Tata Chemicals International Pte. Ltd.
Registration Number: 200719636Z

Annual Report

Year ended 31 March 2023

Directors' statement

We submit this annual report to the member of the Company together with the audited financial statements for the financial year ended 31 March 2023.

In our opinion:

(a) the financial statements set out on pages FS1 to FS41 are drawn up so as to give a true and fair view of the financial position of the Company as at 31 March 2023 and the financial performance, changes in equity and cash flows of the Company for the year ended on that date in accordance with the provisions of the Companies Act 1967 and Financial Reporting Standards in Singapore; and

(b) at the date of this statement, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due.

The Board of Directors has, on the date of this statement, authorised these financial statements for issue.

Directors

The directors in office at the date of this statement are as follows:

Kottamasu Venkateswara Rao
Ramakrishnan Mukundan
John Mulhall
Nandakumar Tirumalai Seshadri
Kanwar Bir Singh Anand

Directors' interests

According to the register kept by the Company for the purposes of Section 164 of the Companies Act 1967 ('the Act'), particulars of interests of directors who held office at the end of the financial year (including those held by their spouses and children) in shares, debentures, warrants and share options in the Company and in related corporations are as follows:

Name of director and corporation in which interests are held	Holdings at beginning of the year	Holdings at end of the year
Holding company		
Tata Chemicals Limited		
Shares of Rs. 10/- each		
Ramakrishnan Mukundan	500	500

Except as disclosed in this statement, no director who held office at the end of the financial year had interests in shares, debentures, warrants or share options of the Company, or of related corporations, either at the beginning or at the end of the financial year.

Neither at the end of, nor at any time during the financial year, was the Company a party to any arrangement whose objects are, or one of whose objects is, to enable the directors of the Company to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

Share options

During the financial year, there were:
(i) no options granted by the Company to any person to take up unissued ordinary shares of the Company; and
(ii) no shares issued by virtue of any exercise of option to take up unissued shares of the Company.
As at the end of the financial year, there were no unissued shares of the Company under option.

Auditors

The auditors, KPMG LLP, have indicated their willingness to accept re-appointment.

On behalf of the Board of Directors

Kottamasu Venkateswara Rao
Director

Nandakumar Tirumalai Seshadri
Director

Date: 25 April 2023

KPMG

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Independent auditors' report

Member of the Company
Tata Chemicals International Pte. Ltd.

Report on the audit of the financial statements

Opinion

We have audited the financial statements of Tata Chemicals International Pte. Ltd. ('the Company'), which comprise the statement of financial position as at 31 March 2023, 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 a summary of significant accounting policies, as set out on pages FS1 to FS41.

In our opinion, the accompanying financial statements are properly drawn up in accordance with the provisions of the Companies Act 1967 ('the Act') and Financial Reporting Standards in Singapore ('FRSs') so as to give a true and fair view of the financial position of the Company as at 31 March 2023 and of the financial performance, changes in equity and cash flows of the Company for the year ended on that date.

Basis for opinion

We conducted our audit in accordance with Singapore Standards on Auditing ('SSAs'). Our responsibilities under those standards are further described in the *'Auditors' responsibilities for the audit of the financial statements'* section of our report. We are independent of the Company in accordance with the Accounting and Corporate Regulatory Authority *Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities* ('ACRA Code') together with the ethical requirements that are relevant to our audit of the financial statements in Singapore, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other information

Management is responsible for the other information contained in the annual report. Other information is defined as all information in the annual report other than the financial statements and our auditors' report thereon.

We have obtained the Directors' statement prior to the date of this auditors' report.

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

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

Responsibilities of management and directors for the financial statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Act and FRSs, and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair financial statements and to maintain accountability of assets.

In preparing the 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.

The directors' responsibilities include overseeing the Company's financial reporting process.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' 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 SSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

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

- Obtain an understanding of internal controls 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 controls.

- 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 auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

Report on other legal and regulatory requirements

In our opinion, the accounting and other records required by the Act to be kept by the Company have been properly kept in accordance with the provisions of the Act.

KPMG LLP

KPMG LLP
Public Accountants and
Chartered Accountants

Singapore
25 April 2023

Statement of financial position
As at 31 March 2023

	Note	2023 US$	2022 US$
Non-current assets			
Property and equipment	4	-	42,641
Associate	5	-	-
Subsidiaries	6	721,786,880	721,786,880
Other receivable	7	-	-
Income tax receivables		22,801	-
		721,809,681	721,829,521
Current assets			
Trade and other receivables	7	52,808	31,166,833
Derivative financial assets	8	1,006,049	-
Cash and cash equivalents	9	2,724,714	11,237,838
		3,783,571	42,404,671
Total assets		725,593,252	764,234,192
Equity			
Share capital	10	596,737,700	596,737,700
Accumulated losses		(100,108,019)	(59,282,991)
Hedging reserve		1,006,049	(1,038,205)
Foreign currency translation reserve	11	(423,163)	(423,163)
		497,212,567	535,993,341
Non-current liabilities			
Loans and borrowings	12	228,265,362	-
Current liabilities			
Loans and borrowings	12	-	223,480,341
Accruals		81,251	312,301
Derivative financial liabilities	8	-	1,881,868
Trade and other payables	13	34,072	2,334,880
Income tax payable		-	231,461
		115,323	228,240,851
Total liabilities		228,380,685	228,240,851
Total equity and liabilities		725,593,252	764,234,192

The accompanying notes form an integral part of these financial statements.

Statement of comprehensive income
Year ended 31 March 2023

	Note	2023 US$	2022 US$
Revenue	14	16,859,473	103,142,158
Cost of sales		(16,465,352)	(99,983,715)
Gross profit		394,121	3,158,443
Other operating income	15	83,709	10,255,229
Administrative expenses	16	(2,036,901)	(1,926,745)
Other operating expenses	17	(30,500,002)	-
Finance costs	18	(8,765,955)	(8,413,002)
(Loss)/Profit before tax	19	(40,825,028)	3,073,925
Tax expense	20	-	(191,950)
(Loss)/Profit after tax		(40,825,028)	2,881,975
Items that are or may be reclassified subsequently to profit or loss:			
Effective portion of changes in fair value of cash flow hedges		828,287	643,572
Net change in fair value of cash flow hedges reclassified to profit or loss		1,215,967	5,095,704
Total comprehensive (loss)/income for the year		(38,780,774)	8,621,251

The accompanying notes form an integral part of these financial statements.

Statement of changes in equity
Year ended 31 March 2023

	Ordinary shares	Preference shares	Foreign currency translation reserve	Hedging reserve	Accumulated losses	Total
	US$	US$	US$	US$	US$	US$
At 1 April 2022	481,637,700	115,100,000	(423,163)	(6,777,481)	(62,164,966)	527,372,090
Total comprehensive income for the year						
Profit for the year	-	-	-	-	2,881,975	2,881,975
Other comprehensive income						
Effective portion of changes in fair value of cash flow hedges	-	-	-	643,572	-	643,572
Net change in fair value of cash flow hedges reclassified to profit or loss	-	-	-	5,095,704	-	5,095,704
Total comprehensive income for the year	-	-	-	5,739,276	2,881,975	8,621,251
At 31 March 2022	481,637,700	115,100,000	(423,163)	(1,038,205)	(59,282,991)	535,993,341
At 1 April 2022	481,637,700	115,100,000	(423,163)	(1,038,205)	(59,282,991)	535,993,341
Total comprehensive loss for the year						
Loss for the year	-	-	-	-	(40,825,028)	(40,825,028)
Other comprehensive income						
Effective portion of changes in fair value of cash flow hedges	-	-	-	828,287	-	828,287
Net change in fair value of cash flow hedges reclassified to profit or loss	-	-	-	1,215,967	-	1,215,967
Total comprehensive loss for the year	-	-	-	2,044,254	(40,825,028)	(38,780,774)
At 31 March 2023	481,637,700	115,100,000	(423,163)	1,006,049	(100,108,019)	497,212,567

The accompanying notes form an integral part of these financial statements.

Statement of cash flows
Year ended 31 March 2023

	Note	2023 US$	2022 US$
Cash flows from operating activities			
(Loss)/Profit before tax		(40,825,028)	3,073,925
Adjustments for:			
Dividend income	15	-	(10,000,000)
Depreciation of property and equipment	4	41,437	56,488
Gain from derivative financial liabilities not designed as hedges	16	-	(82,860)
Ineffective portion of changes in fair value in cash flow hedges	18	(843,663)	(969,175)
Amortisation of facility fees on bank loans	16	633,742	799,999
Impairment loss on the investment in subsidiary	17	30,500,001	-
Impairment loss on loans to subsidiary	17	1	-
Loss on write-off/disposal of fixed assets		708	-
Finance income	15	(48,999)	(250,453)
Finance costs	18	9,612,273	8,093,267
		(929,528)	721,191
Changes in working capital:			
Trade and other receivables		31,113,404	15,656,118
Trade and other payables		(1,917,842)	(12,548,399)
Accruals		(231,050)	(176,139)
Cash generated from operations		28,034,984	3,652,771
Tax paid		(254,262)	(705,624)
Net cash generated from operations		27,780,722	2,947,147
Cash flows from investing activities			
Additional investment in subsidiary		(30,500,001)	-
Repayment from related party		-	16,538,037
Acquisition of property and equipment	4	-	(1,338)
Proceeds from disposal of property and equipment		496	-
Interest received		48,999	250,453
Dividend received		-	10,000,000
Net cash (used in)/generated from investing activities		(30,450,506)	26,787,152
Cash flows from financing activities			
Interest paid	12	(9,994,842)	(8,088,245)
Facility fees on bank loans paid	12	(307,481)	-
Proceeds from loans and borrowings	12	228,500,000	163,000,000
Repayment of loans and borrowings	12	(224,000,000)	(167,000,000)
Repayment of advances from holding company	12	-	(8,203,000)
Lease payments	12	(41,638)	(55,514)
Net cash used in financing activities		(5,843,961)	(20,346,759)
Net (decrease)/increase in cash and cash equivalents		(8,513,745)	9,387,540
Cash and cash equivalents at beginning of year		11,237,838	1,858,002
Effect of exchange rate fluctuations		621	(7,704)
Cash and cash equivalents at end of year	9	2,724,714	11,237,838

The accompanying notes form an integral part of these financial statements.

Notes to the financial statements

These notes form an integral part of the financial statements.
The financial statements were authorised for issue by the Board of Directors on 25 April 2023.

1 Domicile and activities

Tata Chemicals International Pte. Ltd. ('the Company') is incorporated in the Republic of Singapore. The address of the Company's registered office is at 78 Shenton Way, #14-02, Singapore 079120.

The principal activity of the Company is that of general wholesaler trade and an investment holding company. With effect from 1 October 2022, the Company has temporarily suspended its trading activities.

The Company is a wholly-owned subsidiary of Tata Chemicals Limited, incorporated in India.

2 Basis of preparation

2.1 Statement of compliance

The financial statements have been prepared in accordance with Financial Reporting Standards in Singapore ('FRS'). The changes to significant accounting policies are described in note 2.5.

2.2 Basis of measurement

The financial statements have been prepared on the historical cost basis except as otherwise described in the notes below.

2.3 Functional and presentation currency

These financial statements are presented in United States dollars, which is the Company's functional currency.

2.4 Use of estimates and judgements

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

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

In the application of the Company's accounting policies, which as described in note 3, management is of the opinion that there is no instances of application of judgement which is expected to have a significant effect on the amounts recognised in the financial statements.

Information about assumptions and estimation uncertainties at the reporting date that have a significant risk of resulting in a material adjustment to the carrying amounts of assets and liabilities within the next financial year are as follows.

Impairment loss on trade receivables

The Company evaluates whether there is any objective evidence that trade receivables are impaired, and determine the amount of impairment loss as a result of the inability of the debtors to make required payments. The Company bases the estimates on the ageing of the trade receivables balance, credit-worthiness of the debtors, current economic conditions and historical write-off experience. If the financial conditions of the debtors were to deteriorate or if the economic conditions worsened, additional allowances may be required in future.

Impairment loss on subsidiaries and associate

Management reviews the carrying amounts of the investments in subsidiaries and associate at each reporting period to determine whether there is any indication of impairment. If such indication exists, the recoverable amount is estimated.

Estimates of recoverable amounts were based on the higher of calculated value-in-use and fair value less cost to sell. In assessing value-in-use, management needs to estimate the future cash flows expected from the cash-generating units ('CGU') and an appropriate discount rate for each CGU to calculate the present value of future cash flows.

2.5 Changes in accounting policies

New standards and amendments

The Company has applied the following FRSs, amendments to and interpretations of FRS for the first time for the annual period beginning on 1 April 2022:

- *Amendment to FRS 116: COVID-19-Related Rent Concessions beyond 30 June 2022*
- *Amendments to FRS 16: Property, Plant and Equipment – Proceeds before Intended Use*
- *Amendments to FRS 37: Onerous Contracts – Cost of Fulfilling a Contract*
- *Amendments to FRS 103: Reference to the Conceptual Framework*
- *Annual Improvements to FRSs 2018-2020*

The application of these amendments to standards and interpretations does not have a material effect on the financial statements.

3 Significant accounting policies

The accounting policies set out below have been applied consistently to all periods presented in these financial statements, except as explained in note 2.5, which addresses changes in accounting policies.

3.1 Basis of consolidation

These financial statements are separate financial statements. Under the exemption from consolidation provisions given in FRS 110 Consolidated Financial Statements, the Company need not present consolidated financial statements on the basis that it is itself a wholly-owned subsidiary of another entity. Consolidated financial statements are prepared by the holding company, Tata Chemicals Limited, which has its registered office at Bombay House, 24 Homi Mody Street, Fort, Mumbai 400 001 (India). Tata Chemicals Limited shares are listed on two stock exchanges in India; the Bombay Stock Exchange ('BSE') and the National Stock Exchange ('NSE').

Subsidiaries

Subsidiaries are entities controlled by the Company. The Company controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity.

Associate

An associate is an entity in which the Group has significant influence, but not control or joint control, over the financial and operating policies of the entity. Significant influence is presumed to exist when the Group holds 20% or more of the voting power of another entity.

Accounting for subsidiaries and associate

Investments in subsidiaries and associate are stated in the Company's statement of financial position at cost less accumulated impairment losses.

3.2 Foreign currency

(i) Foreign currency transactions

Transactions in foreign currencies are translated to the functional currency of the Company at exchange rates at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date are translated to the functional currency at the exchange rate at that date. The foreign currency gain or loss on monetary items is the difference between amortised cost in the functional currency at the beginning of the year, adjusted for effective interest and payments during the year, and the amortised cost in foreign currency translated at the exchange rate at the end of the year.

Non-monetary assets and liabilities denominated in foreign currencies that are measured at fair value are translated to the functional currency at the exchange rate at the date that the fair value was determined. Non-monetary items in a foreign currency that are measured in terms of historical cost are translated using the exchange rate at the date of the transaction. Foreign currency differences arising on translation are recognised in profit or loss.

3.3 Financial instruments

(i)Recognition and initial measurement

Non-derivative financial assets and financial liabilities

Trade receivables are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instruments.

A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus or minus for an item not at fair value through profit or loss ('FVTPL'), transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

(ii) Classification and subsequent measurement

Non-derivative financial assets

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

Financial assets are not reclassified subsequent to their initial recognition unless the Company changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

Financial assets at amortised cost

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:
- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets: Business model assessment

The Company makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:
- the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realising cash flows through the sale of the assets;
- how the performance of the portfolio is evaluated and reported to the Company's management;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- how managers of the business are compensated – e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
- the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

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

Non-derivative financial assets: Assessment whether contractual cash flows are solely payments of principal and interest

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

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

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable rate features;
- prepayment and extension features; and
- terms that limit the Company's claim to cash flows from specified assets (e.g. non-recourse features)

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a significant discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

Non-derivative financial assets: Subsequent measurement and gains and losses

Financial assets at amortised cost

These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

Non-derivative financial liabilities: Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortised cost.

These financial liabilities are initially measured at fair value less directly attributable transaction costs. They are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. These financial liabilities comprised loans and borrowings, accruals and trade and other payables.

(iii) Derecognition

Financial assets

The Company derecognises a financial asset when:

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

Transferred assets are not derecognised when the Company enters into transactions whereby it transfers assets recognised in its statement of financial position, but retains either all or substantially all of the risks and rewards of the transferred assets.

Financial liabilities

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire. The Company also derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognised at fair value.

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

Interest rate benchmark reform

When the basis for determining the contractual cash flows of a financial asset or financial liability measured at amortised cost changes as a result of interest rate benchmark reform, the Company updates the effective interest rate of the financial asset or financial liability to reflect the change that is required by the reform. No immediate gain or loss is recognised. A change in the basis for determining the contractual cash flows is required by interest rate benchmark reform if the following conditions are met:

- the change is necessary as a direct consequence of the reform; and
- the new basis for determining the contractual cash flows is economically equivalent to the previous basis - i. e. the basis immediately before the change.

When changes were made to a financial asset or financial liability in addition to changes to the basis for determining the contractual cash flows required by interest rate benchmark reform, the Company first updates the effective interest rate of the financial asset or financial liability to reflect the change that is required by interest rate benchmarkreform. After that, the Company applies the policies on accounting for modifications to the additional changes.

(iv) Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

(v) Cash and cash equivalents

Cash and cash equivalents comprise cash balances and short-term deposits with maturities of three months or less from the date of acquisition that are subject to an insignificant risk of changes in their fair value, and are used by the Company in the management of its short-term commitments. For the purpose of the statement of cash flows, bank overdrafts that are repayable on demand and that form an integral part of the Company's cash management are included in cash and cash equivalents.

(vi) Derivative financial instruments and hedge accounting

The Company holds derivative financial instruments to hedge its interest rate risk exposures.

Derivatives are initially measured at fair value and any directly attributable transaction costs are recognised in profit or loss as incurred. Subsequent to initial recognition, derivatives are measured at fair value, and changes therein are generally recognised in profit or loss.

The Company designates certain derivatives financial instruments as hedging instruments in qualifying hedging relationships. At inception of designated hedging relationships, the Company documents the risk management objective and strategy for undertaking the hedge. The Company also documents the economic relationship between the hedged item and the hedging instrument, including whether the changes in cash flows of the hedged item and hedging instrument are expected to offset each other.

Hedges directly affected by interest rate benchmark reform

Phase 1 amendments: Prior to interest rate benchmark reform – when there is uncertainty arising from Interest rate benchmark reform

For the purpose of evaluating whether there is an economic relationship between the hedged item(s) and hedging instrument(s), the Company assumes that the benchmark interest rate is not altered as a result of interest rate benchmark reform.

For a cash flow hedge of a forecast transaction, the Company assumes that the benchmark interest rate will not be altered as a result of interest rate benchmark reform for the purpose of assessing whether the forecast transaction is highly probable and presents an exposure to variations in cash flows that could ultimately affect profit or loss. In determining whether a previously designated forecast transaction in a discontinued cash flow hedge is still expected to occur, the Company assumes that the interest rate benchmark cash flows designated as a hedge will not be altered as a result of interest rate benchmark reform.

The Company will cease to apply the specific policy for assessing the economic relationship between the hedged item and the hedging instrument (i) to a hedged item or hedging instrument when the uncertainty arising from interest rate benchmark reform is no longer present with respect to the timing and the amount of the contractual cash flows of the respective item or instrument or (ii) when the hedging relationship is discontinued. For its highly probable assessment of the hedged item, the Company will no longer apply the specific policy when the uncertainty arising from interest rate benchmark reform about the timing and the amount of the interest rate benchmark-based future cash flows of the hedged item is no longer present, or when the hedging relationship is discontinued.

Phase 2 amendments: Replacement of benchmark interest rates – when there is no longer uncertainty arising from interest rate benchmark reform

When the basis for determining the contractual cash flows of the hedged item or the hedging instrument changes as a result of interest rate benchmark reform and therefore there is no longer uncertainty arising about the cash flows of the hedged item or the hedging instrument, the Company amends the hedge documentation of that hedging relationship to reflect the change(s) required by interest rate benchmark reform. A change in the basis for determining the contractual cash flows is required by interest rate benchmark reform if the following conditions are met:

- the change is necessary as a direct consequence of the reform; and
- the new basis for determining the contractual cash flows is economically equivalent to the previous basis – i.e. the basis immediately before the change.

For this purpose, the hedge designation is amended only to make one or more of the following changes:

- designating an alternative benchmark rate as the hedged risk;
- updating the description of hedged item, including the description of the designated portion of the cash flows or fair value being hedged; or
- updating the description of the hedging instrument.

The Company amends the description of the hedging instrument only if the following conditions are met:

- it makes a change required by interest rate benchmark reform by using an approach other than changing the basis for determining the contractual cash flows of the hedging instrument;
- the chosen approach is economically equivalent to changing the basis for determining the contractual cash flows of the original hedging instrument; and
- the original hedging instrument is not derecognised.

The Company also amends the formal hedge documentation by the end of the reporting period during which a change required by interest rate benchmark reform is made to the hedged risk, hedged item or hedging instrument. These amendments in the formal hedge documentation do not constitute the discontinuation of the hedging relationship or the designation of a new hedging relationship.

If changes are made in addition to those changes required by interest rate benchmark reform described above, then the Company first considers whether those additional changes result in the discontinuation of the hedge accounting relationship. If the additional changes do not result in discontinuation of the hedge accounting relationship, then the Company amends the formal hedge documentation for changes required by interest rate benchmark reform as mentioned above.

When the interest rate benchmark on which the hedged future cash flows had been based is changed as required by interest rate benchmark reform, for the purpose of determining whether the hedged future cash flows are expected to occur, the Company deems that the hedging reserve recognised in OCI for that hedging relationship is based on the alternative benchmark rate on which the hedged future cash flows will be based.

Cash flow hedges

The Company designates certain derivatives as hedging instruments to hedge the variability in cash flows associated with highly probable forecast transactions arising from changes in interest rates.

When a derivative is designated as a cash flow hedging instrument, the effective portion of changes in the fair value of the derivative is recognised in OCI and accumulated in the hedging reserve. The effective portion of changes in the fair value of the derivative that is recognised in OCI is limited to the cumulative change in fair value of the hedged item, determined on a present value basis, from inception of the hedge. Any ineffective portion of changes in the fair value of the derivative is recognised immediately in profit or loss.

For all other hedged forecast transactions, the amount accumulated in the hedging reserve and the cost of hedging reserve is reclassified to profit or loss in the same period or periods during which the hedged expected future cash flows affect profit or loss.

If the hedge no longer meets the criteria for hedge accounting or the hedging instrument is sold, expires, is terminated or is exercised, then hedge accounting is discontinued prospectively. When hedge accounting for cash flow hedges is discontinued, the amount that has been accumulated in the hedging reserve and the cost of hedging reserve remains in equity until, for a hedge of a transaction resulting in recognition of a non-financial item, it is included in the non-financial item's cost on its initial recognition or, for other cash flow hedges, it is reclassified to profit or loss in the same period or periods as the hedged expected future cash flows affect profit or loss.

If the hedged future cash flows are no longer expected to occur, then the amounts that have been accumulated in the hedging reserve and the cost of hedging reserve are immediately reclassified to profit or loss.

3.4 Share capital

Ordinary shares

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares are recognised as a deduction from equity, net of any tax effects. Income tax relating to transaction costs of an equity transaction is accounted for in accordance with FRS 12.

Preference shares

Non-redeemable preference shares are classified as equity, because they bear discretionary dividends, do not contain any obligations to deliver cash or other financial assets and do not require settlement in a variable number of the Company's equity instruments. Discretionary dividends thereon are recognised as equity distributions on approval by the Company's shareholders.

3.5 Property and equipment

(i) Recognition and measurement

Items of property and equipment are measured at cost, which includes capitalised borrowing costs, less accumulated depreciation and accumulated impairment losses.

Cost includes expenditure that is directly attributable to the acquisition of the asset.

If significant parts of an item of property and equipment have different useful lives, they are accounted for as separate items (major components) of property and equipment.

The gain or loss on disposal of an item of property and equipment (calculated as the difference between the net proceeds from disposal and the carrying amount of the item) is recognised in profit or loss.

(ii) Subsequent costs

The cost of replacing a component of an item of property and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the component will flow to the Company and its cost can be measured reliably. The carrying amount of the replaced component is derecognised. The costs of the day-to-day servicing of property and equipment are recognised in the profit or loss as incurred.

(iii) Depreciation

Depreciation is based on the cost of an asset less its residual value. Significant components of individual assets are assessed and if a component has a useful life that is different from the remainder of that asset, that component is depreciated separately.

Depreciation is recognised as an expense in profit or loss on a straight-line basis over the estimated useful lives of each component of an item of property and equipment.

Depreciation is recognised from the date that the property and equipment are installed and are ready for use.

The estimated useful lives for the current and comparative years are as follows:
- Computer - 3 years
- Office equipment - 3 years
- Leasehold improvements - Over the period of the lease (3 years)

Depreciation methods, useful lives and residual values are reviewed at the end of each reporting period and adjusted if appropriate.

3.6 Leases

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

As a lessee

At commencement or on modification of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease component on the basis of its relative stand-alone prices. However, for the leases of property, the Company has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Company by the end of the lease term or the cost of the right-of-use asset reflects that the Company will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The right-of-use asset is subsequently stated at cost less accumulated depreciation and impairment losses.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the lessee's incremental borrowing rate. Generally, the Company uses the lessee's incremental borrowing rate as the discount rate.

The Company determines the lessee's incremental borrowing rate by obtaining interest rates from various external financing sources and makes certain adjustments to reflect the terms of the lease and type of the asset leased.

Lease payments included in the measurement of the lease liability comprise the following:

- fixed payments, including in-substance fixed payments;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- amounts expected to be payable under a residual value guarantee; and
- the exercise price under a purchase option that the Company is reasonably certain to exercise, lease payments in an optional renewal period if the Company is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Company is reasonably certain not to terminate early.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, if the Company changes its assessment of whether it will exercise a purchase, extension or termination option or if there is a revised in-substance fixed lease payment.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Company presents right-of-use assets that do not meet the definition of investment property in 'property and equipment' and lease liabilities in 'loans and borrowings' in the statement of financial position.

Short-term leases and leases of low-value assets

The Company has elected not to recognise right-of-use assets and lease liabilities for leases of low-value assets and short-term leases. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

3.7 Impairment

(i) Non-derivative financial assets

The Company recognises loss allowances for expected credit losses (ECLs) on financial assets measured at amortised cost.

Loss allowances of the Company are measured on either of the following bases:

- 12-month ECLs: these are ECLs that result from default events that are possible within the 12 months after the reporting date (or for a shorter period if the expected life of the instrument is less than 12 months); or
- Lifetime ECLs: these are ECLs that result from all possible default events over the expected life of a financial instrument.

Simplified approach

The Company applies the simplified approach to provide for ECLs for all trade receivables. The simplified approach requires the loss allowance to be measured at an amount equal to lifetime ECLs.

General approach

The Company applies the general approach to provide for ECLs on all other financial instruments. Under the general approach, the loss allowance is measured at an amount equal to 12-month ECLs at initial recognition.

At each reporting date, the Company assesses whether the credit risk of a financial instrument has increased significantly since initial recognition. When credit risk has increased significantly since initial recognition, loss allowance is measured at an amount equal to lifetime ECLs.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and includes forward-looking information.

If credit risk has not increased significantly since initial recognition or if the credit quality of the financial instruments improves such that there is no longer a significant increase in credit risk since initial recognition, loss allowance is measured at an amount equal to 12-month ECLs.

The Company considers a financial asset to be in default when:

- the debtor is unlikely to pay its credit obligations to the Company in full, without recourse by the Company to actions such as realising security (if any is held); or
- the financial asset remains outstanding for more than the reasonable range of past due days, taking into consideration historical payment track records, current macroeconomics situation as well as the gernal industry trend.

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

Measurement of ECLs

ECLs are probability-weighted estimates of credit losses. Credit losses are measured at the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Company expects to receive). ECLs are discounted at the effective interest rate of the financial asset.

Credit-impaired financial assets

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

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

- breach of contract such as a default or past due outstanding for more than the reasonable range of past due days, taking into consideration historical payment track records, current macroeconomics situation as well as the gernal industry trend;
- significant financial difficulty of the debtor;
- the restructuring of a loan or advance by the Company on terms that the Company would not consider otherwise;
- it is probable that the debtor will enter bankruptcy or other financial reorganisation; or
- the disappearance of an active market for a security because of financial difficulties.

Presentation of allowance for ECLs in the statement of financial position

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

Write-off

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

(ii) 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. An impairment loss is recognised if the carrying amount of an asset or its related cash-generating unit ('CGU') exceeds its estimated recoverable amount.

The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs of disposal. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGUs.

The Company's corporate assets do not generate separate cash inflows and are utilised by more than one CGU. Corporate assets are allocated to CGUs on a reasonable and consistent basis and tested for impairment as part of the testing of the CGU to which the corporate asset is allocated.

Impairment losses are recognised in profit or loss. Impairment losses recognised in respect of CGUs are allocated to reduce the carrying amounts of the assets in the CGU (group of CGUs) on a *pro rata* basis.

Impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased 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, if no impairment loss had been recognised.

An impairment loss in respect of subsidiaries and associate is measured by comparing the recoverable amount of the investment with its carrying amount in accordance with the requirements for non-financial assets. An impairment loss is recognised in profit or loss. An impairment loss is reversed if there has been a favourable change in the estimates used to determine the recoverable amount and only to the extent that the recoverable amount increases.

3.8 Employee benefits

(i) Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution pension plans are recognised as staff costs in profit or loss in the periods during which services are rendered by employees.

(ii) Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided.

A liability is recognised for the amount expected to be paid under short-term cash bonus if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

3.9 Provisions

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost.

3.10 Revenue

(i) Goods and services sold

Revenue from sale of goods and services in the ordinary course of business is recognised when the Company satisfies a performance obligation ('PO') by transferring control of a promised good or service to the customer. The amount of revenue recognised is the amount of the transaction price allocated to the satisfied PO.

The transaction price is allocated to each PO in the contract on the basis of the relative stand-alone selling prices of the promised goods or services. The individual standalone selling price of a good or service that has not previously been sold on a stand-alone basis, or has a highly variable selling price, is determined based on the residual portion of the transaction price after allocating the transaction price to goods and/or services with observable stand-alone selling prices. A discount or variable consideration is allocated to one or more, but not all, of the performance obligations if it relates specifically to those POs.

The transaction price is the amount of consideration in the contract to which the Company expects to be entitled in exchange for transferring the promised goods or services. The transaction price may be fixed or variable and is adjusted for time value of money if the contract includes a significant financing component. Consideration payable to a customer is deducted from the transaction price if the Company does not receive a separate identifiable benefit from the customer. When consideration is variable, the estimated amount is included in the transaction price to the extent that it is highly probable that a significant reversal of the cumulative revenue will not occur when the uncertainty associated with the variable consideration is resolved.

Revenue may be recognised at a point in time or over time following the timing of satisfaction of the PO. If a PO is satisfied over time, revenue is recognised based on the percentage of completion reflecting the progress towards complete satisfaction of that PO.

(ii) Dividend income

Dividend income is recognised in the profit or loss when the shareholder's right to receive payment is established.

3.11 Finance income and finance costs

Finance income comprises interest income on funds invested and loan to a subsidiary that are recognised in the profit or loss. Interest income is recognised as it accrues, using the effective interest method.

Finance costs comprise interest expenses and similar charges that are recognised in the profit or loss. All borrowing costs are recognised in the profit or loss using the effective interest method.

The 'effective interest rate' is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to:

- the gross carrying amount of the financial asset; or
- the amortised cost of the financial liability.

In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortised cost of the liability. However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

3.12 Tax

Tax expense comprises current and deferred tax. Current tax and deferred tax are recognised in profit or loss except to the extent that it relates to items recognised directly in equity or in OCI.

The Company has determined that interest and penalties related to income taxes, including uncertain tax treatments, do not meet the definition of income taxes, and therefore accounted for them under *FRS 37 Provisions, Contingent Liabilities and Contingent Assets.*

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years. The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any. Current tax also includes any tax arising from dividends.

Current tax assets and liabilities are offset only if certain criteria are met.

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

The measurement of deferred taxes reflects the tax consequences that would follow the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on tax rates and tax laws that have been enacted or substantively enacted by the reporting date, and reflects uncertainty related to income taxes, if any.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to taxes levied by the same tax authority on the same taxable entity.

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Future taxable profits are determined based on the reversal of relevant taxable temporary differences. If the amount of taxable temporary differences is insufficient to recognise a deferred tax asset in full, then future taxable profits, adjusted for reversals of existing temporary differences, are considered, based on the business plans for the Company. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves.

Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

3.13 Operating profit (Results from operating activities)

Operating profit is the result generated from the continuing principal revenue-producing activities of the Company as well as other income and expenses related to operating activities. Operating profit excludes net finance costs and income taxes.

3.14 New standards and interpretations not yet adopted

A number of new standards, interpretations and amendments to standards are effective for annual periods beginning after 1 April 2022 and earlier application is permitted; however, the Company has not early adopted the new or amended standards and interpretations in preparing these financial statements.

Applicable to 2024 financial statements

- *FRS 117 Insurance Contracts and amendments to FRS 117 Insurance Contracts*
- *Amendments to FRS 1: Classification of Liabilities as Current or Non-current*
- *Amendments to FRS 1 and FRS Practice Statement 2: Disclosure of Accounting Policies*
- *Amendments to FRS 8: Definition of Accounting Estimates*
- *Amendments to FRS 12: Deferred Tax related to Assets and Liabilities arising from a Single Transaction*
- *Amendments to FRS 116: Lease Liability in a Sale and Leaseback*
- *Amendments to FRS 1: Non-current Liabilities with Covenants*

Mandatory effective date deferred

- *Amendments to FRS 110 and FRS 28: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*

The Company is still in the process of assessing the impact of the new FRSs, amendments to and interpretations of FRSs on the financial statements. The Company does not expect significant impact on the financial statements upon the adoption of these new FRSs, amendments to and interpretations of FRSs.

4 Property and equipment

	Leasehold improvements US$	Computer US$	Right-of-use asset US$	Office equipment US$	Total US$
Cost					
At 1 April 2021	25,516	14,678	198,002	27,779	265,975
Additions	-	1,338	-	-	1,338
Write off	(1,072)	(4,095)	-	(8,957)	(14,124)
At 31 March 2022	24,444	11,921	198,002	18,822	253,189
Disposal / Write off	(24,444)	(11,921)	(198,002)	(18,822)	(253,189)
At 31 March 2023	-	-	-	-	-
Accumulated depreciation					
At 1 April 2021	25,516	10,060	104,829	27,779	168,184
Depreciation for the year	-	3,246	53,242	-	56,488
Disposal	(1,072)	(4,095)	-	(8,957)	(14,124)
At 31 March 2022	24,444	9,211	158,071	18,822	210,548
Depreciation for the year	-	1,506	39,931	-	41,437
Disposal / Write off	(24,444)	(10,717)	(198,002)	(18,822)	(251,985)
At 31 March 2023	-	-	-	-	-
Carrying amounts					
At 1 April 2021	-	4,618	93,173	-	97,791
At 31 March 2022	-	2,710	39,931	-	42,641
At 31 March 2023	-	-	-	-	-

5 Associate

	2023 US$	2022 US$
Interest in associate		
Unquoted equity shares, at cost	19,571,307	19,571,307
Impairment loss	(19,571,307)	(19,571,307)
	-	-

There are no (2022: nil) change in impairment loss in respect of associate during the year.

Details of associate of the Company is as follows:

Name of associate (place of incorporation)	Principal activities	Percentage of interest held 2023	2022
JOil (S) Pte Ltd ("JOil") (incorporated in Singapore)	Research and development	17.07%	17.07%

Management has considered and assessed the recoverable value of its investment as of 31 March 2023 and 2022. Arising from the assessment, investment in JOil has been fully impaired. The aim of JOil was to develop and market a Jatropha based bio-fuel product. In 2015, following a review of the business and product development plans, project delays and other external factors, including the significant reduction in the price of oil, and the financial performance of the joint venture, the Company has determined that, at present, the investment will not achieve its initial aims and recoverable amount and this continues to be the situation for 2016 to 2023. As such, since prior years, the Company had fully impaired the value of its investment which had been loss making.

Although the Company owns less than 20% interests in JOil, management has assessed that it has significant influence because it participates in the financial and operating policies of JOil through its representation on the Board of Directors.

6 Subsidiaries

	2023 US$	2022 US$
Unquoted equity shares, at cost	858,947,014	828,447,013
Impairment loss	(137,160,134)	(106,660,133)
	721,786,880	721,786,880

Details of the Company's subsidiaries are as follows:

Name of subsidiaries	Principal activities	Principal place of business/Country of incorporation	Effective equity held by the Company 2023	2022
Homefield Pvt. UK Ltd	Investment holding	England	100%	100%
Gusiute Holdings (UK) Limited	Investment holding	England	100%	100%

On 15 April 2022, the Company acquired additional 17,850,000 Non-Cumulative Redeemable preference shares of Homefield Pvt. UK Ltd for a cash consideration of $1 through its holding company. The purchase consideration was negotiated on a willing-buyer willing-seller basis, after taking into consideration of the audited net assets of Homefield Pvt. UK Ltd as at 31 March 2022.

In current year, the Company subscribed to additional 30,500,000 Non-Cumulative Redeemable preference shares of Homefield Pvt. UK Ltd at $1 per share for $30,500,000. The Company further invested in Homefield Pvt. UK Ltd to support its repayment of external loan and servicing interest on external loans.

Management assessed and made an allowance for impairment loss of US$30,500,001 (2022: Nil) on the additional investment in Homefield Pvt. UK Ltd, which was recognised in profit or loss. The Company had fully impaired the value of its investment which continues to be loss making and in significant capital deficiency.

The change in impairment loss in respect of investments in subsidiaries during the year is as follows:

	2023 US$	2022 US$
Balance at the beginning of the year	(106,660,133)	(106,660,133)
Impairment loss for the year	(30,500,001)	-
Balance at the end of the year	(137,160,134)	(106,660,133)

7 Trade and other receivables

	2023 US$	2022 US$
Non-current asset		
Other receivable:		
- Loan to a subsidiary [(1)]	1	-
Allowance for receivable	(1)	-
	-	-
Current assets		
Trade receivables:		
- Third parties	-	31,164,523
Other receivables	52,808	2,310
Total	52,808	31,166,833

[(1)] Following the Company's acquisition of 17,850,000 Non-Cumulative Redeemable preference shares of Homefield Pvt. UK Ltd (see note 6), a loan made to the subsidiary, Homefield Pvt. UK Ltd, totalling a principal amount of US$78,925,966 plus accrued interest totalling US$32,889,150, was assigned from the holding company to the Company for a cash consideration of US$1 on 15 April 2022. The consideration was negotiated on a willing-buyer willing-seller basis, after taking into consideration of the audited net assets of Homefield Pvt. UK Ltd as at 31 March 2022.

The loan is denominated in United States dollars. The loan bears interest at US dollar London Interbank Offered Rate (USD LIBOR) + 2.25% per annum (2022: NIL), is unsecured and repayable on demand. The amount is classified as non-current as the Company does not expect to receive payment within the next 12 months.

Subsequent to the loan assignment, the Company did not recognise any further interest arising from the loan as recoverability of the amount is not probable.

Credit and market risks, and impairment losses

The Company's exposure to credit and currency risks, and impairment losses for trade and other receivables are disclosed in note 21.

8 Derivative financial assets / (liabilities)

	2023 US$	2022 US$
Derivative financial assets		
Interest rate swaps	1,006,049	-
Derivative financial liabilities		
Interest rate swaps [1]	-	(1,881,868)

The Company uses interest rate swaps to manage its exposure to interest rate movements on its bank loans (Note 12) by swapping the borrowings from floating rates to fixed rates. The floating rate on the interest swaps is Secured Overnight Financing Rate (2022: London Interbank Offered Rate). The Company settles the difference between the fixed and the floating interest rate on a net basis.

During the year, the Company early settled the interest rate swaps from prior year following the early repayment of bank loans (see note 12) and enterest into new interest rate swaps for the new loans.

9 Cash and cash equivalents

	2023 US$	2022 US$
Bank balances	706,125	11,237,838
Fixed deposit	2,018,589	-
	2,724,714	11,237,838

10 Share capital

	2023		2022	
	Number of shares	US$	Number of shares	US$
Ordinary shares				
Issued and fully paid, with no par value				
At beginning of year and at end of year	485,307,852	481,637,700	485,307,852	481,637,700
Preference shares				
Issued and fully paid, with no par value				
At beginning of year and at end of year	16,100,000	115,100,000	16,100,000	115,100,000
	501,407,852	596,737,700	501,407,852	596,737,700

The holders of ordinary shares are entitled to receive dividends as declared from time to time, and are entitled to one vote per share at meetings of the Company. All shares rank equally with regard to the Company's residuals assets.

The holder of redeemable preference shares has the right to a preferential dividend which is payable as and when determined by the Company's Board of Directors in such amount as determined by the Board. The Company may at any time redeem any or all of the non-convertible and non-cumulative redeemable preference share by giving not less than seven days prior notice in writing to the holders of non-convertible and non-cumulative redeemable preference shares.

Capital management

The Board defines "capital" as share capital and all components of equity.

The Company's policy is to maintain a sound capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Board monitors the return of capital, which the Company defines as net operating income divided by total shareholders' equity. The Board also monitors the level of dividends to ordinary shareholders.

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

The loan facilities are subject to externally imposed capital requirements where the Company is required to maintain positive net tangible assets (2022: net tangible assets, ratio of earnings before interest, taxes ('EBIT') to finance charges, and ratio of dividend receipts to finance charges in excess of specific financial thredholds). As at 31 March 2023, the Company is in a positive net tangible asset position. In prior year, the Company met the specific financial thredhold of net tangible assets and obtained waiver of the covenant for ratio of EBIT to finance charges, and ratio of dividend receipts to finance charges. The Company complied with the covenants as at 31 March 2023 and 31 March 2022.

Except as disclosed above, the Company is not subject to externally imposed capital requirements.

11 Foreign currency translation reserve

The foreign currency translation reserve arises from the Company's change in functional and presentation currency to the United States Dollar in prior years.

12 Loans and borrowings

	2023 US$	2022 US$
Non-current liabilities		
Unsecured bank loans [1]	228,265,362	-
Current liabilities		
Unsecured bank loans [2]	-	199,439,101
Working capital facility [3]	-	24,000,000
Lease liabilities	-	41,240
	-	223,480,341

[1] The bank loans bear interest rate at Secured Overnight Financing Rate (SOFR) + 1.18% per annum. The bank loans are denominated in United States dollars and repayable on 30 September 2024.

[2] In prior year, the bank loans bore interest rate USD LIBOR + 1.20% per annum. The bank loans were denominated in United States dollars and repayable on 12 December 2022. The bank loans were fully repaid during the year prior to maturity date.

[3] In prior year, the unsecured working capital facility was repayable within 25-180 days. Interest was charged at 0.67% to 1.21% per annum based on USD LIBOR. The working capital facility was fully repaid during the year.

Market and liquidity risks

Information about the Company's exposure to interest rate, currency and liquidity risks are included in note 21.

Reconciliation of movements of liabilities to cash flows arising from financing activities

	Note	Liabilities			
		Loans and borrowings	**Accrued interests (note 13)**	**Advances from holding company (non-trade)**	**Total**
		US$	**US$**	**US$**	**US$**
Balance as at 1 April 2021		226,733,954	413,919	8,203,000	235,350,873
Changes from financing cash flows					
Proceeds from loans and borrowings		163,000,000	-	-	163,000,000
Repayment of loans and borrowings		(167,000,000)	-	-	(167,000,000)
Net cash generated from operations		-	-	(8,203,000)	(8,203,000)
Payment of lease liabilities		(55,514)	-	-	(55,514)
Interest paid		(343,919)	(7,744,326)	-	(8,088,245)
Total changes from financing cash flows		(4,399,433)	(7,744,326)	(8,203,000)	(20,346,759)
Other changes					
Interest charged	18	345,821	7,747,446	-	8,093,267
Amortisation of facility fees on bank loans	16	799,999	-	-	799,999
Total other changes		1,145,820	7,747,446	-	8,893,266
Balance at 31 March 2022		223,480,341	417,039	-	223,897,380
Balance as at 1 April 2022		223,480,341	417,039	-	223,897,380
Changes from financing cash flows					
Proceeds from loans and borrowings		228,500,000	-	-	228,500,000
Repayment of loans and borrowings		(224,000,000)	-	-	(224,000,000)
Payment of lease liabilities		(41,638)	-	-	(41,638)
Interest paid		(148,179)	(9,846,663)	-	(9,994,842)
Facility fees on bank loans paid		(307,481)	-	-	(307,481)
Total changes from financing cash flows		4,002,702	(9,846,663)	-	(5,843,961)
Other changes					
Interest charged	18	148,577	9,463,696	-	9,612,273
Amortisation of facility fees on bank loans	16	633,742	-	-	633,742
Total other changes		782,319	9,463,696	-	10,246,015
Balance at 31 March 2023		228,265,362	34,072	-	228,299,434

13 Trade and other payables

	2023	2022
	US$	US$
Trade payables:		
- Third parties	-	160,403
- Related companies	-	1,757,438
	-	1,917,841
Accrued interests	34,072	417,039
Total	34,072	2,334,880

In prior year, payables principally comprised amounts outstanding for trade purchases and ongoing costs. The average credit period on purchases of goods was 90 days. No interest was charged on trade payable.

Market and liquidity risks

The Company's exposures to currency and liquidity risks related to trade and other payables are disclosed in note 21.

14 Revenue

	2023 US$	2022 US$
Sale of goods	16,859,473	103,142,158

Disaggregation of revenue from contracts with customers

In the following table, revenue from contracts with customers is disaggregated by primary geographical markets, major products or service lines and timing of revenue recognition.

	Sale of commodity	
	2023 US$	2022 US$
Primary geographical markets		
Asia	15,341,224	35,642,290
United States of America	-	13,125,439
India	1,518,249	54,374,429
	16,859,473	103,142,158
Major products or service line		
Sales of goods	16,859,473	103,074,865
Freight income	-	67,293
	16,859,473	103,142,158
Timing of revenue recognition		
Products transferred at a point in time	16,859,473	103,074,865
Products and services transferred over time	-	67,293
	16,859,473	103,142,158

Transaction price allocated to the remaining performance obligations

The Company applies the practical expedient in paragraph 121 of FRS115 and does not disclose information about its remaining performance obligations if:
· the performance obligation is part of a contract that has an original expected duration of one year or less; or
· the Company has a right to invoice a customer in an amount that corresponded directly with its performance to date, then it recognises revenue in that amount.

15 Other operating income

	2023 US$	2022 US$
Dividend income	-	10,000,000
Finance income		
- bank deposit	48,999	2,375
- loan interest from related party	-	248,078
Jobs support scheme	-	4,603
Others	34,710	173
	83,709	10,255,229

16 Administrative expenses

	2023 US$	2022 US$
Bank charges	61,959	138,500
Amortisation of facility fees on bank loans	633,742	799,999
Gain from derivative financial liabilities not designated as hedges	-	(82,860)
Professional fees	110,131	406,455
Depreciation	41,437	56,488
Staff costs	259,543	468,909
Brand equity brand promotion fees	848,188	15,117
Others	81,901	124,137
	2,036,901	1,926,745

17 Other operating expenses

	2023 US$	2022 US$
Impairment loss on investment in subsidiary	30,500,001	-
Impairment loss on loan to a subsidiary	1	-
	30,500,002	-

18 Finance costs

	2023 US$	2022 US$
Financial liabilities measured at amortised cost – interest expense	9,612,273	8,093,267
Realised exchange differences	(2,655)	1,288,910
Cash flow hedges – ineffective portion of changes in fair value	(843,663)	(969,175)
	8,765,955	8,413,002

19 (Loss)/Profit for the year

The following item has been included in arriving at (loss)/profit before tax for the year:

	2023 US$	2022 US$
Contributions to defined contribution plans included in staff cost	17,826	54,888

20 Tax expense

	2023 US$	2022 US$
Current tax expense		
Current year	-	175,000
Adjustments for prior years	-	16,950
	-	191,950

	2023 US$	2022 US$
Reconciliation of effective tax rate		
(Loss)/Profit before tax	(40,825,028)	3,073,925
Tax calculated using Singapore tax rate of 17% (2022: 17%)	(6,940,255)	522,567
Non-deductible expenses	7,083,678	1,349,577
Tax exempt revenue	(143,423)	(1,697,144)
Adjustments for prior years	-	16,950
	-	191,950

21 Financial instruments

Financial risk management

Overview

The Company has exposures to the following risks arising from financial instruments:

- credit risk
- liquidity risk
- market risk

This note presents information about the Company's exposure to each of the above risks, the Company's objectives, policies and processes for measuring and managing risk, and the Company's management of capital.

Risk management framework

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. Management is responsible for developing and monitoring the Company's risk management policies. Management reports regularly to the Board of Directors on its activities.

Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counter party to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers, loan to a subsidiary and cash at bank.

The carrying amounts of financial assets represent the Company's maximum exposure to credit risk, before taking into account any collateral held. Aside from trade receivables, the Company does not hold any collateral in respect of its financial assets.

Trade receivables

The Company manages its credits risk by transacting with established companies with no adverse information in the industries. The Company's credit terms are generally up to 180 days (2022: 180 days). No interest is charged on the outstanding balance.

Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis. Credit evaluations are performed on all new customers. The credit quality of customers is assessed after taking into account its financial position and past experience with the customers. The company has policies in place to ensure that invoices for goods provided to customers are collected within an appropriate time period and that loss to the company is minimised in the event of default. The collateral held for trade receivables include letter of credit from reputable banks recommended by the Company.

Exposure to credit risk

The exposure to credit risk for trade receivables at the reporting date by geographic region was as follows:

	Carrying amount	
	2023	**2022**
	US$	**US$**
America	-	3,591,723
Asia	-	18,230,102
India	-	9,342,698
	-	31,164,523

Expected credit loss (ECL) assessment for trade receivables secured with letters of credit or where counterparties had credit ratings as at 1 April 2021 and 31 March 2022

The Company allocated each exposure to a credit risk grade based on data that was determined to be predictive of the risk of loss (including but not limited to external ratings, audited financial statements, management accounts and cash flow projections and available press information about customers) and applying experienced credit judgement. Credit risk grades were defined using qualitative and quantitative factors that were indicative of the risk of default and were aligned to credit rating definitions from agencies such as Standards and Poor's and Moody's.

The following tables provided information about the exposure to credit risk and ECLs for trade receivables secured with letters of credit or where counterparties had credit ratings:

	Equivalent to external credit rating	Credit impaired	Gross carrying amount	Impairment loss allowance	Net carrying amount
			US$	**US$**	**US$**
2022					
Grades 1-4: *Low risk*	A-3 to A-1+	No	8,440,073	-	8,440,073
Grades 5 : *Fair risk*	B	No	1,681,290	-	1,681,290
			10,121,363	-	10,121,363

There were no trade receivables for which credit risk had increased significantly since initial recognition but that were not credit-impaired financial assets.

Expected credit loss (ECL) assessment for trade receivables without letters of credit or credit ratings

The Company used an allowance matrix to measure the ECLs of trade receivables for customers without letters of credit or credit ratings.

Loss rates were calculated using a "roll rate" method based on the probability of a receivable progressing through succession stages of delinquency to write-off.

Loss rates were based on actual credit loss experience over the past 4 years adjusted for current conditions and the Company's view of economic conditions over the expected lives of the trade receivables only if these factors had a significant impact to the credit loss.

The following table provides information about the exposure to credit risk and ECLs for trade receivables without letters of credit or credit ratings:

	Weighted average loss rate %	Gross carrying amount US$	Impairment loss allowance US$	Net carrying amount US$	Credit impaired
2022					
Current (not past due)	0%	17,884,496	-	17,884,496	No
1 – 30 days past due	0%	3,131,325	-	3,131,325	No
31 – 60 days past due	0%	25,255	-	25,255	No
61 – 90 days past due	0%	-	-	-	No
More than 90 days past due	0%	2,084	-	2,084	No
		21,043,160	-	21,043,160	

At the prior year end, the Company was exposed to concentration of credit risk as 80% of its trade receivables were due from 4 customers.

Loan to a subsidiary

During the year, the Company has taken over a loan to a subsidiary from its holding company for a cash consideration of US$1 (see note 6). Impairment on this balance had been measured on the 12-month expected credit loss basis. The Company has fully impaired the loan after assessing qualitative and quantitative factors that were indicative of the risk of default (including but not limited to audited financial statements, management accounts, cash flow projections, and applying experienced credit judgement).

Derivatives

The derivatives are placed with financial institutions which are regulated. Management does not expect any of its counterparties to fail to meet its obligations.

Cash and cash equivalents

Cash is placed with financial institutions which are regulated and rated Aa1 (2021: Aa1 to A1), based on credit ratings by Moody's Corporation. Impairment on cash at bank has been measured on the 12-month expected credit loss basis and reflects the short maturities of the exposures. The Company considers that its cash at bank have low credit risk based on the external credit rating of the counterparties. The amount of the allowance on cash at bank was negligible.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The Company monitors its liquidity risk and maintains a level of cash and cash equivalents deemed adequate by management to finance the Company's operations and to mitigate the effects of fluctuations in cash flows. This excludes the potential impact of extreme circumstances that cannot be reasonably predicted.

Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities. The amounts are gross and undiscounted, and include contractual interest payments and exclude the impact of netting agreements:

	Carrying amount US$	Cash flows: Contractual cash flows US$	Within 1 year US$	Within 1 to 5 years US$
31 March 2023				
Non-derivative financial liabilities				
Bank loans	228,265,362	(246,898,700)	(12,265,800)	(234,632,900)
Accruals	81,251	(81,251)	(81,251)	-
Trade and other payables	34,072	(34,072)	(34,072)	-
	228,380,685	(247,014,023)	(12,381,123)	(234,632,900)
31 March 2022				
Non-derivative financial liabilities				
Bank loans	199,439,101	(203,268,248)	(203,268,248)	-
Working capital facility	24,000,000	(24,049,442)	(24,049,442)	-
Lease liabilities	41,240	(41,636)	(41,636)	-
Accruals	312,301	(312,301)	(312,301)	-
Trade and other payables	2,334,880	(2,334,880)	(2,334,880)	-
	226,127,522	(230,006,507)	(230,006,507)	-

	Carrying amount US$	Cash flows: Contractual cash flows US$	Within 1 year US$	Within 1 to 5 years US$
Derivative financial liabilities				
Net-settled interest rate swaps	1,881,868	(1,881,868)	(1,881,868)	-

Market risk

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

The Company buys and sells derivatives, and also incurs financial liabilities, in order to manage market risks. All such transactions are carried out within the guidelines set by management. Generally, the Company seeks to apply hedge accounting in order to manage volatility in profit or loss.

The Company is not exposed to any significant equity price risk.

Foreign currency risk

The Company's foreign currency exposures arise mainly from the exchange rate movements of Singapore dollar against United States dollar.

Those exposures are managed primarily by using natural hedges that arise from offsetting assets and liabilities that are denominated in foreign currencies.

The Company's exposure to foreign currency risk is not significant at the reporting date.

Interest rate risk

The Company adopts a policy of ensuring that its interest rate risk exposure is at a fixed-rate. This is achieved partly by entering into fixed-rate instruments and partly by borrowing at a float rate and using interest rate swaps as hedges of the variability in cash flows attributable to interest rate risk.

The Company determines the existence of an economic relationship between the hedging instrument and hedged item based on the reference interest rates, tenors, repricing dates and maturities and the notional or par amounts. If a hedging relationship is directly affected by uncertainty arising from interest rate benchmark reform, then the Company applies Phase 1 amendments and assumes for this purpose that the benchmark interest rate is not altered as a result of interest rate benchmark reform.

The Company designated the interest rate swaps as a cash flow hedging instruments in qualifying heading relationships. The Company assesses whether the derivative designated in this hedging relationship is expected to be effective in offsetting changes in cash flows of the hedged item using the hypothetical derivative method.

In these hedge relationships, the main sources of ineffectiveness are:

- the effect of the counterparty and the Company's own credit risk on the fair value of the swaps, which is not reflected in the change in the fair value of the hedged cash flows attributable to the change in interest rates; and
- differences in repricing dates between the swaps and the borrowings.

Hedging relationships that are impacted by interest rate benchmark reform may experience ineffectiveness because of uncertainty about when and how replacement may occur for the relevant hedged item and hedging instrument due to the interest rate benchmark reform transition. For further details, see 'Managing interest rate benchmark reform and associated risks' below.

Managing interest rate benchmark reform and associated risks

Overview

A fundamental reform of major interest rate benchmarks is being undertaken globally, including the replacement of some interbank offered rates (IBORs) with alternative nearly risk-free rates (referred to as 'interest rate benchmark reform'). The Company has exposures to IBORs on its financial instruments that will be replaced or reformed as part of these market-wide initiatives. The Company's main IBOR exposure as at 31 March 2023 relates to its loan to a subsidairy which was indexed to USD LIBOR. UK Financial Conduct Authority confirmed the discontinuation of USD LIBOR and a shift towards the use of SOFR as the alternative interest rate benchmark. The timeline for SOFR to replace USD LIBOR is by the end of June 2023.

There is no IBOR exposure arising from the bank loans and interest rate swaps as at 31 March 2023 as they are indexed to SOFR.

Management monitors and manages the Company's transition to alternative rates. The management evaluates the extent to which contracts reference IBOR cash flows, whether such contracts will need to be amended as a result of interest rate benchmark reform and how to manage communication about interest rate benchmark reform with counterparties. The management reports to the Company's Board of Directors quarterly and collaborates with other business functions as needed. It provides periodic reports to the Board of Directors of interest rate risk and risks arising from interest rate benchmark reform.

Non-derivative financial assets

The Company's IBOR exposure to non-derivative financial asset as at 31 March 2023 is loan to a subsidiary indexed to USD LIBOR. The Company is still in the process of communication with the counterparty and specific changes have yet to be agreed. However, as the loan to a subsidiary has been fully impaired by the Company, any changes in interest rates and the IBOR exposure are not expected to affect the Company's income or the value of its financial instrument.

Total amounts of unreformed contracts, including those with an appropriate fallback clause

The Company monitors the progress of transition from IBORs to new benchmark rates by reviewing the total amounts of contracts that have yet to transition to an alternative benchmark rate and the amounts of such contracts that include an appropriate fallback clause. The Company considers that a contract is not yet transitioned to an alternative benchmark rate when interest under the contract is indexed to a benchmark rate that is still subject to interest rate benchmark reform, even if it includes a fallback clause that deals with the cessation of the existing IBOR (referred to as an 'unreformed contract').

The following table shows the total amounts of unreformed contracts and those with appropriate fallback language at 31 March 2023. The amounts of financial assets are shown at their carrying amounts.

	USD LIBOR	
	Total amount of unreformed contracts	**Amount with appropriate fallback clauses**
	US$	**US$**
31 March 2023		
Financial asset		
Loan to a subsidiary	116,111,847	-

Exposure to interest rate risk

At the reporting date, the interest rate profile of the interest-bearing financial instruments, as reported to the management, was as follows:

	Nominal amount	
	2023	**2022**
	US$	**US$**
Variable rate instruments		
Financial liabilities	228,500,000	224,000,000
Effect of interest rate swaps	(228,500,000)	(200,000,000)
	-	24,000,000

Cash flow sensitivity analysis for variable rate instruments

A reasonably change of 100 basis points in interest rates at the reporting date would have increased/(decreased) equity and profit or loss by the amounts shown below. This analysis assumes that all other variables remain constant.

	Profit or loss		**Equity**	
	100 bp increase	**100 bp decrease**	**100 bp increase**	**100 bp decrease**
	US$	**US$**	**US$**	**US$**
31 March 2023				
Variable rate instruments	-	-	-	-
Interest rate swap	-	-	(1,958,909)	2,028,601
Cash flow sensitivity (net)	-	-	(1,958,909)	2,028,601
31 March 2022				
Variable rate instruments	(240,000)	240,000	-	-
Interest rate swap	-	-	926,238	(682,361)
Cash flow sensitivity (net)	(240,000)	240,000	926,238	(682,361)

Hedge accounting

Cash flow hedges

At 31 March, the Company held the following instruments to hedge exposures to changes in interest rates.

	Interest rate (%)	Maturity Within 1 year US$	Between 1 to 5 years US$	More than 5 years US$
2023				
Interest rate risk				
Interest rate swaps (IRS)				
- Float-to-fixed	4.02% -4.70%	-	228,500,000	-
2022				
Interest rate risk				
Interest rate swaps (IRS)				
- Float-to-fixed	2.60%	200,000,000	-	-

The amounts at the reporting date relating to items designated as hedged items were as follows.

	Balance in hedging reserve for continuing hedges 2023 US$	 2022 US$
Interest rate risk		
Variable-rate instruments	1,006,049	(1,038,205)

The amounts relating to items designated as hedging instruments and hedge ineffectiveness were as follows

	Nominal amount US$	Carrying amount – assets / (liabilities) US$	Line item in the statement of financial position where the hedging instrument is included
At 31 March 2023			
Interest rate risk			
Interest rate swaps	228,500,000	1,006,049	Derivative financial assets
At 31 March 2022			
Interest rate risk			
Interest rate swaps	200,000,000	(1,881,868)	Derivative financial liabilities

	Changes in the value of the hedging instrument recognised in OCI US$	Hedge ineffectiveness recognised in profit or loss US$	Line item in profit or loss that includes hedge ineffectiveness	Amount reclassified from hedging reserve to profit or loss US$	Line item in profit or loss affected by the reclassification
During the period - 2023					
Interest rate risk					
Interest rate swaps	828,287	(843,663)	Finance costs	1,215,967	Finance costs

	Changes in the value of the hedging instrument recognised in OCI US$	Hedge ineffectiveness recognised in profit or loss US$	Line item in profit or loss that includes hedge ineffectiveness	Amount reclassified from hedging reserve to profit or loss US$	Line item in profit or loss affected by the reclassification
During the period - 2022					
Interest rate risk					
Interest rate swaps	643,572	(969,175)	Finance costs	5,095,704	Finance costs

The following table provides a reconciliation by risk category of components of equity and analysis of OCI items, net of tax, resulting from cash flow hedge accounting.

	Hedging reserve US$
Balance at 1 April 2021	(6,777,481)
Cash flow hedges	
Change in fair value:	
Interest rate risk	643,572
Amount reclassified to profit or loss:	
Interest rate risk	5,095,704
Balance at 31 March 2022	(1,038,205)
Balance at 1 April 2022	(1,038,205)
Cash flow hedges	
Change in fair value:	
Interest rate risk	828,287
Amount reclassified to profit or loss:	
Interest rate risk	1,215,967
Balance at 31 March 2023	1,006,049

Accounting classifications and fair values

The carrying amounts and fair values of financial assets and liabilities, including their levels in the fair value hierarchy are as follows. It does not include fair value information for financial assets and financial liabilities not measure at fair value if the carrying amount is a reasonable approximation of fair value.

		Carrying amount				Fair value			
	Note	Fair value – hedging instruments	Financial assets at amortised cost	Other financial liabilities	Total	Level 1	Level 2	Level 3	Total
		US$	US$	US$	US$	US$	US$	US$	US$
At 31 March 2023									
Financial assets not measured at fair value									
Trade and other receivables	7	-	52,808	-	52,808				
Cash and cash equivalents	9	-	2,724,714	-	2,724,714				
		-	2,777,522	-	2,777,522				
Financial assets measured at fair value									
Interest rate swaps - assets	8	1,006,049	-	-	1,006,049	-	1,006,049	-	1,006,049
Financial liabilities not measured at fair value									
Loans and borrowings	12	-	-	228,265,362	228,265,362				
Accruals		-	-	81,251	81,251				
Trade and other payables	13	-	-	34,072	34,072				
		-	-	228,380,685	228,380,685				

	Note	Carrying amount				Fair value			
		Fair value – hedging instruments	Financial assets at amortised cost	Other financial liabilities	Total	Level 1	Level 2	Level 3	Total
		US$	US$	US$	US$	US$	US$	US$	US$
At 31 March 2022									
Financial assets not measured at fair value									
Trade and other receivables	7	-	31,166,833	-	31,166,833				
Cash and cash equivalents	9	-	11,237,838	-	11,237,838				
		-	42,404,671	-	42,404,671				
Financial liabilities measured at fair value									
Interest rate swaps - liabities	8	1,881,868	-	-	1,881,868	-	1,881,868	-	1,881,868
Financial liabilities not measured at fair value									
Loans and borrowings*	12	-	-	223,439,101	223,439,101				
Accruals		-	-	312,301	312,301				
Trade and other payables	13	-	-	2,334,880	2,334,880				
		-	-	226,086,282	226,086,282				

** Excludes lease liabilities*

Estimation of fair values

Fair value hierarchy

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liablity, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Derivatives

The fair value of interest rate swaps is the indicative amount that the Company is expected to receive or pay to terminate the swap with the swap counterparties at the balance sheet date.

Floating interest rate loans

For variable interest rate financial assets and liabilities, the carrying amounts approximate their fair value as the interest rate reprices frequently.

Other financial assets and liabilities

The carrying amounts of other financial assets and liabilities with a maturity of less than one year (including trade and other receivables, cash and cash equivalents, accruals, short-term loans and borrowings and trade and other payables) approximate their fair values because of the short period to maturity of these financial instruments.

22 Leases

Leases as lessee

The Company leased office building. The lease was for a period of 3 years, with an option to renew the lease after that date. Lease payments were renegotiated every 3 years to reflect market rentals. The lease of office building expired during the year.

During the year, the Company entered into a rental contract for new office space. As the contract does not contain a lease in accordance with FRS 116 *Leases*, lease accounting model does not apply and rental expense has been charged to profit or loss as it incurs.

Information about leases for which the Company is a lessee is presented below.

Right-of-use asset

	Office building US$
Balance at 1 April 2021	93,173
Depreciation charge for the year	(53,242)
Balance at 31 March 2022	39,931

	Office building US$
Balance at 1 April 2022	39,931
Depreciation charge for the year	(39,931)
Balance at 31 March 2023	-

Amounts recognised in profit or loss

	2023 US$	2022 US$
Interest on lease liabilities	398	1,901
Rental expense	2,991	-

Amounts recognised in statement of cash flows

	2023 US$	2022 US$
Total cash outflow for leases	41,638	55,514

23 Related parties

For the purposes of these financial statements, parties are considered to be related to the Company if the Company has the ability, directly or indirectly, to control the party or exercise significant influence over the party in making financial and operating decisions, or vice versa, or where the Company and the party are subject to common control or common significant influence. Related parties may be individuals or other entities.

Key management personnel

Key management personnel of the Company are those persons having the authority and responsibility for planning, directing and controlling the activities of the entity. The directors are considered as key management personnel of the Company.

There are no key management personnel apart from the Company's directors. There is no remuneration is paid to directors for the financial years ended 31 March 2023 and 2022. The directors are paid remuneration by related companies in their capacity as directors and/or executives of those related companies.

Other related party transactions

Other than disclosed elsewhere in the financial statements, transactions with related parties are as follows:

	2023 US$	2022 US$
Holding company		
Sales of goods	299,031	30,366,684
Reimbursement of expenses	-	(6,117)

	2023 US$	2022 US$
Holding company		
Subsidiary		
Dividend income	-	10,000,000
Related corporations		
Purchase of goods	(16,497,497)	(71,041,699)
Interest income	-	248,078