)	-	-
	6,732,438	-	(650,977)	355,262	6,436,723

2022	30 June 2021	Proceeds received 2022	Payments 2022	Other 2022	2022
	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
Bank loans	1,865,454	-	(2,052,492)	187,038	-
Redeemable notes	-	4,740,960	-	1,167	4,742,127
Debentures	189,612	-	(31,602)	11,377	169,387
Bonds	1,500,000	-	-	62,647	1,562,647
Dividends	229,038	-	(409,345)	438,584	258,277
	3,784,104	4,740,960	(2,493,439)	700,813	6,732,438

Others included the effect of effective interests from capitalisation of fund raising costs on redeemable notes and bonds. Also includes, interest paid on redeemable notes, debentures and bonds, during the year.

GROUP

2022	30 June 2021	Proceeds received 2022	Payments 2022	Non-cash changes 2022	2022
	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
Bank loans	4,434,470	-	(4,434,470)	-	-
Redeemable notes	-	4,740,960	-	-	4,740,960
Debentures	189,612	-	(31,602)	-	158,010
Bonds	1,500,000	-	-	(24,070)	1,475,930
Dividends	229,038	-	(409,345)	438,584	258,277
	6,353,120	4,740,960	(4,875,417)	414,514	6,633,177

26. AMALGAMATION

On 1 July 2022, the Company has amalgamated with its fully owned subsidiary companies, namely Bagaprop Ltd, Floreal Commercial Centre Limited and The Beau Vallon Shopping Mall Ltd with the surviving company being Ascencia Limited.

Details of the assets and liabilities of subsidiaries amalgamated at 1 July 2022 are as follows:

	Bagaprop Ltd	Floreal Commercial Centre Limited	The Beau Vallon Shopping Mall Ltd	TOTAL
	Rs'000	Rs'000	Rs'000	Rs'000
Non-current assets				
Investment property (note 12)	8,807,833	623,174	875,158	10,306,165
Equipment (note 13)	7,503	2,294	1,200	10,997
	8,815,336	625,468	876,358	10,317,162
Current assets				
Trade receivables	9,753	4,795	2,952	17,500
Other assets	24,549	2,852	24,256	51,657
Net tax asset (note 10)	17,548	2,305	6,247	26,100
Cash and cash equivalents	137,193	41,861	11,760	190,814
	189,043	51,813	45,215	286,071
Total assets	9,004,379	677,281	921,573	10,603,233

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)
FOR THE YEAR ENDED 30 JUNE 2023

26. AMALGAMATION (CONT'D)

	Bagaprop Ltd	Floreal Commercial Centre Limited	The Beau Vallon Shopping Mall Ltd	TOTAL
	Rs'000	Rs'000	Rs'000	Rs'000
Non-current liabilities				
Deferred tax liabilities	296,180	14,140	16,209	326,529
	296,180	14,140	16,209	326,529
Current liabilities				
Trade and other payables	214,634	10,064	42,150	266,848
	214,634	10,064	42,150	266,848
Total equity and liabilities	510,814	24,204	58,359	593,377
Net cash flow				
Consideration paid in cash	-	-	-	-
Less cash and cash equivalents received on amalgamation	137,193	41,861	11,760	190,814
Net cash inflow on amalgamation	137,193	41,861	11,760	190,814

Impact of the amalgamation on the Company's financial statements:

As a result of the amalgamation, the acquired assets and assumed liabilities have been recognised at their carrying amounts in the financial statements as at 01 July 2022. An amount of Rs 3,715,872 (Rs'000), representing the difference between the amounts assigned to the assets and liabilities in Asencia's separate financial statements after the amalgamation and the carrying amount of the investment in the merged subsidiaries before the amalgamation have been recognised directly in equity.

27. BUSINESS COMBINATION

At 30 June 2021, the Group held 50% of the share capital and voting rights of The Beau Vallon Shopping Mall Ltd ("BVM"), the holding company of the property BVM. On 12 October 2021, the Group acquired the remaining 50% of the share capital and voting rights of BVM, thus increasing Ascencia's holding in BVM to 100%, thereby obtaining control in line with the growth strategy of the Group. The consideration paid was Rs 145.5m settled in cash. The seller is EnAtt Ltd, a private company incorporated in Mauritius which shares the same ultimate beneficial ownership, being ENL Limited and has opted to account for the acquisition as a common control transaction under IFRS 3.

Critical accounting estimates and judgements

In accounting for the acquisition of BVM, which meets the definition of business combination under common control, the Group has elected to apply the acquisition method set out in IFRS 3. In making this policy choice, the Group has determined that the transaction has substance for the combining parties since there has been an actual cash outflow and the new structure results in the NCI of the Ascencia group having a bigger proportion in BVM.

The transaction has resulted in the recognition of a loss in profit or loss as follows:	2023	2022
	Rs'000	Rs'000
Fair value of interest held before the business combination	-	169,538
Less: carrying value of equity interest held before business combination	-	(169,538)
Loss on remeasurement of joint venture to subsidiary	-	-

The following table summarises the purchase consideration and the fair value of identifiable amounts of the assets acquired and liabilities assumed at the acquisition date:

	2022
Consideration:	Rs'000
Consideration paid in cash	145,508
Fair value of previous stake	169,538
Total consideration	315,046
Fair value of net assets acquired	(339,076)
Gain on bargain purchase	**(24,030)**
Net effect of business combination:	
Gain on bargain purchase	**24,030**
Loss on deemed disposal	-
Gain on remeasurement of joint venture to subsidiary	**24,030**
Recognised amounts of identifiable assets acquired and liabilities assumed:	
Cash and cash equivalents	(64,763)
Equipment	1,057
Investment property	843,586
Deferred tax assets	6,662
Trade and other receivables	25,144
Amount due to related party	(259,200)
Borrowings	(175,000)
Deferred tax liabilities	(15,629)
Current liabilities	(22,781)
Fair value of net assets acquired	**339,076**
Net cash outflow on acquisition of subsidiary	
Consideration paid in cash	145,508
Add: Net bank overdraft balances acquired	64,763
	210,271

At the time of BVM transaction between Enatt and Ascencia, the latter also incurred cost of Rs 41.3m, representing a settlement fee to a third party. This fee is not considered to be part of the business combination and has been therefore expensed in the statement of profit or loss.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)
FOR THE YEAR ENDED 30 JUNE 2023

28. RELATED PARTY TRANSACTIONS AND BALANCES

Accounting policy

Parties are considered to be related to the Company if they have the ability to, directly and indirectly, control the Company or exercise significant influence over the Company's financial and operating decisions, or vice versa, or if they and the Company 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 Company's holding company, ultimate holding company, subsidiaries and joint venture.

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

		COMPANY		GROUP
Transactions	Relationship	2023	2022	2022
		Rs'000	Rs'000	Rs'000
Management and Secretarial Fees				
- Rogers and Company Limited	Intermediate holding company	(32,453)	(30,243)	(30,254)
- EnAtt Ltd	Fellow subsidiary	(159,088)	(64,813)	(144,529)
- ENL Corporate Services Ltd	Fellow subsidiary	(1,200)	-	-
Directors fees				
- Key management personnel	Directors	(2,191)	(2,335)	(2,335)
Interest Income				
- Rogers and Company Limited	Intermediate holding company	18,254	6,801	6,801
- The Beauvallon Shopping Mall Ltd	Subsidiary	-	4,001	-
- Bagaprop Limited	Subsidiary	-	2,210	-
Rental Income				
- Rogers and Company Limited	Intermediate holding company	134	-	-
- EnAtt Ltd	Fellow subsidiary	1,862	-	-
Purchases of share in The Beauvallon Shopping Mall Ltd				
- EnAtt Ltd (Note 27)	Fellow subsidiary	-	(145,508)	(145,508)
Other expenses				
- EnAtt Ltd	Fellow subsidiary	(30,614)	(17,441)	(48,788)

		COMPANY		GROUP
Balances	Relationship	2023	2022	2022
		Rs'000	Rs'000	Rs'000
Dividend payable to				
- Foresite Property Holding Limited	Holding company	-	(93,341)	(93,341)
- ENL Property Limited	Entity with significant influence over the Company	-	(64,208)	(64,208)
Amount payable to				
- Floreal Commercial Centre Limited	Subsidiary	-	(375,332)	-
- Rogers and Company Limited	Intermediate holding company	(236)	-	-
Short-term deposit				
- Bagaprop Limited	Subsidiary	-	2,219,000	-
- Floreal Commercial Centre Limited	Subsidiary	-	343,816	-
- Rogers and Company Limited	Intermediate holding company	357,575	435,321	435,321
- Rogers Capital Limited	Fellow subsidiary	70,288	-	-
Amount receivable from				
- The Beauvallon Shopping Mall Ltd	Subsidiary	-	490,803	-
- Bagaprop Limited	Subsidiary	-	9	-

All other transactions have been made on commercial terms and in the normal course of business.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)
FOR THE YEAR ENDED 30 JUNE 2023

28. RELATED PARTY TRANSACTIONS AND BALANCES (CONT'D)

There has been no guarantee provided or received for any related party receivables or payables. For the year ended 30 June 2023, the Company has not recorded any impairment of amounts receivable relating to amounts owed by related parties (2022: Nil).

Outstanding balances at year end are unsecured and settlement occurs in cash. The Company 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 Company 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 Company has not accounted for any impairment loss.

29. CONTINGENT LIABILITIES

Bank guarantees

At 30 June 2023, the Company has not provided any bank guarantee in favour of a third party with regards to a development under progress. The Company 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 Company has not given guarantees to third parties in the ordinary course of business (2022: 100m).

Legal claims

The Company 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 Company is aware) in the past 12 months which may have or have had a significant effect on the financial position of the Company.

30. CAPITAL COMMITMENTS

The Company entered into contractual commitments amounting to Rs 277m (2022: Rs 262m) for the development and extension of investment properties.

31. EVENTS AFTER THE REPORTING DATE

There has been no material events after the reporting date which would require disclosure or adjustment to the financial statements for the year ended 30 June 2023.

32. SEGMENTAL REPORTING

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

GLOSSARY OF TERMS

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

AFS	Annual Financial Statements
AMC	Atterbury Mauritius Consortium Proprietary Ltd, a private company incorporated in the Republic of South Africa, bearing registration 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/ Bagatelle Mall	Bagaprop Ltd, a public company incorporated in Mauritius, bearing business registration number C10094368
BLUP	Building and Land Use Permit
Bn	Billion
Board	The Board of Directors of Ascencia
Bo'Valon Mall	The Beauvallon Shopping Mall Ltd
CAPEX	Capital Expenditure
CDS	Central Depository & Settlement Co. Ltd
CEO	Chief Executive Officer
CGC	Corporate Governance Committee
CRM	Customer Relationship Management
CSI	Corporate Social Investment
CSR	Corporate Social Responsibility
CUM	Cumulative
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 Official Market of 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/So'flo	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
FV	Fair Value
FY	Financial Year
FYE	Financial Year End
GLA	Gross Lettable Area
GDP	Gross Domestic Product
GPTW	Great Place to Work
GRI	Global Reporting Initiative
HVAC	Heating, Ventilation and Air Conditioning
IAR	Integrated Annual Report
IIRC	International Integrated Reporting Council
IFRS	International Financial Reporting Standard(s)
IoT	Internet of Things
IP	Investment Property
IR	Integrated Report
K	Thousand
KPIs	Key Indicative Indicators
LTV	Loan To Value
m	Million
MCB	The Mauritius Commercial Bank Ltd
MEL	Metro Express Limited
MSDG	Medium Scale Distributed Generation Scheme
MUR or Rs	Mauritian Rupees
MW	Megawatt
MWF	Mauritius Wildlife Foundation
NAV	Net Asset Value
NAVPS	Net Asset Value Per Share
NGO	Non Governmental Organisation
NOI	Net Operational Income
NPF	National Pensions Fund
OPEX	Operational Expenditure
PAT	Profit After Tax
PIE	Public Interest Entity
Property LTV	Property LTV - Borrowings / IP Values (excluding cash reserves)
RMAC	Risk Management and Audit Committee
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
RPF	Rogers Pension Fund
SC	Strategic Committee
SDGs	Sustainable Development Goals
SEM	The Stock Exchange of Mauritius Limited
SEMSI	The Stock Exchange of Mauritius Sustainability Index
SLA	Service Level Agreement
SME	Small and Medium Enterprise
SMS	Special Meeting of Shareholders
Sqft	Square Feet
sqm	Square Metres
t	Tons
TD	Trading Density
US	United States of America
VWAP	Volume Weighted Average Price of Ordinary Shares
WALE	Weighted Average Lease Expiry
WIP	Work in Progress
WMA	Wastewater Management Authority
YoY	Year on Year

GRI DISCLOSURES & SDGS

Ascencia has created its Integrated Annual Report following the Global Reporting Initiative Standards (GRI): Core option. The GRI is an international organisation that provides guidelines to help businesses, governments, and organisations understand and communicate their impacts on issues like climate change, human rights, and corruption. This framework for sustainability reporting assists companies in collecting and presenting information in a clear and comparable way. Additionally, our report demonstrates how our actions have contributed to the Sustainability Development Goals (SDGs), a set of 17 interconnected global goals designed to create a more sustainable future.

The table below provides a detailed view of our compliance with the GRI standards and how these efforts link to our contribution to the SDGs.

GRI Disclosures	Disclosures		Ascencia IR Section	Link to SDGs
GRI 102- General Disclosures 2016	1. Organisational Profile			
	102-1	Name of the organisation	Front Cover	
	102-2	Activities, brands, products, and services	Creating Lasting Impact	
	102-3	Location of headquarters	Back Cover	
	102-4	Location of operations	Creating Lasting Impact	
	102-5	Ownership and legal form	Corporate Governance Report	

GRI Disclosures	Disclosures		Ascencia IR Section	Link to SDGs
GRI 102- General Disclosures 2016	1. Organisational Profile			
	102-6	Market served	Corporate Governance Report	
	102-7	Scale of the organisation	Statutory disclosures	
	102-8	Information on employees and other workers	Human Capital	8,10
	102-10	Significant changes to the organisation and its supply chain	Chairman's message and CEO's message	
	102-11	Precautionary Principle or approach	Risk Management report	
	102-12	External initiative	Social and Relationship capital, Natural Capital	
	2. Strategy			
	102-14	Statement from senior decision-maker	CEO's message	
	102-15	Key impacts, risks and opportunities	Risk Management report	
	3. Ethics and Integrity			
	102-16	Values, principles, standards, and norms of behaviours	Corporate Governance Report	16
	102-17	Mechanisms for advice and concerns about ethics	Corporate Governance Report	16
	4. Governance			
	102-18	Governance structure	Corporate Governance Report	
	102-19	Delegating authority	Corporate Governance Report	
	102-20	Executive-level responsibility for economic, environmental, and social topics	Corporate Governance Report	
	102-21	Consulting stakeholders on economic, environmental, and social topics	Corporate Governance Report	16
	102-22	Composition of the highest governance body and its committees	Corporate Governance Report	5,16
	102-23	Chair of the highest governance body	Corporate Governance Report	16
	102-24	Nominating and selecting the highest governance body	Corporate Governance Report	5,16
	102-25	Conflicts of interest	Corporate Governance Report	
	102-26	"Role of highest governance body in setting purpose, values, and strategy"	Corporate Governance Report	
	102-27	Collective knowledge of highest governance body	Corporate Governance Report	

GRI Disclosures	Disclosures		Ascencia IR Section	Link to SDGs
GRI 102- General Disclosures 2016	4. Governance			
	102-28	Evaluating the highest governance body's performance	Corporate Governance Report	
	102-29	Identifying and managing economic, environmental, and social impacts	Corporate Governance Report	16
	102-30	Effectiveness of risk management processes	Corporate Governance Report	
	102-35	Remuneration policies	Corporate Governance Report	
	102-36	Process for determining remuneration	Corporate Governance Report	
	5. Stakeholder engagement			
	102-40	List of stakeholder groups	Corporate Governance Report	
	102-42	Identifying and selecting stakeholders	Corporate Governance Report	
	102-43	Approach to stakeholder engagement	Corporate Governance Report	
	102-44	Key topics and concerns raised	Corporate Governance Report	
	6. Reporting practices			
	102-45	Entities included in the consolidated financial statements	Statutory disclosures	
	102-46	Defining report content and topic Boundaries	Statutory disclosures	
	102-47	List of material topics	Statutory disclosures	
	102-48	Restatements of information	Statutory disclosures	
	102-49	Changes in reporting	Our Reporting Suite	
	102-50	Reporting period	Our Reporting Suite	
	102-51	Date of most recent report	Our Reporting Suite	
	102-52	Reporting cycle	Our Reporting Suite	
	102-53	Contact point for questions regarding the report	Our Reporting Suite	
	102-54	Claims of reporting in accordance with the GRI Standards	Our Reporting Suite	
	102-55	GRI content index	GRI disclosures	
	102-56	External assurance	Audit Report	

GRI Disclosures	Disclosures		Ascencia IR Section	Link to SDGs
GRI 201- Economic Performance 2016	201-1	Direct economic value generated and distributed	Financial Capital	8,9
	201-2	Financial implications and other risks and opportunities due to climate change	Financial Capital	13
GRI 302- Energy	302-1	Energy consumption within the organisation	Natural Capital	7,8,12,13
	302-4	Reduction of energy consumption	Natural Capital	7,8,12,13
GRI 303- Indirect Economic Impacts	203-1	Infrastructure investments and services supported	Manufactured Capital	8,9,11,17
	203-2	Significant indirect economic impacts	Manufactured Capital	8,9,11,17
GRI 306- Waste	306-1	Waste generation and significant waste-related impacts	Natural Capital	3,12,13
	306-2	Management of significant waste-related impacts	Natural Capital	3,12,13
	306-3	Waste generated	Natural Capital	3,12,13
	306-4	Waste diverted from disposal	Natural Capital	3,12,13
	306-5	Waste directed to disposal	Natural Capital	3,12,13
GRI 401- Employment 2016	401-1	New employee hires and employee turnover	Human Capital	3,5,8,10
	401-2	Benefits provided to full-time employees that are not provided to temporary or part-time employees	Human Capital	3,5,8,10
GRI 403- Occupational Health & Safety 2018	403-1	Occupational health and safety management system	Human Capital	3,8,16
	403-4	Worker participation, consultation, and communication on occupational health and safety	Human Capital	3,8,16
	403-5	Worker training on occupational health and safety	Human Capital	3,8,16
	403-6	Promotion of worker health	Human Capital	3,8,16
	403-10	Work-related ill health	Human Capital	3,8,16
GRI 404- Training & Education 2016	404-2	Programs for upgrading employee skills and transition assistance programs	Human Capital	4,5,8,10
	404-3	Percentage of employees receiving regular performance and career development reviews	Human Capital	4,5,8,10
GRI 405- Diversity & Equal Opportunity	405-1	Diversity of governance bodies and employees	Corporate Governance Report	5,8,10
GRI 406- Non-discrimination 2016	406-1	Incidents of discrimination and corrective actions taken	Corporate Governance Report	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
	413-2	Operations with significant actual or potential negative impacts on local communities	Social & Relationship Capital	1,2,4,5,10,11

GRI DISCLOSURES & SDGS

Below is a table that highlights our contributions towards specific SDGs. While the 17 global goals are interconnected, this table focuses on the main areas where our initiatives during the year have the most impact.

Contributions Towards SDGs			
	Sustainable Development Goal	Main Initiatives during the year	Ascencia IR section
3	Good Health and Well-being	Health & Safety Trainings	Human Capital
4	Quality Education	Keeping employees updated with technological innovations through workshops/trainings	Human Capital , Intellectual Capital
		Recycling campaigns to educate shoppers	Social and Relationship Capital
6	Clean Water and Sanitation	Wastewater Recycling	Natural Capital
		Smart Water Solutions	Natural Capital
		Rainwater harvesting system	Natural Capital
7	Affordable and Clean Energy	Installation of PV Farms	Natural Capital
8	Decent Work and Economic Growth	B'Local Initiative	Social and Relationship Capital
9	Industry, Innovation and Infrastructure	Digital Strategy -Infraspeak, IoT, dashboard and CRM	Intellectual Capital
		Strong Digital Presence	Social and Relationship Capital
		LEED certification	Intellectual Capital
11	Sustainable Cities and Communities	Inclusion of green spaces in our malls	Natural Capital, Manufactured Capital
12	Responsible Consumption and Production	Targets set to reduce energy and resource intensity	Natural Capital
		Sorting at Source	Natural Capital
13	Climate Action	Investing in renewable energy sources - PV Farms	Natural Capital
16	Peace and Justice Strong Institutions	Code of ethics of Ascencia are guided by National Code of Corporate Governance for Mauritius (2016)	Corporate Governance
17	Partnerships to achieve the Goal	Private Partnership with the Government to improve transport infrastructure	Manufactured Capital
		Partnership with MWF for plantation of trees	Social and Relationship Capital

NOTES

15 yrs
MAKING WISHES COME TRUE

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Shaping singular places

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