

SS & L BEACH PRIVATE LIMITED
AUDITOR'S REPORT AND SPECIAL PURPOSE
FINANCIAL STATEMENTS
31 MARCH 2025

TH/DN/MF/LU

Independent Auditor's Report To the Shareholders of SS & L Beach Private Limited

Report on the Audit of the Special Purpose Financial Statements

Opinion

We have audited the special purpose financial statements of SS & L Beach Private Limited ("the Company"), which comprise the statement of financial position as at 31 March 2025 and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policy information.

In our opinion, the accompanying special purpose financial statements give a true and fair view of the financial position of the Company as at 31 March 2025 and its financial performance and its cash flows for the year then ended in accordance with IFRS Accounting Standards.

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 special purpose 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) (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of management and those charged with governance for the Special Purpose Financial Statements

Management is responsible for the preparation of the special purpose financial statements that give a true and fair view in accordance with IFRS Accounting Standards, and for such internal control as management determines is necessary to enable the preparation of special purpose financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the special purpose financial statements, management is 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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's responsibilities for the audit of the Special Purpose Financial Statements

Our objectives are to obtain reasonable assurance about whether the special purpose 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 special purpose financial statements.

Auditor's responsibilities for the audit of the Special Purpose Financial Statements (Continued)

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

- Identify and assess the risks of material misstatement of the special purpose 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 management.
- Conclude on the appropriateness of management's 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 special purpose 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 special purpose financial statements, including the disclosures, and whether the special purpose financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance 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.



For and on behalf of Ernst & Young
Partner: Dhunya Nizar
Licensed Auditor: ICAM-IL-Z73

12 May 2025
Male'



SS & L Beach Pvt Ltd

Statement of financial position as at 31 March 2025

(All amounts are in USD millions, unless otherwise stated)

| | Notes | As at March 31, 2025 | As at March 31, 2024 |
|--------------------------------|-------|-------------------------|-------------------------|
| ASSETS | | | |
| Non-current assets | | | |
| Property, plant and equipment | 6 | 98.79 | 96.69 |
| Capital work-in-progress | 6 | 0.01 | 4.60 |
| Right-of-use assets | 7 | 38.06 | 38.64 |
| Other assets | 8 | 0.01 | 0.54 |
| Other financial assets | 9 | - | 1.10 |
| | | 136.87 | 141.57 |
| Current assets | | | |
| Inventories | 10 | 2.33 | 2.30 |
| Other current assets | 8 | 1.78 | 2.41 |
| Financial assets | | | |
| Trade receivables | 11 | 2.71 | 2.10 |
| Other financial assets | 11A | 0.18 | 0.18 |
| Cash and cash equivalents | 12 | 16.08 | 6.17 |
| | | 23.08 | 13.16 |
| TOTAL | | 159.95 | 154.73 |
| EQUITY AND LIABILITIES | | | |
| Equity | | | |
| Equity share capital | 13 | 1.21 | 0.71 |
| Other equity | 14 | 27.15 | 21.66 |
| | | 28.36 | 22.36 |
| Non-current liabilities | | | |
| Financial liabilities | | | |
| Borrowings | 15 | 105.53 | 99.76 |
| Lease liability | 16 | 14.00 | 15.48 |
| | | 119.53 | 115.24 |
| Current liabilities | | | |
| Financial liabilities | | | |
| Borrowings | 15 | 0.67 | 6.45 |
| Lease liability | 16 | 1.71 | 0.26 |
| Trade and other payables | 17 | 4.56 | 3.47 |
| Other financial liabilities | 17A | 0.17 | 0.76 |
| Other liabilities | 17B | 4.86 | 4.92 |
| Current tax liability | 18 | 0.09 | 1.26 |
| | | 12.05 | 17.12 |
| Total liabilities | | 131.58 | 132.36 |
| TOTAL | | 159.95 | 154.73 |

The board of directors is responsible for these financial statements.

Signed for and on behalf of the board by,

Name of the director

PARESH BARNIA

MOHAMED SHAHDY ANWAR

Signature

PABarnia

M.S.A.

The accompanying notes are an integral part of the special purpose financial statements.

12 May 2025
India



SS & L Beach Pvt Ltd

Statement of comprehensive income for the year ended 31 March 2025

(All amounts are in USD millions, unless otherwise stated)

| | Notes | March 31, 2025 | March 31, 2024 |
|---|-------|----------------|-------------------|
| Income | | | |
| Revenue from operations | 19 | 52.09 | 46.90 |
| Other income | 20 | 0.44 | 0.58 |
| Total income (I) | | 52.53 | 47.48 |
| Expenses | | | |
| Cost of materials consumed | 21 | 7.27 | 6.47 |
| Employee benefits expense | 22 | 9.75 | 10.63 |
| Other expenses | 23 | 16.93 | 15.67 |
| Depreciation, amortisation and impairment expense | 24 | 8.26 | 8.08 |
| Total expenses (II) | | 42.22 | 40.85 |
| Earnings before finance cost and tax (I) - (II) | | 10.31 | 6.63 |
| Finance costs | 25 | 14.67 | 13.91 |
| | | 14.67 | 13.91 |
| Net (loss)/ profit before tax | | (4.36) | (7.28) |
| Tax expenses: | | | |
| Current tax | 26 | 0.76 | 0.79 |
| Deferred tax | 26 | - | - |
| Total tax expenses | | 0.76 | 0.79 |
| Net (loss)/ Profit for the year | | (5.12) | (8.07) |
| Other comprehensive income | | - | - |
| Total comprehensive (loss)/income for the year, net of tax | | (5.12) | (8.07) |

The accompanying notes are an integral part of the special purpose financial statements.

SS & L Beach Pvt Ltd

Statement of changes in equity for the year ended 31 March 2025

(All amounts are in USD millions, unless otherwise stated)

A. Equity share capital

| Particulars | in USD \$ | | in No | |
|--|-------------------|-------------------|-------------------|-------------------|
| | March 31, 2025 | March 31, 2024 | March 31, 2025 | March 31, 2024 |
| At the beginning of the year | 0.71 | 0.71 | 11.00 | 11.00 |
| Changes in equity share capital due to prior period errors | - | - | - | - |
| Balance at the beginning of the current reporting period | 0.71 | 0.71 | 11.00 | 11.00 |
| Changes in equity share capital during the year | 0.51 | - | 7.63 | - |
| At the end of the year | 1.21 | 0.71 | 18.63 | 11.00 |

B. Other equity

| | Reserves and surplus | | Retained earnings / (Accumulated loss) | Total |
|--|----------------------|---------------|---|---------|
| | Capital Contribution | Share premium | | |
| Balance as at March 31, 2023 | 28.98 | - | (20.17) | 8.81 |
| Net loss for the period | - | - | (8.07) | (8.07) |
| Total comprehensive income for the period ended March 31, 2024 | - | - | (8.07) | (8.07) |
| Add: Deemed contribution by shareholders | 20.90 | - | - | 20.90 |
| Balance as at March 31, 2024 | 49.88 | - | (28.25) | 21.63 |
| Net loss for the period | - | - | (5.12) | (5.12) |
| Total comprehensive income for the period ended March 31, 2025 | - | - | (5.12) | (5.12) |
| Add: Amounts settled during the period | (49.88) | - | - | (49.88) |
| Share issue | - | 60.51 | - | 60.51 |
| Balance as at March 31, 2025 | - | 60.51 | (33.37) | 27.14 |



SS & L Beach Pvt Ltd

Statement of cash flow for the year ended 31 March 2025

(All amounts are in USD millions, unless otherwise stated)

| | March 31, 2025 | March 31, 2024 |
|--|-------------------|-------------------|
| A. Cash flows from operating activities | | |
| (Loss)/Profit before tax | (4.36) | (7.28) |
| Adjustments for: | | |
| Depreciation on Property, Plant and Equipment | 7.37 | 6.68 |
| Amortisation on Intangible Asset | - | 0.02 |
| Depreciation on Right-of-use Asset | 0.88 | 0.87 |
| Amortisation on Transaction Costs | 0.14 | 0.24 |
| Fair value change of Derivative Financial Instrument | 1.10 | (0.19) |
| Provision for impairment | - | 0.51 |
| Loss on Disposal of Property, Plant and Equipment | 0.19 | - |
| Interest on lease liability | 1.42 | 1.43 |
| Interest on Bank Loan | 8.54 | 11.46 |
| Interest on loan from immediate holding company | 2.48 | - |
| Operating profit before working capital changes | 17.76 | 13.73 |
| Movements in working capital : | | |
| (Increase)/decrease in inventories | (0.03) | 0.20 |
| (Increase)/decrease in trade receivables | (0.59) | (0.02) |
| Increase in trade payables | 0.45 | 2.22 |
| Cash generated from operations | 17.59 | 16.13 |
| Direct taxes paid (net of refunds) | (1.93) | (0.16) |
| Net cash flow generated in operating activities (A) | 15.66 | 15.97 |
| B. Cash flows from investing activities | | |
| Acquisition and Construction of Property, Plant and Equipment | (5.07) | (13.73) |
| Acquisition of ROU | - | (0.65) |
| Payment for capital advances | 1.16 | - |
| Net cash flow used in investing activities (B) | (3.91) | (14.38) |
| C. Cash flows from financing activities | | |
| Repayment of bank loans principal | (57.75) | (4.13) |
| Repayment of bank loans Interest | (9.30) | (11.41) |
| Funds received from immediate holding companies | 55.87 | 17.40 |
| Settlement of capital contribution | (49.88) | - |
| Repayment of lease interest | (1.43) | - |
| Repayment of lease liability | (0.35) | (1.02) |
| Issuance of Shares | 61.00 | - |
| Net cash flow (used in) / generated from financing activities (C) | (1.84) | 0.84 |
| Net decrease in cash and cash equivalents (A + B + C) | 9.91 | 2.43 |
| Cash and cash equivalents at the beginning of the year | 6.18 | 3.75 |
| Cash and cash equivalents at the end of the year | 16.09 | 6.18 |
| Cash and cash equivalents include | | |
| Balances with banks | 15.95 | 5.85 |
| Cash on hand | 0.13 | 0.32 |
| Total cash and cash equivalents (refer note 12) | 16.08 | 6.17 |

The accompanying notes are an integral part of the financial statements.

SS & L BEACH PRIVATE LIMITED
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE SPECIAL PURPOSE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2025

1 CORPORATE INFORMATION

1.1 Reporting entity

SS & L Beach Private Limited (the "Company") (Registration No.C08952019) is a private limited liability company incorporated and domiciled in the Republic of Maldives on 3rd September 2019. The registered office of the Company is situated at H.#02-01, Millennia Tower, 10 Ammer Ahmed Magu, K.Male', Republic of Maldives.

1.2 Principal activities and nature of operations

The Company is engaged in owning and operating the Anantara Resorts and Spa Maldives (Anantara Dhigufinolhu Resort and Spa, Anantara Veliganduhuraa Resort and Spa Maldives and Naladhu Maldives) which provides accommodation facilities, food, and beverages to the tourists and other facilities and recreational activities.

1.3 Date of authorisation for issue

The special purpose financial statements of the Company for the period ended 31 March 2025 were authorised for issue in accordance with a resolution of the Board of Directors on 12 May 2025.

1.4 Parent Enterprise and Ultimate

The Company's immediate parent is Restocraft Hospitality Private Limited an entity incorporate and domiciled in India. The ultimate parent undertaking is Ventive Hospitality Limited a company incorporated and domiciled in India and listed in Indian stock exchange.

2 BASIS OF PREPARATION

2.1 Special purpose financial statements

These special purpose financial statements as at 31 March 2025 have been prepared solely for the purpose of providing financial information on reporting dates that are aligned with Ventive Hospitality Limited to be used in the preparation of the Consolidated Financial Statements by the holding company.

As such, these special purpose financial statements as at 31 March 2025 of the Company are prepared in addition to the statutory financial statements as at and for the year ended 31 March, and therefore should not be used for any other purpose except as described above.

2.2 Statement of compliance

The statements of financial position, statements of comprehensive income, statements of cash flows and statements of changes in equity, together with accounting policies and notes form the special purpose financial statements ("financial statements") of the Company. The financial statements have been prepared in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (IASB).

2.3 Basis of measurement

These financial statements have been prepared on a historical cost basis except for the derivative asset that has been measured at fair value and presented in United States dollars ("USD"). All values are rounded to the nearest millions, except when otherwise indicated.

2.4 Comparative information

The accounting policies have been consistently applied by the Company and are consistent with those used in the previous years.

SS & L BEACH PRIVATE LIMITED
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE SPECIAL PURPOSE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2025

2 BASIS OF PREPARATION (CONTINUED)

2.5 Going concern

The Company incurred a net loss of USD 5.12 Million during the year ended 31 March 2025 and this condition indicate that a uncertainty exists that may cast a doubt on the Company's ability to continue as a going concern. Nevertheless, the new shareholders have taken various actions to improve the profitability including restructure the capital structure and minimize the finance cost.

The Board of Directors is confident that, with the necessary support from the Group, the Company will have sufficient resources to sustain its operations in the foreseeable future. Throughout the year, the Company restructured its debt capital.

3 SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Judgements, estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

3.1 Useful life of the Property, Plant and Equipment

The Company reviews the residual values, useful lives and methods of depreciation of assets at each reporting date. Management estimates these values, rates, methods and hence they are subject to uncertainty.

3.2 Fair value measurement of derivative assets

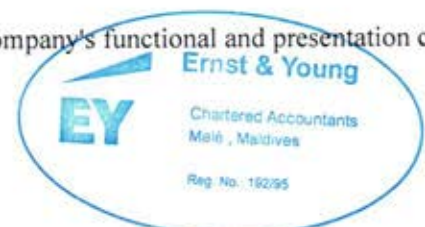
When the fair values of derivate assets recorded in the statement of financial position cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the discounted cash flow (DCF) model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of future interest rates. Changes in assumptions relating to these factors could affect the reported fair value of financial instruments. Please refer note 10.

4 MATERIAL ACCOUNTING POLICY INFORMATION

The following are the material accounting policies applied by the Company in preparing its financial statements:

4.1 Foreign currency translation

The financial statements are presented in USD, which is the Company's functional and presentation currency.



SS & L BEACH PRIVATE LIMITED
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE SPECIAL PURPOSE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2025

4 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

4.1 Foreign currency translation (Continued)

Transactions in foreign currencies are initially recorded by the Company at their respective functional currency spot rate at the date the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are retranslated at the functional currency spot rate of exchange ruling at the reporting date.

Differences arising on settlement or translation of monetary items are recognised in the statement of comprehensive income. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions.

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

The gain or loss arising on translation of non-monetary measured at fair value is treated in line with the recognition of gain or loss on change in fair value in the item.

4.2 Revenue recognition

The Company owns and operates Anantara Resort & Spa Maldives and undertake all resort related activities such as room service, food and beverages, spa service and water sports and related activities. Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services.

Room service

The performance obligation is satisfied over-time and the payment is generally due upon check out.

Foods and beverages

The performance obligation is satisfied upon delivery of the foods and beverages and the payment is generally due upon check out.

Other services

The performance obligation is satisfied upon delivery of the other services and the payment is generally due upon check out.

Others

Other income is recognised on an accrual basis.

Contract balances

Contract assets

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

Trade receivables

A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of Financial instruments – initial recognition and subsequent measurement.

SS & L BEACH PRIVATE LIMITED
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE SPECIAL PURPOSE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2025

4 MATERIAL ACCOUNTING POLICY INFORMATION(CONTINUED)

4.2 Revenue recognition (Continued)

Contract liabilities

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

4.3 Expenditure recognition

Expenses are recognised in the statement of comprehensive income on the basis of direct association between the cost incurred and the earning of specific items of income. All expenditure incurred in the running of the business and in maintaining the property, plant and equipment in a state of efficiency has been charged to statement of comprehensive income in arriving at the profit for the period.

4.4 Taxes

Current tax

Current tax assets and liabilities for the current period are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the end of the reporting period. Current tax relating to items recognised directly in equity is recognised in equity and not in the statement of comprehensive income. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the end of the reporting period.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.
- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future. Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except:
- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.
- In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised

SS & L BEACH PRIVATE LIMITED
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NOTES TO THE SPECIAL PURPOSE FINANCIAL STATEMENTS
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4 MATERIAL ACCOUNTING POLICY INFORMATION(CONTINUED)

4.4 Taxes (Continued)

Deferred tax Continued)

The carrying amount of deferred tax assets is reviewed at end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at end of each reporting period and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the end of the reporting period.

Deferred tax relating to items recognised outside statement of comprehensive income is recognised outside statement of comprehensive income. Deferred tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity. Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current income tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate recognition at that date, would be recognised subsequently if new information about facts and circumstances changed. The adjustment would either be treated as a reduction to goodwill (as long as it does not exceed goodwill) if it was incurred during the measurement period or in statement of comprehensive income.

Sales tax

Revenues, expenses and assets are recognised net of the amount of sales tax, except:

- When the sales tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, the sales tax is recognised as part of the cost of acquisition of the asset or as part of the expense item, as applicable
- Receivables and payables that are stated with the amount of sales tax included

The net amount of sales tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the statement of financial position.

4.5 Leases

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

The Company as a lessee

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

Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are

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4 MATERIAL ACCOUNTING POLICY INFORMATION(CONTINUED)

4.5 Leases (Continued)

Right-of-use assets (Contined)

depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

| | | |
|------------------|----------------|---------------|
| Lease right of - | Dhigufinolhu | April 2094 |
| - | Veligandu hura | December 2088 |
| - | Boduhura | August 2087 |
| - | Kudahura | December 2086 |

The right-of-use assets are subject to impairment. Refer to accounting policies on impairment on non-financial assets in this note.

Lease liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees.

The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset. IFRS 16 requires certain adjustments to be expensed, while others are added to the cost of the related right-of-use asset.

Short-term leases and leases of low-value assets

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

4.6 Property, plant and equipment

Property, plant and equipment is stated at cost, excluding the costs of day-to-day servicing, less accumulated depreciation and accumulated impairment in value. Such cost includes the cost of replacing part of such plant and equipment when that cost is incurred if the recognition criteria are met.

The cost of the self-constructed assets includes the cost of materials, direct labour cost and appropriate proportion of production overheads. The cost of property, plant and equipment acquired by the Company includes cost of acquisition together with any incidental expenses incurred in bringing the assets to its working condition for the intended use. When a major inspection of plant and machinery is performed, its cost is

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(INCORPORATED IN THE REPUBLIC OF MALDIVES)
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YEAR ENDED 31 MARCH 2025

4 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

4.6 Property, plant and equipment (Continued)

recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are met. Depreciation on property, plant and equipment of the Company is charged on a straight-line basis to write off the cost over the estimated useful life of the assets. Estimated useful life of the major asset classes are as follows:

| | |
|--------------------------------|--------------------|
| Buildings on leasehold land | Over 30 years |
| Plant and machinery | Over 10 years |
| Furniture and fittings | Over 7 years |
| Office equipment and computers | Over 5 to 10 years |
| Marine Boats | Over 10 years |
| Other equipment | Over 2 to 5 years |

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of comprehensive income in the year the asset is derecognised.

4.7 Intangible assets

Intangible assets with finite lives are amortised over the useful economic life (5 years) and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life is reviewed at least at each financial year end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortisation period or method, as appropriate, and treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of comprehensive income in the expense category consistent with the function of the intangible asset.

4.8 Impairment of non-financial assets

The carrying amounts of the Company's non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

Calculation of recoverable amount

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. A cash-generating unit is the smallest identifiable asset group that generates cash flows that largely are independent from other assets and groups.

Impairment/ Reversal of impairment

An impairment loss is recognised if the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. Impairment losses are recognised in statement of comprehensive income. Impairment losses recognised in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to the units and then to reduce the carrying amount of the other assets in the unit on a pro rata basis.

An impairment loss in respect of goodwill is not reversed. In respect of other assets, impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased

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4 MATERIAL ACCOUNTING POLICY INFORMATION(CONTINUED)

4.8 Impairment of non-financial assets (Continued)

Impairment/ Reversal of impairment (Continued)

or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

4.9 Financial instruments

Financial assets

Initial recognition and measurement

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

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

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level.

The Company's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both.

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

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Financial assets at amortised cost (debt instruments)
- Financial assets at fair value through OCI with recycling of cumulative gains and losses (debt instruments)
- Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- Financial assets at fair value through profit or loss.

This category is the most relevant to the Company. The Company measures financial assets at amortised cost if both of the following conditions are met:

- The financial asset is held within a business model with the objective to hold financial assets in order to collect contractual cash flows

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4 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

4.9 Financial instruments (Continued)

Financial assets (Continued)

And

- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding

Financial assets at amortised cost are subsequently measured using the effective interest (EIR) method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired. The Company's financial assets at amortised cost includes trade receivables.

De-recognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e., removed from the Company's 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 transferred substantially 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.

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

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

Impairment of financial assets

The Company applies a simplified approach in calculating ECLs for trade receivables and contract assets. Therefore, the Company does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables, interest bearing loans and borrowings and amounts due to related parties.

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4 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

4.9 Financial instruments (Continued)

Financial liabilities

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in statement of comprehensive income when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of comprehensive income. This category generally applies to interest-bearing loans and borrowings.

De-recognition

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

Derivatives

Derivative financial instruments are carried at fair value on the financial position. The fair value is determined using pricing models, such as option pricing models and discounted cash flow models, which incorporate observable market inputs, including interest rates.

4.10 Cash and Cash Equivalents

For the purpose of cash flow statement, cash and cash equivalents consist of cash in hand and deposits in banks net of outstanding bank overdrafts if any. Investments with short maturities i.e. three months or less from the date of acquisition are also treated as cash equivalents.

4.11 Inventories

Inventories are valued at the lower of cost and net realisable value, after making due allowances for obsolete and slow moving items. Net realisable value is the price at which inventories can be used in operations or sold in the ordinary course of business less the estimated processing cost to make them usable for operations. The value of each category of inventory is determined on weighted average cost basis.

4.12 Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the income statement net of any reimbursement.

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4 MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

4.12 Provisions (continued)

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

4.13 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.

A number of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

When one is 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.

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

If an asset or a liability measured at fair value has a bid price and an ask price, then the Company measures assets and long positions at a bid price and liabilities and short positions at an ask price.

The best evidence of the fair value of a financial instrument on initial recognition is normally the transaction price - i.e. the fair value of the consideration given or received.

If the Company determines that the fair value on initial recognition differs from the transaction price and the fair value is evidenced neither by a quoted price in an active market for an identical asset or liability nor based on a valuation technique for which any unobservable inputs are judged to be insignificant in relation to the measurement, then the financial instrument is initially measured at fair value, adjusted to defer the difference between the fair value on initial recognition and the transaction price. Subsequently, that difference is recognized in profit or loss on an appropriate basis over the life of the instrument but no later than when the valuation is wholly supported by observable market data or the transaction is closed out.



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5 NEW AND AMENDED STANDARDS AND INTERPRETATIONS

The new and amended standards that are issued, but not yet effective to the date of issuance of these financial statements are disclosed below. None of the new or amended pronouncements are expected to have a material impact on the financial statements of the Company in the foreseeable future. The Company intends to adopt these amended standards, if applicable, when they become effective.

Lack of Exchangeability Amendments to IAS 21

In August 2023, the IASB issued amendments to IAS 21 The Effects of Changes in Foreign Exchange Rates to specify how an entity should assess whether a currency is exchangeable and how it should determine a spot exchange rate when exchangeability is lacking.

The amendments also require disclosure of information that enables users of its financial statements to understand how the currency not being exchangeable into the other currency affects, or is expected to affect, the entity's financial performance, financial position and cash flows.

The amendments will be effective for annual reporting periods beginning on or after 1 January 2025. Early adoption is permitted, but will need to be disclosed. When applying the amendments, an entity cannot restate comparative information.

IFRS 18 Presentation and Disclosure in Financial Statements

In April 2024, the IASB issued IFRS 18, which replaces IAS 1 Presentation of Financial Statements. IFRS 18 introduces new requirements for presentation within the statement of profit or loss, including specified totals and subtotals. Furthermore, entities are required to classify all income and expenses within the statement of profit or loss into one of five categories: operating, investing, financing, income taxes and discontinued operations, whereof the first three are new.

It also requires disclosure of newly defined management-defined performance measures, subtotals of income and expenses, and includes new requirements for aggregation and disaggregation of financial information based on the identified 'roles' of the primary financial statements (PFS) and the notes. In addition, narrow-scope amendments have been made to IAS 7 Statement of Cash Flows, which include changing the starting point for determining cash flows from operations under the indirect method, from 'profit or loss' to 'operating profit or loss' and removing the optionality around classification of cash flows from dividends and interest. In addition, there are consequential amendments to several other standards.

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

The amendments are not expected to have a material impact on the Company's financial statement.

IFRS 9 and IFRS 7 Classification and Measurement of Financial Instruments

On 30 May 2024, the IASB issued Amendments to IFRS 9 and IFRS 7, Amendments to the Classification and Measurement of Financial Instruments (the Amendments). The Amendments include:

- A clarification that a financial liability is derecognised on the 'settlement date' and introduce an accounting policy choice (if specific conditions are met) to derecognise financial liabilities settled using an electronic payment system before the settlement date
- Additional guidance on how the contractual cash flows for financial assets with environmental, social and corporate governance (ESG) and similar features should be assessed

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5 NEW AND AMENDED STANDARDS AND INTERPRETATIONS (Continued)

IFRS 9 and IFRS 7 Classification and Measurement of Financial Instruments (Continued)

- Clarifications on what constitute 'non-recourse features' and what are the characteristics of contractually linked instruments
- The introduction of disclosures for financial instruments with contingent features and additional disclosure requirements for equity instruments classified at fair value through other comprehensive income (OCI).

The amendments will be effective for annual reporting periods beginning on or after 1 January 2026. Entities can early adopt the amendments that relate to the classification of financial assets plus the related disclosures and apply the other amendments later.

IFRS 19 Subsidiaries without Public Accountability: Disclosures

In May 2024, the IASB issued IFRS 19, which allows eligible entities to elect to apply its reduced disclosure requirements while still applying the recognition, measurement and presentation requirements in other IFRS accounting standards. To be eligible, at the end of the reporting period, an entity must be a subsidiary as defined in IFRS 10, cannot have public accountability and must have a parent (ultimate or intermediate) that prepares financial statements, available for public use, which comply with IFRS accounting standards.

IFRS 19 will become effective for reporting periods beginning on or after 1 January 2027, with early application permitted.

Amendments to IFRS 9 and IFRS 7 – Contracts Referencing Nature-dependent Electricity

In December 2024, IASB issued amendments to IFRS 9 and IFRS 7, contracts referencing nature-dependent Electricity, which clarify the application of 'own-use' requirements, permitting these contracts to be used as a hedge instrument and adding new disclosure requirements.

The amendments will be effective for annual reporting periods beginning on or after 1 January 2026. Entities can early adoption is permitted and must be disclosed.



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Notes to the Special Purpose financial statements

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Note 6 - Property, Plant and Equipment as at March 31, 2025

| | Freehold Buildings | Plant and machinery | Furniture and fixtures | Computer Equipment | Marine Boats | Electrical Installations | Sub Total | Capital Works in Progress | Total |
|---------------------------------|--------------------|---------------------|------------------------|--------------------|--------------|--------------------------|---------------|---------------------------|---------------|
| Gross book value | | | | | | | | | |
| As at 01 April 2024 | 95.77 | 7.88 | 5.54 | 0.70 | 2.58 | 7.84 | 120.31 | 4.60 | 124.91 |
| Additions | - | 0.06 | - | - | - | 0.18 | 0.24 | 4.83 | 5.07 |
| Disposals | (0.22) | (0.96) | (0.03) | - | - | (0.05) | (1.26) | - | (1.26) |
| Transfer | 7.26 | 1.45 | 0.40 | - | - | 0.31 | 9.42 | (9.42) | (0.00) |
| Adjustment | - | - | - | - | - | - | - | (0.01) | (0.01) |
| As at 31 March 2025 | 102.81 | 8.43 | 5.91 | 0.70 | 2.58 | 8.28 | 128.71 | 0.01 | 128.71 |
| Accumulated Depreciation | | | | | | | | | |
| As at 01 April 2024 | 12.45 | 3.07 | 1.45 | 0.46 | 1.06 | 5.14 | 23.63 | - | 23.63 |
| Reversal of impairment loss | - | (0.51) | - | - | - | - | (0.51) | - | (0.51) |
| Charge for the year | 3.98 | 0.81 | 0.80 | 0.11 | 0.26 | 1.41 | 7.37 | - | 7.37 |
| Disposals | (0.04) | (0.45) | (0.02) | - | - | (0.06) | (0.57) | - | (0.57) |
| As at 31 March 2025 | 16.39 | 2.92 | 2.23 | 0.57 | 1.32 | 6.49 | 29.92 | - | 29.92 |
| | | | | | | | | | |
| As at 31 March 2025 | 86.42 | 5.51 | 3.68 | 0.13 | 1.26 | 1.79 | 98.79 | 0.01 | 98.79 |

Property, Plant and Equipment as at March 31, 2024

| | Freehold Buildings | Plant and machinery | Furniture and fixtures | Computer Equipment | Marine Boats | Electrical Installations | Sub Total | Capital Works in Progress | Total |
|---------------------------------|--------------------|---------------------|------------------------|--------------------|--------------|--------------------------|---------------|---------------------------|---------------|
| Gross book value | | | | | | | | | |
| As at 01 April 2023 | 79.42 | 6.14 | 4.06 | 0.67 | 2.58 | 6.95 | 99.83 | 10.11 | 109.94 |
| Additions | - | - | - | 0.02 | - | 0.44 | 0.47 | 14.51 | 14.98 |
| Transfer | 16.35 | 1.75 | 1.48 | - | - | 0.45 | 20.02 | (20.02) | - |
| As at 31 March 2024 | 95.8 | 7.88 | 5.54 | 0.70 | 2.58 | 7.84 | 120.31 | 4.60 | 124.91 |
| Accumulated Depreciation | | | | | | | | | |
| As at 01 April 2023 | 9.10 | 1.91 | 0.79 | 0.32 | 0.65 | 3.67 | 16.44 | - | 16.44 |
| Impairment loss | - | 0.51 | - | - | - | - | 0.51 | - | 0.51 |
| Charge for the year | 3.35 | 0.65 | 0.65 | 0.14 | 0.41 | 1.47 | 6.68 | - | 6.68 |
| As at 31 March 2024 | 12.45 | 3.07 | 1.45 | 0.46 | 1.06 | 5.14 | 23.63 | - | 23.63 |
| | | | | | | | | | |
| As at 31 March 2024 | 83.32 | 4.82 | 4.09 | 0.24 | 1.53 | 2.70 | 96.69 | 4.60 | 101.29 |

Refer to the Note 15 for the assets mortgage details.

Capital works in progress ageing as at March 31, 2025

| CWIP | Amount in CWIP for a period for | | | | Total |
|----------------------|---------------------------------|-----------|-----------|-------------------|-------|
| | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | |
| Projects in progress | 0.01 | - | - | - | 0.01 |

Capital works in progress ageing as at March 31, 2024

| CWIP | Amount in CWIP for a period for | | | | Total |
|----------------------|---------------------------------|-----------|-----------|-------------------|-------|
| | Less than 1 year | 1-2 years | 2-3 years | More than 3 years | |
| Projects in progress | 4.36 | 0.24 | 0.01 | - | 4.60 |



Note 7 - Right of Use Assets As at March 31, 2025

| | Leasehold Marine Boats | Leasehold Land | Total |
|---------------------------------|---------------------------|----------------|--------------|
| Gross book value | | | |
| As at 01 April 2024 | 0.91 | 40.63 | 41.54 |
| Additions | 0.33 | - | 0.33 |
| Lease modifications | (0.02) | - | (0.02) |
| As at 31 March 2025 | 1.22 | 40.63 | 41.85 |
| Accumulated Depreciation | | | |
| As at 01 April 2024 | 0.43 | 2.47 | 2.90 |
| Charge for the year | 0.32 | 0.57 | 0.89 |
| Lease modifications | - | - | - |
| As at 31 March 2025 | 0.75 | 3.04 | 3.79 |
| As at 31 March 2025 | 0.46 | 37.59 | 38.06 |

Right of Use Assets As at March 31, 2024

| | Leasehold Marine Boats | Leasehold Land | Total |
|---------------------------------|---------------------------|----------------|--------------|
| Gross book value | | | |
| As at 01 April 2023 | 0.26 | 40.63 | 40.89 |
| Additions | 0.65 | - | 0.65 |
| As at 31 March 2024 | 0.91 | 40.63 | 41.54 |
| Accumulated Depreciation | | | |
| As at 01 April 2023 | 0.14 | 1.90 | 2.03 |
| Charge for the year | 0.30 | 0.57 | 0.87 |
| As at 31 March 2024 | 0.43 | 2.47 | 2.90 |
| As at 31 March 2024 | 0.48 | 38.16 | 38.64 |

Notes

The Company has recognised right-of-use assets in relation to the leasehold rights of the "Dhigufinolhu", "Veligandu hura", "Boduhura" "Kudahura" and "Bulhifushi" in kaafu Atoll and marine boats.

As per the agreement entered with the The government of the Republic of Maldives. the Company has obtained the lease right of "Dhigufinolhu", "Veligandu hura", "Boduhura" "Kudahura" and "Bulhifushi" in kaafu Atoll , Republic of Maldives until 8 April 2094, 31 December 2088, 17 July 2067, 17 July 2067 and 8 April 2094 respectively. The Company has used 9% as the IBR to discount the future cash flows.

As per the agreement company has obtained the lease right for marinae boats, "Hawks Speed Boat - Lilac", "Hawks Speed Boat - Azalea" and "Hawks Speed Boat-Norah"until , 31 December 2025, 31 July 2026 and 30 June 2027 respectively.The Company has used 9.36% , 9.77% and 10% as the IBR to discount the future cash flows.

Refer to the Note 15 for the assets mortgage details.

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Note 8 - Other Assets

| | Non-current | | Current | |
|---------------------------|----------------|----------------|----------------|----------------|
| | March 31, 2025 | March 31, 2024 | March 31, 2025 | March 31, 2024 |
| Advance paid to suppliers | 0.01 | 0.54 | 0.12 | 0.17 |
| Advance GST Paid | - | - | 0.63 | 1.31 |
| Other Prepayments | - | - | 0.68 | 0.86 |
| Other Receivables | - | - | 0.35 | 0.07 |
| | 0.01 | 0.54 | 1.78 | 2.41 |

Note 09- Other Financial Asset

| | Notional Amount | | Fair Value | |
|--|-----------------|----------------|----------------|----------------|
| | March 31, 2025 | March 31, 2024 | March 31, 2025 | March 31, 2024 |
| Derivatives held for hedging: | | | | |
| Interest rate swap | - | 105.45 | - | 1.10 |
| Total Derivative Financial Instrument | - | 105.45 | - | 1.10 |

Note 10- Inventories

| Particulars | March 31, 2025 | March 31, 2024 |
|--------------------------|----------------|----------------|
| Food Stores | 0.30 | 0.27 |
| Beverage Stores | 0.53 | 0.57 |
| General Stores | 0.62 | 0.68 |
| Spa & Linen | 0.22 | 0.15 |
| Fuel | 0.05 | 0.08 |
| Engineering | 0.61 | 0.55 |
| Total Inventories | 2.33 | 2.30 |

Note 11- Trade receivables

| Particulars | Current | |
|--------------------------------------|----------------|----------------|
| | March 31, 2025 | March 31, 2024 |
| from others | 2.71 | 2.11 |
| Credit impaired | - | - |
| | 2.71 | 2.11 |
| Less : Allowance for credit impaired | - | (0.01) |
| Total Trade receivables | 2.71 | 2.10 |

For explanations on the Company's credit risk management process- refer note 30.
Trade receivables are non-interest bearing and are generally on terms of 0-30 days.

Note 11A- Other Financial Assets

| Particulars | Current | |
|-------------|----------------|----------------|
| | March 31, 2025 | March 31, 2024 |
| Deposits | 0.18 | 0.18 |
| | 0.18 | 0.18 |

Trade receivables ageing as at March 31, 2025

| Particulars | Outstanding for the following periods from due date of payment | | | | | | | Total |
|--|--|---------|--------------------|-------------------|-------------|-------------|-------------------|-------|
| | Unbilled | Not Due | Less than 6 months | 6 months - 1 year | 1 - 2 years | 2 - 3 years | More than 3 years | |
| (i) Undisputed Trade receivables - considered good | | 2.38 | 0.33 | | | | | 2.71 |
| (ii) Undisputed Trade receivables - which have significant increase in credit risk | | | | | | | | - |
| (iii) Undisputed Trade receivables - credit impaired | | | | | | | | - |
| (iv) Disputed Trade receivables - considered good | | | | | | | | - |
| (v) Disputed Trade receivables - which have significant increase in credit risk | | | | | | | | - |
| (vi) Disputed Trade receivables - credit impaired | | | | | | | | - |
| Total | - | 2.38 | 0.33 | - | - | - | - | 2.71 |

Trade receivables ageing as at March 31, 2024

| Particulars | Outstanding for the following periods from due date of payment | | | | | | | Total |
|--|--|---------|--------------------|-------------------|-------------|-------------|-------------------|-------|
| | Unbilled | Not Due | Less than 6 months | 6 months - 1 year | 1 - 2 years | 2 - 3 years | More than 3 years | |
| (i) Undisputed Trade receivables - considered good | - | 1.92 | 0.18 | - | - | - | - | 2.10 |
| (ii) Undisputed Trade receivables - which have significant increase in credit risk | - | - | - | - | - | - | - | - |
| (iii) Undisputed Trade receivables - credit impaired | - | - | 0.01 | - | - | - | - | 0.01 |
| (iv) Disputed Trade receivables - considered | - | - | - | - | - | - | - | - |
| (v) Disputed Trade receivables - which have significant increase in credit risk | - | - | - | - | - | - | - | - |
| (vi) Disputed Trade receivables - credit impaired | - | - | - | - | - | - | - | - |
| Total | - | 1.92 | 0.19 | - | - | - | - | 2.11 |



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| Note 12 - Cash and bank balances | March 31, 2025 | March 31, 2024 |
|----------------------------------|----------------|----------------|
| Cash and cash equivalents | | |
| Balances with banks: | | |
| – On current accounts | 15.95 | 5.85 |
| Cash on hand | 0.13 | 0.32 |
| | 16.08 | 6.17 |

Note 12 - Cash and bank balances (Continued)

For the purpose of the statement of cash flows, cash and cash equivalents comprise the following:

| | March 31, 2025 | March 31, 2024 |
|---------------------------------|----------------|----------------|
| Balances with banks: | | |
| – On current accounts | 15.95 | 5.85 |
| Cash on hand | 0.13 | 0.32 |
| | 16.08 | 6.17 |
| Total Cash and cash equivalents | 16.08 | 6.17 |

Changes in liabilities arising from financing activities

| Particulars | March 31, 2025 | March 31, 2024 |
|--|----------------|----------------|
| Opening Balance of borrowings | 106.21 | 110.05 |
| Add: | | |
| Additions of loans | 103.57 | - |
| Non Cash Changes - Accrual of interest | 3.15 | 11.46 |
| Non Cash Changes - Amortisation of transactions cost | (0.52) | 0.24 |
| Less: | | |
| Repayment of borrowings and interest | (106.21) | (15.54) |
| Closing balance of borrowings | 106.20 | 106.21 |
| Opening Balance of lease liabilities | 15.74 | 15.34 |
| Add: | | |
| Interest expenses | 1.43 | 1.43 |
| Less: | | |
| Payments | (1.46) | (1.02) |
| Closing balance of lease liabilities | 15.71 | 15.74 |
| Total liabilities from financing activities | 121.91 | 121.95 |

Break up of financial assets carried at amortised cost

| Particulars | Non-current | | Current | |
|---|----------------|----------------|----------------|----------------|
| | March 31, 2025 | March 31, 2024 | March 31, 2025 | March 31, 2024 |
| Trade receivables | - | - | 2.71 | 2.10 |
| Cash and cash equivalents | - | - | 16.08 | 6.17 |
| Other financial assets | - | - | 0.36 | 0.07 |
| Total financial assets carried at amortised cost | - | - | 19.15 | 8.34 |

Note 13. Equity share capital

| | March 31, 2025 | March 31, 2024 |
|--|-------------------|-------------------|
| Authorised shares | | |
| Authorised share capital | | |
| The authorized share capital comprises of 18,627,000 ordinary shares of MVR 1 /- each. | | |
| Issued, subscribed and fully paid-up share capital | | |
| Fully paid-up share capital | | |
| Lagoon Holding Company (0 ordinary shares of MVR 1 /- each.) | - | 0.61 |
| S&S Holding Company(0 ordinary shares of MVR 1 /- each.) | - | 0.10 |
| Restocraft Hospitality Private Limited (13,502,000 ordinary shares of MVR 1 /- each.) | 0.88 | - |
| Ventive Hospitality Private Limited (5,125,000 ordinary shares of MVR 1 /- each.) | 0.33 | - |
| | 1.21 | 0.71 |

(a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Equity shares

| | March 31, 2025 | | March 31, 2024 | |
|---|----------------|-------------|----------------|-------------|
| | No. of shares | US\$ | No. of shares | US\$ |
| Equity shares | | | | |
| At the beginning of the year | 11.00 | 0.71 | 11.00 | 0.71 |
| Issue of shares | 7.63 | 0.51 | - | - |
| Outstanding at the end of the year | 18.63 | 1.21 | 11.00 | 0.71 |

(b) Terms/ rights attached to equity shares

The Company has only one class of equity shares having par value of MVR 1 per share. Each holder of equity shares is entitled to one vote per share. The Company has not declared any dividend during the current and previous year.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of preferential amounts, if any. The distribution will be in proportion to the number of equity shares held by the shareholders.

(c) Details of shareholders holding more than 5% shares in the Company

Equity share capital

| | March 31, 2025 | | March 31, 2024 | |
|---|------------------------|---------------|------------------------|---------------|
| | % holding in the class | No. of shares | % holding in the class | No. of shares |
| Name of the shareholder | | | | |
| Equity shares of MVR 1 each fully paid | | | | |
| Lagoon Holding Company | - | - | 86% | 9.46 |
| S&S Holding Company | - | - | 14% | 1.54 |
| Restocraft Hospitality Private Limited | 33% | 2.50 | - | - |
| Ventive Hospitality Private Limited | 67% | 5.13 | - | - |

As per records of the Company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.



Note 14. Other Equity

| | March 31, 2025 | March 31, 2024 |
|--|-------------------|-------------------|
| Retained Earnings | | |
| Balance as per the last financial statements | (28.22) | (20.15) |
| (Loss) / profit for the year | (5.12) | (8.07) |
| Net surplus in the statement of profit and loss | (33.34) | (28.22) |
| Capital contribution | | |
| Balance as per the last financial statements | 49.88 | 28.98 |
| Less: Amount settled during the year | (49.88) | 20.90 |
| Closing balance | - | 49.88 |
| Share premium | | |
| Balance as per the last financial statements | - | - |
| Add: Issued during the year | 60.50 | - |
| Closing balance | 60.50 | - |
| Total other equity | 27.15 | 21.66 |

Capital contribution

The Company had entered into loan agreements with Lagoon Holding Company and S&S Holding Company to provide financial supports. As per the said agreements, the Company may convert the Facilities at any time subject to ten (10) Business Days prior written notice sent by the Borrower to the Lender, provided that such conversion is a Permitted Recapitalisation (as defined in the Facility Agreement). The conversion shall be effected on the basis of the Conversion Price i.e. such number of Conversion Shares that represents in the aggregate, the Conversion Percentage of the total share capital of the Borrower. The Conversion Percentage means a fraction expressed as a percentage, the numerator of which is the total aggregate U.S. Dollar amount of the Facilities outstanding on the date of conversion, and the denominator of which is the total aggregate U.S. Dollar amount of all investments made in the Borrower (determined at cost), whether in the form of debt or equity, through the date of conversion.

During the financial period ended 31 March 2025, the Company has fully repaid the capital contribution of USD 49.88 million to Lagoon Holding Private Limited and S&S Holding Private Limited.



Note 15 - Borrowings (at amortised cost)

| | Non-current | | Current | |
|---|-------------------|-------------------|-------------------|-------------------|
| | March 31, 2025 | March 31, 2024 | March 31, 2025 | March 31, 2024 |
| Term loans (secured) | | | | |
| Bank loan (secured)- refer Note 1 | 47.18 | 99.76 | 0.67 | 6.45 |
| Loan from immediate holding company- refer Note 2 | 58.35 | - | - | - |
| | 105.53 | 99.76 | 0.67 | 6.45 |
| The above amount includes | | | | |
| Secured borrowings | 47.18 | 99.76 | 0.67 | 6.45 |
| Unsecured borrowings | 58.35 | - | - | - |
| Total Borrowings | 105.53 | 99.76 | 0.67 | 6.45 |

The maturity analysis of borrowings is disclosed in note No 31

| | USD \$ | |
|--|-------------------|-------------------|
| | March 31, 2025 | March 31, 2024 |
| Bank Loans | | |
| Principal Outstanding | 47.70 | 105.45 |
| Accrued Interest | 0.67 | 1.42 |
| Less: Unamortised Transaction Cost | (0.52) | (0.66) |
| | 47.85 | 106.22 |
| Loan from immediate holding company | | |
| Principal Outstanding | 55.87 | - |
| Accrued Interest | 2.48 | - |
| | 58.35 | - |
| | 106.20 | 106.22 |
| The above amount includes | | |
| Secured borrowings | 47.85 | 106.22 |
| Unsecured borrowings | 58.35 | - |
| Total Borrowings | 106.20 | 106.22 |

Note 1

On 12 December 2019, the Company entered into a facility agreement with Aareal Bank AG, a financial institution, in order to partially fund the acquisition of Anantara Resort & Spa Maldives. This bears an interest rate at 3-months LIBOR plus a margin of 4.75%. The Company shall repay the loan in 27 quarter at 0.50% (1st and 4th), 0% (2nd and 3rd), 0% (5th to 8th), 0.50% (9th to 12th), 0.875% (13th to 16th), 1% (17th to 20th), 1.625% (21th to 24th), 1.75% (25th to 27th) on the disbursement amount and the last remaining amount on the termination date.

On 16 August 2024, the Company entered into a combined facility agreement amounting to USD 163.3775 Mn with Aareal Bank AG. As per the agreement, a USD 90 Mn has been assigned to SS & L Beach (Pvt) Ltd and a USD 73.37 has been assigned to MPHPL (Pvt) Ltd. This bears an interest rate at Term SOFR plus margin of 4.6%. The company shall repay the loan in 19 quarters at 0% (1st to 4th), 0.625% (5th to 8th) and 1.25% (9th to 19th) on the disbursement amount and the last remaining amount on the termination date.

On 23 January 2025, the Company has fully repaid the outstanding facility amount.

On 20 January 2025, the Company entered into a combined facility agreement amounting to USD 47.7 Mn with ICICI Bank Ltd, a financial institution, in order to partially repay the above loan facility with Aareal Bank AG. This bears an interest rate at Term SOFR plus margin of 3.1%. The company shall repay the loan in 7 quarters at 5% (1st), 10% (2nd to 3rd), 15% (4th) and 20% (5th to 7th) on the disbursement amount and the last remaining amount on the termination date.

Securities

- A first ranking registered legal mortgage over leasehold rights of the Borrower to Property.
- A first ranking charge over all moveable assets of the Borrower, in relation to Property.
- A first ranking charge over all current assets (other than as set out in (iv) below of the Borrower, in relation to Property.
- A first ranking charge over all Borrower's share of the cash flows and receivables to the extent they accrue to the Borrower in each case in relation to Property.
- A first ranking account pledge over all accounts and deposits of the Borrower in relation to Property

Financial covenants

Security Cover Ratio

Borrower must ensure that the ratio of the value of the properties or the Net Fixed Assets, to the principal amount outstanding under the Facility and the SSL Facility remains 2:1, at all times during the tenor of the Facility

Debt Service Cover Ratio

Borrower must ensure that from the test date on 31 July 2027 and at the end of each relevant financial year following that date, the ratio of the First Guarantors consolidated Net Debt to EBITDA shall not exceed 3:1.

Note 2

On 19 August 2024, the Company entered into an intercompany loan agreement with its immediate holding company - Restocraft Hospitality Private Limited for a loan facility amounting to USD 55.871Mn. Interest shall be calculated at 8.50% per annum and being accrued daily. The Company shall repay the loan and interest accrued between 5 to 10 years since its effective date of the loan (ie. 19 August 2024).

Note 16 - Lease liability

| | Non-current | | Current | |
|---|-------------------|-------------------|-------------------|-------------------|
| | March 31, 2025 | March 31, 2024 | March 31, 2025 | March 31, 2024 |
| Lease Liability | 14.00 | 15.48 | 1.71 | 0.26 |
| | 14.00 | 15.48 | 1.71 | 0.26 |
| Movement of the lease liability | | | March 31, 2025 | March 31, 2024 |
| Opening balance | | | 15.74 | 15.34 |
| Addition | | | 0.33 | - |
| Interest | | | 1.43 | 1.43 |
| Repayment | | | (1.77) | (1.70) |
| Modification | | | (0.02) | 0.68 |
| Closing balance | | | 15.71 | 15.74 |
| Recorded in the Statement of profit and loss | | | | |
| Depreciations | | | 0.89 | 0.87 |
| Interest | | | 1.43 | 1.43 |
| | | | 2.32 | 2.30 |

Note 17 - Trade payables

| | March 31, 2025 | March 31, 2024 |
|--------------------------------|-------------------|-------------------|
| Trade and Other Payable | | |
| Trade Payables | 2.86 | 1.49 |
| Accrued expenses | 1.70 | 1.99 |
| | 4.56 | 3.47 |

Note 17A- Other financial liabilities

| | March 31, 2025 | March 31, 2024 |
|----------------|-------------------|-------------------|
| Capex payables | 0.17 | 0.76 |
| | 0.17 | 0.76 |

Note 17B- Other current liabilities

| | March 31, 2025 | March 31, 2024 |
|------------------------|-------------------|-------------------|
| Other Payables | 1.27 | 1.05 |
| Advance from customers | 3.59 | 3.87 |
| | 4.86 | 4.92 |

Note 18 - Current tax liability

| | Current | |
|--------------------------------|-------------------|-------------------|
| | March 31, 2025 | March 31, 2024 |
| Income tax payable | 0.09 | 1.26 |
| Total other liabilities | 0.09 | 1.26 |

Note 19 - Revenue from operations

| | March 31, 2025 | March 31, 2024 |
|--|---------------------------|---------------------------|
| Revenue from contracts with customers | | |
| Revenue from room rentals | 29.66 | 26.75 |
| Sale of food and beverages | 16.29 | 14.37 |
| Other resort services | 6.14 | 5.78 |
| Total revenue from operations | 52.09 | 46.90 |
| Type of goods or service | March 31, 2025 | March 31, 2024 |
| Revenue from hotel operations | 52.09 | 46.90 |
| | 52.09 | 46.90 |

Reconciliation of the amount of revenue recognised in the statement of profit & loss with the contracted price

| | March 31, 2025 | March 31, 2024 |
|---|-------------------|-------------------|
| Revenue as per contracted price | 52.09 | 46.90 |
| Adjustments | | |
| Discount | - | - |
| Revenue from contract with customers | 52.09 | 46.90 |

Disaggregated revenue recognition

| | March 31, 2025 | March 31, 2024 |
|--|-------------------|-------------------|
| Revenue recognised over a period of time | 35.80 | 32.53 |
| Revenue recognised at a point of time | 16.29 | 14.37 |
| | 52.09 | 46.90 |

Contract Balances

| | March 31, 2025 | March 31, 2024 |
|-------------------|-------------------|-------------------|
| Trade receivables | 2.71 | 2.12 |
| | 2.71 | 2.12 |

Note 20 - Other income/(loss)

| | March 31, 2025 | March 31, 2024 |
|---|-------------------|-------------------|
| Net fair value gain/(loss) on derivative instruments at fair value through profit or loss | 0.18 | 0.52 |
| Insurance claim | 0.20 | - |
| Rent income | 0.06 | 0.06 |
| | 0.44 | 0.58 |
| | 0.44 | 0.58 |

Note 21 - Cost of materials consumed

| | March 31, 2025 | March 31, 2024 |
|--|-------------------|-------------------|
| Cost of materials consumed | | |
| Inventory at the beginning of the year | 2.30 | 2.50 |
| Add: Purchases | 7.29 | 6.27 |
| | 9.59 | 8.77 |
| Less: Inventory at the end of the year | (2.32) | (2.30) |
| Cost of materials consumed | 7.27 | 6.47 |

Details of food and beverages consumed

There are no items of food and beverages whose purchases exceeded 10% of total consumption. It is not practicable to furnish the information in view of the large number of items which differ in size and nature, each being less than 10% in value of the total.

Note 22 - Employee benefit expenses

| | March 31, 2025 | March 31, 2024 |
|---|-------------------|-------------------|
| Salaries, wages and bonus | 6.27 | 6.42 |
| Contribution to provident and other funds | 0.15 | 0.15 |
| Staff welfare expenses | 3.34 | 4.06 |
| | 9.75 | 10.63 |

Note 23 - Other expenses

| | March 31, 2025 | March 31, 2024 |
|---|-------------------|-------------------|
| Power, fuel and light | 3.43 | 1.50 |
| Repairs and maintenance | | |
| Plant and machinery | 0.37 | 0.35 |
| Buildings | 0.14 | 0.08 |
| Others | 0.83 | 0.93 |
| Licensing expense | 0.40 | 0.33 |
| Rent expense | 0.19 | 0.19 |
| Insurance charges | 0.65 | 0.68 |
| Advertising and sales promotion | 1.64 | 1.43 |
| Travelling and conveyance | 1.50 | 4.26 |
| Legal and professional fees | 0.65 | 0.67 |
| Internet, telephone and other operating supplies | 0.62 | 0.68 |
| Auditors' remuneration (refer note 23.01 below) | 0.08 | 0.11 |
| Management fees | 1.93 | 0.46 |
| Provision for doubtful receivables (refer note 23.02 below) | 0.03 | 0.03 |
| Miscellaneous expenses | 4.47 | 3.97 |
| | 16.93 | 15.67 |



SS & L Beach Pvt Ltd

Notes to the Special Purpose financial statements

(All amounts are in USD millions, unless otherwise stated)

23.01 Auditors' Remuneration

| | March 31, 2025 | March 31, 2024 |
|-----------------------------|-------------------|-------------------|
| As auditor: | | |
| - Statutory Audit fee | 0.02 | 0.03 |
| - Special Purpose Audit fee | 0.07 | 0.07 |
| - Reimbursement of expenses | - | 0.00 |
| | 0.08 | 0.10 |

23.02 Provision for doubtful receivables

| | March 31, 2025 | March 31, 2024 |
|--------------------------|-------------------|----------------|
| Provision for Impairment | - | 0.01 |
| Bad debt Write off | 0.03 | 0.02 |
| | 0.03 | 0.03 |

Note 24 - Depreciation and amortisation expense

| | March 31, 2025 | March 31, 2024 |
|--|-------------------|-------------------|
| Depreciation of property, plant and equipment (refer note 6) | 7.37 | 6.68 |
| Depreciation of Right of Use Assets (refer note 7) | 0.89 | 0.87 |
| Amortisation of intangible assets (refer note 8) | - | 0.02 |
| Provision for impairment | - | 0.51 |
| | 8.26 | 8.08 |

Note 25 - Finance costs

| | March 31, 2025 | March 31, 2024 |
|---|-------------------|-------------------|
| Interest expenses | | |
| - on bank loan | 10.48 | 12.49 |
| - on shareholder loan | 2.76 | - |
| - lease liabilities | 1.43 | 1.43 |
| | 14.67 | 13.91 |
| Fair value gain/(loss) on derivative instruments at fair value through profit or loss | - | - |
| Total finance cost | 14.67 | 13.91 |



Note 26. Income tax

The major components of income tax expense for the period ended 31 March 2025 is:

Statement of profit and loss section

| | March 31, 2025 | March 31, 2024 |
|---|-------------------|-------------------|
| Current income tax: | | |
| Current income tax charge | 0.99 | 0.84 |
| Tax expense under/ (over) provision | (0.23) | (0.05) |
| Total current tax expense | 0.76 | 0.79 |
| OCI Section: | | |
| Deferred tax related to items recognised in OCI during the year | - | - |
| Income tax expense reported in the statement of profit or loss | 0.76 | 0.79 |

Reconciliation of tax expense and the accounting profit multiplied by Maldives domestic tax rate for

| | March 31, 2025 | March 31, 2024 |
|--|-------------------|-------------------|
| Accounting (loss)/ profit before tax | (4.36) | (7.28) |
| Adjustments for: | | |
| Total amount of deductions allowed | (19.17) | (16.23) |
| Total amount of deduction not allowed | 21.95 | 20.62 |
| Interest disallowed under the thin capitalization rule (Section 71 of the Act) | 13.25 | 12.49 |
| Deductible disallowed interest brought forward from previous year | (5.07) | (3.95) |
| | 6.61 | 5.64 |
| Size of the tax bracket available at 0% | 0.02 | 0.03 |
| Amount subject to tax at 15% | 0.99 | 0.84 |
| At the effective income tax rate of 15% (March 31, 2024: 15%) | | |
| Income tax expense reported in the statement of profit and loss | 0.99 | 0.84 |

Statement of Balance sheet section

| | Balance sheet | |
|---|----------------------|-------------------|
| Particulars | March 31, 2025 | March 31, 2024 |
| Property plant and equipment | 1.08 | 0.97 |
| Intangible asset | - | 0.00 |
| Thin capitilisation interest | 4.73 | 3.78 |
| Net deferred tax expense/(income) | - | - |
| Net deferred tax assets/(liabilities) | 5.81 | 4.75 |
| Net deferred tax assets recognised in Balance Sheet* | - | - |

Reflected in the balance sheet as follows

| | March 31, 2025 | March 31, 2024 |
|----------------------------------|-------------------|-------------------|
| Deferred tax liability | - | - |
| Deferred tax assets | - | - |
| Deferred tax assets (net) | - | - |

Tax losses available for set off against future taxable profits of the company are mentioned below:

| Particulars | March 31, 2025 | |
|------------------------------|----------------|--|
| | Amount | Offsetting maximum period from it occurred |
| Thin capitalisation interest | 31.52 | Ten years |

| Particulars | March 31, 2024 | |
|------------------------------|----------------|--|
| | Amount | Offsetting maximum period from it occurred |
| Thin capitalisation interest | 25.21 | Ten years |

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Deferred tax assets on accumulated losses have not been recognised in these financial statements because it is not probable that future taxable profit will be available against which the company can utilise the benefits therefrom.



Note 27. Commitments and contingencies

a. Capital commitments

| Particulars | March 31, 2025 | March 31, 2024 |
|--|----------------|----------------|
| Estimated amount of contracts remaining to be executed on other account and not provided for (net of advances) | 0.62 | 1.34 |

Company as a lessee

The Company has recognised right-of-use assets in relation to the leasehold rights of the "Dhigufinolhu", "Veligandu hura", "Boduhura" and "Kudahura" in kaafu Atoll as per the agreements entered with the Government of Maldives. The expiry dates are as follows:

Dhigufinolhu - April 2094
Veligandu hura - December - 2088
Boduhura - August 2087
Kudahura - December 2086

The Maturity analysis of lease liabilities is disclosed in note No 31

a. Other commitments

Guarantee over ICICI Bank Loan of Maldives Property holding

The Company has been the second guarantor for the loan taken from ICIC Bank by Maldives Property Holdings Pvt Ltd. Accordingly, the Company irrevocably and unconditionally:

(a) guarantees payment to the Lender all the Borrower's obligations under the Finance Documents;

(b) undertakes that whenever the Borrower does not pay any amount when due and payable under or in connection with any Finance Document, the Second Guarantor shall within 10 (ten) days of receipt of written demand by the Lender pay that amount as if it was the principal obligor; and

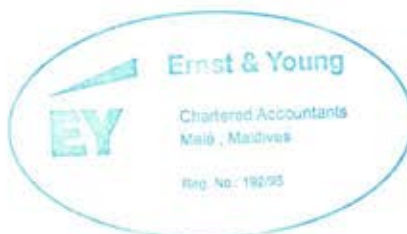
(c) agrees with the Lender that if any obligation guaranteed by it is or becomes unenforceable, invalid or illegal, it will, as an independent and primary obligation,

Note 28. Related Party Disclosures

Disclosures of transactions with Related Parties are as under:

Transactions with Related Parties

| Particulars | March 31, 2025 | March 31, 2024 |
|--|----------------|----------------|
| Minor Hotel Group Limited (The management entity) | | |
| Expenses Reimbursements charged | (1.45) | - |
| Expenses Reimbursements Paid | 1.65 | - |
| Management Fee | 0.58 | 0.46 |
| Incentive Fees | 1.35 | 1.08 |
| Lagoon Holding Company | | |
| Fund Transfers | (48.05) | 15.57 |
| Capitalise to quasi equity | (5.15) | (17.97) |
| SS & Holding Company | | |
| Fund Transfers | (7.82) | 4.04 |
| Capitalise to quasi equity | (0.84) | (2.93) |
| Restocraft Hospitality Private Limited | | |
| Fund Transfers | 75.71 | - |
| Capitalise to loan | (55.87) | - |
| Capitalise to equity | (19.84) | - |
| Interest expense | 2.76 | - |
| Restocraft Hospitality Private Limited | | |
| Fund Transfers | 40.67 | - |
| Capitalise to equity | (40.67) | - |



Note 29. Fair values

Set out below is a comparison, by class, of the carrying amounts and fair value of the Company's financial instruments as of March 31, 2025

| Particulars | Amortised Cost | Financial assets/liabilities at fair value through profit and loss | Total carrying value | Total fair value |
|------------------------------------|----------------|--|----------------------|------------------|
| Financial assets | | | | |
| Trade receivables | 2.71 | - | 2.71 | 2.71 |
| Cash and cash equivalents | 16.08 | - | 16.08 | 16.08 |
| Other receivables | 0.53 | - | 0.53 | 0.53 |
| Total-Financial assets | 19.32 | - | 19.32 | 19.32 |
| Financial liabilities | | | | |
| Borrowings | 106.20 | - | 106.20 | 106.20 |
| Lease liability | 15.71 | - | 15.71 | 15.71 |
| Trade payables | 2.86 | - | 2.86 | 2.86 |
| Other payables | 1.27 | - | 1.27 | 1.27 |
| Total-Financial liabilities | 126.04 | - | 126.04 | 126.04 |

Set out below is a comparison, by class, of the carrying amounts and fair value of the Company's financial instruments as of March 31, 2024

| Particulars | Amortised Cost | Financial assets/liabilities at fair value through profit and loss | Total carrying value | Total fair value |
|------------------------------------|----------------|--|----------------------|------------------|
| Financial assets | | | | |
| Trade receivables | 2.10 | - | 2.10 | 2.10 |
| Cash and cash equivalents | 6.17 | - | 6.17 | 6.17 |
| Other receivables | 0.25 | - | 0.25 | 0.25 |
| Derivative financial instrument | - | 1.10 | 1.10 | 1.10 |
| Total-Financial assets | 8.52 | 1.10 | 9.62 | 9.62 |
| Financial liabilities | | | | |
| Borrowings | 105.02 | - | 105.02 | 105.02 |
| Lease liability | 15.57 | - | 15.57 | 15.57 |
| Trade payables | 1.49 | - | 1.49 | 1.49 |
| Other payables | 1.05 | - | 1.05 | 1.05 |
| Total-Financial liabilities | 123.13 | - | 123.12 | 123.12 |



Note 30. Financial instruments risk management objectives and policies

The Company's principal financial liabilities comprise trade payables, borrowings and security deposits. The main purpose of these financial liabilities is to finance the Company's operations and to support its operations. The Company's principal financial assets includes trade receivables and cash and cash equivalents that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:

Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise three types of risk: interest rate risk, currency risk and other price risk such as equity price risk and commodity price risk. Financial instruments affected by market risk include borrowings.

The sensitivity analyses in the following sections relate to the position as at March 31, 2025.

The sensitivity analysis have been prepared on the basis that the amount of net debt and the ratio of fixed-to floating interest rates of the debt are all constant as at March 31, 2025.

Interest rate 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 debt obligations with floating interest rates.

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected the Company profit before tax is affected through the impact on floating rate borrowings, as follows:

Risk management- Interest rate sensitivity Table

| | March 31, 2025 | | March 31, 2024 | |
|-----|-------------------------------------|-----------------------------|-------------------------------------|-----------------------------|
| | Increase / decrease in basis points | Effect on profit before tax | Increase / decrease in basis points | Effect on profit before tax |
| USD | + 50 | (0.53) | + 50 | (0.55) |
| | - 50 | 0.53 | - 50 | 0.55 |

Credit risk

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks, if any other financial instruments.

Trade receivables

Customer credit risk is managed by the Company's established policy, procedures and control relating to customer credit risk management. Thus there are no major trade receivable balances outstanding at the year end.

In case of hospitality business, credit risk is managed by each business unit subject to the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive credit rating scorecard and individual credit limits are defined in accordance with this assessment. Outstanding customer receivables are regularly monitored.



Note 30. Financial instruments risk management objectives and policies (Continued)

The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in below note.

The Company assesses at each reporting date whether a trade receivable or a group of trade receivables is impaired. The Company recognises lifetime expected credit losses for all trade receivables that do not constitute a financing transaction and which are due for more than six months. The expected credit losses are measured at an amount equal to 12 month expected credit losses or at an amount equal to the lifetime expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

| Particulars | Not due | Within 120 days* | More than 120 days* | Total |
|--------------------------------|-------------|------------------|---------------------|-------------|
| March 31, 2025 | | | | |
| Estimated total gross carrying | 2.38 | 0.33 | - | 2.71 |
| ECL - Simplified approach | - | - | - | - |
| Net carrying amount | 2.38 | 0.33 | - | 2.71 |

| Particulars | Not due | Within 120 days* | More than 120 days* | Total |
|--------------------------------|-------------|------------------|---------------------|-------------|
| March 31, 2024 | | | | |
| Estimated total gross carrying | 1.93 | 0.18 | - | 2.11 |
| ECL - Simplified approach | - | (0.00) | - | (0.00) |
| Net carrying amount | 1.93 | 0.18 | - | 2.11 |

* Provision is made for receivables where recovery is considered doubtful irrespective of due date. Where an amount is outstanding for more than 365 days the Company usually provides for the same unless there is clear visibility of recovery.

Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (when revenue or expense is denominated in a foreign currency).

Foreign currency sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in MVR exchange rates, with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities.



Note 30. Financial instruments risk management objectives and policies (Continued)

| | March 31, 2025 | | March 31, 2024 | |
|---------------------------------|-----------------------------|-----------------------------|-----------------------------|-----------------------------|
| | Increase / decrease in rate | Effect on profit before tax | Increase / decrease in rate | Effect on profit before tax |
| MVR - Cash and cash equivalents | + 50 | - | + 50 | 0.00 |
| | - 50 | - | - 50 | (0.00) |

Liquidity risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at a reasonable price. The Company's finance department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risk are overseen by Senior management. Management monitors the Company's net liquidity position on a monthly and quarterly basis through its Senior management meeting.

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted

Risk management- Liquidity risk As at March 31, 2025

| | On demand | Less than 3 months | 3-12 months | 1-5 years | More than 5 years | Total |
|-----------------------------|-------------|--------------------|-------------|--------------|-------------------|---------------|
| As at March 31, 2025 | | | | | | |
| Borrowings | - | 0.67 | 2.39 | 84.59 | 19.08 | 106.72 |
| Trade Payables | 1.79 | 1.01 | 0.06 | - | - | 2.86 |
| Other Payables | - | 4.86 | - | - | - | 4.86 |
| Lease Liability | - | 0.37 | 1.10 | 6.29 | 97.83 | 105.58 |
| Total | 1.79 | 6.91 | 3.54 | 90.88 | 116.91 | 220.03 |

Risk management- Liquidity risk As at March 31, 2024

| | On demand | Less than 3 months | 3-12 months | 1-5 years | More than 5 years | Total |
|-----------------------------|-------------|--------------------|-------------|---------------|-------------------|---------------|
| As at March 31, 2024 | | | | | | |
| Borrowings | - | 2.50 | 3.95 | 99.76 | - | 106.22 |
| Trade Payables | 0.73 | 1.52 | - | - | - | 2.25 |
| Other Payables | - | 4.92 | - | - | - | 4.92 |
| Lease Liability | - | 0.37 | 1.10 | 6.29 | 99.20 | 106.96 |
| Total | 0.73 | 9.31 | 5.05 | 106.05 | 99.20 | 220.36 |



SS & L Beach Pvt Ltd**Notes to the Special Purpose financial statements**

(All amounts are in USD millions, unless otherwise stated)

Capital management

For the purpose of the Company's capital management, capital includes issued equity capital, capital contribution and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximise shareholder value.

The Company manages its capital structure and makes adjustments to it in light of changes in economic conditions and the requirements of the financial covenants. The Company monitors the capital using gearing ratio. The Company includes within net debt, interest bearing loans and borrowings, less cash and cash equivalents.

| Particulars | March 31, 2025 | March 31, 2024 |
|--|-------------------|-------------------|
| Borrowings (Note 15) | 106.20 | 106.22 |
| Less: cash and short-term and long term deposits (Note 12) | (16.08) | (6.17) |
| Net debt | 90.12 | 100.04 |
| Equity share capital (Note 13) | 1.21 | 0.71 |
| Other equity (Note 14) | 27.15 | 21.66 |
| Total capital | 28.36 | 22.37 |
| Capital and net debt | 118.48 | 122.41 |

Gearing ratio 0.76 0.82

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structurerequirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings.

Note 31. Subsequent Events

There have been no material events occurring after the reporting period, that require to disclosure in the financial statements.

