# Abans Investment Manager Mauritius Audited financial statements For the year ended 31 March 2025

# Audited financial statements

For the year ended 31 March 2025

CONTENTS	PAGE(S)
Corporate data	1
Commentary of the Directors	2
Corporate governance report	3 - 9
Statement of compliance	10
Certificate from the Company Secretary	11
Independent auditor's report to the Members	12 - 15
Statement of financial position	16
Statement of profit or loss and other comprehensive income	17
Statement of changes in equity	18
Statement of cash flows	19
Notes to the audited financial statements	20 - 41

# Corporate data

Date of appointment 16 June 2020

16 June 2020 16 June 2020 04 April 2023

**Directors:** Krishna Arnasala Pather

Beatriz Eugenia Crawford-Carse

Dennis Helmut Theisen

**Registered Office:** (As from 01 October 2024)

6<sup>th</sup> Floor, Two Tribeca Tribeca Central, Trianon 72261

Republic of Mauritius

(Until 30 September 2024) 4<sup>th</sup> Floor, 19 Bank Street Cybercity, Ebène 72201 Republic of Mauritius

Administrator and Company Secretary:

(As from 01 October 2024)

Apex Fund Services (Mauritius) Ltd

6<sup>th</sup> Floor, Two Tribeca

Tribeca Central, Trianon 72261

Republic of Mauritius

(Until 30 September 2024)

Apex Fund Services (Mauritius) Ltd

4<sup>th</sup> Floor, 19 Bank Street Cybercity, Ebène 72201 Republic of Mauritius

Auditor: Nexia Baker & Arenson

5<sup>th</sup> Floor, C&R Court 49 Labourdonnais Street

Port Louis

Republic of Mauritius

Banker: SBM Bank (Mauritius) Limited

Level 9, SBM Tower

1 Queen Elizabeth II Avenue

Port Louis

Republic of Mauritius

## **Commentary of the Directors**

For the year ended 31 March 2025

The Directors are pleased to present their commentary together with the audited financial statements of **Abans Investment Manager Mauritius** (the "Company") for the year ended 31 March 2025.

#### **Principal activity**

The principal activity of the Company is to provide investment management services. The Company is also licenced to act as CIS Manager pursuant to the Securities Act 2005.

#### Results and dividends

The results of the Company for the year are as shown in the statement of profit or loss and other comprehensive income and is set out on page 17. The Directors do not recommend the payment of dividend for the year under review (2024: USD Nil).

#### Directors

The present membership of the Board of Directors is as stated on page 1.

## Statement of Directors' responsibilities in respect of the financial statements

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

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

The Directors' responsibility includes designing, implementing and maintaining internal control relevant to the preparation and fair presentation of these financial statements that are free from material misstatement, whether due to fraud or error, selecting and applying appropriate accounting policies and making accounting estimates that are reasonable in the circumstances.

The Directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that the financial statements comply with the IFRS Accounting Standards. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The Directors have made an assessment of the Company's ability to continue as a going concern as explained in note 2(e).

The Directors have confirmed that they have complied with the above requirements in preparing the financial statements.

## Auditor

The auditor, **Nexia Baker & Arenson**, has expressed their willingness to continue in office until next Annual General Meeting.

#### Corporate governance report

For the year ended 31 March 2025

#### **General Information**

The Board of Directors (the "Board") ensures that Abans Investment Manager Mauritius (the "Company") is in compliance with the rules of the National Code of Corporate Governance (the "Code") as issued by National Committee on Corporate Governance on 13 February 2017. The Board considers that it has maintained appropriate policies and procedures during the year ended 31 March 2025 to ensure compliance with the Corporate Governance Framework of the Company.

The eight principles of the Code have been implemented and detailed below:

- Governance Structure
- The Structure of the Board and its Committees
- Director Appointment Procedures
- Director Duties, Remuneration and Performance
- Risk Governance and Internal Control
- Reporting with Integrity
- Audit
- Relations with Members and Other Key Stakeholders

#### 1) Governance Structure

Abans Investment Manager Mauritius was incorporated on 16 June 2020 under the Mauritius Companies Act 2001 as a private company with limited liability and holds a Global Business Licence ("GBL") and a Collective Investment Scheme ("CIS") Manager Licence issued by the Financial Services Commission ("FSC") under the Financial Services Act 2007 ("FSA 07"). The principal activity of the Company is to provide investment management services. The Company is also licenced to act as CIS Manager pursuant to the Securities Act 2005.

It is noted that, as per the Code, all organisations should be headed by an effective Board. Responsibilities and accountabilities within the organisation should be clearly identified. The Board takes its fiduciary responsibilities seriously. Each Director has been appointed with the understanding of the amount of time and care that he/she will need to devote to the Board and to the Company for it to prosper. The Board is aware of all the key guiding documents and policies and affirms each key governance role.

The Constitution of the Company was adopted on 16 June 2020 and is in line with the Mauritius Companies Act 2001. The Constitution sets out the rules and regulations which it needs to abide along with other local laws and regulations applicable to the Company.

In addition, in line with the Securities Act 2005 ("SA 05"), the Board is ultimately responsible for the Company's code of ethics, safety and social issues with regards to its employees. The Board confirms that there is an on-going process for identifying, evaluating and managing the various risks faced by the Company.

## · Role of the Board

The Board also plays a leadership role by overseeing its delegated functions to ensure that objectives of the Company are being met through implementation of adequate policies and processes that lead to value-creation.

## **Corporate governance report (continued)**

For the year ended 31 March 2025

## 1) Governance Structure (continued)

## **Key Governance Responsibilities**

The Board acknowledges that it should lead and control the organisation and be collectively responsible for its long-term success, reputation and governance. In so doing, the Board assumes responsibility for meeting all regulatory and legal requirements as follows:

- i) Determines, agrees and develops the Company's general policy on corporate governance in accordance with the Code;
- ii) Advises and makes recommendations on all aspects of corporate governance and new Board appointment;
- iii) Prepares the Corporate Governance report; and
- iv) Reviews the terms and conditions of all service agreements between the Company and service providers.

The profiles of the Board are set out as follows:

Krishna Arnasala Pather Beatriz Eugenia Crawford-Carse Dennis Helmut Theisen

The Board is responsible for directing the affairs of the Company in the best interests of their members, in conformity with legal and regulatory frameworks, and consistent with its Constitution and best governance practices.

## Krishna Arnasala Pather

Appointed on 16 June 2020

Krishna Arnasala Pather is an investment professional with strong analytical and quantitative background. He is a nearly qualified actuary with specialisation in finance and investment. He has over 20 years' experience in the financial services sector, including insurance, investment and wealth management, property investment, banking and leasing. He is currently the Chief Operating Officer of Huria Investment Partners Africa Ltd. Prior to joining Huria, he was leading the wealth and asset management cluster of the SBM Group in Mauritius and was responsible for \$150m of assets under management from primarily institutional investors, as well as partnerships with international fund management groups. Krishna holds an MSc in Capital Markets from Edhec Business School, France, an MSc in Financial Economics from the University of Mauritius, a Bachelor of Business Science degree specialising in Actuarial Science from the University of Cape Town, a Post Graduate Diploma in Banking and Finance from the University of Technology, Mauritius and a Post Graduate Diploma in Project Management from Mancosa, South Africa.

## **Beatriz Eugenia Crawford-Carse**

Appointed on 16 June 2020

Beatriz Eugenia Crawford-Carse is a business graduate from the U Fem de Bolivar and holds a Financial Planning Certificate CII. She is the Founder of MI-Capital Partners Ltd. She is an executive Director registered with the UK Financial Conduct Authority and has a 32 years' experience in International Financial Services.

## **Corporate governance report (continued)**

For the year ended 31 March 2025

## 1) Governance Structure (continued)

## **Key Governance Responsibilities (continued)**

#### **Dennis Helmut Theisen**

Appointed on 04 April 2023

Dennis Helmut Theisen holds an Economics degree from University of Guelph, Ontario, Canada. He is a Deputy Chief Operating Officer of Apex Fund Services (Mauritius) Ltd ("Apex Mauritius"), which forms part of the Apex Group having offices in various jurisdictions including Bermuda, Dubai, Singapore, Hong Kong and Ireland. Before joining Apex Mauritius, he was an Accounts Manager at BISYS Hedge Fund Services Limited in Bermuda for 5 years. Prior to that he worked for CIBC Mellon, Canada, in Investor Services. Dennis holds a number of Directorship positions on India focused funds giving him invaluable insight in the Indian market.

## 2) The Structure of the Board and its Committees

The Board currently comprises of Krishna Arnasala Pather, Beatriz Eugenia Crawford-Carse and Dennis Helmut Theisen. The Board meets as and when required to discuss routine and other significant matters to ensure that the Directors maintain overall control and supervision of the Company's affairs. In line with the requirement of the Financial Services Act 2007, all the meetings of the Board have been attended by at least 2 resident Directors. In line with the Constitution of the Company, all Board meetings were quorate and have been held, chaired and minuted in Republic of Mauritius.

The Board is a unitary Board and is composed of Directors coming from different sectors. Every Director has drawn from his/her professional background and expertise in positively contributing to the Board's activities.

Due to the size of the Company, no sub-committees (Audit Committee, Corporate Governance Committee, Board Risk Committee, Remuneration Committee and Nomination Committee) have been set up. The Board considers that its current size and composition are appropriate for the type of activity in which the Company is engaged and for effective discharge of the Board's responsibilities. Further, this is strengthened by the presence of Independent intermediaries like advisors as additional safeguards in meeting this principle as they submit periodic reports to the Board. Three Directors have been appointed during the year by the Board.

The current Company Secretary, Apex Fund Services (Mauritius) Ltd, has direct contact with the Board and provides secretarial services to the Company and attends all Board meetings. The table below refers to the Board meeting attendance during the year.

Director	Status	Board meeting attendance	Interest
Krishna Arnasala Pather	Independent Director	3/3	Nil
Beatriz Eugenia Crawford-Carse	Independent Director	3/3	Nil
Dennis Helmut Theisen	Director	3/3	Nil

# 3) Director Appointment Procedures

As per the Code, a formal, rigorous and transparent process shall be in place at time of appointment, induction and re-election of Directors. The Board has a formal, rigorous and transparent procedure in place for the appointment of the Directors.

## **Corporate governance report (continued)**

For the year ended 31 March 2025

## 3) Director Appointment Procedures (continued)

The existing Directors shall submit themselves for re-election by the members of the Company in the forthcoming Annual General Meeting.

During the year under review, no Directors have been appointed in accordance with the Constitution of the Company subject to receipt of due diligence documents on the latter, in line with the Code of prevention of Money Laundering and Terrorist Financing. In addition, the FSC's approval has been duly received prior to the appointment of the above-mentioned Directors.

The Board is aware of the requirement of holding Continuous Development Programmes. The Directors attend regular technical programmes to keep updated with the ongoing changes of the business.

# • Company Secretary

The Company Secretary has an advisory role in all governance-related matters concerning the Company and acts as the main point of contact for the Directors and members, should they require guidance on their statutory responsibilities.

The principal functions of the Company Secretary include supplying the Board with high quality and timely information, collaborating with the Board in the preparation of agendas and coordinating the information flow between the Directors.

Apex Fund Services (Mauritius) Ltd has been appointed by the Board as the Company Secretary since the incorporation of the Company.

## 4) Director Duties, Remuneration and Performance

The Directors of the Company are aware of their duties under the Mauritius Companies Act 2001 and the Constitution of the Company and exercise sufficient care, diligence and skills for the good conduct of the business.

The Board meets regularly (frequency depending on nature of business and operations) to discuss and approve the Company's operational, regulatory and compliance matters. The Directors are provided appropriate notice and materials to help them in their decision-making.

For the year under review, no disclosure of interest has been made to the Board. The Company, in line with the SA 05, has also adopted a Policy for Conflicts of interest.

The Directors have been paid a remuneration of **USD 11,767** during the year (2024: USD 11,852). However, Directors' fees in relation to services provided by Dennis Helmut Theisen were paid to Apex Fund Services (Mauritius) Ltd directly.

## Legal Duties

The Board is fully apprised of their fiduciary duties as laid out in the Mauritius Companies Act 2001.

## • Board Evaluation

The Code encourages the Board to undertake a formal, regular and rigorous evaluation of its own performance and individual Directors and produce a development plan on an annual basis.

## **Corporate governance report (continued)**

For the year ended 31 March 2025

#### 4) Director Duties, Remuneration and Performance (continued)

## • Board Evaluation (continued)

The Board, Company Secretary and individual Directors have their performance evaluated and are held accountable to the members. The Directors demonstrate their performance through the interim and annual financial statement to the members.

#### · Conflict of Interest

The Directors must declare the nature of their interest(s), depending on the following circumstances:

- a) at the meeting of the Directors at which the question of entering into the contract or arrangement is first taken into consideration:
- b) if the Director is not at the date of the meeting interested in the proposed contract or arrangement, then at the next meeting held after he becomes interested; or
- c) in a case where the Director becomes interested in a contract or arrangement after it is made, then at the first meeting of the Directors held after he becomes so interested.

A register of interests is kept by the Company Secretary and is updated on a regular basis. The register is also available to the members of the Company upon request to the Company Secretary.

## · Directors' and Officers' Liability Insurance

The Company is currently arranging for a Directors' and Officers' Liability Insurance and Professional Indemnity Insurance cover for its Directors and officers, renewable on a yearly basis, for any legal action entered against them. The cover does not provide insurance against fraudulent, malicious or willful acts or omissions. Insurance quotes are being sought from various insurance companies.

## • Related Party Transactions

All related party transactions are disclosed in note 13 of the financial statements.

## 5) Risk Governance and Internal Control

The oversight of risk governance and internal control activities, either at the level of the Company or its service providers, is currently delegated to the Board which regularly reviews the effectiveness of the internal control and risk governance systems of the Company. The Board also reviews the performance of the external auditor and approves any proposed discharge of the external auditors when circumstances warrant. Additionally, with the direction of the Board, management has developed and implemented appropriate frameworks and effective processes for sound management of risk.

The Board is ultimately responsible for the Company's system of internal control as well as implementation, maintenance and monitoring of the internal control in place. The Board confirms that it will continue to identify, evaluate and manage the various risks faced by the Company.

The Directors are responsible for maintaining an effective system of internal control and risk governance.

Apex Fund Services (Mauritius) Ltd, being the Administrator of the Company is ISAE 3402 Type II certified, and the Company follows the internal procedure in place at Administrator.

## **Corporate governance report (continued)**

For the year ended 31 March 2025

## 5) Risk Governance and Internal Control (continued)

Day to day activities are undertaken by the Administrator, which needs to ensure that the necessary structures, processes and methods for identifying and monitoring any risks are in place. Hence, the Company relies on the internal controls of Apex Fund Services (Mauritius) Ltd which is subject to an internal control review and reporting by external auditors. On a yearly basis, an ISAE 3402 Type II Audit is conducted and the latest report was for the year ended 30 September 2024.

The Board confirms that there is an ongoing process for identifying, evaluating and managing the various risks faced by the Company. Further, risks and uncertainties are managed at the level of the Board of the Company. Moreover, considering the size and nature of its business activities, the Company does not have a whistle blowing policy in place. Instead, all Company affairs are addressed to the Board of the Company. Furthermore, the Administrator of the Company, has a whistle blowing policy in place.

The Board is responsible for the day-to-day management as well as the Company's strategic, financial, operational and compliance risk matters. Further, the Board has also developed and implemented appropriate framework and effective process for the sound management of risk. The ISAE 3402 Report already takes into account the significant areas not covered by internal control and any risk procedure and any risks or deficiencies in the Administrator's system of internal control.

## 6) Reporting with Integrity

The Directors are responsible for preparing the financial statements of the Company on a yearly basis in accordance with applicable law and regulations. The financial statements have been prepared in accordance with the IFRS Accounting Standards and comply with the requirements of the Mauritius Companies Act 2001.

The financial statements of the Company for the year ended 31 March 2025 will be filed with the FSC within the statutory deadline, after the Board's approval.

Directors acknowledge their responsibilities for:

- a) adequate accounting records and maintenance of effective internal control systems;
- b) the preparation of financial statements which fairly present the financial position, financial performance and cash flows of the Company and which comply with IFRS Accounting Standards; and
- c) the use of appropriate accounting policies supported by reasonable and prudent judgements and

The financial statements are tabled for review and approval by the Board, before filing with the FSC on an annual basis.

The Directors make an assessment of the Company's ability to continue as a going concern and same is disclosed in the financial statements every year.

# 7) Audit

## • Directors' Responsibilities

The Directors are responsible for the preparation and fair presentation of the financial statements in accordance with all the requirements of the Mauritius Companies Act 2001 and IFRS Accounting Standards and for such internal controls as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatements, whether due to fraud or error.

## **Corporate governance report (continued)**

For the year ended 31 March 2025

## 7) Audit (continued)

## Directors' Responsibilities (continued)

Any deviations on the above will be reported in the independent auditor's report attached to the financial statements

Given the nature of its activity, the Company has no environmental or social or health and safety impact and these are therefore not assessed in the financial statements. Further, the Company has no corporate social responsibility policy in place and has not made any donation so far.

#### • External Audit

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

In line with the FSA 07, the financial statements of the Company are audited by Nexia Baker & Arenson, appointed after prior approval of the FSC, in the Republic of Mauritius. The re-appointment of Nexia Baker & Arenson will be done at the next Annual General Meeting of the Company.

Nexia Baker & Arenson have been appointed as the statutory auditor for the financial year ended 31 March 2025 at the members meeting held on 30 September 2024.

An audit plan has been prepared by the Administrator and agreed with the auditor.

Fees payable to the external auditor for audit services as at 31 March 2025 is **USD 5,754** (2024: USD 6,149) including VAT. The external auditor provide only audit services to the Company.

## 8) Relations with Members and Other Key Stakeholders

The Annual General Meeting of the members of the Company will be held to adopt the financial statements of the Company for the year ended 31 March 2025. Notice of this meeting will be sent within the deadline stipulated by the Constitution of the Company.

## Stakeholders

The Board is responsible for directing the affairs of the Company in the best interests of its members, in conformity with the legal and regulatory frameworks and consistent with the Company's Constitution, best governance practices and in line with Mauritius Companies Act 2001. Any queries raised by the members/stakeholders are attended to by the Company Secretary or the Directors, as applicable.

# • Holding company

As at 31 March 2025 and 2024, the stated capital of the Company comprised of 835,100 Ordinary Shares of par value of USD 1 each.

The Holding company is Abans Broking Services Private Limited.

# • Dividend Payment

During the year under review, no dividend was paid (2024: USD Nil).

Statement of compliance

For the year ended 31 March 2025

We, the Directors of Abans Investment Manager Mauritius (the "Company"), confirm to our best knowledge that the Company has complied with its obligations and requirements under the National Code of Corporate Governance ("the Code") for Mauritius (2016).

Krishna Pather Director

Date: 29 April 2025

Budy Com Beatriz Eugenia Crawford-Carse Director

# Certificate from the Company Secretary Under Section 166 (d) of the Mauritius Companies Act 2001

We certify that, to the best of our knowledge and belief that we have filed with the Registrar of Companies all such returns as are required of **Abans Investment Manager Mauritius** under Section 166 (d) of the Mauritius Companies Act 2001 for the year ended 31 March 2025.

Tavishi Bhurtun Rajcoomar Company Secretary Apex Fund Services (Mauritius) Ltd 6<sup>th</sup> Floor, Two Tribeca, Tribeca Central Trianon 72261 Republic of Mauritius

Date: 29 April 2025



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## INDEPENDENT AUDITOR'S REPORT

# TO THE MEMBERS OF Abans Investment Manager Mauritius

# Report on the Financial Statements

# **Opinion**

We have audited the financial statements of **Abans Investment Manager Mauritius** (the "Company"), set out on pages 16 to 41 which comprise the statement of financial position as at 31 March 2025, and the statement of profit or loss and other comprehensive income, the statement of changes in equity and the statement of cash flows for the year then ended, and the notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the financial statements give a true and fair view of the financial position of the Company as at 31 March 2025, and of its financial performance and its cash flows for the year then ended in accordance with IFRS Accounting Standards (IFRSs) and comply with the Mauritius Companies Act 2001.

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

# Other Information

The directors are responsible for the other information. The other information comprises the Commentary of the Directors, the Corporate Governance Report, the Statement of Compliance and the Certificate from the Secretary. 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 any form of assurance conclusion thereon.

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



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# INDEPENDENT AUDITOR'S REPORT

# TO THE MEMBERS OF Abans Investment Manager Mauritius

Report on the Financial Statements (continued)

# Directors' Responsibilities for the Financial Statements

The directors are responsible for the preparation and fair presentation of these financial statements in accordance with IFRSs and in compliance with the requirements of the Mauritius Companies Act 2001, 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 these financial statements.

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.



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## INDEPENDENT AUDITOR'S REPORT

# TO THE MEMBERS OF Abans Investment Manager Mauritius

Report on the Financial Statements (continued)

# Auditor's Responsibilities for the Audit of the Financial Statements (continued)

- 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.
- 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.

# Other Matter

This report is made solely to the Company's members, as a body, in accordance with Section 205 of the Mauritius Companies Act. Our audit work has been undertaken so that we might state to the Company's members, as a body, those matters that 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.



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# INDEPENDENT AUDITOR'S REPORT

# TO THE MEMBERS OF Abans Investment Manager Mauritius

# Report on Other Legal and Regulatory Requirements

# Mauritius Companies Act 2001

We have no relationship with or interests in the Company other than in our capacity as auditor.

We have obtained all 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 is to report the extent of compliance with the Code of Corporate Governance as disclosed in the financial statements and on whether the disclosure is consistent with the requirements of the Code.

In our opinion, the disclosure in the financial statements is consistent with the requirements of the Code.

Nexia Baker & Arenson

Nexia Baker & Arenson

Chartered Accountants

Govinden Monien FCCA

Licensed by FRC

Date: 29 April 2025

# Statement of financial position

As at 31 March 2025

LOGDITO	Notes	2025	2024
ASSETS		USD	USD
Non-current assets	7	0.142.207	4 409 200
Financial asset at fair value through profit or loss ("FVTPL")  Equipment	7 8	9,143,397 1,509	4,408,380
Total non-current assets	0	9,144,906	4,408,380
Total non-current assets		9,144,900	4,400,000
Current assets			
Receivables and prepayments	9	3,551,785	1,205,547
Cash and cash equivalents	10	29,215	128,648
Total current assets		3,581,000	1,334,195
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TOTAL ASSETS		12,725,906	5,742,575
EQUITY AND LIABILITIES			
Equity			
Stated capital	11	835,100	835,100
Retained earnings		11,359,708	4,491,184
Total equity		12,194,808	5,326,284
Current liabilities			
Payables and accruats	12	449,852	387,416
Tax liability	5(a)	81,246	28,875
Total liabilities		531,098	416,291
TOTAL EQUITY AND LIABILITIES		12,725,906	5,742,575

The futancial statements have been approved and authorised for issue by the Board of Directors on 29 April 2025 and signed on its behalf by:

Krishna Pather Director Beatriz Eugenia Crawford-Carse Director

# Statement of profit or loss and other comprehensive income

For the year ended 31 March 2025

	Notes	2025	2024
•		USD	USD
Income Management food	6(0)	2,149,315	1,386,827
Management fees Performance fees	6(a) 6(b)	6,242,158	3,348,899
Subscription fees	6(c)	87,749	336,900
Other income	0(0)	-	10,300
Total income	_	8,479,222	5,082,926
	_		
Expenses			
Distribution costs	6(d)	1,737,734	1,316,585
Operating expenses		87,666	66,092
Consultancy fees	6(e)	69,000	114,750
Director fees		11,767	11,852
Insurance fees		8,520	7,747
Bank charges		7,749	4,777
Audit fees		7,594	6,149
Accounting fees		7,385	8,085
Licence fees		6,171	6,096
Administration fees		2,150 2,000	2,150
Legal fees		· · · · · · · · · · · · · · · · · · ·	3,252
Secretary fees Registered office fees		1,613 806	1,613 806
Total expenses	_	1,950,155	1,549,954
Total expenses	_	1,950,155	1,349,934
Operating profit for the year		6,529,067	3,532,972
Net realised gain on FVTPL	7	_	25,445
Net unrealised gain on FVTPL	7	575,017	157,350
Profit before tax	_	7,104,084	3,715,767
Taxation	5(b)	(235,560)	(107,767)
Profit for the year	_	6,868,524	3,608,000
Other comprehensive income		-	-
Total comprehensive income for the year	_	6,868,524	3,608,000

# Statement of changes in equity

For the year ended 31 March 2025

	Stated capital USD	Retained earnings USD	Total equity USD
At 01 April 2023	835,100	883,184	1,718,284
Total comprehensive income for the year	-	3,608,000	3,608,000
At 31 March 2024	835,100	4,491,184	5,326,284
At 01 April 2024	835,100	4,491,184	5,326,284
Total comprehensive income for the year	-	6,868,524	6,868,524
At 31 March 2025	835,100	11,359,708	12,194,808

# Statement of cash flows

For the year ended 31 March 2025

	Notes	2025	2024
		USD	USD
Cash flows from operating activities Profit before tax		7,104,084	3,715,767
Adjustments for:			
Depreciation of equipment	8	675	=
Net realised gain on FVTPL	7	=	(25,445)
Net unrealised gain on FVTPL	7	(575,017)	(157,350)
Operating profit before working capital changes		6,529,742	3,532,972
Movement in receivables and prepayments		(2,346,238)	(991,025)
Movement in payables and accruals		62,436	(83,624)
Cash flows generated from operations		4,245,940	2,458,323
Tax paid	5(a)	(183,189)	(84,590)
Net cash flows generated from operating			
activities		4,062,751	2,373,733
Cash flows from investing activities			
Purchase of equipment	8	(2,184)	=
Purchase of financial asset at FVTPL	7	(4,160,000)	(2,620,752)
Proceeds from disposal of financial asset at FVTPL	7		354,005
Net cash flows used in investing activities		(4,162,184)	(2,266,747)
Net (decrease)/increase in cash and cash			
equivalents		(99,433)	106,986
Cash and cash equivalents at beginning of the year		128,648	21,662
Cash and cash equivalents at end of the year	10	29,215	128,648

#### Notes to the audited financial statements

For the year ended 31 March 2025

#### 1. General information

**Abans Investment Manager Mauritius** (the "Company") was incorporated in Republic of Mauritius under the Companies Act 2001 on 16 June 2020 as a private company with limited liability by shares and holds a Global Business Licence ("GBL") issued by the Financial Services Commission ("FSC") and Collective Investment Scheme ("CIS") Manager Licence. The Company's registered office is Apex Fund Services (Mauritius) Ltd, 6<sup>th</sup> Floor, Two Tribeca, Tribeca Central, Trianon 72261, Republic of Mauritius (previously 4<sup>th</sup> Floor, 19 Bank Street, Cybercity, Ebène 72201, Republic of Mauritius).

The principal activity of the Company is to provide investment management services. The Company is also licenced to act as CIS Manager pursuant to the Securities Act 2005.

## 2. Basis of preparation

## (a) Statement of compliance

The financial statements have been prepared in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board ("IASB") and in compliance with the requirements of the Mauritius Companies Act 2001.

### (b) Basis of measurement

The financial statements have been prepared using the going concern principle under the historical cost basis, except for financial assets and financial liabilities which are measured either at fair value or at amortised cost.

# (c) Functional and presentation currency

Functional currency is the currency of the primary economic environment in which the Company operates. If indicators of the primary economic environment are mixed, then management uses its judgement to determine the functional currency that most faithfully represents the economic effect of the underlying transactions, events and conditions. The majority of the Company's transactions are denominated in United States Dollar ("USD"). Proceeds from the issuance of shares are received in USD. The expenses are denominated and paid in USD. Accordingly, management has determined that the functional currency of the Company is USD.

## (d) Use of estimates and judgements

The preparation of financial statements in conformity with IFRS Accounting Standards requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from those estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the year in which the estimates are revised and in any future years affected.

## (e) Going concern

The financial statements have been prepared on the going concern basis, which assumes that the Company will continue in business and it expects to realise its assets at the recorded amounts and extinguish its liabilities in the normal course of business.

## Notes to the audited financial statements

For the year ended 31 March 2025

## 2. Basis of preparation (continued)

## (f) Changes in accounting policies

## New standards, interpretations and amendments effective and adopted

There has been amendments and interpretations that have become effective for the current year. The Company has adopted the following new and amended IFRS Accounting Standards:

Effective date	New standards or amendments		
1 January 2024	Classification of liabilities as Current or Non-Current and Non-current		
	Liabilities with Covenants – Amendments to IAS 1 Presentation of Financial		
	Statements		
	Amendments to IAS 7 Statement of Cash Flows and IFRS 7 Financial		
	Instruments: Disclosures – Supplier Finance Arrangements		

The above new standard and amendment had no impact on the financial statements of the Company.

# Standards, amendments and interpretations that are not yet effective

A number of new standards, amendments to standards and interpretations are effective for annual periods beginning after 1 January 2024 and have not been applied in preparing these financial statements. Those which may be relevant to the Company are set out below. The Company does not plan to adopt these standards early. These will be adopted in the period that they become mandatory unless otherwise indicated:

Effective date	New standards or amendments		
1 January 2025	Lack of Exchangeability – Amendments to IAS 21 <i>The Effects of Changes in</i>		
	Foreign Exchange Rates		
1 January 2026	Amendments to the Classification and Measurement of Financial Instruments  – Amendments to IFRS 9 Financial Instruments and IFRS 7 Financial		
	Instruments: Disclosures		
	Annual Improvements to IFRS Accounting Standards – Amendments to:		
	• IFRS 7 Financial Instruments: Disclosures and its accompanying Guidance on implementing IFRS 7;		
	• IFRS 9 Financial Instruments;		
	• IFRS 10 Consolidated Financial Statements; and		
	IAS 7 Statement of Cash flows		
	Contracts Referencing Nature-dependent Electricity – Amendments to IFRS 9 and IFRS 7		
1 January 2027	IFRS 18 Presentation and Disclosure in Financial Statements		
To be determined	Sale or Contribution of Assets between an Investor and its Associate or Joint		
	Venture - Amendments to IFRS 10 Consolidated Financial Statements and		
	IAS 28 Investments in Associates and Joint Ventures*		

<sup>\*</sup>The effective date for these amendments was deferred indefinitely. Early adoption continues to be permitted.

The above new standard and amendment had no impact on the financial statements of the Company.

## Notes to the audited financial statements

For the year ended 31 March 2025

## 3. Material accounting policies

The material accounting policies set out below have been applied consistently to all years presented in the financial statements, except for changes in accounting policies described in note 2(f).

#### **Taxation**

Income tax expense comprises current and deferred tax.

#### (i) Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year. It is measured using tax rates enacted or substantively enacted at the end of the reporting period.

#### (ii) Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for temporary differences on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss.

A deferred tax asset is recognised for unused tax losses, tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they 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.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse using tax rates enacted or substantively enacted at the end of the reporting year.

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; such reductions are reversed when the probability of future taxable profits improves.

Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used. Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

# Tax exposures

In determining the amount of current and deferred tax, the Company takes into account the impact of uncertain tax positions and whether additional taxes and interest may be due. This assessment relies on estimates and assumptions and may involve a series of judgements about future events. New information may become available that causes the Company to change its judgement regarding the adequacy of existing tax liabilities; such changes to tax liabilities will impact tax expense in the period that such a determination is made.

## Notes to the audited financial statements

For the year ended 31 March 2025

## 3. Material accounting policies (continued)

## Foreign currency transactions and balances

Transactions in foreign currencies are translated into USD at the exchange rate at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined.

## Revenue recognition

The Company derives revenue primarily from management fees, performance fees and subscription fees. Revenue is measured based on the consideration specified in a contract with customer. The Company recognises revenue when it transfers control over a service to a customer.

The five-step model for revenue recognition is as follows:

- Identify the contract with customers;
- Identify the performance obligations in the contract;
- Determine the transaction price of the contract;
- Allocate the transaction price to each performance obligations in the contracts; and
- Recognise revenue as each performance obligation is satisfied.

The following table provides information about the nature and timing of the satisfaction of performance obligation in contracts with customers, including significant payment terms, and the related accounting policies:

Type of	Source of	Nature, timing of satisfaction of performance obligations, significant
service	revenue	payment terms
Management Services	Management Fees	The Company is the management shareholder of ABans International Limited (the "Fund") and is required to provide management services to the Fund and is entitled to Management Fees.
		Management Fees are calculated on the applicable percentage rates based on the Net Asset Values of the Fund as stipulated in the Private Placement Memorandum.
		As the services are to be provided over the life of the Fund, this implies that performance obligation is satisfied over time.
		Therefore, revenue in the form of Management Fees is recognised over time.

## Notes to the audited financial statements

For the year ended 31 March 2025

# 3. Material accounting policies (continued)

# Revenue recognition (continued)

Type of	Source of	Nature, timing of satisfaction of performance obligations, significant
service	revenue	payment terms
Management	Incentive	The Company is the management shareholder of ABans International
services	Fees	Limited (the "Fund") and is required to provide management services to the Fund and is entitled to incentive fees.
		Incentive Fees are calculated on the applicable percentage rates of the Fund's return in excess of the Fund's Net Asset Values over the set performance benchmark as stipulated in the Private Placement Memorandum of the Fund.
		As the services are to be provided over the life of the Fund, this implies that the performance obligation is only satisfied over time.
		The transaction price of the Incentive Fees is constrained given that it only arises when there has been an excess of the Net Asset Values of the Fund
		over the set performance benchmark (variable consideration). Therefore,
		revenue in the form of Incentive Fees is recognised over time in line with
		Private Placement Memorandum only if there is an excess of the Fund's
		performance to the set benchmark.
Management	_	The Company is the management shareholder of ABans International
services	Fee	Limited (the "Fund") and is required to provide management services to
		the Fund and is entitled to subscription fees.

# Expenses

All expenses are recognised in the statement of profit or loss and other comprehensive income on an accrual basis.

# Financial assets and financial liabilities

Recognition and initial measurement

The Company initially recognises financial assets and financial liabilities at FVTPL on the trade date, which is the date on which the Company becomes a party to the contractual provisions of the instrument. Other financial assets and financial liabilities are recognised on the date on which they are originated.

A financial asset or financial liability is measured initially at fair value plus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition or issue.

## Notes to the audited financial statements

For the year ended 31 March 2025

#### 3. Material accounting policies (continued)

## Financial assets and financial liabilities (continued)

Classification

On initial recognition, a financial asset is classified as measured at amortised cost or FVTPL.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows;
- its contractual terms give rise on specified dates to cash flows that are solely payment of principal and interest ("SPPI").

All other financial assets are classified as measured at FVTPL.

The Company classifies payables and accruals as financial liabilities at amortised cost on initial recognition.

#### Business model assessment

In making an assessment of the objective of the business model in which a financial asset is held, the Company considers all of the relevant information about how the business is managed, including:

- the documented investment strategy and the execution of this strategy in practice. This includes
  whether the investment strategy focuses on earning contractual interest income, maintaining a
  particular interest rate profile, matching the duration of the financial assets to the duration of any
  related liabilities or expected cash outflows or realising cash flows through the sale of the assets;
- how the performance of the portfolio is evaluated and reported to the Company's management; and
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed.

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Company's continuing recognition of the assets.

The Company has determined that it has two business models:

- Held-to-collect business model: this includes cash and cash equivalents and receivables. These
  financial assets are held to collect contractual cash flows; and
- Other business model: this includes solely investments in unlisted open-ended investment funds in the form of management shares held. These financial assets are managed, and their performance are evaluated, on a fair value basis, in case of any sale.

## Assessment of whether contractual cash flows are SPPI

For the purpose of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as profit margin.

## Notes to the audited financial statements

For the year ended 31 March 2025

#### 3. Material accounting policies (continued)

## Financial assets and financial liabilities (continued)

Classification (continued)

## Assessment of whether contractual cash flows are SPPI (continued)

In assessing whether the contractual cash flows are SPPI, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making the assessment, the Company considers:

- contingent events that would change the amount and timing of cash flows;
- leverage features;
- · prepayment and extension terms;
- terms that limit the Company's claim to cash flows from specified assets (e.g. non-recourse loans);
- features that modify consideration of the time value of money (e.g. periodical reset of interest rates).

### Subsequent measurement

Category	Subsequent measurement
Financial assets at FVTPL	These assets are subsequently measured at fair value. Net gains and losses,
	including any interest income expense and foreign exchange are recognised
	in profit or loss as 'net gain/(loss) on fair valuation of financial assets at
	FVTPL' in the statement of profit or loss and other comprehensive income.
Financial assets at	These assets are subsequently measured at amortised cost using the EIR
amortised cost	method. Impairment is recognised in 'expected credit losses ("ECLs")' in
	profit or loss. Any gain or loss on derecognition and modification is also
	recognised in profit or loss. Cash and cash equivalents and receivables are
	included under this category.
Financial liabilities at	The Company classifies its payables and accruals as financial liabilities at
amortised cost	amortised cost and are subsequently measured at effective amortised cost
	using the EIR. Gains and losses are recognised in profit or loss when the
	liabilities are derecognised as well as through the amortisation process.

## Fair value measurement

'Fair value' is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date in the principal or, in its absence, the most advantageous market to which the Company has access at that date. The fair value of a liability reflects its non-performance risk.

When available, the Company measures the fair value of an instrument using the quoted price in an active market for that instrument. A market is regarded as 'active' if transactions for the asset or liability take place with sufficient frequency and volume to provide pricing information on an ongoing basis. The Company measures instruments quoted in an active market at a mid-price, because this price provides a reasonable approximation of the exit price.

## Notes to the audited financial statements

For the year ended 31 March 2025

#### 3. Material accounting policies (continued)

#### Financial assets and financial liabilities (continued)

Fair value measurement (continued)

If there is no quoted price in an active market, then the Company uses valuation techniques that maximise the use of relevant observable input and minimise the use of unobservable input. The chosen valuation technique incorporates all of the factors that market participant would take into account in pricing a transaction.

The Company recognises transfers between levels of the fair value hierarchy as at the end of the reporting year during which the change has occurred.

#### Amortised cost measurement

The amortised cost of a financial asset or financial liability is the amount at which the financial asset or financial liability is measured at initial recognition minus principal repayments, plus or minus the cumulative amortisation using the EIR method of any difference between the initial amount and the maturity amount and, for financial assets, adjusted for any loss allowance.

#### *Impairment*

The Company recognises loss allowances for Expected Credit Losses ("ECLs") on financial assets measured at amortised cost.

The Company measures loss allowances at an amount equal to lifetime ECLs, except for the following, which are measured at 12-month ECLs:

- financial assets that are determined to have low credit risk at the reporting date; and
- other financial assets for which credit risk (i.e. the risk of default occurring over the expected life of the asset) has not increased significantly since initial recognition if it is more than 30 days past due.

The Company considers a financial asset to be in default when the borrower is unlikely to pay its credit obligations to the Company in full, without recourse by the Company to actions such as realising security (if any is held); or the financial asset is more than 90 days past due.

Lifetime ECLs are the ECLs that result from all possible default events over the expected life of a financial instrument.

12-month ECLs are the portion of ECLs that result from default events that are possible within the 12-months after the reporting date (or a shorter period if the expected life of the instrument is less than 12-months).

The maximum period considered when estimating ECLs is the maximum contractual period over which the Company is exposed to credit risk.

# Measurement of ECLs

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Company expects to receive).

#### Notes to the audited financial statements

For the year ended 31 March 2025

## 3. Material accounting policies (continued)

#### Financial assets and financial liabilities (continued)

Impairment (continued)

# Measurement of ECLs (continued)

ECLs are discounted at the EIR of the financial asset.

## Credit-impaired financial assets

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

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

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

## Presentation of allowance for ECLs in the statement of financial position

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

## Write-off

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

## Derecognition

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

On derecognition of a financial asset, the difference between the carrying amount of the asset (or the carrying amount allocated to the portion of the asset that is derecognised) and the consideration received (including any new asset obtained less any new liability assumed) is recognised in profit or loss. Any interest in such transferred financial assets that is created or retained by the Company is recognised as a separate asset or liability.

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled or expired.

On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognised in profit or loss.

## Notes to the audited financial statements

For the year ended 31 March 2025

#### 3. Material accounting policies (continued)

# Financial assets and financial liabilities (continued)

## Offsetting

Financial assets and financial liabilities are offset, and the net amount presented in the statement of financial position when, and only when, the Company has a legally enforceable right to offset the amounts and intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously. There is no offsetting of financial instruments applied as on reporting in the statement of financial position.

#### Stated capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of equity instruments are recognised as a deduction from equity, net of any tax effects.

#### Provisions

Provisions are recognised when the Company has a present (legal or constructive) obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate of the amount can be made.

## Related parties

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

### Equipment

All equipment is initially recorded at historical cost less depreciation and impairment loss. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Depreciation is calculated using the straight-line method to write off the cost of each asset less their residual value over their expected useful economic life at the annual rate of 30%.

## 4. Critical accounting judgements and key sources of estimation uncertainty

In the process of applying the Company's accounting policies, the Directors have made the following assumption and judgement that have the most significant effect on the amounts recognised in the financial statements

## Determination of functional currency

The determination of the functional currency of the Company is critical since recording of transactions and exchange differences arising thereon are dependent on the functional currency selected. As described in note 2(c), the Directors have considered those factors therein and have determined that the functional currency of the Company is the United States Dollar ("USD").

## Fair value estimation

Where the fair value of financial assets and financial liabilities recorded in the statement of financial position cannot be derived from active markets, they are determined using valuation techniques. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. The judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

## Notes to the audited financial statements

For the year ended 31 March 2025

#### 5. Taxation

The Company holds a Global Business Licence ("GBL") for the purpose of the Financial Services Act 2007 of Mauritius.

Under the new Mauritius Tax Regime, the Company is eligible to 80% tax partial exemption on certain categories of income such as foreign source dividend, interest income or income derived by fund structures, provided the Company meets necessary substance requirements and Core Income Generating Activity (CIGA) conditions as laid out in the Financial Services Act 2007, the Income Tax Act 1995 and the Income Tax Regulations 1996. Alternatively, the Company may take credit for tax suffered overseas in respect of an income, subject to a cap of the Mauritius tax payable on that income. The Company is also allowed to use tax suffered overseas on a particular income against tax (including Corporate Climate Responsibility ("CCR")) arising on other foreign source income.

Further, the Company is exempted from income tax in Mauritius on profits or gains arising from sale of securities. In addition, there is no withholding tax payable in Mauritius in respect of payments of dividends to Shareholders or in respect of redemptions or exchanges of Shares.

The Income Tax Act of Mauritius has been amended to include the Corporate Climate Responsibility ("CCR") levy. Every Company shall in every year be liable to pay an equivalent of 2% of its current year's chargeable income, as CCR levy to support national initiatives to protect, manage, invest and restore the country's natural ecosystem and combat the effect of climate change. The CCR levy shall be paid in respect of the year of assessment commencing on 1 July 2024 and in respect of every subsequent year of assessment. The CCR levy is payable by a Company with respect to a year of assessment where the turnover exceeds Mauritian Rupees 50 million (equivalent USD 1,075,000). For the year ended 31 March 2025, CCR levy was applicable for the Company.

## (a) Income tax liability

As at 31 March 2025, the Company had a tax liability of USD 81,246 (2024: USD 28,875).

	2025	2024
	USD	USD
At beginning of the year	28,875	5,698
Tax charged during the year	235,560	107,767
Tax paid during the year	(183,189)	(84,590)
At end of the year	81,246	28,875

## (b) Tax charge

A reconciliation between the profit before tax at effective rate and the tax expense is shown below:

	2025	2024
	USD	USD
Reconciliation of effective tax expense		
Profit before tax	7,104,084	3,715,767
Profit from operations at effective rate of 15%	1,065,613	557,365
Impact of:		
Exempt income	(1,018,332)	(612,532)
Non-taxable income	(86,253)	(24,428)
Unauthorised deduction	234,000	181,177
Reconciliation of effective tax expense	14,502	33
Non-allowable expenses	23	6,152
CCR levy	26,007	-
Tax expense	235,560	107,767

## Notes to the audited financial statements

For the year ended 31 March 2025

## 6. Agreements

## Management Shareholder

The Company is also the Management Shareholder of ABans International Limited and is entitled to management, subscription, performance and distribution fees in line with the Private Placement Memorandum.

## (a) Management fees;

During the year ended 31 March 2025, the management fees amounted to USD 2,149,315 (2024: USD 1,386,827) and management fee receivable at 31 March 2025 amounted to USD 563,624 (2024: USD 253,118).

## (b) Performance fees;

During the year ended 31 March 2025, the performance fees amounted to USD 6,242,158 (2024: USD 3,348,899) and performance fee receivable at 31 March 2025 amounted to USD 2,836,801 (2024: USD 870,119).

## (c) Subscription fees;

During the year ended 31 March 2025, the subscription fees amounted to **USD 87,749** (2024: USD 336,900) and subscription fee receivable at 31 March 2025 amounted to **USD 70,559** (2024: USD 60,165).

## Management Shareholder (continued)

## (d) Distribution Agreement;

The Company has entered into agreements with the following distributors as of 31 March 2025:

Abans Investment Managers Pvt Ltd, Aditya Ashok Dhage, Aevitas Capital Pvt Ltd, Alphabet Investment LLP, Ankit Arvind Jain, Anurag Bagrodia, Asquire Global Financial Solutions Pvt Ltd, Bajaj Capital Ltd, Bhavita Sameer Shah, Blue Ocean Financial Services Pvt. Ltd, Chetan Chhabildas Shah HUF, Chetan N Shah, Credence Family Office Pvt Ltd, Credence Wealth Pvt Ltd, Dipti Chetan Shah, Equirus Wealth Pvt. Ltd, Equity Basket Capital, Finolutions LLP, Foresight Family Office, Francis Piinto, Geojit Financial Services Limited, Gurloveleen Singh, I & M Capital, International Money Matters Pvt, Kayestee Services, Kresanj Solutions Ltd, Kristal Advisors (SG) Pte Ltd, Lovekesh Raj, Mehta Prime Wealth, Moran Capital, Nirbhay Singh, Oak-Bridge Marketing Research, R. Srihariram, Rakhi Jain, Rasidaben Ismailbhai Laxmidhar, Sanjiv Natvarial Sheth, Satco Wealth Private Limited, Saurabh Mishra, Sima Chetan Shah, Sixth Element Capital, SNF Holdings Limited, Sobhag Insurance Brokers Ltd, Sudeep Nair, Sujay Paresh Velji Shah, Sumit Gupta, Valak Capital FZCO and Vinayak Mohan.

The distributors shall use their best efforts to promote the products and maximise the sale of the Products in the territory. The distributors shall provide reasonable assistance to the Investment Manager in promotional activities with respect to the products.

During the year ended 31 March 2025, the distribution fees amounted to **USD 1,737,734** (2024: USD 1,316,585) and distribution fee payable at 31 March 2025 amounted to **USD 433,145** (2024: USD 353,826).

## Notes to the audited financial statements

For the year ended 31 March 2025

# 6. Agreements (continued)

# (e) Consultancy service Agreement;

The Company has entered into agreements with the following consultants as of 31 March 2025:

Abans Gems & Jewels Trading FZC, Abans Middle East DMCC-Sid and Aparna Investment Management Ltd.

During the year ended 31 March 2025, the consultancy fees amounted to **USD 69,000** (2024: USD 114,750) and consultancy fee payable at 31 March 2025 amounted to **USD 14,750** (2024: USD 31,750).

# 7. Financial asset at fair value through profit or loss ("FVTPL")

<u>Unquoted</u>				2025	2024
				USD	USD
Net realised g	ring the year m disposal during t gain on FVTPL du d gain on FVTPL o	ring the year	ar .	4,408,380 4,160,000 - 575,017 9,143,397	1,958,838 2,620,752 (354,005) 25,445 157,350 4,408,380
	, f the FVTPL finan	cial assets are	as follows:		
Name of investee company	Country of Incorporation	% Holding	Types of instrument	Fair value 2025 USD	Fair value 2024 USD
ABans International Limited	Republic of Mauritius	100	Management Shares Participating Shares	759,083 8,354,314	759,083 3,649,297
Abans Absolute Return Strategy Fund (Incorporated VCC Sub Fund)		100	Management Shares	10,000	<u>-</u>
Abans Investment Global Opportunities Fund VCC	s Republic of Mauritius	100	Ordinary Shares	10,000	-
Abans Hedge Fund(Incorporated VCC Sub Fund)		100	Management Shares	10,000 9,143,397	4,408,380

## Notes to the audited financial statements

For the year ended 31 March 2025

# 7. Financial asset at fair value through profit or loss ("FVTPL") (continued)

Although the Company holds 100% of Management Shares in ABans International Limited, Abans Absolute Return Strategy Fund (Incorporated VCC Sub-Fund), and Abans Hedge Fund (Incorporated VCC Sub-Fund), and 100% of Ordinary Shares in Abans Investment Global Opportunities Fund VCC, the Company does not have control over these 4 investees, as defined in IFRS 10 paragraph 7. Hence, these investments do not qualify as investments in subsidiaries.

Investments in ABans International Limited, Abans Absolute Return Strategy Fund(Incorporated VCC Sub-Fund), Abans Investment Global Opportunities Fund VCC and Abans Hedge Fund (Incorporated VCC Sub-Fund) approximate their fair values.

# 8. Equipment

	2025	2024
	USD	USD
Cost		
At beginning of the year	_	-
Additions during the year	2,184	
At end of the year	2,184	
Depreciation		
At beginning of the year	-	-
Charge for the year	(675)	=_
At end of the year	(675)	
Net book value at end of the year	1,509	
9. Receivables and prepayments		
	2025	2024
	USD	USD
Performance fees receivable (see note 13)	2,836,801	870,119
Management fees receivable (see note 13)	563,624	253,118
Subscription fees receivable (see note 13)	70,559	60,165
Other receivables	55,000	200
Prepayments	25,801	21,945
	3,551,785	1,205,547
10. Cash and cash equivalents		
	2025	2024
	USD	USD
Cash at bank	18,215	128,648
Fixed deposits	11,000	
	29,215	128,648

# Notes to the audited financial statements

For the year ended 31 March 2025

# 11. Stated capital

The shares in the Company consist of ordinary shares of no-par value and each share shall have equal rights on distribution of income and capital.

	2025 USD	2024 USD
Issued and fully paid  100 Ordinary shares of USD 1 each At beginning and end of the year	835,100	835,100
12. Payables and accruals		
	2025	2024
	USD	USD
Payable to distributors	433,145	353,826
Payable to consultants		31,750
Accruals	1,957	1,840
Payable to consultants related parties (Note 13)	14,750	-
• • • • • • • • • • • • • • • • • • • •	449,852	387,416

Payables to related parties are interest free, unsecured and payable on demand.

# 13. Related party transactions

During the year ended 31 March 2025 and 2024, the Company transacted with its related parties.

Details of the nature, volume of transactions and the outstanding balances with the related parties are as follows:

Name of related parties 2025	<u>Relationship</u>	Nature of transactions	Volume of transactions for the year USD	Amount receivable USD
Apex Fund Services (Mauritius) Ltd	Administrator	Administration fees	9,535	
ABans International Limited	Management shareholder	Management fees	2,149,315	563,624
ABans International Limited	Management shareholder	Performance fees	6,424,158	2,836,801
ABans International Limited	Management shareholder	Subscription fees	87,749	70,559

# Notes to the audited financial statements

For the year ended 31 March 2025

# 13. Related party transactions (continued)

Name of related parties	<u>Relationship</u>	Nature of transactions	Volume of transactions for the year USD	Amount receivable USD
<u>2025</u>				
Apex Fund Services (Mauritius) Ltd	Director	Director fees	2,150	
Krishna Arnasala Pather	Director	Director fees	1,504	
Crawford-Carse Beatriz Eugenia	Director	Director fees	8,113	
Abans Gems & Jewels Trading FZC	Trader	Consultancy fees	10,000	(2,000)
Abans Middle East DMCC- Sid	Trader	Consultancy fees	12,000	(2,000)
Abans Middle East DMCC - Abhi	Trader	Consultancy fees	12,000	(2,000)
Aparna Investment Management Ltd	Agent	Consultancy fees	7,000	(8,750)
Name of related parties  2024	<u>Relationship</u>	Nature of transactions	Volume of transactions for the year USD	Amount receivable USD
Apex Fund Services (Mauritius) Ltd	Administrator	Administration fees	22,087	
ABans International Limited	Management shareholder	Management fees	1,386,827	253,118
ABans International Limited	Management shareholder	Performance fees	3,348,899	870,119
ABans International Limited	Management shareholder	Subscription fees	336,900	60,165

The above transactions have been carried at arms' length. The outstanding balances are interest free, unsecured and payable on demand.

## Notes to the audited financial statements

For the year ended 31 March 2025

## 14. Financial risk management

Overview

The Company has exposure to the following risks from its use of financial instruments:

- credit risk
- liquidity risk
- · market risk

This note presents information about the Company's exposure to the above risk, the Company's objectives, policies and processes for measuring and managing risks, and the Company's management of capital. Further quantitative disclosures are included throughout these financial statements.

Risk management framework

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

## Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the Company's receivables. The amounts presented in the statement of financial position are estimated by the Company's management based on the current economic environment.

The bank balance is held with a reputable institution, SBM Bank (Mauritius) Limited, thus exposure to credit risk is considered minimal. The credit rating of the SBM Bank (Mauritius) Limited on Moody's rating agency is **Baa3** (2024: Baa3).

The maximum exposure to credit risk is represented by the carrying amount of each financial asset as shown in the table below:

	2025	2024
	USD	USD
Receivables	3,525,984	1,183,602
Cash and cash equivalents	29,215	128,648
	3,555,199	1,312,250

Prepayments of USD 25,801 (2024: USD 21,945) have been excluded from the above figures.

Financial assets subject to IFRS 9's impairment requirements

Impairment on receivables has been measured on a 12-month expected losses basis and reflects the short maturities of the exposures. The Company considers that these exposures have low credit risk based on the fact that the amounts are principally due from companies within the group. Therefore, no impairment was recognised during the year ended 31 March 2025 (2024: USD Nil).

## Notes to the audited financial statements

For the year ended 31 March 2025

## 14. Financial risk management (continued)

## Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to finance its operations and to mitigate the effects of fluctuations in cash flows.

The table below summarises the maturity profile of the Company's non-derivative financial liability based on contractual undiscounted payments.

	Carrying value USD	Within one year USD	On demand USD
2025 Non-derivative financial liability Payables and accruals	449,852	449,852	
2024 Non-derivative financial liability Payables and accruals	387,416	387,416	

## Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

## Currency risk

Currency risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates. The Company owns a bank account denominated in MUR. Accordingly, the value of the Company's bank account may be affected favourably or unfavourably by fluctuations in currency rates and therefore the Company will necessarily be subject to foreign exchange risks.

Below is the currency profile of the Company:

	31 Mar	31 March 2025		ch 2024
	Financial	Financial	Financial	Financial
	assets	<u>liabilities</u>	assets	liabilities
	USD	USD	USD	USD
Currency profile				
Mauritian Rupee (MUR)	12,375	=	=	=
United States Dollars (USD)	12,686,221	449,852	5,720,630	387,416
	12,698,596	449,852	5,720,630	387,416

Property, plant and equipment of **USD 1,509** (2024: USD Nil), prepayments of **USD 25,801** (2024: USD 21,945) and tax liability of **USD 81,246** (2024: USD 28,875) have been excluded from the above.

## Notes to the audited financial statements

For the year ended 31 March 2025

#### 14. Financial risk management (continued)

Currency risk (continued)

Sensitivity analysis on currency risk

The following table details the Company's sensitivity to a 1% increase and decrease in the US Dollar ("USD") against the Mauritian Rupee ("MUR"). 1% is used as sensitivity rate as it represents management's assessment of the reasonably possible change in foreign exchange rates. The sensitivity analysis includes only the MUR bank balance and adjusts their translation at the year-end for a 1% change in currency rates. A positive number below indicates an increase in profit where the USD weakens 1% against the MUR. For a 1% strengthening of the USD against the MUR, there would be an equal and opposite impact on the profit and the balances below would be negative.

	2025	2024
	USD	USD
MUR impact	124	<u>-</u>

Interest rate risk

The Company does not have any significant interest-bearing assets and liabilities. Any change in interest rates will not have significant impact on the reported figures given that amount is not material. Hence, at the reporting date, there was no significant interest rate risk.

Price risk

Price risk represents the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices, whether those changes are caused by factors specific to the individual financial instrument or its issuer, or factors affecting all similar financial instruments traded in the market.

The Company is exposed to price risk on its equity securities investment classified as financial assets at FVTPL.

Sensitivity

The impact on the Company's profit or loss has the equity fair value changed by 5% would have been USD 457,170 (2024: USD 220,419).

## Fair values

Valuation of financial assets

The Company measures fair values using the following fair value hierarchy that reflects the significance of the inputs used in making the measurements:

- Level 1: Quoted market price (unadjusted) in an active market for an identical instrument.
- Level 2: Valuation techniques based on observable inputs, either directly (i.e. as prices) or indirectly
  (i.e. derived from prices). This category includes instruments valued using: quoted market prices in
  active markets for similar instruments; quoted prices for identical or similar instruments in markets
  that are considered less than active; or other valuation techniques where all significant inputs are
  directly or indirectly observable from market data.

## Notes to the audited financial statements

For the year ended 31 March 2025

# 14. Financial risk management (continued)

#### Fair values (continued)

Valuation of financial assets (continued)

Level 3: Valuation techniques using significant unobservable inputs. This category includes all
instruments where the valuation technique includes inputs not based on observable data and the
unobservable inputs have a significant effect on the instrument's valuation. This category includes
instruments that are valued based on quoted prices for similar instruments where significant
unobservable adjustments or assumptions are required to reflect differences between the instruments.

## Fair value hierarchy

The following table shows the carrying amounts and fair values of financial assets including the levels in the fair value hierarchy.

	Level 1	Level 2	Level 3	Total_
	USD	USD	USD	USD
2025				
Financial asset at FVTPL	_	_	9,143,397	9,143,397
			- , ,	
2024				
Financial asset at FVTPL	-	-	4,408,380	4,408,380

Details of financial assets at FVTPL is shown in note 7.

As at 31 March 2025, investment in ABans International Limited, Abans Absolute Return Strategy Fund(Incorporated VCC Sub-Fund), Abans Investment Global Opportunities Fund VCC and Abans Hedge Fund(Incorporated VCC Sub-Fund) have been classified as level 3 and there were no transfers between the levels during the year (2024: USD Nil).

The following table shows a reconciliation from opening balances to closing balances for fair value measurements in level 3 fair value hierarchy:

<u>Unquoted</u>	2025	2024
	USD	USD
At beginning of the year	4,408,380	1,958,838
Additions during the year	4,160,000	2,620,752
Proceeds from disposal during the year	-	(354,005)
Net realised gain on FVTPL during the year	-	25,445
Net unrealised gain on FVTPL during the year	575,017	157,350
At end of the year	9,143,397	4,408,380

## Notes to the audited financial statements

For the year ended 31 March 2025

## 14. Financial risk management (continued)

# Valuation technique

The valuation of investments is in line with the distribution clause of the investees' constitution. According to the distribution clause, the management shares are only entitled to return of their paid-up capital and carry no interest or dividend. Accordingly, the paid-up capital is regarded as being the fair value.

Name of investee company	Fair value at 2025 USD	Fair value hierarchy	Valuation techniques & key inputs	Significant unobservable inputs	Relationship of unobservable inputs to fair value
Abans International Limited	9,113,397	Level 3	NAV	N/A	N/A
Abans Absolute Return Strategy Fund(Incorporated VCC Sub Fund)	10,000	Level 3	NAV	N/A	N/A
Abans Investment Global Opportunities Fund VCC	10,000	Level 3	NAV	N/A	N/A
Abans Hedge Fund (Incorporated VCC Sub Fund)	10,000	Level 3	NAV	N/A	N/A

The fair value of financial assets at FVTPL is **USD 9,143,397** (2024: USD 4,408,380). This is the maximum amount that the Company is entitled to realise and therefore not subject to any kind of sensitivity.

# Financial instruments not measured at fair value

The following table sets out fair value of other financial instruments not measured at fair value:

	At amortised cost	Total carrying amount
	USD	USD
2025		
Receivables	3,525,984	3,525,984
Cash and cash equivalents	29,215	29,215
Payables and accruals	(449,852)	(449,852)
2024		
Receivables	1,183,602	1,183,602
Cash and cash equivalents	128,648	128,648
Payables and accruals	(387,416)	(387,416)

## Notes to the audited financial statements

For the year ended 31 March 2025

#### 15. Capital risk management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

The Company defines "capital" as including all components of equity. The capital structure of the Company at 31 March 2025 was made up of stated capital and retained earnings.

In order to maintain or adjust the capital structure, the Company may adjust the amount paid as capital contribution, amount of dividends paid to shareholders, return on capital to shareholders, issue new shares or sell assets to reduce debt.

The Company is required to maintain an unimpaired capital of MUR 1 million (approximately USD 28,050) being holder of a CIS Manager Licence in accordance with the Securities Act 2005. The Company has an unimpaired stated capital of **USD 12,194,808** (2024: USD 5,326,284) at the reporting date, which complies with the minimum required amount at 31 March 2025.

# 16. Holding company and Ultimate Beneficial Owner

The Holding company is ABans Broking Services Private Limited and the ultimate beneficial owner is Abhishek Pradeep Bansal.

## 17. Events after the reporting period

There have been no material events after the reporting year which require disclosure or adjustment to the financial statements for the year ended 31 March 2025.