

2025

ANNUAL REPORT

Year ended June 30, 2025



LA SENTINELLE LTD AND ITS SUBSIDIARIES

AUDITED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2025

LA SENTINELLE LTD AND ITS SUBSIDIARIES
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LA SENTINELLE LTD AND ITS SUBSIDIARIES
ANNUAL REPORT - YEAR ENDED JUNE 30, 2025

1(a)

The Board of Directors of LA SENTINELLE LTD (the "Company" or "LSL") is pleased to present the Annual Report of the Company and its subsidiaries for the financial year ended June 30, 2025.

NATURE OF BUSINESS

The principal activities of the Group consist of publishing newspapers and specialized magazines, designing commercial packaging, sales of prime advertising space and providing printing. The Group also proposes news in visual and audio format.

RESULTS AND DIVIDENDS

The statements of comprehensive income for the financial year ended June 30, 2025 are shown on page 8.

	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
	Rs.	Rs.	Rs.	Rs.
Turnover	746,657,855	659,916,203	131,056,039	137,275,533
Profit /(loss) for the year	33,988,638	69,727,203	(6,685,117)	26,738,293

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

DIRECTORS

DATE APPOINTED

The Directors of the Company as of June 30, 2025 were:

Mr. Philippe Alain FORGET (*Non-Executive Chairman*)

December 14, 1982

Mr. Jacques Pierre FORGET

October 21, 1988

Mr. Marie Antoine Jean Denis ITHIER

December 9, 2011

Mr. Jean Michel Carlo FELIX

March 6, 2013

Mr. Jean Noël HUMBERT

December 8, 2017

Mr. Elmer Loïc FORGET (Also Alternate Director to both
Messrs Philippe Alain FORGET and Jacques Pierre FORGET)

July 05, 2023

Mrs. Annabella CESAR

July 05, 2023

The Directors of the subsidiaries have been disclosed on page 2 (u).

DIRECTORS' SERVICE CONTRACT

Messrs. Désiré Thierry Marino MARTIN and Guiliano Clarel Jean Marie MICHAUD, Directors of MC Easy Freight Co. Ltd, had a service contract with the said subsidiary company which was terminated on 17 July 2024 following disposal of the company.

DIRECTORS' SHARE INTERESTS

The Directors' direct and indirect interests in the stated capital of the Company or its subsidiaries are detailed on page 2 (l).

DIRECTORS' REMUNERATION AND BENEFITS

Remuneration and benefits received by the Directors from the Company and its subsidiaries were as follows:

	2025	2024
	Rs.	Rs.
Non-Executive Directors		
Philippe Alain FORGET	1,350,000	1,439,000
Jacques Pierre FORGET	-	-
Marie Antoine Jean Denis ITHIER	-	-
Elmer Loïc FORGET	1,596,000	1,715,000
Independent Non-Executive Directors		
Jean Michel Carlo FELIX	-	-
Jean Noël HUMBERT	-	-
Annabella CESAR	-	-
	2,946,000	3,154,000

DONATIONS (INCLUDING CSR)

Donations made during the financial year by the Company and its subsidiaries are as follows:

	2025	2024
	Rs.	Rs.
La Sentinelle Ltd	28,859	62,010
5-Plus Ltd	-	12,000
Business Publications Ltd	53,000	37,000
Caractère Ltée	15,000	27,000
MC Easy Freight Co Ltd	-	92,000
Mediatiz Ltd	10,000	19,000
	106,859	249,010

During the year under review, neither the Company nor its subsidiaries made any political contribution (2024 : Nil).

AUDITORS' FEES

The fees charged by the external auditor, Ernst & Young, for the audit and other services were:

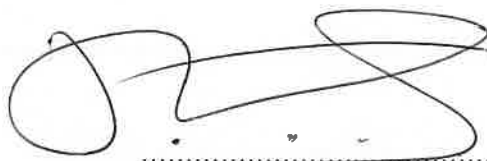
	2025		2024	
	Audit	Other Services	Audit	Other Services
	Rs.	Rs.	Rs.	Rs.
La Sentinelle Ltd	694,500	740,000	1,460,000	370,000
Caractère Ltée	1,335,000	215,000	965,000	55,000
MC Easy Freight Co Ltd	-	-	825,000	57,240
Business Publications Ltd	291,500	55,000	320,000	46,640
5-Plus Limited	275,000	55,000	305,000	68,900
Mediatiz Ltd	113,850	55,000	154,000	31,270
Health Publications Ltd	-	-	-	-
Eye-Catch Limited	-	-	-	5,500
LSL Digital Ltd	-	-	-	5,500
Graphic Press Limited	-	-	-	5,500
La Sentinelle Training Centre Ltd	-	-	-	5,500
One Advertising Limited	-	-	-	5,500
	2,709,850	1,120,000	4,029,000	656,550

The fees for other services are in respect of accounting, taxation and consultancy services.

Approved by the Board of Directors on **18 November**, **2025** and signed on its behalf by:



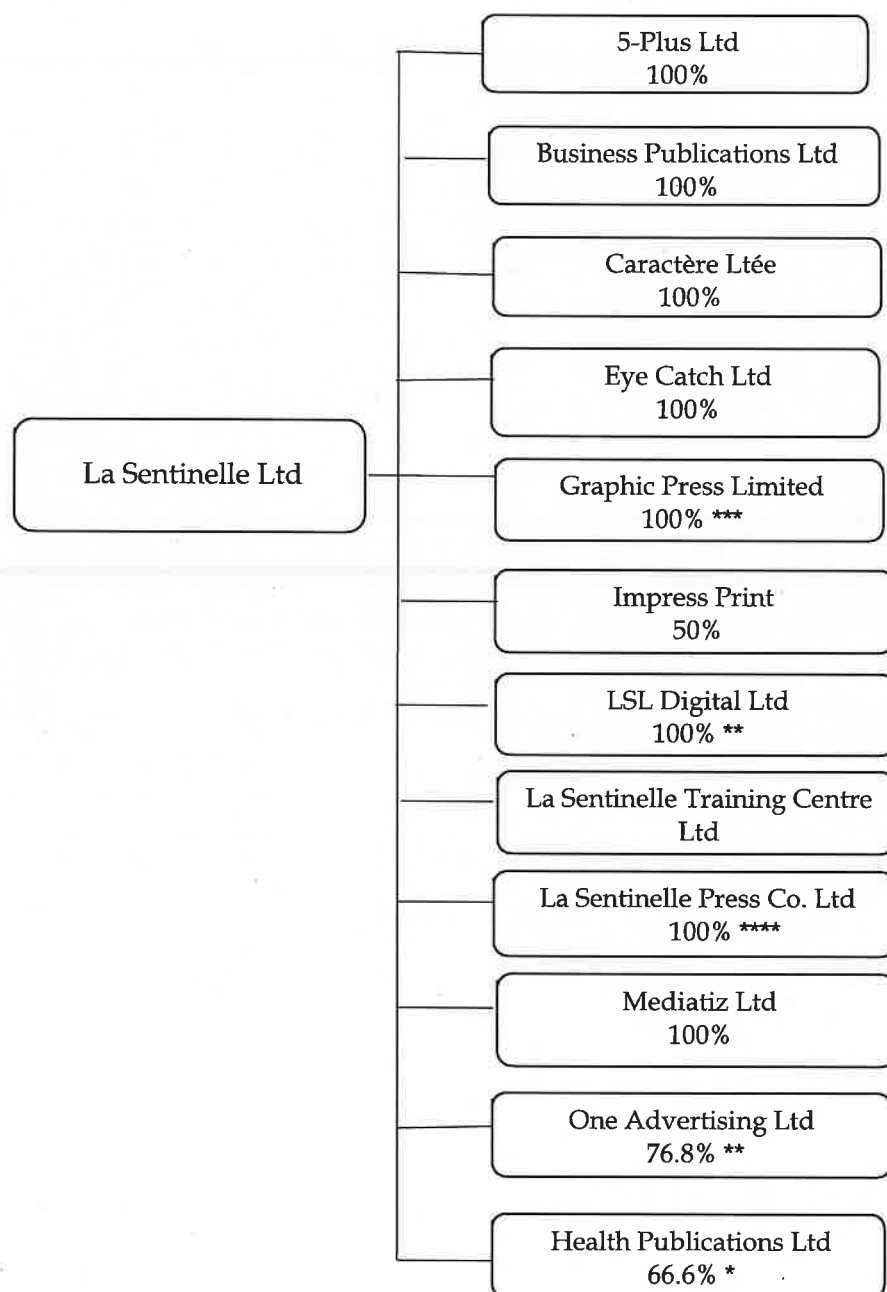
Philippe Alain FORGET
Non-Executive Chairman



Jean Noel HUMBERT
Non-Executive Director

GROUP STRUCTURE

The detailed group structure of the Group as at June 30, 2025 is as per below:



- * in process of winding up
- ** have ceased trading activities
- *** in liquidation
- **** no operations as at 30.06.25

STATEMENT OF COMPLIANCE
(Section 75(3) of The Financial Reporting Act 2004)

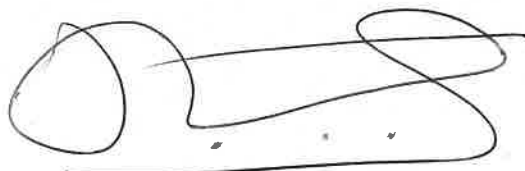
Name of the Public Interest Entity: LA SENTINELLE LTD (“LSL”)

Reporting Period: June 30, 2025

On behalf of the Board of Directors of LSL, we confirm that, to the best of our knowledge, the Company is complying with all the obligations and requirements of the National Code of Corporate Governance for Mauritius (2016) (the ‘Code’).



Philippe Alain FORGET
Non-Executive Chairman



Jean Noel HUMBERT
Non-Executive Director

18 November
....., 2025

PRINCIPLE 1: Governance Structure**COMPLIANCE WITH THE NATIONAL CODE OF CORPORATE GOVERNANCE FOR MAURITIUS (2016)**

La Sentinelle Ltd (the “Company” or “LSL”), a company incorporated in the Republic of Mauritius, is a Public Interest Entity as defined by the Financial Reporting Act 2004. The Board of Directors and management of the Company are committed to the highest standards of business integrity, transparency and professionalism to ensure that the activities within the Company are managed ethically and responsibly to enhance business value for all stakeholders.

The Board of Directors (the “Board”) assumes full responsibility for leading and controlling the organisation and meeting all legal and regulatory requirements. Besides, the Board is collectively responsible for the long-term success, reputation and governance of the Company. The Board also determines the Company’s mission, vision, values and strategy.

During the year under review, this report describes, amongst others, the main corporate governance framework and compliance requirements of the Company which are laid down in the following:

- LSL’s Constitution;
- LSL’s Board Charter;
- LSL’s Audit & Risk Committee Charter;
- the Companies Act 2001;
- the Financial Reporting Act 2004;
- the Securities Act 2005;
- the Disclosures required under the National Code of Corporate Governance for Mauritius (2016) (“the Code”);
- the Workers’ Rights Act 2019;
- the Printing Industry (Remuneration) Regulations 2019;
- the Media Employees (Remuneration) Regulations 2023.

Following the amendments brought to Section 86 of the Securities Act 2005, the Company has been deregistered as a reporting issuer effective as from December 21, 2021.

LSL has adopted a Board Charter that provides for the terms of reference for the Board and describes how the Board operates, as suggested in the generic guidance of the Code.

Moreover, the Group is committed to ethical practices in the conduct of its business. The Group has a ‘Code de Déontologie’ for its editorial staff as well as an Ethics Policy for all the employees. Besides, the Ethics Policy is available on the website of the Company whereas the Code de Déontologie is available upon request in writing to the Company Secretary.

The Group has also a Complaints Committee constituted of independent external members to address editorial complaints received from the public.

Additionally, LSL has ensured that a written job description/position statement for each senior governance position, a written description of the major accountabilities within the organisation, as well as the organisational chart have been formalised. These documents are published on the website of the Company.

COMPANY’S CONSTITUTION

LSL’s Constitution is in conformity with the provisions of the Companies Act 2001 and there are no clauses of the Constitution deemed material enough for special disclosure.

A copy of LSL’s Constitution is available upon request in writing to the Company Secretary and is also available on the Company’s website.

PRINCIPLE 2: The Structure of the Board and its Committees

BOARD STRUCTURE

LSL is led by an effective unitary Board which is the favoured structure for companies in Mauritius.

As from 5th July 2023, the Board is henceforth composed of seven (7) members under the Chairmanship of Mr. Philippe Alain FORGET as follows:

- Four (4) Non-Executive Directors; and
- Three (3) Independent Non-Executive Directors.

The notion of independent directors is based on the criteria provided under the Generic Guidance of the Code.

BOARD SIZE

The LSL's Constitution specifies that the Board of Directors shall consist of not less than five (5) and not more than eight (8) Directors.

As per the provisions of LSL's Constitution, Directors are appointed from time to time by ordinary resolutions of the Shareholders. Besides, the Directors shall have power at any time to appoint any person to be a Director either to fill a casual vacancy or as addition to the existing Directors.

Furthermore, each Director may offer himself/herself for re-election at each Annual Meeting of Shareholders of the Company.

BOARD COMPOSITION

As at July 05, 2025, the Board of LSL was composed as follows:

<i>Directors</i>	<i>Categories</i>
Philippe Alain FORGET	Non-Executive Chairman
Jacques Pierre FORGET	Non-Executive Director
Marie Antoine Jean Denis ITHIER	Non-Executive Director
Elmer Loïc FORGET	Non-Executive Director
Jean Michel Carlo FELIX	Independent Non-Executive Director
Jean Noël HUMBERT	Independent Non-Executive Director
Annabella CESAR	Independent Non-Executive Director

The Board is of the view that its present composition is adequately balanced and the size is appropriate for the current scope and the nature of the Group's operations. The current Directors have the range of skills, expertise and experience to carry out their duties properly.

All the Directors are residents and citizens of Mauritius.

The names of all Directors, their profiles and their categorisation as well as their directorship details in other listed companies are set out in the Profiles of the Directors' section of this report.

PRINCIPLE 2: The Structure of the Board and its Committees (Continued)**BOARD DIVERSITY**

The Board Members of LSL are all ordinarily residents of Mauritius.

LSL believes in promoting Gender Equality and hence, the Company has appointed a female director since July 05, 2023.

LSL is also an equal opportunity employer which has a non-discrimination policy that covers its senior governance positions and includes diverse professional backgrounds with a broad mix of skills and competencies.

LSL believes that the current Directors possess the appropriate expertise and knowledge to discharge their duties and responsibilities effectively and to meet the Company's business requirements.

BOARD OF DIRECTORS

The Board of Directors is LSL's ultimate decision-making entity and exercises leadership, entrepreneurship, integrity and sound judgement in directing the Company so as to achieve continuing and sustainable prosperity for the organisation while ensuring both performance and compliance.

It is ultimately accountable and responsible for the performance and affairs of the Company namely, the review and adoption of strategic plans, the overview of business performance, the adoption of appropriate risk management systems and the establishment of proper internal control systems.

Besides, it is also the Board's responsibility to provide effective corporate governance practices and to be the focal point of the corporate governance system.

Other roles of the Board of Directors are, *inter alia*:

- To define the Company's strategic goals and objectives and to ensure that necessary resources are in place to achieve the set goals;
- To keep proper accounting records, and ensure that a true and fair set of financial statements are prepared;
- To review management performance;
- To review and approve the system of internal controls, compliance with appropriate laws and regulations including the Code of Corporate Governance; and
- To ensure communication with the shareholders and relevant stakeholders (internal & external) openly and promptly with substance prevailing over form.

CHAIRMAN AND CHIEF EXECUTIVE OFFICER

Members of the Board of Directors believe that it is in the interest of the Company that Mr. Philippe FORGET, acts as Non-Executive Chairman of the Board of Directors.

The titles, functions and roles of the Non-Executive Chairman of the Board of Directors and Chief Executive Officer are kept separate as per the Code.

In his role as Chairman of LSL, Mr. Philippe FORGET is responsible for leading the Board and ascertaining its effectiveness. He is also responsible for ensuring that the Directors receive accurate, timely and clear information and he encourages the active participation of all Board members in discussions and decisions.

Mr. Ariff SALAUROO in his capacity as Chief Executive Officer of LSL as from 16 March 2023, is responsible for the executive management of the LSL's operations and for developing the long-term strategy and vision of the Company.

PRINCIPLE 2: The Structure of the Board and its Committees (Continued)**BOARD MEETINGS**

The Board meetings are held once each quarter and at any additional times as the Company requires. Decisions taken between meetings are confirmed by way of resolutions in writing, agreed and signed by all Directors then entitled to receive notice.

The Board meetings are conducted in accordance with the Company's Constitution and the Companies Act 2001 and are convened by giving appropriate notice to the Directors.

Detailed agenda, as determined by the Chairman, together with other supporting documents are circularised in advance to the Directors to enable them to deliberate in a focused and informed manner at Board meetings. To address specific urgent business needs, meetings are at times called at shorter notice. Furthermore, the Directors have the right to request independent professional advice at the expense of LSL.

A quorum of four (4) Directors is currently required for a Board Meeting of LSL and in case of equality of votes, the Chairman has a casting vote.

During the year under review, the Board met thrice (3). Decisions were also taken by way of resolutions in writing, agreed and signed by all Directors then entitled to receive notice of the meeting.

The minutes of the proceedings of each Board meeting are recorded by the Company Secretary and are entered in the Minutes Book of the Company. The minutes of each Board meeting are submitted for confirmation at its next meeting and these are then signed by the Chairman and the Company Secretary.

BOARD COMMITTEES

The Code provides that Board committees are a mechanism to assist the Board of Directors in discharging its duties and responsibilities through a more comprehensive evaluation of specific issues, followed by well-considered recommendations to the Board.

As such, an Audit & Risk Committee has been set up to oversee the financial reporting process, internal control policies, internal audit function, external audit performance and risk management system of the Company. The said Committee operates within a defined Charter and independently of the Board.

The Board of Directors reviews the composition and assesses the terms of reference of the above-mentioned Committee on an annual basis to ensure that same are being applied correctly and that the said terms of reference are still compliant with the various regulations.

The Board Charter is reviewed annually, unless there is a change in any law that requires the Board to reassess the Charter.

PRINCIPLE 2: The Structure of the Board and its Committees (Continued)**Audit & Risk Committee**

The composition of the Audit & Risk Committee has remained unchanged during the year under review.

At the date of this report, the membership of the said Committee is as follows:

Members	Categories
Jean Michel Carlo FELIX (Chairman)	Independent Non-Executive Director
Jacques Pierre FORGET	Non-Executive Director
Jean Noël HUMBERT	Independent Non-Executive Director
Annabella CESAR	Independent Non-Executive Director
<i>In attendance (when deemed appropriate)</i>	
Philippe Alain FORGET	Non-Executive - Chairman
Loïc FORGET	Non-Executive Director
Ariff SALAUROO	Chief Executive Officer
Mary Anne PONNEN	Group Finance Manager
Ernst & Young	External Auditors – Independent Service Provider

PRINCIPLE 2: The Structure of the Board and its Committees (Continued)**BOARD COMMITTEES (CONTINUED)****Audit & Risk Committee (Continued)**

The Audit & Risk Committee operates under the terms of reference approved by the Board.

The main functions of the Audit & Risk Committee are as follows:

- reviewing the effectiveness of the Group's internal control and reporting systems;
- monitoring the effectiveness of the internal audit function;
- overseeing the financial reporting procedures in line with the relevant accounting standards;
- recommending the Board of Directors on the appointment of external auditors, reviewing their scope of work and their remuneration;
- monitoring the effectiveness and independence of external auditors;
- recommendation of the condensed unaudited quarterly financial statements; and
- maintaining the integrity of the financial statements.

During the year under review, the Audit & Risk Committee has met twice.

Ernst & Young have been re-appointed as external auditor at the Annual Meeting of the Company held on December 18, 2024.

Upon recommendation of the Board, the re-appointment of Ernst & Young will be recommended for approval at the forthcoming Annual Meeting of shareholders.

The Audit & Risk Committee confirms that it has fulfilled its responsibilities for the year under review, in accordance with its Terms of Reference.

ATTENDANCE AT BOARD AND COMMITTEE MEETINGS

Attendance at Board and Committee meetings for the year under review is as follows:

<i>Directors</i>	<i>Categories</i>	<i>Board Meetings</i>	<i>Audit & Risk Committee Meetings</i>
Philippe Alain FORGET	Non-Executive Chairman	3/3	2/2*
Jacques Pierre FORGET	Non-Executive Director	2/3	1/2
Marie Antoine Jean Denis ITHIER	Non-Executive Director	2/3	2/2*
Elmer Loïc FORGET	Non-Executive Director	3/3	-
Jean Michel Carlo FELIX	Independent Non-Executive Director	2/3	1/2
Jean Noël HUMBERT	Independent Non-Executive Director	3/3	2/2
Annabella CESAR	Independent Non-Executive Director	3/3	2/2
<i>In attendance</i>			
Ariff SALAUROO	Chief Executive Officer	3/3	2/2
Mary Anne PONNEN	Group Finance Manager	3/3	2/2
Ernst & Young	External Auditors	-	1/2*

* In attendance – not a member

PRINCIPLE 3: Director's Appointment Procedures

The Board assumes responsibilities for appointment, induction of new directors and succession planning of Directors.

PROFILES OF THE DIRECTORS

The names of the Directors, their categories and their profiles as well as their details in listed companies are provided hereafter.

Philippe Alain FORGET – Non-Executive Chairman

Philippe A. Forget holds a First Class (Honours) BSc in Computational & Statistical Analysis from the University of Liverpool as well as an MSc (with distinction) in Management and operational Research from Imperial College, London. He was an Executive Director at the Mauritius Commercial Bank Ltd between 2005 and March 2013 and a Director of Rogers and Company Limited from September 2015 to February 2018. In addition, he is a Director at Clavis Primary School, Le Bocage International School and Ruth Residence, an old people's residence, since their very inception. He is also a member of Special Educational Needs Society (SENS) which takes care of and supports children with special needs, namely dyslexic children.

Directorship in other companies: 5-Plus Ltd; Business Publications Ltd; Caractère Ltée; Eye Catch Ltd; Graphic Press Ltd; Health Publications Ltd; La Sentinelle Training Centre Ltd; Mediatiz Ltd; La Sentinelle Press Co Ltd; Pruget Limited (Clavis Primary School); Le Bocage International School; Ruth Residence

Jean Michel Carlo FELIX – Independent Non-Executive Director

Jean Michel Carlo Felix is a fellow of the Association of Chartered Certified Accountants (ACCA), a Certified Internal Auditor (CIA) from the Institute of Internal Auditors (IIA) as well as a Risk and Information Systems Control specialist CRISC (qualification from the Information Systems Audit and Control Association). He has more than 25 years of audit, advisory and consulting experience in African, Middle East, Asian and European countries, having also held multiple senior positions in a leading local group operating in the financial sector. As at date, he spearheads a locally based international consulting company.

Directorship in other companies: 5-Plus Ltd; Business Publications Ltd; Caractère Ltée; Eye Catch Ltd; Graphic Press Ltd; La Sentinelle Training Centre Ltd; Canvas Management Consulting Ltd; Padel Tennis and 5 Ltd

Jacques Pierre FORGET – Non-Executive Director

Jacques Forget holds a combined diploma in sugar cane agronomy and sugar technology with distinction from the University of Mauritius. He worked 37 years in the Mauritian Sugar Industry. During the last 14 years, he managed the Medine Sugar Estate and its associated companies. From 2006 until his retirement in 2011, he was appointed as a managing director of Medine Ltd.

Directorship in other companies: 5-Plus Ltd; Business Publications Ltd; Caractère Ltée; Eye Catch Ltd; Graphic Press Ltd; La Sentinelle Training Centre Ltd; Vox Pop Ltd; La Sentinelle Press Co Ltd

Marie Antoine Jean Denis ITHIER – Non-Executive Director

Denis Ithier holds a BA (Admin) from the University of Mauritius. He started his career in teaching, then shifted to Sales and Marketing in 1986. He joined La Sentinelle Ltd in 1990 as Marketing Manager. From 1995 to 2007, he was the Commercial Manager for the Group. He has also exercised as the General Manager of the Prey Group in Madagascar. He then returned to La Sentinelle Group as Chief Operating Officer in 2009 and was promoted to Chief Executive Officer in 2010.

Directorship in other companies: 5-Plus Ltd; Business Publications Ltd; Caractère Ltée; Eye Catch Ltd; Graphic Press Ltd; Health Publications Ltd; LSL Digital Ltd; La Sentinelle Training Centre Ltd; Mediatiz Ltd; One Advertising Ltd; Vox Pop Ltd

PRINCIPLE 3: Director's Appointment Procedures (Continued)**PROFILES OF THE DIRECTORS (CONTINUED)****Jean Noël HUMBERT - Independent Non-Executive Director**

Jean Noël Humbert has a wide experience in the agri-business sector, having occupied executive positions within the Eclasia Group and worked closely with the business community in Mauritius in his previous capacities as General Secretary of the Mauritius Chamber of Agriculture (1997-2005) and Chief Executive Officer of the Mauritius Sugar Syndicate (2005-2015). He has also acted as President of the National Productivity and Competitiveness Council. He is the holder of an Honours Degree in Agriculture and a Diploma in Agriculture & Sugar Technology.

Directorship in other companies: 5-Plus Ltd; Caractère Ltée; Livestock Feed Ltd; Maurilait Production Ltée; New Maurifoods Ltd; Oceanarium (Mauritius) Ltd; La Sentinelle Press Co Ltd

Loïc FORGET - Non-Executive Director

Loïc Forget is a digital professional who started his career in London as a sales representative for Apple and then became a video producer for various media companies. He gained experience in internet advertising and video production and distribution for major clients such as Warner Brothers and Universal.

In 2013, he returned to Mauritius to set up the video department for l'Express, the leading newspaper on the island. He also worked on the web strategy of lepress.mu, including data analysis, cross platform advertising, website creation and hosting. He is now involved in digital transformation, international relations, project management and new platforms for La Sentinelle Ltd, the parent company of l'Express.

Loïc keeps up to date with the latest digital developments and trends by privately attending the SXSW Conference in Austin, Texas, annually, since 2016.

Directorship in other companies: La Sentinelle Training Centre Ltd; La Sentinelle Press Co. Ltd

Annabella CESAR – Independent Non-Executive Director

Annabella Cesar is a fellow member of the Association of Chartered Certified Accountants and holds a BSc (Hons) Management from the University of Mauritius. She has almost 15 years of experience in the audit and advisory services. She started her career at De Chazal Du Mée (now BDO) and was in charge of the statutory audits of a portfolio of listed and other public interest entities operating in various sectors in Mauritius and in the UK. She was also extensively involved on various advisory assignments in Mauritius and in Africa. She then moved to PwC Mauritius as a Senior Manager with great exposure to international clients operating in the Global Business sector.

Annabella is presently the Officer in Charge of a pan-African investment and financial services company, positioned as one of the most experienced private equity investors on the African continent. She holds a postgraduate diploma in private equity from the Middlesex University. She is also fellow member of the International Compliance Association (ICA) and holds a postgraduate diploma in Governance, Risk and Compliance.

PROFILES OF THE SENIOR MANAGEMENT TEAM**Ariff SALAUROO - Chief Executive Officer**

Ariff Salaurroo holds a PhD, an MBA and a PGD in Quality Management. He is a Chartered Fellow of the Chartered Institute of Personnel & Development (CIPD, UK) and other Professional Associations, as well as a Fellowship from Indian Institute of Quality Management (IIQM) and the Institute of Leadership and Management (U.K). He is a member of the British Academy of Management and the Institute of Executive Coaching and Leadership. He is an official member of Forbes Business Council.

He started his career as Group H.R Director for Mauri-Garments which was taken over by CIEL and Coats Viyella, U.K. He then joined Air Mauritius before exercising as Group HR Director for the State Investment Corporation (SIC). He joined the LSL Group in September 2007.

PRINCIPLE 3: Director's Appointment Procedures (Continued)**PROFILES OF THE SENIOR MANAGEMENT TEAM (CONTINUED)****Mary Anne PONNEN – Group Finance Manager**

Mary Anne Ponnén holds an MBA from the University of Technology Mauritius (UTM) and is also a Fellow Member (FCCA) of the Association of Chartered Accountants UK. She has several years of experience in various sectors. She started her career as auditor before moving to manufacturing and agricultural sector at Medine Ltd where she spent 18 years evolving from Assistant Accountant to Head of Accounting Operations. In her role as Head of Accounting Operations, she directed all accounting Operations including accounts payable, Account receivable and cash management where she gained experience in Property, Leisure and Education Sectors. She is a member of the Mauritius Institute of Professional Accountant (MIPA). She was the Group Accountant from June 2017 up to December 2018 and had previous knowledge of LSL group. She has rejoined the Group in April 2024.

Nadarajen (Nad) SIVARAMEN – Group Publications Manager

Nad Sivaramen holds a master's degree in Communication Studies from the University of Reunion/Paris-Sorbonne. He also trained at the "Ecole des métiers de l'Information" in Paris and has done graduate-level research at Harvard on the militarisation of the Indian Ocean during the post-Cold-War period. He was the recipient for the best news story in Africa from Radio France International/Reporters without Borders/International Organisation of "La Francophonie" in 2006. He was the editor in chief of "l'Express-Dimanche" (2005-2008), then left for the United States where he worked as a researcher in Human Security for private and US government organizations. He came back to La Sentinelle in April 2013 as Group Publications Manager.

GROUP COMPANY SECRETARY

St James offers a wide range of corporate services to domestic and international companies, from small stand alone and medium sized businesses to large listed firms for almost 20 years.

All the Directors of LSL have access to the advice and services of the Company Secretary which is responsible for providing detailed guidance to the Chairman and the Directors as to their fiduciary duties, responsibilities and powers. The Company Secretary also ensures that the Company is at all times complying with its Constitution, Terms of Reference, applicable laws, rules and regulations.

Moreover, the Company Secretary assists the Chairman and the Board in implementing and strengthening good governance practices and processes with a view to enhance long-term stakeholders' value. The Company Secretary also administers, attends and prepares minutes of all Board meetings, Board Committee meetings and Shareholders' meetings.

The Company Secretary is also the primary channel of communication between the Company and its shareholders as well as the regulatory bodies.

PRINCIPLE 3: Director's Appointment Procedures (Continued)**APPOINTMENT AND RE-ELECTION**

The responsibility of selecting a new Director forms part of the responsibility of the Board and the re-election of all the Directors is tabled at each Annual Meeting of Shareholders of LSL.

DIRECTOR'S INDUCTION

On appointment to the Board, the Chairman ensures that necessary information is disseminated to the new Director with respect to the business, products and services and how the Company operates. The Chairman also attends to any queries which may arise and the Company Secretary helps in the process by providing appropriate advices with regards to the Directors' duties and other legal responsibilities. Furthermore, the new Director is invited to meet members of the management team in order to rapidly acquire a comprehensive view of the Company's current operations practices, acceptable risks level and medium and long-term strategy. They are also made aware of their fiduciary duties and responsibilities.

PROFESSIONAL DEVELOPMENT

LSL ensures that the necessary resources for developing and updating its Directors' knowledge and capabilities are provided as and when required.

The Board reviews regularly the professional development and ongoing education of all Directors for improved Board performance.

SUCCESSION PLANNING

The Board of Directors believes that suitable plans are in place for the orderly succession of appointments to the Board and to senior management positions in order to maintain an appropriate balance of knowledge, skills and experience within the organisation and on the Board.

PRINCIPLE 4: Directors Duties, Remuneration and Performance**LEGAL DUTIES**

The Directors of LSL are aware of their legal duties and responsibilities as listed in the Companies Act 2001. The Directors further confirm that they exercise their duties with a degree of care, skill and diligence.

CODE OF ETHICS

The Group is firmly committed to public enlightenment, freedom of the press, equality, justice, professionalism, meritocracy and democracy and as such has set up a '*Code de Déontologie*' for its editorial staff as well as an Ethics Policy for all the employees at large. The Group also has a Complaints Committee constituted of independent external members to address editorial complaints received from the public.

The Board regularly monitors and evaluates compliance with its '*Code de Déontologie*' and its Ethics Policy and in its endeavour to promote safety for its employees, the Group has also set up a Health and Safety Policy, a Gender Policy and an Equal Opportunities Policy Statement.

Directors and managers are committed to upholding ethics, as integrity is one of the company's core values. The company maintains an open-door policy and welcome business suggestions and concerns from all employees. This fosters an environment in which employees feel comfortable discussing any issues and helps alert directors to potential concerns within the company.

CONFLICT OF INTEREST

The Board of Directors strictly believes that a Director should make his best effort to avoid conflict of interest or situation where others might reasonably perceive such a conflict. However, should any conflicts of interests arise, it is crucial for Directors to disclose them and the Interest Register is updated accordingly. The Interest Register is available for consultation by the shareholders upon written request to the Company Secretary.

It is the responsibility of each director to ensure that any conflicts of interests be recorded in the Interest Register, which is maintained by the Company Secretary.

PRINCIPLE 4: Directors Duties, Remuneration and Performance (Continued)

CONFLICT OF INTEREST (CONTINUED)

As per LSL's Constitution, a Director who has declared his interest shall not vote on any matter relating to transaction or proposed transaction in which he is interested and shall not be counted in the quorum present for the purpose of that decision.

RELATED PARTY TRANSACTIONS

Related party transactions are outlined in Note 31 to the Financial Statements.

Conflict of interest and related party transactions, if any, are conducted in accordance with LSL's Ethics policy.

INFORMATION, INFORMATION TECHNOLOGY AND INFORMATION SECURITY GOVERNANCE

The Board is responsible to oversee information governance within the Company and ensures that the performance of information and information technology (IT) systems lead to business benefits and create value.

The Group emphasises on the confidentiality, integrity, availability and protection of information, backed by an adapted information and information technology (IT) system.

The Board has decided to delegate to Management the implementation of a framework on information, information technology and information security governance.

The Board will also ensure that the information security policy be regularly reviewed and monitored and that sufficient resources be allocated in the annual budget towards the IT expenditure.

BOARD INFORMATION

The Chairman, with the assistance of the Company Secretary, ensures that Directors receive all information necessary for them to perform their duties and that the Board has sufficient time for consultation and decision-making.

The Board members of LSL ensure that matters relating to the Company, learned in their capacity as Directors, are strictly confidential and private and shall not be divulged to anyone without the authority of the Board.

Besides as already mentioned above, the Directors have the right to request independent professional advice at the expense of the Company in cases where the directors judge it necessary.

DIRECTORS' AND OFFICERS' INDEMNITY AND INSURANCE

LSL has subscribed to a liability insurance policy for the Directors and Officers.

BOARD EVALUATION AND DEVELOPMENT

The Chairman ensures that the performance of the Directors is evaluated on a regular basis to ascertain that each Director continues to contribute effectively and demonstrate commitment to the role, including dedication of time to Board and Committee meetings and any other duties.

The Annual Meeting of Shareholders is also considered as part of the evaluation process.

The Directors forming part of the Board of the Company have been appointed in the light of their wide range of skills and competence acquired through several years of working experience and professional background.

PRINCIPLE 4: Directors Duties, Remuneration and Performance (Continued)**BOARD EVALUATION AND DEVELOPMENT (CONTINUED)**

The Board of the Company is of the view that its composition is adequately balanced and that the current Directors have the range of skills, expertise and experience to carry out their duties properly.

Furthermore, the Directors are chosen for their business experience and their ability to provide a blend of knowledge, skills, objectivity, integrity, experience and commitment to the Board. The Directors of LSL are free from any business or other relationships which would materially affect their ability to exercise independent judgement and are critical observers.

STATEMENT OF REMUNERATION PHILOSOPHY

The remuneration philosophy of the Company is focused on setting an appropriate level of remuneration for the Directors as well as Senior Managers and staff in order to encourage optimal performance and contribution towards the realisation of the Company's objectives.

The Board of Directors is ultimately responsible for determining and bring up to date the Executive Directors' salaries (and any fringe benefit and annual bonuses) as well as the Non-Executive Directors' attendance fee. The Human Resource department has the delegated authority to determine, in conjunction with the Chief Executive Officer, the senior managers' and staff remunerations and benefits in line with prevailing market conditions.

INTERESTS OF DIRECTORS AND OFFICERS IN THE SHARES OF THE COMPANY

The table below gives the direct and indirect interests of the directors in the shares of the Company as at June 30, 2025:

Directors	Direct Interest (%)	Indirect Interest (%)
Philippe Alain FORGET (<i>Non-Executive Chairman</i>)	18.09	-
Jacques Pierre FORGET	0.20	-
Marie Antoine Jean Denis ITHIER	0.34	-
Jean Michel Carlo FELIX	0.39	-
Jean Noël HUMBERT	0.20	-
Elmer Loïc FORGET	0.20	-
Senior Management Team		
Ariff SALAUROO (<i>CEO</i>)	0.07	-
Nadarajen SIVARAMEN	0.10	-

None of the Directors and Officers had any direct interest in the equity of subsidiaries of LSL.

SHARE DEALINGS BY DIRECTORS AND OFFICERS OF THE COMPANY

During the year under review, none of the Directors and Officers of the Company has dealt in the shares of LSL.

PRINCIPLE 5: Risk Governance and Internal Control

The Board has overall responsibility for risk management and internal control.

INTERNAL CONTROL

The Directors are responsible for ensuring that the whole systems of controls, financial and otherwise, in place is sufficient and appropriate to enable the Group to carry on business in an orderly and efficient manner, ensure adherence to management policies, safeguard assets and secure as far as possible the completeness and accuracy of records.

The system of internal controls can provide only a reasonable and not an absolute assurance against material misstatement or loss. It is the responsibility of Management to ensure that the internal control system is implemented and operated effectively.

FINANCIAL RISKS

The financial risks of the Group are those linked to liquidity, interest rates, foreign currency exchange rates, credit, capital structure and profitability. The financial risks are further outlined in Note 3 to the Financial Statements.

The Group is also exposed to the fluctuation in the price of paper but it reduces this risk through close monitoring of the market prices and competitive bidding. It also ensures an efficient stock management.

The Group is addressing the risk of increased competition in the market by diversifying and adding value to its products.

OPERATIONAL RISKS

The Group has a comprehensive insurance cover for all its assets against material damage, loss of profit and public liability. It has reliable suppliers which can restore the operations with least disruption in the event of unforeseen disasters.

BUSINESS CONTINUITY PLAN

The Group assessed its business continuation and disaster capabilities strategy annually. The Business Continuity Plan has been reviewed for the BRC Certification Audit. Additionally, the Group has reviewed and brought an updated strategy for Business Function Recovery Priorities and Relocation Strategy & Alternate Business site as outlined below.

I - Business Function Recovery Priorities

The strategy is to recover critical business functions at the alternate site location. This can be possible if an offsite strategy has been put into effect by Office Services and Disaster Recovery/IT Teams to provide the recovery service. Information Systems will recover IT functions based on the critical departmental business functions and defined strategies.

II - Relocation Strategy and Alternate Business Site

In the event of a disaster or disruption to the office facilities, the strategy is to recover operations by relocating to an alternate business site. The short-term strategies (for disruptions lasting two weeks or less), which have been selected, include:

Primary Location	Alternate Business Site
Caractere Production – Baie du Tombeau	Impress Print – Bell Village
LSL offices – Baie du Tombeau	LSL - Port Louis, LSL Office – Ebène
Impress Print	Web Press-LSL
Mediatiz	LSL Baie du Tombeau
LSL Port Louis	LSL Baie du Tombeau

For all locations, if a long-term disruption occurs (i.e. major building destruction, etc.); the above strategies will be used in the short-term (less than two weeks). The long-term strategies will be to acquire/lease and equip new office space in another building in the same area.

PRINCIPLE 5: Risk Governance and Internal Control (Continued)**WHISTLE-BLOWING PROCEDURES**

The Board is committed to its Whistle Blowing Policy which has set out La Sentinelle Group's written, formal whistle-blowing policy, consisting of responsible and effective procedures for disclosure or reporting of misconduct and impropriety so that appropriate actions are taken. It is intended to encourage employees and other relevant stakeholders to report unethical or illegal conduct of employees, management, and other stakeholders to appropriate parties in a confidential manner without any fear of harassment, intimidation, victimization or reprisal of any kind.

The specific objectives of the policy are to:

- Encourage veracious reporting of alleged malpractices/misconduct.
- Provide a means for discreet and confidential channel for reporting without fear of reprisal.
- Ensure consistent and timely response to reported improprieties and awareness by whistle-blowers of their options and rights.
- Ensure appropriate oversight by the Board of Directors.
- Serve as a means of preventing and deterring misconduct.
- Protect the rights of the Group and that of its stakeholders.
- Instill a culture of openness, accountability and integrity.

PRINCIPLE 6: Reporting with Integrity**STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE PREPARATION OF THE FINANCIAL STATEMENTS**

The Directors affirm their responsibilities for preparing the Annual Report and Financial Statements of LSL that fairly present the state of affairs of the Company and the results of its operations. The accounts adhere to IFRS Accounting Standards as issued by the International Accounting Standards Board (IFRS), International Auditing Standards (IAS), the Companies Act 2001 and the Financial Reporting Act 2004. The annual report can be viewed on the organisation's website.

The Statement of Directors' Responsibilities is found on page 3(i) of the Annual Report.

ORGANISATIONAL OVERVIEW

LSL Group employs some 500 people locally. It was originally created in 1963 as a newspaper company. It has expanded its operations which now includes designing, printing and publishing of specialised magazines, among others. It has completed business in Mauritius, Reunion Island, Madagascar, Nepal, India, Turkey, Egypt and Seychelles. The Board gives strategic direction to the various business units. The Board also monitors executive management's effectiveness in implementing strategic decisions.

LSL has built its brand on the established « Précis, Sûr et Fiable » values that have filtered down deeply in the Group. As the daily newspaper, L'express remains the flagship of the Group, these values have been deep-rooted in the different units. Other important values such as ethics, transparency, accountability, equality and freedom have naturally found their way into its businesses. LSL is rightly and generally viewed as promoting business ethics, democracy and fairness.

EXTERNAL ENVIRONMENT

LSL operates in a highly competitive environment. To this effect, the Group has built itself an image of "Reputation by Quality and Excellence by Innovation". This is very visible in the fact that all the products of the Group are reputed for their quality. The different initiatives and experiences in product transformation depicts its commitment for innovation. However, the Group believes in fair competition and has always built its comparative advantage by favoring differentiation. It is significantly affected by changes in the political, economic, social, technological, legal and environmental issues, not only locally, but also internationally. The Board regularly scans its external environments to assess its strategies and to propose actions that would ensure business success and sustainable results.

PRINCIPLE 6: Reporting with Integrity (Continued)**BUSINESS MODEL**

The Group has always been inspired by value-creation. Its model is one that transforms inputs, through efficient activities, into outputs that aim to assist the Group in the realisation of its strategic objectives. The Board is conscious that it has to propose models that ensure the successful operation of its business units by constantly identifying sources of revenue, the intended customer base, quality products and services, as well as financing capacity. The Board also has the duty to discontinue non-profitable business/line if corrective measures failed and/or if a greater good is not furthered. The Directors are concerned about the Group's capability to create, deliver and capture value.

RISKS

The Board is constantly scanning its internal and external environments to identify risks that could affect the business. It considers that an effective risk management process is an important activity in ensuring business continuity and sustained results. The Board considers the relative importance of different sources of risks and prioritise risks that would affect the Group's ability to create value.

The Group has identified the following risks that are affecting its businesses:

- i) Price of raw materials as it depends on volatile markets. A warehouse has been built to purchase raw materials in bulk and in advance to secure competitive prices.
- ii) Market-size as it operates in a highly competitive market. New markets are being explored in the Indian Ocean region.
- iii) Production capacity for voluminous production. Additional space may be required in the future.
- iv) Technological advances modifying consumer preferences. Investments in digital platforms are on-going.
- v) Investments for state-of-the-art technology to improve quality and customer responsiveness.
- vi) Credit risks as payments are received after deliveries.
- vii) The scarcity of USD has driven up the cost of foreign exchange, making it more expensive for business to procure the necessary currency. Hence, increasing our exposure to foreign exchange risk.

KEY PERFORMANCE INDICATORS

The Board of Directors has consistently been relying on financial and non-financial performance indicators. The readership and circulation of its publications are closely monitored. The share of markets in which it operates are constantly scanned. The wastes that are generated and the capacity to recycle the wastes are recorded. One of the Key Performance Indicators that the Board closely monitors is profitability.

This is compared to past figures and projections are made for the future. Equally important are gross profit margin, net profit margin, operating cash flow, gearing ratio, return on equity and variances with regards to planned budget versus actual budget. The Board has also agreed with Departmental Managers on KPI's for each function in the Group and these are also closely monitored. The Directors consider the KPI's to be quantifiable measures that are used to measure the judiciousness of its strategies and to determine how well the Group's goals are met.

PRINCIPLE 6: Reporting with Integrity (Continued)**ENVIRONMENTAL ISSUES**

LSL focuses on three main areas namely energy efficiency, waste management and chemicals used for production processes and maintenance.

Energy consumption is one of the main criteria driving the selection of new equipment. The air-conditioning system for the new building in use since 2019, offices and factory is of VRF (Variable Refrigerant Flow) type which uses electronic drive technology to adapt the energy consumption to the demand for cooling.

The use of LED lighting has also been extended to all areas of the building. A SCADA (Supervisory Control And Data Acquisition) system has been installed to monitor energy consumption and minimize loss in CEB transformers.

Solid waste is managed at source by placing orders for paper and boards in customized formats to minimize production wastes. Recycled papers are also used as far as possible depending on availability and costs. Handling of solid waste is done by a specialist company which separates different categories of waste for recycling purposes.

All the new equipment are fitted with latest technology for print quality control using automation which regulates and optimizes the use of chemicals. The preventive maintenance policy also ensures that equipment are kept within tolerance for good performance. We are also progressively switching to eco-friendly chemicals and lubricating products manufactured from vegetal ingredients.

The paper used by Caractère Ltée, a subsidiary of LSL, is certified by the Forest Stewardship Council (F.S.C), Chain of Custody Certification for forest protection, eco-friendly and responsible papers used as well as the Programme for the Endorsement of Forest Certification (P.E.F.C), promoting sustainable forest management.

HEALTH AND SAFETY ISSUES

LSL Group prides itself on being a caring employer that values the health and safety of its employees and has the best practices in ensuring their health, safety and security. Since quite a while, the Group has enforced a programme that improves the work environment, prevents injuries and illnesses, identifies safety risks and hazards, averts accidents and promotes good and safe work practices. This system is part of the overall business operations of the Group and the values of health and safety are upheld by all and everyone.

Each year, a Health and Safety Audit is carried out to clearly identify and eliminate risks and hazards. LSL Group supports a culture of safety. And this is reflected in the yearly audits, and more specifically in this year's audits, where evidence is shown that the system is being continually improved. No accident has been reported during the year under review.

With a view to enhance and demonstrate its commitment to a safer workplace, each year a Health and Safety Week is organised to sensitize everyone on the importance and responsibilities for promoting fitness and good health.

The Group has designed and implemented a strategy for the prevention of workplace accidents, injuries and illnesses.

This is the prime focus of the Health and Safety Committee that has, as its members, representatives from all departments and units under the chairmanship of the Human Resource Coordinator, and has a pioneering approach to pre-empt, track and manage emerging health, safety and security challenges.

PRINCIPLE 6: Reporting with Integrity (Continued)**HEALTH AND SAFETY ISSUES (CONTINUED)**

A special note regarding Health, Safety and Sanitary measures observed at our premises appears in all our communications by e-mail.

Besides, as Caractère Ltée, one of the subsidiaries of LSL, is producing safe food packaging and is YUM, BRC, ISO 9001:2014, P.F.C. and P.E.F.C. certified, health, safety and security measures have to be well in place.

SOCIAL ISSUES

LSL Group recognises the importance of all its stakeholders in its business model. It is committed to use the power of business to address and solve social and environmental problems; and prides itself of being a responsible business.

The Group is committed to ethics and social issues. It has always promoted fairness and equity in employment and has eliminated all types of discrimination at the workplace. Also, it has been supporting sports activities, charitable causes and educational institutions. La Sentinelle has always demonstrated a sense of purpose in all its activities. The common good has always prevailed for the advancement of our society.

LSL Group has always and will always have a role to play in promoting societal, ethical and moral values. It regards its relationship to society as important as its relationship to its customers, investors and employees. It is firmly believed that LSL Group has a great positive impact on society.

MO VOLONTER

The Ministry of Social Integration, Social Security and National Solidarity has launched a national campaign and platform aimed at promoting "volunteering" in Mauritius. Mo Volonter is placed under the aegis of the National Social Inclusion Fund. The Group has been actively involved in this national campaign by promoting the initiative and also sponsoring "Meenatchee Home" for elderly people and offered breakfast and lunch; as well as donating food and clothing.

Ene Reve Ene Sourire

Through our sponsored advertorials, the Group shares the association's mission: to ensure that all children have the opportunity to benefit from the best possible treatment and that their financial situation does not constitute an obstacle to their survival.

ESSENTIELLE: WOMEN'S DAY

The Group has been supporting Diversity, Equity and Inclusion since its inception. This year same in 2024 we celebrated "La Journée Internationale de la Femme" with a special edition of "Essentielle Magazine de la Femme Mauricienne". The event was a huge success in nurturing a national culture of diversity, equity and inclusion. The aim is to promote the fair treatment and full participation of all people; with special attention to women and other under-represented groups, as well as those subject to any type of discrimination. The group also celebrated the female staff with a tea time this year

SUPPORT TO MAURITIAN ARTISTS/SPORTS

Each month the sports editing/Lékip team highlights a medaled athlete in collaboration with Phoenix Beverages. Partnership is also done with international artists like famous singer Manisha Pokharel and famous humorist Ary Abittan.

PRINCIPLE 6: Reporting with Integrity (Continued)**SOCIAL ISSUES (CONTINUED)****EVENTS**

The Group has continued on the same wave as previous financial year with the organisation of different events during the Financial year 24-25 with a view to reinforce its Corporate brand mainly various editions of Education, Career & Job Symposium Immobilier & Construction Convention; Travel & Leisure Convention and Wedding Convention. All of these events have been huge success.

SUSTAINABILITY REPORT

It is noted that all manufacturing activities for one of its subsidiaries, namely Caractère Ltée, relating to Flexography and Lithography, have been centralised at Riche Terre. An Environmental Assessment has been conducted and the facilities do not have any risk affecting the environment. The treatment of waste water is closely monitored and the water available throughout the facility is tested on a regular basis at recognised laboratories to ensure that it is safe and free of coliform. The chemicals that are used in the buildings are also tested to ensure that they do not cause harm.

A social impact of the business has also been conducted and it confirms that La Sentinelle Group is very concerned about the communities around the head-office. Regular cleanliness campaigns are conducted to keep the region clean and the employees of the Group also plant flowers along the roads adjacent to the building. The Group also supports local activities, such as football tournaments, fund-raising activities and social events, among others.

La Sentinelle Group recognises the fact that the sustainability challenges of today are unprecedented and the interdependence of economic, social and environmental factors. La Sentinelle Group has signed the Ten Principles of the United Nations Global compact on Human Rights, Labour, Environment and Anti-Corruption. La Sentinelle is committed to making the UN Global Compact part of the Strategy, Culture and day-to-day operations of our Group, and to engaging in collaborative projects, which advance the broader development goals of the United Nations, particularly the Sustainable Development Goals.

CORPORATE SOCIAL RESPONSIBILITY ("CSR")

La Sentinelle Group has confirmed its commitment to corporate social responsibility through various CSR initiatives. Many projects have been funded by La Sentinelle Ltd and its subsidiaries. The major projects funded are in the educational fields. In fact, many schools in the vicinity of the Head-Office have benefited CSR funds to help improve their building and teaching equipment. Also, the Group's employees have been very active in promoting a new concept of EMPLOYEES' SOCIAL RESPONSIBILITY where they have contributed in two projects 'ELAN de SOLIDARITE' and 'NOEL DE L'ESPOIR' and have distributed food to needy people in Baie du Tombeau, Roche Bois, Cité La Cure, Canal Dayot, and to some homes for elderly people. The contributions from the employees have also been used to buy gifts and school materials for kids.

CHARITABLE & POLITICAL CONTRIBUTIONS

Charitable and non-charitable contributions amounted to **Rs. 106,859** (2024: Rs. 263,010). Besides, it has and will always be the board policy not to contribute to any political donation.

PRINCIPLE 7: Audit

The role of the Audit & Risk Committee is defined under Principle 2.

EXTERNAL AUDIT

For the last years, Ernst & Young ("EY") have been the external auditors of the Company and subsidiary companies. EY were re-appointed as the external auditors of the Company during the Annual Meeting of Shareholders held on December 18, 2024 for the ensuing year.

The Audit & Risk Committee monitors the effectiveness and the independence of the external auditors before making a recommendation to the Board for their appointment and re-appointment. The evaluation involves an assessment of the qualifications and performance of the auditor and the auditors' independence, objectivity and professional scepticism. To further ensure that there is no threat to the objectivity and independence of external auditors in the conduct of the audit, the Audit Committee approves any non-audit services by them. Rotation of the audit partner is made on a regular basis to maintain the auditor's independence and integrity.

PRINCIPLE 8: Relations with Shareholders and other Key Stakeholders**RESPONSIVENESS TO SHAREHOLDERS AND STAKEHOLDERS' CONCERNS**

The key stakeholders of the Group are as follows:

- Shareholders
- Employees
- Customers
- Suppliers
- Financing institutions
- Regulatory authorities
- Ministries
- Data Protection Office
- Communities

The Board ensures that all Directors are made aware of the concerns of shareholders and key stakeholders. The views and concerns of the shareholders and stakeholders are given due consideration when the Board discusses strategy and governance. LSL frequently enters into dialogue with its key stakeholders on a variety of topics, including the organisational position, performance and outlook. The Directors are encouraged to have face-to-face contact with key stakeholders.

Shareholders

The Company holds an annual meeting of the shareholders and all the shareholders are requested to vote for the approval of the accounts, approval of dividend, appointment/ re-appointment of directors, etc.

PRINCIPLE 8: Relations with Shareholders and other Key Stakeholders (Continued)**RESPONSIVENESS TO SHAREHOLDERS AND STAKEHOLDERS' CONCERNS (CONTINUED)*****Employees***

Directors always have a listening ear for employees and are committed to promote sound industrial relations and best practices in human resource management. The Company maintains a constant dialogue with its employees through departmental meetings on a frequent basis. Training needs of employees are regularly assessed and addressed. However, employment stability and capacity to pay remain to a large extent dependent on the macroeconomic environment and market conditions.

Customers and suppliers

The Company works closely with its suppliers so as to have an effective relationship that would ensure that suppliers adopt best management practices. Debtors and creditors are offered opportunities to suggest ways of improving the services to them.

Financing institutions

Regular communication with financial institutions in general is actively pursued and usually take place through meetings and presentations. The annual report, which provides good information flow on the business and its performance, is provided to them.

Regulatory authorities

Relationship with the regulators is critical to the success of the Group to ensure that global best practices will full transparency are maintained.

Ministries

The activities of the Group bring it to work in close collaboration with a number of Ministries and their key official; such as Labour and Industrial Relations, Training and Development, Education, Family Welfare, Gender Equality, Arts and Culture, Sports, Social Integration, Social Security, Local Government, Land Transport, Energy, Public Utilities, Industrial Development, Environment.

Data Protection Office

LSL works in close collaboration with the Data Protection Officer to privacy rights of all employees. We ensure full compliance with the Privacy Compliance Assessment ensuring lawfulness of and transparency of data processing, quality of personal data for adequacy and relevancy, and security of data.

Communities

LSL pays great attention to the communities where it operates. By nature of its businesses, LSL has an impact on the local communities and society as a whole. The Group constantly displays information to the attention of the public.

PRINCIPLE 8: Relations with Shareholders and other Key Stakeholders (Continued)**DIRECTORS OF SUBSIDIARIES / COMMON DIRECTORS**

The Directors of the subsidiaries / common Directors as at June 30, 2025 were as follows:

<i>Directors</i>	<i>CL</i>	<i>GPL</i>	<i>5-PLUS</i>	<i>ECL</i>	<i>BPL</i>	<i>OAL</i>	<i>ML</i>	<i>LSTC</i>	<i>LSLD</i>	<i>CR</i>	<i>HP</i>	<i>Press Co</i>
Philippe Alain FORGET	✓	✓	✓	✓	✓		✓	✓			✓	✓
Jacques Pierre FORGET	✓	✓	✓	✓	✓			✓				✓
Marie Antoine Jean Denis ITHIER	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓		
Jean Michel Carlo FELIX	✓	✓	✓	✓	✓			✓				
Jean Noel HUMBERT	✓		✓									✓
Nadarajen SIVARAMEN									✓			✓
Elmer Loïc FORGET									✓			✓
Elza Beatrice RAMBERT											✓	
Ariff SALAUROO												✓

Abbreviations:

CL : Caractère Liée

GPL : Graphic Press Limited

5-Plus : 5-Plus Ltd

ECL : Eye-Catch Ltd

BPL : Business Publications Ltd

OAL : One Advertising Ltd

ML

: Mediatiz Ltd

LSTC

: LSL Training Centre Ltd

LSLD

: LSL Digital Ltd

HP

: Health Publications Ltd

Press Co

: La Sentinelle Press Co. Ltd

PRINCIPLE 8: Relations with Shareholders and other Key Stakeholders (Continued)**STATED CAPITAL**

As at June 30, 2025, the stated capital of the Company was Rs.1,023,340/- divided as follows:

- (i) 600 Promoter A shares of Rs. 1,000/- each;
- (ii) 3,200 Ordinary B shares of Rs. 100/- each; and
- (iii) 10,334 Ordinary C shares of Rs. 10/- each.

SUBSTANTIAL SHAREHOLDERS

The Shareholders holding more than 5% of the voting rights of the stated capital of the Company as at June 30, 2025 were as follows:

<i>Name of Shareholders</i>	<i>% Shareholding</i>
Philippe Alain FORGET	18.09
LSL Shares held in Treasury	12.13
BCM Properties & Investments Co. Ltd	5.72

DIVIDEND POLICY

Payment of dividends varies currently around 25% of profits after tax subject to satisfaction of the solvency test and is subject to the profitability of the Company, its cash flows and capital expenditure requirements and is approved by the Board of Directors.

Dividends are normally declared and paid once yearly. Directors ensure that the Company satisfies the solvency test for each declaration of dividend and a certificate of compliance with the solvency test is signed by all Directors when a dividend is declared by the Board.

During the year under review, no dividend has been declared to the Shareholders of the Company.

SHAREHOLDERS' AGREEMENTS

The current Shareholders' Agreements are as follows:

<i>Company Name</i>	<i>Percentage holding held by LSL</i>
Impress Print Ltd	50%
Heath Publications Ltd	66.6%

Impress Print Ltd - La Sentinelle Ltd and the other shareholder shall be entitled to appoint three (3) Directors as long as they each hold fifty percent (50%) of the Stated Capital of the company. The Chairman of the Board of Directors shall be appointed by mutual agreement between the Shareholders and the Chairmanship shall rotate every two (2) years at the discretion of the Shareholders. The Chairman does not have a casting vote.

Health Publications Ltd – La Sentinelle Ltd and the other shareholder shall be entitled to appoint three (3) Directors of which two (2) representatives of La Sentinelle Ltd are authorised on the Board. The Chairman of the Board will be nominated by La Sentinelle Ltd and will have a casting vote.

PRINCIPLE 8: Relations with Shareholders and other Key Stakeholders (Continued)

EMPLOYEE SHARE OPTION PLAN

At a Special Meeting of shareholders of LSL held on December 13, 2013, the Class C shareholders unanimously approved the setting up of an Employee Share Scheme (“Scheme”) through the issue of 5,000 Class C Ordinary Shares. These new 5,000 Class C Ordinary Shares were placed under the control of the Board and the rules of the Scheme were defined on January 30, 2015. As a result of same, the said shares were issued and allotted to the subscribing employees as per the aforementioned rules.

The main rationale with respect to above is to renew the bond of interest between employees and the Company and thus at least partly align the thinking of employees to those of shareholders.

THIRD PARTY MANAGEMENT AGREEMENT

LSL provides to its subsidiaries a range of management, administrative, financial, marketing and communication services.

SHAREHOLDERS RELATIONS AND COMMUNICATION

The Board of Directors ensures that the shareholders are informed about all material developments of the Company and communicates with its shareholders through the annual report, press releases and the annual meeting.

Shareholders are strongly encouraged to attend the Company’s Annual Meeting, which provides an opportunity for them to raise and discuss matters with the Board relating to the Company’s performance and also to keep abreast of the overall strategy and goals.

The Chairman, Chief Executive Officer and other Board Members assist the Annual Meeting and invite shareholders to raise questions on different aspects of the Company’s activities and directions the business will take in the future.

The Annual Report, including the Notice of the Annual Meeting of Shareholders, is sent to each shareholder of the Company at least twenty- one (21) days before the meeting.

CALENDAR OF IMPORTANT EVENTS

Months	Events
18 December 2024	Annual Meeting of Shareholders

LA SENTINELLE LTD AND ITS SUBSIDIARIES
STATEMENT OF DIRECTORS' RESPONSIBILITIES
IN RESPECT OF FINANCIAL STATEMENTS YEAR ENDED JUNE 30, 2025

3(i)

The Directors are responsible for preparing the Annual Report and the Financial Statements in accordance with applicable laws and regulations.

Company law requires the Directors to prepare Financial Statements in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board for each financial year, which present fairly the financial position, financial performance and cash flows of the Group and the Company.

The Directors confirm that, in preparing the financial statements, they have to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state that IFRS Accounting Standards as issued by the International Accounting Standards Board has been adhered to, subject to any material departures being disclosed and explained in the Financial Statements;
- prepare the Financial Statements on the going concern basis, unless it is inappropriate to presume that the Group and the Company will continue in business; and
- ensure compliance with the Code of Corporate Governance (the 'Code') and provide reasons in case of non-compliance with any requirements of the Code.

The Directors are responsible for keeping proper accounting records, which disclose with reasonable accuracy at any time the financial position of the Group and Company and to enable them to ensure that the Financial Statements comply with the Companies Act 2001, IFRS and the Financial Reporting Act 2004.

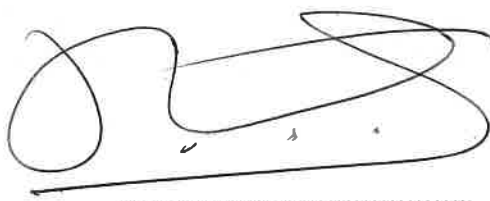
They are also responsible for safeguarding the assets of the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The Directors hereby confirm that they have complied with the above requirements.

Approved by the Board of Directors on**18 November**....., **2025** and signed on its behalf by:



Philippe Alain FORGET
Non-Executive Chairman



Jean Noel HUMBERT
Non-Executive Director

LA SENTINELLE LTD AND ITS SUBSIDIARIES

CERTIFICATE FROM THE COMPANY SECRETARY- YEAR ENDED JUNE 30, 2025

3(ii)

Pursuant to Section 166 (d) of the Companies Act 2001

We, St James Secretaries Ltd, certify that, to the best of our knowledge and belief, the Company has filed with the Registrar of Companies all such returns as are required of the Company under the Companies Act 2001.



.....
St James Secretaries Limited
Company Secretary

18 November

....., 2025

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF LA SENTINELLE AND ITS SUBSIDIARIES

REPORT ON THE AUDIT OF THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

Opinion

We have audited the consolidated and separate financial statements of LA SENTINELLE (the "Company") and its subsidiaries (the "Group") and Company set out on pages 7 to 83 which comprise the consolidated and separate statements of financial position as at 30 June 2025, and the consolidated and separate statements of profit or loss and other comprehensive income, the consolidated and separate statements of changes in equity and the consolidated and separate statements of cash flows for the year then ended, and notes to the consolidated and separate financial statements, including material accounting policy information.

In our opinion, the consolidated and separate financial statements give a true and fair view of the consolidated and separate financial position of the Group and Company as at 30 June 2025, and of its consolidated and separate financial performance and consolidated and separate cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board and comply with the Companies Act 2001 and the Financial Reporting Act 2004.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated and Separate Financial Statements section of our report. We are independent of the Group and Company in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) (the "IESBA Code") and other independence requirements applicable to performing audits of financial statements of the Group and Company and in Mauritius. We have fulfilled our other ethical responsibilities in accordance with the IESBA Code and in accordance with other ethical requirements applicable to performing audits of the Group and Company and in Mauritius. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We draw attention to Note 2.4 of the financial statements, which describes the circumstances that indicate the existence of a material uncertainty that may cast significant doubt on the Group's and the Company's ability to continue as a going concern. As stated in Note 2.4, the Group's and the Company's current liabilities exceeded their current assets by MUR 225.0m and MUR 199.2m respectively as at 30 June 2025. Our opinion is not modified in respect of this matter.

Other Information

The directors are responsible for the other information. The other information comprises the information included in the 83- page document titled "LA SENTINELLE LTD AND ITS SUBSIDIARIES Audited Annual Financial Statements for the year ended 30 June 2025", which includes the Annual Report, Corporate Governance Report, Statement of director's responsibilities and the Company Secretary's Certificate as required by the Companies Act 2001. The other information does not include the consolidated or the separate financial statements and our auditor's report thereon.

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

In connection with our audit of the consolidated and separate financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated and separate financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF LA SENTINELLE AND ITS SUBSIDIARIES

REPORT ON THE AUDIT OF THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS (CONTINUED)

Other Information (Continued)

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 the Directors for the Consolidated and Separate Financial Statements

The directors are responsible for the preparation and fair presentation of the consolidated and separate financial statements in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board and the requirements of the Companies Act 2001 and the Financial Reporting Act 2004, and for such internal control as the directors determine is necessary to enable the preparation of consolidated and separate financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditor's Responsibilities for the Audit of the Consolidated and Separate Financial Statements

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

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

- Identify and assess the risks of material misstatement of the consolidated and separate financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group and Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group and Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated and separate financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and/or the Company to cease to continue as a going concern.

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF LA SENTINELLE AND ITS SUBSIDIARIES

REPORT ON THE AUDIT OF THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS (CONTINUED)

Auditor's Responsibilities for the Audit of the Consolidated and Separate Financial Statements (Continued)

- Evaluate the overall presentation, structure and content of the consolidated and separate financial statements, including the disclosures, and whether the consolidated and separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated and separate financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

Use of our report

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

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

Companies Act 2001

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

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

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

Financial Reporting Act 2004

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

Ernst & Young

ERNST & YOUNG
Ebène, Mauritius

Winda Chevalier

WINDA CHEVALIER, F.C.C.A
Licensed by FRC

Date: 18 November 2025

LA SENTINELLE LTD AND ITS SUBSIDIARIES
STATEMENTS OF FINANCIAL POSITION AS AT JUNE 30, 2025

7.

	Notes	THE GROUP		THE COMPANY	
		2025	2024	2025	2024
		Rs.	Rs.	Rs.	Rs.
ASSETS					
Non-current assets					
Property, plant and equipment	4	433,279,922	446,266,764	352,681,661	354,515,871
Right-of-use assets	5	14,652,916	9,723,231	3,529,041	4,482,785
Investment properties	6	40,700,000	39,100,000	40,700,000	39,100,000
Intangible assets	7	24,807,274	26,023,807	1,113,118	1,105,798
Investment in subsidiaries	8	-	-	76,250,000	76,150,000
Investment in associates	9	-	-	-	-
Investment in joint ventures	10	-	-	-	4,017,721
Financial assets at fair value through other comprehensive income	11	9,534,874	10,739,326	9,534,874	10,739,326
Long term receivables	14	210,263	-	210,263	-
Deferred tax assets	12(a)	5,418,594	11,843,150	-	-
		528,603,843	543,696,278	484,018,957	490,111,501
Current assets					
Income tax receivables	12(b)	1,671,214	1,789,632	902,140	1,010,503
Inventories	13	168,825,756	128,451,122	3,556,464	7,365,252
Trade and other receivables	14	173,056,264	130,143,202	22,479,254	24,853,556
Cash and cash equivalents	15	42,762,559	95,619,809	6,358,988	5,026,022
		386,315,793	356,003,765	33,296,846	38,255,333
Assets held for sale	16, 34	-	144,591,966	-	22,833,333
		386,315,793	500,595,731	33,296,846	61,088,666
TOTAL ASSETS		914,919,636	1,044,292,009	517,315,803	551,200,169
EQUITY AND LIABILITIES					
Issued capital	17	1,023,340	1,023,340	1,023,340	1,023,340
Other reserves		184,180,321	177,585,791	184,230,507	177,635,977
(Accumulated losses) / retained earnings		(36,467,494)	(80,221,238)	26,072,684	31,162,911
Treasury shares		(3,070,000)	(3,070,000)	(3,070,000)	(3,070,000)
Reserves of a disposal group held for sale	34	-	8,084,200	-	-
Equity attributable to owners of the parent		145,666,167	103,402,093	208,256,531	206,752,228
Non-controlling interests		187,341	4,246,541	-	-
Total equity		145,853,508	107,648,634	208,256,531	206,752,228
Non-current liabilities					
Interest-bearing loans and borrowings	18	64,890,273	218,487,435	-	111,329,093
Long term liabilities		-	-	28,481,069	-
Employee benefit liabilities	19	71,590,000	72,239,000	32,993,000	35,594,000
Deferred tax liabilities	12(a)	12,633,668	13,202,433	12,633,668	13,202,433
Lease liabilities	5 (b)	8,630,657	6,342,140	2,467,075	1,321,567
		157,744,598	310,271,008	76,574,812	161,447,093
Current liabilities					
Trade and other payables	20	231,228,093	167,947,973	76,294,189	96,160,470
Interest-bearing loans and borrowings	18	251,706,205	160,148,937	110,540,587	44,950,052
Lease liabilities	5 (b)	2,521,294	1,611,172	647,216	2,412,227
Income tax liabilities	12(b)	1,293,312	282,822	-	-
Bank overdraft	15	124,572,626	181,824,632	45,002,468	39,478,098
		611,321,530	511,815,536	232,484,460	183,000,847
Liabilities directly associated with the assets held for sale	34	-	114,556,831	-	-
Total liabilities		769,066,128	936,643,375	309,059,272	344,447,940
TOTAL EQUITY AND LIABILITIES		914,919,636	1,044,292,009	517,315,803	551,200,169

These financial statements have been approved by the board of directors on **18 November 2025**

Name

Signature

Philippe Forget

Jean Noel Humbert

The notes set out on pages 12 to 83 form part of these financial statements.

Auditor's report on pages 4 to 6.

LA SENTINELLE LTD AND ITS SUBSIDIARIES
STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE
INCOME - YEAR ENDED JUNE 30, 2025

8.

	Notes	THE GROUP		THE COMPANY	
		2025	2024	2025	2024
		Rs.	Rs.	Rs.	Rs.
Continuing operations					
Revenue from contract with customers	23	746,657,855	659,916,203	131,056,039	137,275,533
Cost of sales		(559,345,562)	(467,998,632)	(133,115,196)	(132,826,863)
Gross profit		187,312,293	191,917,571	(2,059,157)	4,448,670
Other income	24	47,529,254	82,824,367	82,944,830	123,833,376
Selling and distribution costs		(61,539,459)	(56,422,609)	(18,330,309)	(19,631,349)
Administrative expenses		(102,583,037)	(93,313,809)	(60,024,708)	(59,626,171)
Operating profit	21	70,719,051	125,005,520	2,530,656	49,024,526
Finance income	25	326,444	268,104	326,444	268,104
Finance costs	26	(35,712,071)	(45,389,374)	(10,828,741)	(15,742,944)
Impairment loss on joint venture	10	-	-	(4,017,721)	(6,156,475)
Impairment of goodwill	7	(1,306,139)	-	-	-
Expected credit loss (allowances)/ credit	14	4,537,044	(7,866,801)	2,531,979	13,043
Share of loss of joint venture	10 (a)	-	-	-	-
Profit/(loss) before tax from continuing operations		38,564,329	72,017,449	(9,457,383)	27,406,254
Income tax (charge)/ credit	12(c)	(4,575,692)	(6,735,328)	2,772,266	(667,961)
Profit/(loss) for the year from continuing operations		33,988,637	65,282,121	(6,685,117)	26,738,293
Discontinued operations					
Profit after tax for the year from discontinued operations	34	-	4,445,082	-	-
Profit/(loss) for the year		33,988,637	69,727,203	(6,685,117)	26,738,293
Other comprehensive income:					
<i>Other comprehensive income not to be reclassified to profit or loss in subsequent periods:</i>					
Re-measurement of defined benefit obligations	19 (a)(iii) & (b)(i)	6,117,000	10,057,953	1,969,000	(796,990)
Income tax effect on re-measurement of defined benefit obligations	12 (c)(i)	(1,197,125)	(1,869,249)	(374,110)	135,490
Revaluation of land and buildings	4 (a)	9,628,373	54,249,229	9,628,373	54,249,229
Income tax effect on re-measurement of revaluation of land and buildings	12 (c)(i)	(1,829,391)	(9,256,369)	(1,829,391)	(9,256,369)
Fair value (loss) / gain on financial assets at FVOCI	11	(1,204,452)	401,484	(1,204,452)	401,484
<i>Net other comprehensive income not to be reclassified to profit or loss in subsequent periods</i>		11,514,405	53,583,048	8,189,420	44,732,844
Other comprehensive income for the year		11,514,405	53,583,048	8,189,420	44,732,844
Total comprehensive income for the year		45,503,042	123,310,251	1,504,303	71,471,137
Profit/(loss) attributable to:					
Owners of the parent					
Profit for the year from continuing operations		33,983,349	65,322,330		
Profit for the period from discontinued operations		-	2,677,049		
Non-controlling interests					
Profit/(loss) for the year from continuing operations		5,288	(50,209)		
Profit for the period from discontinued operations		-	1,778,033		
		33,988,637	69,727,203		
Total comprehensive income attributable to:					
Owners of the parent		45,497,754	123,660,939		
Non-controlling interests		5,288	(350,688)		
		45,503,042	123,310,251		

The notes set out on pages 12 to 83 form part of these financial statements.
Auditor's report on pages 4 to 6.

LA SENTINELLE LTD AND ITS SUBSIDIARIES

STATEMENTS OF CHANGES IN EQUITY - YEAR ENDED JUNE 30, 2025

9.

THE GROUP	Attributable to equity holders of the parent									
	Other reserves									Total equity
	Issued capital (Note 17)	Share premium (Note 17)	Treasury shares (Note 17)	Fair value reserves (Note 17)	Revaluation reserves (Note 17)	Accumulated losses	Reserve of disposal group held for sale (Note 34)	Total	Non - controlling interests	
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
At July 01, 2023	1,023,340	3,728,070	(3,070,000)	6,830,417	129,717,160	(156,760,009)	-	(18,531,022)	2,869,405	(15,661,617)
Discontinued operations	-	-	-	-	-	-	-	-	-	-
Discontinued operations	-	-	-	-	(8,084,200)	-	8,084,200	-	-	-
Profit for the year	-	-	-	-	-	67,999,379	-	67,999,379	1,727,824	69,727,203
Other comprehensive income for the year	-	-	-	401,484	44,992,860	8,539,392	-	53,933,736	(350,688)	53,583,048
Total comprehensive income for the year	-	-	-	401,484	44,992,860	76,538,771	-	121,933,115	1,377,136	123,310,251
At June 30, 2024	1,023,340	3,728,070	(3,070,000)	7,231,901	166,625,820	(80,221,238)	8,084,200	103,402,093	4,246,541	107,648,634
At July 01, 2024	1,023,340	3,728,070	(3,070,000)	7,231,901	166,625,820	(80,221,238)	8,084,200	103,402,093	4,246,541	107,648,634
Disposal of subsidiary	-	-	-	-	-	8,084,200	(8,084,200)	-	(7,298,168)	(7,298,168)
Transfer of NCI's share	-	-	-	-	-	(3,233,680)	-	(3,233,680)	3,233,680	-
Profit for the year	-	-	-	-	-	33,983,349	-	33,983,349	5,288	33,988,637
Other comprehensive income for the year	-	-	-	(1,204,452)	7,798,982	4,919,875	-	11,514,405	-	11,514,405
Total comprehensive income for the year	-	-	-	(1,204,452)	7,798,982	38,903,224	-	45,497,754	5,288	45,503,042
At June 30, 2025	1,023,340	3,728,070	(3,070,000)	6,027,449	174,424,802	(36,467,494)	-	145,666,167	187,341	145,853,508

The notes set out on pages 12 to 83 form part of these financial statements.
Auditor's report on pages 4 to 6.

LA SENTINELLE LTD AND ITS SUBSIDIARIES
STATEMENTS OF CHANGES IN EQUITY - YEAR ENDED JUNE 30, 2025

10.

THE COMPANY

	Issued capital (Note 17)	Share premium (Note 17)	Treasury shares (Note 17)	Other reserves			
	Rs.	Rs.	Rs.	Fair value reserves (Note 17)	Revaluation reserves (Note 17)	Retained earnings	Total
At July 01, 2023	1,023,340	3,728,070	(3,070,000)	6,880,603	121,632,960	5,086,118	135,281,091
Profit for the year	-	-	-	-	-	26,738,293	26,738,293
Other comprehensive income for the year	-	-	-	401,484	44,992,860	(661,500)	44,732,844
Total comprehensive income for the year	-	-	-	401,484	44,992,860	26,076,793	71,471,137
At June 30, 2024	1,023,340	3,728,070	(3,070,000)	7,282,087	166,625,820	31,162,911	206,752,228
At July 01, 2024	1,023,340	3,728,070	(3,070,000)	7,282,087	166,625,820	31,162,911	206,752,228
Loss for the year	-	-	-	-	-	(6,685,117)	(6,685,117)
Other comprehensive income for the year	-	-	-	(1,204,452)	7,798,982	1,594,890	8,189,420
Total comprehensive income for the year	-	-	-	(1,204,452)	7,798,982	(5,090,227)	1,504,303
At June 30, 2025	1,023,340	3,728,070	(3,070,000)	6,077,635	174,424,802	26,072,684	208,256,531

The notes set out on pages 12 to 83 form part of these financial statements.
Auditor's report on pages 4 to 6.

LA SENTINELLE LTD AND ITS SUBSIDIARIES
STATEMENTS OF CASH FLOWS - YEAR ENDED JUNE 30, 2025

11.

		THE GROUP		THE COMPANY	
	Notes	2025	2024	2025	2024
		Rs.	Rs.	Rs.	Rs.
Operating activities					
Net cash flows generated from/(used in) operating activities	28(a)	13,698,349	94,551,283	7,660,783	13,252,875
Land transfer tax paid on disposal		(2,400,000)	-	(2,400,000)	-
Income tax refund/(paid)	12(b)	617,510	(743,790)	108,363	(155,601)
		11,915,859	93,807,493	5,369,146	13,097,274
Investing activities					
Proceeds from sale of property, plant and equipment		331,400	1,402,739	176,178	794,265
Proceeds from sale of assets held for sale	16	50,000,000	70,000,000	50,000,000	70,000,000
Purchase of property, plant and equipment	4(a)	(13,848,572)	(14,998,872)	(4,181,328)	(723,424)
Purchase of intangible assets	7 (a)	(1,858,000)	(921,086)	(103,000)	-
Dividends received	24	525,944	927,428	525,944	927,428
Cash flows from discontinued operations	34	-	(1,539,103)	-	-
Net cash flows generated from investing activities		35,150,772	54,871,106	46,417,794	70,998,269
Financing activities					
Payment of lease liabilities	29	(2,980,265)	(7,431,435)	(1,168,432)	(1,381,323)
Proceeds from borrowings	29	234,523,158	232,527,089	37,418,526	34,430,463
Repayment of borrowings	29	(296,951,463)	(376,407,829)	(83,545,495)	(103,069,468)
Advanced of funds from factoring company*		53,201,995	27,842,805	-	-
Interest paid		(30,038,338)	(40,040,018)	(10,543,213)	(15,375,200)
Cash flows from discontinued operations	34	-	(6,639,735)	-	-
Net cash flows used in financing activities		(42,244,913)	(170,149,123)	(57,838,614)	(85,395,528)
		4,821,718	(21,470,524)	(6,051,674)	(1,299,985)
Movement in cash and cash equivalents					
Cash and cash equivalents at July 01,		(86,204,823)	(64,828,122)	(34,452,076)	(30,876,211)
Increase/(decrease) in cash and cash equivalents		4,821,718	(21,470,524)	(6,051,674)	(1,299,985)
Net foreign exchange differences		(426,962)	93,823	1,860,270	(2,275,880)
Cash and cash equivalents at June 30,	15	(81,810,067)	(86,204,823)	(38,643,480)	(34,452,076)

The notes set out on pages 12 to 83 form part of these financial statements.

Auditor's report on pages 4 to 6.

1 CORPORATE INFORMATION AND ACTIVITIES

La Sentinelle Ltd (the “Company”) is a public company incorporated and domiciled in Mauritius. Its registered office is situated at Rue des Oursins, Baie du Tombeau, Mauritius. The main activities of the Company are that of publishing newspapers and advertising.

La Sentinelle Ltd as a group has investments in subsidiaries and joint ventures. The principal activities of the Group consist of publishing newspapers and specialized magazines, designing and production of commercial packaging, sale of prime advertising space, distribution and logistics and providing printing services. The Group also proposes news in visual and audio format.

The financial statements of La Sentinelle Ltd and its subsidiaries (together referred as the ‘Group’) for the year ended 30 June 2025 were authorized for issue by the Board of Directors on the date stamped on Page 7. The consolidated financial statements will be submitted to its shareholders for approval at the shareholders Annual General Meeting.

2 SUMMARY OF MATERIAL ACCOUNTING POLICIES

2.1 BASIS OF PREPARATION

The financial statements have been prepared on a historical cost basis, except for:

- land and buildings, classified as property, plant and equipment, which are carried at revalued amounts,
- investment properties which are carried at fair value,
- investment at fair value through other comprehensive income

The financial statements are presented in Mauritian rupees (“Rs”), and are rounded to nearest Rs, except where otherwise indicated.

The Group has prepared the financial statements on the basis that it will continue as a going concern.

The financial statements have been prepared in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (“IASB”).

2.2 BASIS OF CONSOLIDATION

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries as at June 30, 2025.

Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e., existing rights that give it the current ability to direct the relevant activities of the investee),
- Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns.

2 SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D)

2.2 BASIS OF CONSOLIDATION (CONTINUED)

Generally, there is a presumption that a majority of voting rights results in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee.
- Rights arising from other contractual arrangements; and
- The Group's voting rights and potential rights.

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies in line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it derecognises the related assets (including goodwill), liabilities, non-controlling interest and other components of equity, while any resultant gain or loss is recognised in profit or loss. Any investment retained is recognised at fair value.

2.3 APPLICATION OF NEW AND REVISED INTERNATIONAL FINANCIAL REPORTING STANDARDS (IFRSs)

New and amended standards and interpretations

The Group applied for the first-time certain standards and amendments, which are effective for annual periods beginning on or after 1 January 2024. The nature and the effect of changes as a result of adopting these new accounting standards is described below.

Several other amendments and interpretations apply for the first time in 2024, but do not have an impact on the financial statements of the Group. The Group has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective. The accounting policies adopted are consistent with those of the previous financial year, except for the following new and amendments to IFRS as from 1 July 2024:

Effective
for
accounting
period
beginning
on or after

Amendments

IAS 1	Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants - Amendments to IAS 1	1 January 2024
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Where the adoption of the standards or amendments is deemed to have an impact on the financial statements or performance of the Group, their impact is described below:

2.3 APPLICATION OF NEW AND REVISED INTERNATIONAL FINANCIAL REPORTING STANDARDS (IFRSs)

New and amended standards and interpretations (Cont'd)

Amendments to IAS 1- Classification of liabilities as current or non-current and non-current covenants

The amendments to IAS 1 specify the requirements for classifying liabilities as current or non-current. The amendments clarify:

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

In addition, an entity is required to disclose when a liability arising from a loan agreement is classified as non-current and the entity's right to defer settlement is contingent on compliance with future covenants within twelve months.

The adoption of the other above revised standard or amendments, which came into effect on 1 January 2024 had no impact on the financial statements or performance of the Group and Company.

ACCOUNTING STANDARDS AND INTERPRETATIONS ISSUED BUT NOT YET EFFECTIVE

The following standards, amendments to existing standards and interpretations were in issue but not yet effective. The Group would adopt these standards, if applicable, when they become effective. No early adoption of these standards and interpretations is intended by the Board of directors.

		Effective for accounting period beginning on or after
<u>Amendments</u>		
IAS 21	The Effects of Changes in Foreign Exchange Rates	1 January 2025
IFRS 9 and IFRS 7	Classification and Measurement of Financial Instruments – Amendments to IFRS 9 and IFRS 7	1 January 2026
IFRS 18	Presentation and Disclosure in Financial Statements	1 January 2027
IFRS 19	Subsidiaries without Public Accountability	1 January 2027

The Group is still assessing the potential impact of those standards and amendments to existing standards on its financial statements. The Group has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

2 SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D)

2.4 SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

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

Judgements

In the process of applying the Group's and Company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements.

Going concern assessment

The financial statements have been prepared on a going concern basis, which reflects the Directors' assumption that the Group and the Company will continue in operational existence for the foreseeable future and will be able to meet their financial obligations as they fall due. In assessing the appropriateness of this basis, the Directors have considered the events and conditions summarised below.

- For the financial year ended 30 June 2025, the Group reported a profit of MUR 33.9m (2024: MUR 69.7m), while the Company recorded a loss of MUR 6.7m (2024: profit of MUR 26.7m). It is noted that the results were significantly impacted by the disposal of the investment in MC Easy Freight Co Ltd, which contributed MUR 23.5m at Group level and MUR 24.8m at Company level.
- As at 30 June 2025, the Group's and the Company's current liabilities exceeded current assets by MUR 225.0m (2024: MUR 11.2m) and MUR 199.2m (2024: MUR 121.9m) respectively. A substantial portion of the gross current liability balance (MUR 87.3 million) relates to a technical reclassification of long-term borrowings to current liabilities, following the breach of a financial covenant. This breach conferred on the lending bank the right to demand immediate repayment of the related banking facilities. After year-end, and following constructive discussions with the lender, the bank agreed to condone the DSCR covenant for a period of one year.

These conditions indicate the existence of a material uncertainty that may cast significant doubt on the Group's and the Company's ability to continue as a going concern. The financial statements have been prepared on a going concern basis, supported by mitigating measures implemented by management, which include the following:

Strategic restructuring of the Group

- Establishment of La Sentinelle Press Co. Ltd to operate the press and media business with effect from 1 July 2025.
- Continued implementation of cost optimisation and revenue enhancement initiatives for L'Express and other media products.
- Review of the activities undertaken by La Sentinelle Ltd as the holding entity, to ensure sustainable value creation through management fees, dividend income and rental income.

Restructuring of Financial Facilities

- Successful renegotiation of payment terms during FY2025, strengthening cash flow and EBITDA.
- Cash flow forecasts demonstrate sufficient liquidity to meet obligations, contingent upon continued access to overdraft facilities.

Revenue Growth Measures

- New government contracts secured for the publishing of educational books.
- Expansion of production capacity at Caractère Ltée through state-of-the-art technology, with full financial benefits expected to materialise by YE 2026.
- Improved performance of L'Express Turf and Lekip, generating better-than-anticipated results.

2 SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D)

2.4 SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS (CONT'D)

Judgements (Continued)

Going concern assessment (Continued)

Cost Efficiency Measures

- Savings realised through an optimised printing strategy.
- Reduced costs on strategic procurement.
- Re-engineered distribution model.

The Directors acknowledge that the above circumstances represent a material uncertainty that may cast significant doubt on the Group's and the Company's ability to continue as a going concern. However, they remain confident that profitable subsidiaries, including Caractère Ltée, will continue to provide financial support if required. This assessment is further supported by cash flow forecasts covering the period to June 2029 and the availability of committed banking facilities (refer to Note 18). Accordingly, the Directors consider that the going concern basis of preparation remains appropriate.

Leases

Determining the lease term of contracts with renewal and termination options – Company as lessee

The Company determine the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised. The Company has one lease as part of the management fees contract agreement that include extension and termination options. The Company applies judgement in evaluating whether it is reasonably certain whether or not to exercise the option to renew or terminate the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination. After the commencement date, the Company reassess the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate (e.g., construction of significant leasehold improvement or significant customization to the leased asset).

The Company includes the renewal period as part of the lease term for leases of plant and machinery with shorter non-cancellable period (12 months). The Company typically exercises its option to renew for these leases because there will be a significant negative effect on production if a replacement asset is not readily available. The renewal periods for leases of plant and machinery with longer non-cancellable periods are not included as part of the lease term as these are not reasonably certain to be exercised.

2 SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D)

2.4 SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS (CONT'D)

Judgements (Continued)

Determination of joint control in Impress Print Ltd

The Company and Le Mauricien Ltd both hold 50% of the total share capital of Impress Print Ltd, the joint arrangement between both parties is structured through a separate vehicle and the Company will not be liable to settle the debts of Impress Print Ltd. As part of the joint arrangement, all investment, financing and governance decision are mutually agreed. Since the Company and Le Mauricien Ltd have joint control and rights to the net assets of Impress Print Ltd and decisions about the relevant activities require the unanimous consent of both parties, the directors believe that the type of joint arrangement between the parties is a joint venture arrangement.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

Employee benefit obligations

The cost of defined benefit pension plan is determined using actuarial valuations. The actuarial valuation involves making assumptions about discount rates, future salary increases, mortality rates and future pension increases. Due to the long-term nature, such estimates are subject to significant uncertainty. Further details are given in note 19.

Impairment of goodwill

The Company determines whether goodwill is impaired at least on an annual basis. This requires an estimation of the 'value in use' of the cash generating units to which the goodwill is allocated. Estimating a value in use amount requires management to make an estimate of the expected future cash flows from the cash generating unit and also to choose a suitable discount rate in order to calculate the present value of those cash flows. The key assumptions used to determine any impairment of goodwill are further explained in Note 7.

Leases - Estimating the incremental borrowing rate

The Company cannot readily determine the interest rate implicit in the lease, therefore, it uses its incremental borrowing rate (IBR) to measure lease liabilities. The IBR is the rate of interest that the Company would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The IBR therefore reflects what the Company 'would have to pay', which requires estimation when no observable rates are available or when they need to be adjusted to reflect the terms and conditions of the lease. The Company estimate the IBR using observable inputs (such as market interest rates) when available and is required to make certain entity-specific estimates such as credit rating. Further details in are contained in note 5(b).

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

2.4 SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS (CONT'D)

Estimates and assumptions (Continued)

Revaluation of land and buildings under property, plant and equipment and investment properties

When an item of PPE is revalued, the carrying amount of that asset is adjusted to the revalued amount. There are two methods of accounting for accumulated depreciation when an item of PPE is revalued. At the date of revaluation, the asset is treated as the gross carrying amount is adjusted in a manner that is consistent with the carrying amount of the asset.

The Company measures land and buildings at revalued amounts with changes in fair value being recognised in other comprehensive income. Revaluation of land and buildings for the Company was last performed on June 30, 2025, by independent valuers and reviewed annually by directors. The valuation is based on the definition of the open market value, which is the price that would be received to sell the asset in an orderly transaction between market participants at the measurement date. It is the company's policy to revalue its land and buildings on a regular basis. Further details in respect of land and buildings are contained in Note 4 (b).

For investment properties, revaluation is made annually, and the fair value or loss recognised in profit or loss. The investment properties were revalued at 30 June 2025. Refer to Note 6.

Deferred tax assets

In relation to Note 12 in the note to the financial statements, deferred tax assets are recognised for all unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilized. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and level of future taxable profits together with future tax planning strategies.

Provision for expected credit losses (ECL) of trade and other receivables

The Company apply a simplified approach in calculating ECLs on the trade receivables. Therefore, the Company do not track changes in credit risks, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Company use a provision matrix to calculate ECLs for trade receivables. The provision rates are based on days past due of customers.

The provision matrix is initially based on the Group's historical observed default rates. The Company will calibrate the matrix to adjust the historical credit loss experience with forward looking information if any material impact in the future. At the reporting date, the historical observed default rates are updated and changes in the forward- looking estimates are analysed. Further details in respect are contained in Notes 3 (d) and 2.5 (j).

2.5 SUMMARY OF MATERIAL ACCOUNTING POLICIES

(a) Business combinations and goodwill

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred, which is measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets.

Acquisition-related costs incurred are expensed as incurred and included in administrative expenses. When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree. If the business combination is achieved in stages, any previously held equity interest is remeasured at its acquisition date fair value and any resulting gain or loss is recognised in profit or loss. Any contingent consideration to be transferred by the acquirer will be recognised at fair value at the acquisition date. Contingent consideration classified as equity is not remeasured and its subsequent settlement is accounted for within equity. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of IFRS 9 Financial Instruments is measured at fair value with the changes in fair value recognised in the statement of profit or loss in accordance with IFRS 9. Other contingent consideration that is not within the scope of IFRS 9 is measured at fair value at each reporting date with changes in fair value recognised in profit or loss.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interest and any previous interest held over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognised at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognised in profit or loss. After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units. Where goodwill forms part of a cash-generating unit and part of the operation within that unit is disposed of, the goodwill associated with the operation disposed of is included in the carrying amount of the operation when determining the gain or loss on disposal of the operation. Goodwill disposed of in this circumstance is measured based on the relative values of the operation disposed of and the portion of the cash-generating unit retained.

(b) Foreign currencies

The Group's consolidated financial statements are presented in Mauritian Rupees (Rs), which is also the Parent's functional and presentation currency. For each entity, the Group determines the functional currency and items included in the financial statements of each entity are measured using the functional currency. The Group uses the direct method of consolidation and on disposal of a foreign operation, the gain or loss that is reclassified to profit or loss reflects the amount that arises from using this method.

Transactions and balances

Transactions in foreign currencies are initially recorded at the functional currency rate ruling at the date of the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rate of exchange ruling at the reporting date. Differences arising on settlement or translation of monetary items are recognised in profit or loss in the period in which they arise. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using exchange rates at the date when the fair value was determined. The gain or loss arising on translation of non-monetary items are treated in line with the recognition of gain or loss on change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognized in other comprehensive income or profit or loss are also recognised in other comprehensive income or profit or loss, respectively).

2.5 SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D)

(b) Foreign currencies (Cont'd)

(c) Property, plant and equipment

Except for land and buildings which are measured at fair value, plant and equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of such plant and equipment when that cost is incurred if the recognition criteria are met. When significant parts of the plant and equipment are required to be replaced at intervals, the Company depreciate them separately based on their specific useful lives. Likewise, when a major inspection is performed, the cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repairs and maintenances costs are recognised in profit or loss as incurred.

Land and buildings are measured at fair value less accumulated depreciation on buildings. Valuations are performed every three years to ensure that the fair value of a revalued asset does not differ materially from its carrying amount.

A revaluation surplus is recorded in other comprehensive income and credited to the asset revaluation reserve in equity, except to the extent that it reverses a revaluation deficit of the same asset previously recognised in profit or loss, in which case the increase is recognised in profit or loss. A revaluation deficit is recognised in profit or loss, except to the extent that it offsets an existing surplus on the same asset recognised in the asset revaluation reserve.

Depreciation is calculated on the straight-line method to write off the cost of each asset to its residual value over its estimated useful life. Residual value is the estimated amount that the Company would currently obtain from disposal of the asset after deducting the estimated cost of disposal and if the asset was already at the age and in condition expected at the end of its useful life.

The principal annual rates used are:

	%
Buildings	2.5
Plant, machinery and equipment	10
Furniture and fittings	10
Motor vehicles	20
Computer equipment	20 – 33.3

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss when the asset is derecognised. The assets' residual values, useful lives and methods of depreciation are reviewed, and adjusted prospectively if appropriate, at each financial year end.

(d) Leases

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

The Company as a lessee.

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

2.5 SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D)

(d) Leases (Cont'd)

Right-of-use assets

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

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment.

The useful lives are as follows:

Plant and equipment, premises and office space	5 years
Motor vehicles	5 years
Computer equipment and software	2-3 years

Lease liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is premeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

The Group and the Company as a lessor

Leases in which the Company does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit or loss due to its operating nature. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

2.5 SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D)

(e) Investment properties

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at fair value, which reflects market conditions at the reporting date. Gains or losses arising from changes in the fair values of investment properties are included in profit or loss in the period in which they arise, including the corresponding tax effect. Fair values are determined based on a valuation performed by an accredited external independent valuer applying a valuation model recommended by the International Valuation Standards Committee. This is performed on an annual basis given it is measured under the fair value model.

Investment properties are derecognised either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of asset is recognised in profit or loss in the period of derecognition.

In determining the amount of consideration from the derecognition of investment property, the Group considers the effects of variable consideration, existence of a significant financing component, non-cash consideration, and consideration payable to the buyer (if any).

Transfers are made to (or from) investment property only when there is a change in use. For a transfer from investment property to owner-occupied property, the deemed cost for subsequent accounting is the fair value at the date of change in use. If owner-occupied property becomes an investment property, the Company accounts for such property in accordance with the policy stated under property, plant and equipment up to the date of change in use.

(f) Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and accumulated impairment losses. Internally generated intangible assets, excluding capitalized development costs, are not capitalized and related expenditures are reflected in profit or loss in the period in which the expenditure is incurred.

The useful lives of intangible assets are assessed to be either finite or indefinite.

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

Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Gains and losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in profit or loss when the asset is derecognised. The useful economic life of the intangible assets with finite lives has been assessed as follows:

2.5 SUMMARY OF SIGNIFICANT MATERIAL POLICIES (CONT'D)

(f) Intangible assets (Cont'd)

	%
Brand	5
Customer list	10
Marketing rights	10
Computer software	20-33.3

(g) Investments in subsidiaries

Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

Separate financial statements

Investments in subsidiaries in the separate financial statements of the Company are carried at cost, net of any impairment. Where the carrying amount of an investment is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount and the difference is recognised in profit or loss. Upon disposal of the investment, the difference between the net disposal proceeds and the carrying amount is recognised in profit or loss.

(h) Investment in joint ventures

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

The considerations made in determining significant influence or joint control are similar to those necessary to determine control over subsidiaries. The Group's investments in its joint venture are accounted for using the equity method.

Under the equity method, the investment in a joint venture is initially recognised at cost. The carrying amount of the investment is adjusted to recognise changes in the Group's share of net assets of the joint venture since the acquisition date. Goodwill relating to the joint venture is included in the carrying amount of the investment and is not tested for impairment separately.

The statement of profit or loss reflects the Group's share of the results of operations of the joint venture. Any change in OCI of those investees is presented as part of the Group's OCI. The aggregate of the Group's share of profit or loss of a joint venture is shown on the face of the profit or loss outside operating profit and represents profit or loss after tax.

The financial statements of the joint venture are prepared for the same reporting period as the Group.

After application of the equity method, the Group determines whether it is necessary to recognise an impairment loss on its investment in its associate or joint venture. At each reporting date, the Group determines whether there is objective evidence that the investment in the associate or joint venture is impaired. If there is such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate or joint venture and its carrying value, then recognises the loss within 'Share of profit of an associate and a joint venture' in the statement of profit or loss.

Upon loss of significant influence over the associate or joint control over the joint venture, the Group measures and recognises any retained investment at its fair value. Any difference between the carrying amount of the associate or joint venture upon loss of significant influence or joint control and the fair value of the retained investment and proceeds from disposal is recognised in profit or loss.

2.5 SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D)

(i) Non-current assets held for sale and discontinued operations

The Company classifies non-current assets and disposal groups (including goodwill) as held for sale if their carrying amounts will be recovered principally through a sale transaction rather than through continuing use. Non-current assets and disposal groups classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell. Costs to sell are the incremental costs directly attributable to the disposal of an asset (disposal group), excluding finance costs and income tax expense.

The Company classifies non-current asset or disposal group as available for immediate sale in its present condition. Actions required to complete the sale should indicate that it is unlikely that significant changes to the sale will be made or that the decision to sell will be withdrawn. Management must be committed to the plan to sell the asset and the sale expected to be completed within one year from the date of the classification.

Property, plant and equipment and intangible assets are not depreciated or amortised once classified as held for sale. Assets and liabilities classified as held for sale are presented separately as current items in the statement of financial position.

A disposal group qualifies as discontinued operation if it is a component of an entity that either has been disposed of, or is classified as held for sale, and:

- Represents a separate major line of business or geographical area of operations;
- Is part of a single co-ordinated plan to dispose of a separate major line of business or geographical area of operations; Or
- Is a subsidiary acquired exclusively with a view to resale.

Discontinued operations are excluded from the results of continuing operations and are presented as a single amount as profit or loss after tax from discontinued operations in the statement of profit or loss. Additional disclosures are provided in Note 16. All other notes to the financial statements include amounts for continuing operations, unless indicated otherwise.

(j) Impairment of non-financial assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Company estimate of the asset's recoverable amount.

An asset's recoverable amount is the higher of an asset's or cash generating unit's fair value less costs to sell and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets.

When the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. 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. In determining fair value less costs to sell, an appropriate valuation model is used.

Impairment losses of continuing operations are recognised in profit or loss in those expense categories consistent with the function of the impaired asset, except for property previously revalued where the revaluation was taken to OCI. For such properties the impairment is also recognised in OCI up to the amount of any previous revaluation.

A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited to that carrying amount does not exceed its recoverable amount nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in profit or loss unless the asset is carried at revalued amount, in which case the reversal is treated as a revaluation increase. The following criteria are also applied in assessing impairment of specific assets:

2.5 SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D)

(j) Impairment of non-financial assets

Goodwill

Goodwill is tested for impairment, annually as at June 30 and when circumstances indicate that the carrying value may be impaired. Impairment is determined for goodwill by assessing the recoverable amount of the cash-generating unit (or group of cash-generating units), to which the goodwill relates. Where the recoverable amount of the cash-generating unit (or group of cash-generating units) is less than their carrying amount, an impairment loss is recognised. Impairment losses relating to goodwill cannot be reversed in future periods.

Intangible assets

Intangible assets with indefinite useful lives are tested for impairment annually as at June 30, either individually or at the cash generating unit level, as appropriate and when circumstances indicate that the carrying value may be impaired.

(k) Financial instruments

(i) *Financial assets*

Financial instruments – initial recognition and subsequent measurement

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss. The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Company's business model for managing them.

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

The Company's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. Financial assets classified and measured at amortised cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows while financial assets classified and measured at fair value through OCI are held within a business model with the objective of both holding to collect contractual cash flows and selling.

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

Subsequent measurement

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

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

2.6 SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D)

(k) Financial instruments (Cont'd)

Subsequent measurement (Cont'd)

Financial assets at amortised cost (debt instruments)

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

The Company's financial assets at amortised cost include trade and other receivables, and cash and cash equivalents.

Financial assets designated at fair value through OCI (equity instruments)

Upon initial recognition, the Company can elect to classify irrevocably its equity investments as equity instruments designated at fair value through OCI when they meet the definition of equity under IAS 32 Financial Instruments: Presentation and are not held for trading. The classification is determined on an instrument-by-instrument basis.

Gains and losses on these financial assets are never recycled to profit or loss. Dividends are recognised as other income in the statement of profit or loss when the right of payment has been established, except when the Company benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in OCI. Equity instruments designated at fair value through OCI are not subject to impairment assessment.

Equity instruments that are not traded in an active market and cannot be reliably measured at fair value are measured at cost. Cost is deemed to be an appropriate estimate of fair value if recent information is not available to measure fair value or if there is a wide range of possible fair value measurements and cost represents the best estimate of fair value within that range. Indicators that cost is representative of fair value include limited change in the performance of the investee compared with budget, plans or milestones, limited change in the market for the investee's products, global economy, economic environment in which the entity operates amongst others.

The Company elected to classify irrevocably its listed and non-listed equity investments under this category.

Derecognition

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

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

2.5 SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D)

(k) Financial instruments (Cont'd)

(i) Financial assets (Cont'd)

Impairment of financial assets

Further disclosures relating to impairment of financial assets are also provided in the following notes:

- Disclosures for significant assumptions Note 2.5
- Trade receivables and other receivables Note 14

The Company recognises an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

For trade receivables including trade receivables with related parties, the Company applies a simplified approach in calculating ECLs. Therefore, the Company does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Company has established a provision matrix that is based on its historical credit loss experience. In the current year, forward looking information has not had a material impact on the assessment of ECL.

For the other receivables principally on staff loans, ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL).

For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

The Company considers a financial asset in default when contractual payments are 90 days past due. However, in certain cases, the Company may also consider a financial asset to be in default when internal (days past due) or external (qualitative information on the clients capacity to service their debts) information indicates that the Company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Company. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows (clients are liquidated).

2.6 SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D)

(k) Financial instruments (Cont'd)

(ii) Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, lease liabilities, interest-bearing loans and borrowings.

Subsequent measurement

For purposes of subsequent measurement, financial liabilities are classified in two categories:

- Financial liabilities at fair value through profit or loss
- Financial liabilities at amortised cost (loans and borrowings)

Financial liabilities at amortised cost

This is the category most relevant to the Company. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortization process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the statement of profit or loss.

This category generally applies to interest-bearing loans and borrowings, trade and other payables and lease liabilities.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

2.5 SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D)

(l) Inventories

Inventories are valued at the lower of cost and net realizable value.

Costs incurred in bringing each product to its present location and conditions are accounted for as follows:

- | | |
|-------------------------------------|---|
| Raw materials | - purchase cost and other related charges on a weighted average cost basis; |
| Work in progress and Finished goods | - Finished goods are based on the weighted average cost of inventory. The costs include cost of direct materials and Labour and a proportion of manufacturing overheads based on normal operating capacity but excluding borrowing costs; and |
| Goods in transit | - actual costs incurred as per invoices. |

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

(m) Cash and cash equivalents

Cash and cash equivalents in the statements of financial position comprise cash at banks and in hand.

For the purpose of the statements of cash flows, cash and cash equivalents consists of cash at bank and in hand, net of bank overdrafts as they are considered an integral part of the Company's cash management.

(n) Treasury shares

Own equity instruments that are reacquired (treasury shares) are recognised at cost and deducted from equity. No gain or loss is recognised in profit and loss on the purchase, sale, issue or cancellation of the Company's own equity instruments. Any difference between the carrying amount and the consideration. If reissued, is recognised in the share premium.

(o) Employee benefits

The benefits of employees of the Company fall under two different types of arrangements:

- a. A defined benefit scheme in the form of deferred annuity contract held with Swan Life Ltd.
- b. Unfunded retirement gratuities scheme as per the Workers' Rights Act 2019. In accordance with the Workers' Rights Act 2019, employees are entitled to retirement benefit obligation which works as a defined benefit obligation pension plan. These benefits are unfunded. The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the statement of financial position with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements recognised in other comprehensive income shall not be reclassified to profit or loss in subsequent periods. However, the Company may transfer those amounts recognised in other comprehensive income within equity.

2.5 SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D)

(0) Employee benefits (Cont'd)

Past service costs are recognised in profit or loss on the earlier of:

1. The date of the plan amendment or curtailment, and
2. The date that the Company recognises related restructuring costs.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The rate used for discounting was determined by reference to yield at the end of the reporting period from corporate bonds. The Company recognises the following changes in the net defined benefit obligation under 'administration expenses' in the statement of comprehensive income:

Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements.

The Company also operates a defined contribution pension plan which is administered by Swan Life. Payments are recognised as an expense when the employees have rendered service entitled them to the contribution. The assets which are held separately from the Company are administered by an independent fund administrator.

Termination benefits

Termination benefits are payable when the employment is terminated before the normal retirement date or whenever an employee accepts voluntary redundancy in exchange for these benefits. The Company recognises termination benefits when it demonstrably committed to either terminating the employment of current employees according to a detailed formal plan without possibility of withdrawal; or providing termination benefits as a result of an offer made to encourage voluntary redundancy. Benefits falling more than 12 months after the end of the reporting period are discounted to present value.

Vacation Leave

Following the amendments of Workers' Right Act in 2019, employees are entitled to 30 calendar days of employer-paid vacation leave for employees earning up to MUR 600,000 annually after five consecutive years of service with the same employer effective as of 24 October 2024.

The provision for the vacation leave was determined by AON Solutions Ltd as part of IAS 19 requirements.

(p) Revenue recognition

Revenue from contracts with customers

The Company is involved in publishing newspapers and specialized magazines and advertising. The Company also proposes news in visual and audio format. Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expect to be entitled in exchange for those goods or services.

Sale of goods

Revenue from the sale of goods is recognised when the goods are delivered and title has passed at which time the following conditions are satisfied:

- a) The Company has transferred to the buyer the significant risks and rewards of the ownership of the goods;
- b) The Company retained neither continuing management involvement to the degree usually associated with ownership nor effective control over the goods sold;
- c) The amount of revenue can be measured reliably;
- d) It is probable that the economic benefits associated with the transaction will flow to the Company; and
- e) The cost incurred or to be incurred in respect of the transactions can be measured reliably.

2.5 SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D)

(p) Revenue recognition (Cont'd)

Revenue from contracts with customers (Cont'd)

Rendering of other services (sale of advertising and 'petites annonces')

Revenue from rendering of services is recognised in the period in which the services are rendered. Each service is considered as distinct and represent a performance obligation and price for each service are agreed with customers and defined in respective contracts.

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is received. Revenue is measured at the fair value of the consideration received or receivable, excluding discounts, rebates, returns and value added taxes. The Company has concluded that it is principal in all of its revenue arrangement since it is the primary obligator in all revenue arrangements, has pricing latitude and is also exposed to inventory and credit risks. The following specific recognition criteria must also be met before revenue is recognised:

Rendering of services

Revenue for the sale of advertising and 'petites annonces' is recognised upon delivery of the service. Where the contract outcome cannot be measured reliably, revenue is recognised only to the extent of the expenses incurred that are recoverable.

(q) Interest income

Interest income is recognised as interest accrued (using the effective interest method that is the rate that exactly discounts estimated future cash receipts through the expected life of the financial instrument to the net carrying amount of the financial asset).

(r) Rental income

Rental income arising from operating leases on investment properties is accounted for on a straight-line basis over the lease terms and is included in other income as per Note 25.

(s) Dividend income

Dividends are recognised when the Company's right to receive the payment is established, which is when the shareholders approve the dividend.

(t) Management fee income

Management fee income is recognised when the Company's right to receive the payment is established.

(u) Taxes

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the reporting date in the countries where the company operates and generates taxable income. Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss.

Deferred tax

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

2.7 SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D)

(u) Taxes (Cont'd)

Deferred tax (Cont'd)

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

- where the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized except:

- where the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss;
- in respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilized.

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

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

Value Added Tax

Revenues, expenses and assets are recognised net of the amount of value added taxes except:

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

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

2.5 SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D)

(u) Taxes (Cont'd)

Corporate Social Responsibility

In line with the definition within the Income Tax Act 1995, Corporate Social Responsibility (CSR) is regarded in profit or loss as a tax and is therefore subsumed with the income tax expense shown and the income tax liability in the statement of financial position.

The CSR charge for the current period is measured at the amount expected to be paid to the Mauritian tax authorities. The CSR rate and laws used to compute the amount are those charged or substantively enacted by the reporting date.

3. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's and the Company's financial liabilities comprise interest bearing loans and borrowings, lease liabilities and trade and other payables. The main purpose of these financial liabilities is to raise finance for the Group's and Company's operations. The Group and the Company have various financial assets such as trade and other receivables, financial assets at FVOCI and cash and bank balances which arise directly from its operations.

The main risks arising from the Group's and the Company's financial instruments are interest rate risk, foreign currency risk, equity price risk, credit risk and liquidity risk. The board reviews and agrees policies for managing each of these risks and they are summarised below:

Market risk

Market risk is the risk that the fair value or future cash flows of financial instruments will fluctuate due to changes in market variables such as interest rates, foreign exchange rates and equity prices.

(a) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's and the Company's exposure to the risk of changes in market interest rates relates primarily to the Group's long term debt obligations with floating interest rates.

The Group's and the Company's policy is to manage its interest cost using a mix of fixed and variable rate debts.

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the Group's and Company's profit /(loss) before tax and consequently equity is affected through the impact on floating rate borrowings as follows:

	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
Increase/decrease in basis points	Rs.	Rs.	Rs.	Rs.
+50	(1,638,742)	(1,932,772)	(568,274)	(800,065)
-50	1,638,742	1,932,772	568,274	800,065

(b) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Group and the Company have transactional currency exposures. Such exposure arises from sales or purchases by the Group and the Company in currencies other than the unit of its functional currency. Revenue is generated mainly in Rs except for its export business which is in Euro. Some expenditures are incurred in US Dollars, Euro and Great Britain Pound (GBP).

3. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

Market risk (Continued)

(b) Foreign currency risk (Continued)

The currency profile of the Group's and the Company's financial assets and liabilities is summarised as follows:

	THE GROUP			
	Financial assets	Financial liabilities	Financial assets	Financial liabilities
	2025	2025	2024	2024
	Rs	Rs	Rs	Rs
Mauritian Rupee (Rs)	189,349,227	595,899,730	191,349,921	629,285,125
EURO (EUR)	11,290,235	15,307,075	4,491,193	6,240,901
United States Dollar (USD)	10,007,087	71,342,844	24,543,793	100,710,609
Great Britain Pound (GBP)			129,192	178,048
Malagasy Ariary (MGA)			-	7,875
South African Rand (ZAR)		999,498	-	220,915
Australian Dollar (AUD)	-	-	-	1,638
	210,646,549	683,549,147	220,514,099	736,645,111

	THE COMPANY			
	Financial assets	Financial liabilities	Financial assets	Financial liabilities
	2025	2025	2024	2024
	Rs	Rs	Rs	Rs
Mauritian Rupee (Rs)	20,596,947	257,890,957	20,164,960	291,565,423
EURO (EUR)	3,616,565	3,760,843	45,560	-
United States Dollar (USD)	23,721	1,780,804	18,796	4,032,324
South African Rand (ZAR)	-	-	-	53,760
	24,237,233	263,432,604	20,229,316	295,651,507

Tax Deducted at Source of **Rs 862,786** (2024: Rs 916,021) and prepayments of **Rs 4,309,488** (2024: Rs 4,332,890) for the Group and prepayments of **Rs 3,758,362** (2024: Rs 3,708,219), TDS of **Rs 842,147** (2024: Rs 916,021) for the Company have been excluded from the above table as they are not considered to be financial assets.

Foreign currency sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in Euro and USD exchange rates, with all other variables held constant, for the Group and the Company. The Group's and the Company's exposure to foreign currency changes for all other currencies is not material.

		THE GROUP		THE COMPANY	
		2025	2024	2025	2024
Increase in rates		Effect on profit before tax & equity		Effect on profit before tax & equity	
	%	Rs	Rs	Rs	Rs
EURO	5%	(200,842)	(87,485)	(7,214)	2,278
USD	5%	(3,066,788)	(3,808,341)	(87,854)	(200,676)

A decrease of 5% in the rate will have the same but opposite effect on the profit before tax.

(c) Equity price risk

Equity price risk is the risk of unfavourable changes in fair values of equities as the result of changes in the value of individual shares. The Group and the Company are exposed to equity price risk because of quoted investments held by the Group and the Company classified as financial assets at fair value through other comprehensive income in the statement of financial position.

The Group and the Company manage the equity risk through regular monitoring of share prices. The Board of directors reviews and approves all equity investment decisions.

3. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

Market risk (Continued)

(c) Equity price risk (Continued)

The sensitivity analysis below have been determined based on the exposure to equity price risks at the reporting date. Its effect on equity, with similar impact on profit or loss, for the year would have been as follows:

Increase/decrease in basis points	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
	Rs.	Rs.	Rs.	Rs.
+50	729,268	648,861	1,041,283	1,033,761
-50	(729,268)	(648,861)	(1,041,283)	(1,033,761)

(d) Credit risk

Credit risk is the risk that a counter party will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. Credit risk is managed on a Group basis and arises principally from the Group's and the Company's operating activities (primary trade receivables).

Trade receivables

The Group and the Company trades only with recognised, creditworthy third parties. It is the Group's policy that all customers who wish to trade on credit terms are subject to credit verification procedures and credit insurance.

Since the Group trades only with recognised third parties, there is no requirement for collateral.

For trade receivables, an analysis is performed at each reporting date using a provision matrix to measure expected credit losses. The provision rates are based on days past due for groupings of various customer segments with similar loss patterns. The calculation reflects the probability-weighted outcome, the time value of money and reasonable and supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions. In addition, the Group considers individual debtors for specific impairment when it becomes aware of the debtors' inability to meet the financial obligation or when the trade receivable is referred to attorneys. Receivables are written off when there is no reasonable expectation of recovery.

The Group segmented its trade receivables balances into categories pertaining to the different industries. Where the Group and Company considered there to be an increase in credit risks, they made adjustments to the receivable balances of these respective trade debtors to reflect the situation.

The Group and the Company have no significant concentrations of credit risk. The maximum exposure to credit risk is represented by the carrying amount of the trade receivables in the consolidated and separate statements of financial position.

The expected loss rates are based on the payment profiles of sales over a period of 36 months before June 30, 2025 and June 30, 2024 respectively and the corresponding historical credit losses experienced within this period. As at year end, the historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. The Group has identified the GDP of the country in which it sells its goods to be the most relevant factors, and accordingly adjusts the historical loss rates based on expected changes in these factors. The changes in the loss rate are reflective of the history of defaults.

In cases of default of debtors such as cash flows problems or receivership, the maximum credit exposure for the Group was 10% of the receivables. In current year and prior year, the factoring arrangement is on recourse per the terms of the agreements. Thus, in case of non-recoverability of the invoices by MCB Factors, the advance of 80% received by the Group become due and repayable to MCB Factors. The balance due at year end to MCB Factors is included under 'Other payables'.

Cash & cash equivalents

Cash and cash equivalents of the Group is kept with reputable organisations. As at reporting date, cash and cash equivalents have been considered for impairment and the impairment loss was negligible and hence not accounted for.

3. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

Market risk (Continued)

(d) Credit risk (Continued)

Trade receivables (Continued)

At June 30, 2025 the credit risk exposure on the Group's and Company's trade receivables (non-group receivable) was as follows:

THE GROUP	Total Rs.	Current Rs.	Past due but not impaired			
			<30 days Rs.	30-60 days Rs.	61-90 days Rs.	>90 days Rs.
2025						
Expected credit loss rate	8.3%	0.0%	0.3%	0.5%	0.9%	49.4%
Estimated total gross carrying amount at default	163,029,812	-	104,632,283	20,627,626	11,351,106	26,418,797
Expected credit loss	(13,553,753)	-	(301,474)	(105,888)	(102,574)	(13,043,817)
	<u>149,476,059</u>	<u>-</u>	<u>104,330,809</u>	<u>20,521,738</u>	<u>11,248,532</u>	<u>13,374,980</u>

THE GROUP	Total Rs.	Current Rs.	Past due but not impaired			
			<30 days Rs.	30-60 days Rs.	61-90 days Rs.	>90 days Rs.
2024						
Expected credit loss rate	15.0%	0.0%	0.4%	0.8%	1.4%	32.5%
Estimated total gross carrying amount at default	125,528,641	-	54,529,197	21,406,954	9,200,167	56,602,482
Expected credit loss	(18,869,963)	-	(207,467)	(164,826)	(125,900)	(18,371,770)
	<u>106,658,678</u>	<u>-</u>	<u>54,321,730</u>	<u>21,242,128</u>	<u>9,074,267</u>	<u>38,230,712</u>

THE COMPANY	Total Rs.	Current Rs.	<30 days Rs.	30-60 days Rs.	61-90 days Rs.	>90 days Rs.
2025						
Expected credit loss rate	24.3%	0.0%	1.0%	0.6%	0.2%	73.8%
Estimated total gross carrying amount at default	11,621,742	-	4,437,441	1,754,762	1,676,301	3,753,238
Expected credit loss	(2,825,568)	-	(44,242)	(10,529)	(2,733)	(2,768,064)
	<u>8,796,174</u>	<u>-</u>	<u>4,393,199</u>	<u>1,744,233</u>	<u>1,673,568</u>	<u>985,174</u>

THE COMPANY	Total Rs.	Current Rs.	<30 days Rs.	30-60 days Rs.	61-90 days Rs.	>90 days Rs.
2024						
Expected credit loss rate	40.1%	0.0%	2.2%	2.0%	2.9%	59.2%
Estimated total gross carrying amount at default	13,682,153	-	3,361,083	696,873	530,526	9,093,671
Expected credit loss	(5,483,636)	-	(72,746)	(14,109)	(15,631)	(5,381,150)
	<u>8,198,517</u>	<u>-</u>	<u>3,288,337</u>	<u>682,764</u>	<u>514,895</u>	<u>3,712,521</u>

Refer to note 14(iv) for the movement in allowance for impairment in respect of trade receivables and intercompany trade receivables during the year.

Loans and advances to staff and intercompany loans

The Company manages its credit risk with regards to loans to subsidiaries by actively monitoring the operations and financial performance of its subsidiaries. Loan to staff are repaid directly through payroll limiting the credit risk of the Group and the Company. The impairment assessment done for this category of financial assets resulted in a non significant amount and therefore has not been disclosed separately.

3. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

Market risk (Continued)

(d) Credit risk (Continued)

Cash and cash equivalents

With respect to cash and cash equivalents, the Group's and the Company's exposure to credit risk arises from the default of the counter party with a maximum exposure equal to the carrying value of the instrument of **Rs 42,762,559** (2024: Rs 95,619,809) for Group and **Rs 6,358,988** (2024: Rs 5,026,022) for Company. Cash at banks are held with reputable financial institutions.

Definition of default

The Group and the Company consider a financial instrument defaulted and therefore stage 3 (credit-impaired) for ECL calculations in all cases above the borrower becomes 90 days past due on its contract payments.

(e) Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities due to shortage of funds.

The Group and the Company monitor the risk to a shortage of funds using a recurring liquidity planning tool. This tool considers the maturity of both its financial investments and financial assets (e.g. accounts receivables and other financial assets), the maturity of its financial obligations and projected cash flows from operations. Moreover, the Group and the Company have access to various types of funding like leasing and loans.

The performance has resulted in a profit for the year ended 30 June 2025 of **Rs 33.9m** (2024: profit of Rs 69.7m) for the Group, a loss for the year of **Rs 6.7m** (2024: profit of Rs 26.7m) for the Company, net cash inflows of **Rs 4.8m** (2024: inflows of Rs 21.5m) for the Group and net cash outflows of **Rs 6.2m** (2024: outflows of Rs 1.3m) for the Company.

As a result, the Group and the Company are monitoring the cash-flows tightly. The Group and the Company have negotiated for a loan restructuring with the banks which has been approved in the financial year to 30 June 2025 to reduce the cash flow pressures and better repayment terms were negotiated as part of the restructuring. Please refer to the going concern note (Note 2) for further details.

Management has determined that the above actions are sufficient to mitigate the uncertainty and has therefore prepared the financial reporting on a going concern basis.

The Group's and the Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts, bank loans and finance leases.

The following table summarises the maturity profile of the Group's and Company's financial liabilities at June 30, based on the contractual undiscounted payment.

THE GROUP

At June 30, 2025	On demand	0 to 3 Months	3 to 12 Months	1 to 5 years	Above 5 years	Total
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
Interest-bearing loans and borrowings	11,415,627	69,222,666	88,813,733	88,691,605	58,452,847	316,596,478
Bank overdraft	124,572,626	-	-	-	-	124,572,626
Lease liabilities	-	714,789	2,012,217	8,857,321	98,643	11,682,969
Trade and other payables	231,228,093	-	-	-	-	231,228,093
	367,216,346	69,937,454	90,825,950	97,548,926	58,551,490	684,080,167

3. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

(e) Liquidity risk (Continued)

THE GROUP

At June 30, 2024	On demand	0 to 3 Months	3 to 12 Months	1 to 5 years	Above 5 years	Total
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
Interest-bearing loans and borrowings	181,824,633	69,619,388	90,529,551	135,396,031	83,091,401	560,461,004
Lease liabilities	-	5,059,371	15,495,261	6,409,285	278,853	27,242,770
Trade and other payables	138,390,547	24,903,884	4,653,542	-	-	167,947,973
	320,215,180	99,582,643	110,678,354	141,805,316	83,370,254	755,651,747

THE COMPANY

At June 30, 2025	On demand	0 to 3 months	3 to 12 months	1 to 5 years	Above 5 years	Total
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
Interest-bearing loans and borrowings	-	10,259,952	18,026,504	23,801,333	58,452,799	110,540,587
Lease liabilities	-	158,033	489,183	2,767,074	-	3,414,290
Bank overdraft	45,002,468	-	-	-	-	45,002,468
Other payables (non-current)	-	-	-	28,481,069	-	28,481,069
Trade and other payables	76,294,189	-	-	-	-	76,294,189
	121,296,657	10,417,985	18,515,687	55,049,476	58,452,799	263,732,604

THE COMPANY

At June 30, 2024	On demand	0 to 3 months	3 to 12 months	1 to 5 years	Above 5 years	Total
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
Interest-bearing loans and borrowings	39,478,098	29,175,681	15,774,373	28,237,688	83,091,401	195,757,241
Lease liabilities	-	152,993	371,417	2,930,533	278,853	3,733,796
Trade and other payables	96,160,470	-	-	-	-	96,160,470
	135,638,568	29,328,674	16,145,790	31,168,221	83,370,254	295,651,507

Capital management

The primary objective of the Group's and the Company's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximize shareholders' value.

The Group and the Company manage the capital structure and make adjustments to it, in the light of changes in economic conditions. To maintain or adjust the capital structure, the Group and the Company may adjust the dividend payment or return capital to shareholders or issue new shares. No changes were made in the objectives, policies or processes during the years ended June 30, 2025 and 2024.

The Group and the Company are not subject to any externally imposed capital requirements.

The Group and the Company monitor capital using a gearing ratio which is interest bearing loans and borrowings divided by equity and interest-bearing loans and borrowings. Capital comprises of equity attributable to the equity holders of the parent.

	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
	Rs.	Rs.	Rs.	Rs.
Interest bearing loans and borrowings	327,748,429	386,589,684	113,654,878	160,012,939
Equity and interest bearing loans and borrowings	473,601,937	494,238,318	321,911,409	366,765,167
Gearing ratio	0.69	0.78	0.35	0.44

LA SENTINELLE LTD AND ITS SUBSIDIARIES

NOTES TO THE FINANCIAL STATEMENTS - YEAR ENDED JUNE 30, 2025

40.

4. PROPERTY, PLANT AND EQUIPMENT

(a) THE GROUP

	Freehold land and buildings	Plant, and equipment	Furniture and fittings	Motor vehicles	Computer equipment	Assets in progress *	Total
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
COST OR VALUATION							
At July 01, 2023	347,446,626	400,137,298	116,619,555	11,878,881	86,162,089	1,849,011	964,093,460
Additions	-	5,047,233	819,702	-	647,272	-	6,514,207
Disposals	-	-	(243,211)	(3,276,100)	(1,752,433)	-	(5,271,744)
Revaluation	54,249,229	-	-	-	-	-	54,249,229
Transfer from right of use assets (note 5)	-	-	-	8,484,665	-	-	8,484,665
Transfer to assets held for sale (Note 34)	(41,119,500)	-	(9,683,602)	(1,515,282)	(6,297,132)	-	(58,615,516)
At June 30, 2024	360,576,355	405,184,531	107,512,444	15,572,164	78,759,796	1,849,011	969,454,301
At July 01, 2024	360,576,355	405,184,531	107,512,444	15,572,164	78,759,796	1,849,011	969,454,301
Additions	1,240,000	9,366,056	956,122	-	2,130,994	155,400	13,848,572
Disposals	-	-	-	(686,990)	-	-	(686,990)
Revaluation	9,628,373	-	-	-	-	-	9,628,373
At June 30, 2025	371,444,728	414,550,587	108,468,566	14,885,174	80,890,790	2,004,411	992,244,256

DEPRECIATION AND IMPAIRMENT

At June 30, 2023	32,343,488	277,377,175	98,921,720	11,095,572	82,198,360	371	501,936,686
Transfer from right-of-use assets (note 5)	-	-	-	7,509,202	-	-	7,509,202
Charge for the year	6,608,210	23,269,802	4,518,092	736,322	1,953,940	-	37,086,366
Transfer to assets held for sale (Note 34)	(3,738,946)	-	(7,703,394)	(1,395,580)	(5,766,883)	-	(18,604,803)
Disposals	-	-	(243,211)	(2,765,338)	(1,731,235)	-	(4,739,784)
At June 30, 2024	35,212,752	300,646,977	95,493,207	15,180,178	76,654,182	371	523,187,667
At July 01, 2024 (re-stated)	35,212,752	300,646,977	95,493,207	15,180,178	76,654,182	371	523,187,667
Charge for the year	8,354,607	22,561,015	3,444,903	192,669	1,910,463	-	36,463,657
Disposals	-	-	-	(686,990)	-	-	(686,990)
At June 30, 2025	43,567,359	323,207,992	98,938,110	14,685,857	78,564,645	371	558,964,334

NET CARRYING AMOUNT

At June 30, 2025	327,877,368	91,342,595	9,530,456	199,317	2,326,145	2,004,040	433,279,922
At June 30, 2024	325,363,603	104,537,554	12,019,237	391,986	2,105,614	1,848,640	446,266,764

* Assets in progress relate to assets purchased but not yet available for use.

LA SENTINELLE LTD AND ITS SUBSIDIARIES

NOTES TO THE FINANCIAL STATEMENTS - YEAR ENDED JUNE 30, 2025

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4. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

(a) THE COMPANY

COST OR VALUATION

	Freehold land and buildings	Plant, machinery and equipment	Furniture and fittings	Motor vehicles	Computer equipment	Assets in progress *	Total
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
At July 01, 2023	301,149,754	204,945,093	88,787,337	7,762,205	58,924,374	-	661,568,763
Additions	-	-	695,424	-	28,000	-	723,424
Revaluation	54,249,229	-	-	-	-	-	54,249,229
Disposal	-	-	-	(3,276,100)	(104,265)	-	(3,380,365)
Transfer from right-of-use assets (Note 5)	-	-	-	6,417,848	-	-	6,417,848
At June 30, 2024	355,398,983	204,945,093	89,482,761	10,903,953	58,848,109	-	719,578,899
At July 01, 2024	355,398,983	204,945,093	89,482,761	10,903,953	58,848,109	-	719,578,899
Additions	-	1,953,380	434,261	-	1,638,287	155,400	4,181,328
Revaluation	9,628,373	-	-	-	-	-	9,628,373
Disposal	-	-	-	-	-	-	-
Transfer from right-of-use assets (Note 5)	-	-	-	-	-	-	-
At June 30, 2025	365,027,356	206,898,473	89,917,022	10,903,953	60,486,396	155,400	733,388,599

DEPRECIATION

At July 01, 2023	26,366,611	181,096,693	76,461,405	7,152,562	56,894,140	-	347,971,411
Charge for the year	6,309,642	3,533,520	3,026,859	592,610	993,378	-	14,456,009
Transfer from right of use asset (Note 5)	-	-	-	5,442,385	-	-	5,442,385
Disposal	-	-	-	(2,723,711)	(83,066,38)	-	(2,806,777)
At June 30, 2024	32,676,253	184,630,213	79,488,264	10,463,846	57,804,452	-	365,063,028
At July 01, 2024	32,676,253	184,630,213	79,488,264	10,463,846	57,804,452	-	365,063,028
Charge for the year	8,050,873	3,599,563	2,709,673	161,304	1,122,499	-	13,643,910
At June 30, 2025	40,727,126	188,229,776	82,197,937	10,625,150	58,926,950	-	380,706,938

NET CARRYING AMOUNT

At June 30, 2025	324,300,230	18,668,698	7,719,085	278,804	1,559,445	155,400	352,681,661
At June 30, 2024	322,722,730	20,314,880	9,994,497	440,107	1,043,657	-	354,515,871

4. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

- (b) External valuers are involved for valuation of land and building and any involvement of external valuers is determined annually by the directors. External valuers are normally appointed every three years. The directors decide, after discussions with the external valuer, which valuation techniques and inputs to use for each case. At each reporting date, the directors assess the values of the land and buildings which are required to be remeasured or re-assessed as per the accounting policies. For this analysis, the directors verify the major inputs applied in the latest valuation by agreeing the information in the valuation computation to relevant documents including the contracts. The directors also compare the change in the value of the Group's and the Company's land and buildings with relevant external sources to determine whether the change is reasonable. The last independent valuation of these land and buildings at Company level was performed as at June 30, 2024 by Brea Ltd, a specialist in valuing these types of assets.

At Group level, no other revaluation has been conducted.

For the quantitative disclosure for the land and buildings under revaluation model are disclosed in the note 30.

The revalued land and buildings consist of manufacturing and office buildings. Management determined that these constitute one class of asset under IFRS 13, based on the nature, characteristics and risks of the property.

If the land and buildings had been stated on a historical cost basis, the amounts would be as follows:

	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
	Rs.	Rs.	Rs.	Rs.
Cost	248,666,138	248,666,138	248,666,138	248,666,138
Accumulated depreciation	(24,450,977)	(16,096,370)	(24,147,243)	(16,096,370)
Net carrying amounts	224,215,161	232,569,768	224,518,895	232,569,768

- (c) Property, plant and equipment are included in assets given as collateral for bank borrowings (see note 18).

LA SENTINELLE LTD AND ITS SUBSIDIARIES

NOTES TO THE FINANCIAL STATEMENTS - YEAR ENDED JUNE 30, 2025

43.

5. (a) RIGHT OF USE ASSETS

FOR THE YEAR ENDED JUNE 30, 2025

THE GROUP

Set out below are the carrying amounts of right-of-use assets recognised and the movements during the year:

	Computer equipment	Plant and equipment	Computer Software	Motor vehicles	Land and Premises	Other fixed assets	Total
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
COST							
At July 01, 2024	8,654,055	7,071,424	660,100	12,287,931	3,041,383	263,930	31,978,823
Lease modification	-	6,245,704	-	1,216,654	(109,924)	-	(109,924)
Addition	-	-	-	-	-	-	-
At June 30, 2025	8,654,055	13,317,128	660,100	13,504,585	2,931,459	263,930	39,331,257
DEPRECIATION							
At July 01, 2024	8,654,055	7,071,424	660,100	4,579,745	1,026,338	263,930	22,255,592
Charge for the year	-	290,636	-	1,798,693	333,420	-	2,422,749
At June 30, 2025	8,654,055	7,362,060	660,100	6,378,438	1,359,758	263,930	24,678,341
NET BOOK VALUE							
At June 30, 2025	-	5,955,068	-	7,126,147	1,571,701	-	14,652,916

THE COMPANY

	Motor vehicles	Computer equipment	Computer Software	Land	Total
	Rs.	Rs.	Rs.	Rs.	Rs.
COST					
At July 01, 2024	2,550,000	6,106,413	660,100	3,515,717	12,832,230
Lease modification	-	-	-	(109,924)	(109,924)
At June 30, 2025	2,550,000	6,106,413	660,100	3,405,793	12,722,306
DEPRECIATION					
At July 01, 2024	82,660	6,106,413	660,100	1,500,272	8,349,445
Charge for the year	510,000	-	-	333,820	843,820
At June 30, 2025	592,660	6,106,413	660,100	1,834,092	9,193,265
NET BOOK VALUE					
At June 30, 2025	1,957,340	-	-	1,571,701	3,529,041

The Company has a leasehold land with the government for a period of 10 years with options to renew.

5. (a) RIGHT OF USE ASSETS

FOR THE YEAR ENDED JUNE 30, 2024

THE GROUP

Set out below are the carrying amounts of right-of-use assets recognised and the movements during the year:

COST	Motor vehicles		Computer equipment		Plant and equipment		Computer Software		Office space		Land and Premises		Other fixed assets		Total	
	Rs.		Rs.		Rs.		Rs.		Rs.		Rs.		Rs.		Rs.	
At July 01, 2023	18,189,537		8,654,055		7,071,424		660,100		4,001,470		(124,410)		263,930		38,716,106	
Addition	8,283,751		-		-		-		-		3,515,117		-		11,798,868	
Transfer to property, plant and equipment (Note 4(a))	(9,745,667)		-		-		-		-		-		-		(9,745,667)	
Termination of lease released to profit or loss (Note 24)	(2,090,672)		-		-		-		-		-		-		(2,090,672)	
Transfer to held for sale (Note 34)	(2,349,018)		-		-		-		(4,001,470)		(349,324)		-		(6,699,812)	
At June 30, 2024	12,287,931		8,654,055		7,071,424		660,100		-		3,041,383		263,930		31,978,823	
DEPRECIATION																
At July 01, 2023	15,778,737		8,654,055		7,071,424		660,100		1,250,557		(124,410)		263,930		33,554,393	
Transfer to property, plant and equipment (Note 4(a))	(8,770,204)		-		-		-		-		-		-		(8,770,204)	
Termination of lease released to profit or loss (Note 24)	(1,746,567)		-		-		-		(633,764)		-		-		(2,380,331)	
Transfer to held for sale (Note 34)	(1,619,238)		-		-		-		(933,675)		(349,324)		-		(2,902,237)	
Charge for the year	937,017		-		-		-		316,882		1,500,072		-		2,753,971	
At June 30, 2024	4,579,745		8,654,055		7,071,424		660,100		-		1,026,338		263,930		22,255,592	
NET BOOK VALUE																
At June 30, 2024	7,708,186		-		-		-		-		2,015,045		-		9,723,231	

THE COMPANY

COST

COST	Motor vehicles		Computer equipment		Computer Software		Land		Total	
	Rs.		Rs.		Rs.		Rs.		Rs.	
At July 01, 2023	6,417,848		6,106,413		660,100		-		13,184,361	
Additions	2,550,000		-		-		3,515,717		6,065,717	
Transfer to property, plant and equipment (Note 4(a))	(6,417,848)		-		-		-		(6,417,848)	
At June 30, 2024	2,550,000		6,106,413		660,100		3,515,717		12,832,230	
DEPRECIATION										
At July 01, 2023	5,440,045		6,106,413		660,100		-		12,206,558	
Transfer to property, plant and equipment (Note 4(a))	(5,442,385)		-		-		-		(5,442,385)	
Charge for the year	85,000		-		-		1,500,272		1,585,272	
At June 30, 2024	82,660		6,106,413		660,100		1,500,272		5,349,445	
NET BOOK VALUE										
At June 30, 2024	2,467,340		-		-		2,015,445		4,482,785	

The Company has a leasehold land with the government for a period of 10 years with options to renew.

5. (b) LEASE LIABILITIES

	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
	Rs	Rs	Rs	Rs
At July 1,	7,953,312	6,783,377	3,733,794	2,622,293
Additions	5,207,000	9,695,228	-	5,115,117
Accretion of interest (Note 26)	1,036,363	1,730,896	214,898	726,049
Payments	(3,033,245)	(4,109,398)	(822,922)	(2,107,372)
Termination of lease released to profit or loss (Note 24)	-	(2,622,293)	-	(2,622,293)
Transfer to asset held for sale (Note 34)	-	(3,524,498)	-	-
Modification of Lease	(11,479)	-	(11,479)	-
At June 30,	11,151,951	7,953,312	3,114,291	3,733,794
<i>Analysed as:</i>				
Current	2,521,294	1,611,172	647,216	2,412,227
Non current	8,630,657	6,342,140	2,467,075	1,321,567
	11,151,951	7,953,312	3,114,291	3,733,794

(i) The following are the amounts recognised in profit or loss:

	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
	Rs.	Rs.	Rs.	Rs.
Depreciation expense of right-of-use assets (Notes 5(a) & 22)	2,422,749	2,753,971	843,820	1,585,272
Interest expense on lease liabilities (included in finance cost) (Note 26)	1,036,363	1,730,896	214,898	726,049
Total amount recognised in profit or loss	3,459,112	4,484,867	1,058,718	2,311,321

The Group and Company had total cash flows for leases of Rs 3,490,779 (2024: Rs 7,431,435) and Rs 1,343,765 (2024: Rs 1,381,423) respectively.

(ii) The Company as a lessor

The Company has entered into operating leases for its investment properties consisting of office buildings. These leases have terms between 2 and 5 years. All leases include a clause to enable upward revision of the rental charge on an annual basis according to prevailing market conditions. Future minimum rentals receivables under non-cancellable operating leases as at June 30, 2025 are as follows:

	THE COMPANY	
	2025	2024
	Rs	Rs
Within one year	93,420	13,287,240
Between one and two years	-	93,420
Between two and three years	-	-
Between three and four years	-	-
Between four and five years	-	-
	93,420	13,380,660

The lease terms have been disaggregated in line with IFRS 16 and comparatives have been amended to conform to this year's presentation.

5. (b) LEASE LIABILITIES (CONTINUED)

(iii) Nature of leasing activities (in the capacity as lessee)

The Group and the Company have lease contracts for motor vehicles, office space and plant and equipment which comprise only fixed payments over the lease terms.

(iv) Leases terms

Leases of plant and machinery generally have lease terms of 5 years, while motor vehicles generally have lease terms between 3 and 5 years. The lease term is reassessed if an option is actually exercised (or not exercised) or the Group becomes obliged to exercise (or not exercise) it. The assessment of reasonable certainty is only revised if a significant event or a significant change in circumstances occurs, which affects this assessment, and that is within the control of the lessee.

6. INVESTMENT PROPERTIES

	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
	Rs	Rs	Rs	Rs
At July 1,	39,100,000	38,900,000	39,100,000	38,900,000
Transfer from assets held for sale (Note 16)			-	
Transfer to Property, Plant and Equipment (Note 4 (a))			-	
Fair value gain	1,600,000	200,000	1,600,000	200,000
At June 30,	40,700,000	39,100,000	40,700,000	39,100,000

The Group's and the Company's investment properties consist of office buildings. Management determined that the investment properties consist of one class of asset based on the nature, characteristic and risk of each property.

External valuers are involved for valuation of the investment properties and any involvement of external valuers is determined annually by the directors. The directors decide, after discussions with the external valuer, which valuation techniques and inputs to use for each case. At each reporting date, the directors assess the values of the investment properties which are required to be remeasured or re-assessed as per the accounting policies. For this analysis, the directors verify the major inputs applied in the latest valuation by agreeing the information in the valuation computation to relevant documents including the contracts. The directors also compare the change in the value of the Group's and the Company's properties with relevant external sources to determine whether the change is reasonable. An independent valuation of the investment properties as at June 30, 2025 was performed by BREA Ltd, a specialist in valuing these types of assets. For the quantitative disclosure for the land and buildings under revaluation model are disclosed in the note 30.

	THE GROUP AND COMPANY	
	2025	2024
	Rs	Rs
Rental income derived from investment properties	1,136,500	652,001
Direct operating expenses (including repairs and maintenance) generating rental income (included in cost of sales)	(947,728)	(445,118)
Direct operating expenses (including repairs and maintenance) that did not generate rental income (included in cost of sales)	-	-
Profit arising from investment properties carried at fair value	188,772	206,883

The Group has no restriction on the realisability of its investment properties and no contractual obligations to purchase, construct or develop investment properties.

LA SENTINELLE LTD AND ITS SUBSIDIARIES

NOTES TO THE FINANCIAL STATEMENTS - YEAR ENDED JUNE 30, 2025

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7. INTANGIBLE ASSETS

(a) THE GROUP

Cost	Goodwill	Marketing rights	Other intangibles	Computer software	Assets in progress *	Brand/ Masthead	Customers list	Total
Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
At July 01, 2023	39,630,273	2,400,000	1,073,305	98,953,664	460,002	25,130,000	10,740,000	178,387,244
Additions	-	-	-	821,086	100,000	-	-	921,086
Transfer to asset held for sale (Note 16)	(15,313,290)	-	-	-	-	-	-	(15,313,290)
Transfer to assets held for sale (Note 34)	-	-	-	(5,487,213)	-	-	-	(5,487,213)
At June 30, 2024	24,316,983	2,400,000	1,073,305	94,287,537	560,002	25,130,000	10,740,000	158,507,827
At July 01, 2024	24,316,983	2,400,000	1,073,305	94,287,537	560,002	25,130,000	10,740,000	158,507,827
Additions	-	-	-	418,000	1,440,000	-	-	1,858,000
Write off	-	-	-	-	(38,000)	-	-	(38,000)
Transfer	-	-	-	100,000	(100,000)	-	-	-
At June 30, 2025	24,316,983	2,400,000	1,073,305	94,805,537	1,862,002	25,130,000	10,740,000	160,327,827
Amortisation and impairment								
At July 01, 2023	13,213,851	2,400,000	-	95,077,991	-	11,775,250	10,740,000	133,207,092
Charge for the year	-	-	-	812,928	124,167	1,256,500	-	2,193,595
Transfer to assets held for sale (Note 34)	-	-	-	(2,524,667)	-	-	-	(2,524,667)
At June 30, 2024	13,213,851	2,400,000	-	92,974,252	124,167	13,031,750	10,740,000	132,484,020
At July 01, 2024	13,213,851	2,400,000	-	92,974,252	124,167	13,031,750	10,740,000	132,484,020
Impairment	1,306,139	-	-	-	-	-	-	1,306,139
Charge for the year	-	-	-	473,894	-	1,256,500	-	1,730,394
At June 30, 2025	14,519,990	2,400,000	-	93,448,146	124,167	14,288,250	10,740,000	135,520,553
NET CARRYING AMOUNT								
At June 30, 2025	9,796,993	-	1,073,305	1,357,391	1,737,835	10,841,750	-	24,807,274
At June 30, 2024	11,103,132	-	1,073,305	1,313,285	435,835	12,098,250	-	26,023,807

* Assets in progress relate to the costs incurred for enhancing software.

7. INTANGIBLE ASSETS (CONTINUED)

Goodwill represents the excess of the consideration transferred over the fair value of identifiable net assets of 5-Plus Ltd and Business Publications Ltd as at the date of acquisition. In accordance with IAS 36, goodwill acquired has been assessed for impairment based on the cash generating units. The recoverable amounts have been determined based on a value in use calculation using cash flow assumptions and financial budgets approved by management. The key assumptions for preparing the cash flow forecasts are based on management past experience of the industry and the ability of the cash generating units to at least maintain their market shares. In line with IFRS 5 'Non-current Assets Held for Sale and Discontinued Operations', goodwill related to MC Easy Freight Co Ltd has been transferred to assets held for sale in prior year. See note 16.

Other intangibles represent digital films and photos with an indefinite useful life.

(a) THE COMPANY

	Computer software	Other intangibles	Assets in progress	Total
COST	Rs.	Rs.	Rs.	Rs.
At July, 2023	78,239,458	1,026,703	38,000	79,304,161
At June 30, 2024	78,239,458	1,026,703	38,000	79,304,161
At July, 2024	78,239,458	1,026,703	38,000	79,304,161
Write off	-	-	(38,000)	(38,000)
Additions	103,000	-	-	103,000
At June 30, 2025	78,342,458	1,026,703	-	79,369,161
AMORTISATION				
At July, 2023	77,865,517	-	-	77,865,517
Charge for the year	332,846	-	-	332,846
At June 30, 2024	78,198,363	-	-	78,198,363
At July, 2024	78,198,363	-	-	78,198,363
Charge for the year	57,680	-	-	57,680
At June 30, 2025	78,256,043	-	-	78,256,043
NET CARRYING AMOUNT				
At June 30, 2025	86,415	1,026,703	-	1,113,118
At June 30, 2024	41,095	1,026,703	38,000	1,105,798

(b) Impairment testing of goodwill

Goodwill represents the surplus of consideration transferred over the fair value of the assets acquired at the date of acquisition. Goodwill has been assessed as having an indefinite life and has been allocated to the following cash generating unit for impairment testing.

Carrying amount of goodwill:

	2025	2024
	Rs.	Rs.
5-Plus Ltd	-	1,306,139
Business Publications Ltd	9,796,993	9,796,993
	9,796,993	11,103,132

The recoverable amount of 5-Plus Ltd and Business Publications Ltd have been determined based on value in use. These calculations use cash flows projections based on financial budgets approved by senior management covering a five year period. This discount rate applied to the cash flows projection is 11.7% (2024: 13.9%) for 5-Plus Ltd and Business Publications Ltd. The Group performed its annual impairment test as at June 30, 2025. The recoverable amount exceeds carrying amount for Business Publications Ltd therefore no impairment for goodwill has been recognised. For 5-Plus Ltd, an impairment of Rs 1,306,139 has been recognised in June 2025 (Rs 35,112,320 was recognised in June 2023).

7. INTANGIBLE ASSETS (CONTINUED)

(c) Key assumptions used in value in use calculation

The calculation of value in use of the cash generating unit is most sensitive to the following assumptions:

Operating profit margin

Operating profit margin are based on average value achieved in the year preceding the start of budget period.

Discount rate

Discount rate reflect management's estimate of the risks specific to the unit. In determining appropriate discount rate, regard has been given to the equity factor of the cash generating unit.

Growth rate estimates

Rates are based on management's best estimates of the industry's growth rate, which is at 1-5% for 2025 and 2024.

(d) Sensitivity to changes in assumptions

With regards to the assessment of the value in use of Business Publications Ltd cash generating unit, management believes that no reasonable possible change in any of the above key assumptions would cause the carrying value of the units to materially exceed its recoverable amount.

8. INVESTMENT IN SUBSIDIARIES

	THE COMPANY	
	2025	2024
	Rs.	Rs.
(a) Equity shares		
At July 01, (net)	76,150,000	82,883,333
Additions	100,000	
Transfer to held for sale (Note 16)	-	(6,733,333)
At June 30,	76,250,000	76,150,000
(b) Interest in subsidiary		
At July 1,	-	16,100,000
Transfer to assets held for sale (Note 16)	-	(16,100,000)
At June 30,	-	-
Total	76,250,000	76,150,000

8. INTEREST IN SUBSIDIARIES (CONTINUED)

Details of the subsidiaries are as follows:

Name of investee company	Principal activities	Class of held	Country of incorporation	Nominal value of investments		Direct Holding		Indirect Holding	
				Direct Holding	Indirect Holding	2025	2024	2025	2024
				Rs'000	Rs'000	%	%	%	%
Graphic Press Limited	Dormant	Ordinary	Mauritius	500	-	100	100	-	-
Caractère Limitée	Printing and packaging	Ordinary	Mauritius	20,000	-	100	100	-	-
5-Plus Ltd	Publishing, editing and advertising	Ordinary	Mauritius	34,704	-	100	100	-	-
Eye-Catch Limited	Billboard advertising	Ordinary	Mauritius	100	-	100	100	-	-
Business Publications Ltd	Publishing, editing and advertising	Ordinary	Mauritius	40,000	-	100	100	-	-
One Advertising Limited	Dormant	Ordinary	Mauritius	5,475	-	77	77	-	-
Showbizz Entertainment Ltd	Dormant	Ordinary	Mauritius	6,000	-	50	50	-	-
La Sentinelle Training Centre Ltd	Dormant	Ordinary	Mauritius	50	-	100	100	-	-
LSL Digital Ltd	Dormant	Ordinary	Mauritius	100	-	100	100	-	-
Mediatiz Ltd	Real estate advertising	Ordinary	Mauritius	16,100	-	100	100	-	-
Caractère Reunion	Publishing of journals and periodical	Ordinary	Reunion	40	-	100	100	-	-
Health Publications Ltd	Publishing and editing	Ordinary	Mauritius	7	-	67	67	-	-
Caractère Madagascar	Printing and packaging	Ordinary	Madagascar	11	-	100	100	-	-
La Sentinelle Press Co Ltd	Publishing, editing and advertising	Ordinary	Mauritius	100	-	100	-	-	-
				<u>123,187</u>	<u>-</u>				

Reporting dates of the subsidiaries

The subsidiaries have the same reporting date as the holding company and operate on the local market.

The investment in 5-plus Ltd was impaired in 2023 following an assessment made by the directors.

	2025 Rs'000	2024 Rs'000
Nominal value of investment at 30 June	123,187	129,820
Impairment of the investment in subsidiaries with direct holding		
One Advertising Limited-partially impaired since June 2009 and in June	5,475	5,475
Showbizz Entertainment Ltd- Impaired since June 2010	6,000	6,000
Eye Catch - Impaired	100	100
Graphic Press Investment -impaired since June 2019	500	500
Caractere Reunion- Impaired during since 2020	40	40
Health Publications Ltd- Impaired during June 2021	7	7
Caractere Madagascar- Impaired	11	11
LSL Digital- Impaired	100	100
5-Plus Ltd- Impaired in FY 2023	34,704	34,704
	<u>46,937</u>	<u>46,937</u>
Transfer to asset held for sale (Note 16)	-	6,733
Carrying amount as at June 30	<u>76,250</u>	<u>76,150</u>

The investments held in MC Easy Freight Co Ltd has been classified as Assets held for sale as at 30 June 2024 and disposed of in July 2024. Refer to Note 16.

8. INTEREST IN SUBSIDIARIES (CONTINUED)

(c) Summarised financial information of the subsidiaries with material non-controlling interests:

Proportion of equity interest held by non-controlling interests:

Name of company	Country of incorporation	Status	2025	2024
One Advertising Limited	Mauritius	Dormant	23%	23%
Showbizz Entertainment Ltd	Mauritius	In liquidation	50%	50%
Health Publications Ltd	Mauritius	Ceased operations	33%	33%
Mc Easy Freight Co Ltd	Mauritius	Disposed of in July 2024	0%	0%
Accumulated balances of material non-controlling interest:				
One Advertising Limited			2025	2024
Showbizz Entertainment Ltd				(209,464)
Health Publications Ltd			-	-
Mc Easy Freight Co Ltd				(1,786,716)
			-	-
(Loss)/profit allocated to material non-controlling interest:				
One Advertising Limited			5,243	(50,499)
Showbizz Entertainment			-	-
Health Publications Ltd				290
Mc Easy Freight Co Ltd			-	-

LA SENTINELLE LTD AND ITS SUBSIDIARIES

NOTES TO THE FINANCIAL STATEMENTS - YEAR ENDED JUNE 30, 2025

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8. INTEREST IN SUBSIDIARIES (CONTINUED)

(c) Summarised financial information of subsidiaries with material non-controlling interests (Continued):

The summarised financial information of the subsidiaries are provided below. This information is based on amounts before inter-company eliminations.

Summarised statement of profit or loss:

	One Advertising Limited		Showbizz Entertainment Ltd		Health Publications Ltd	
	2025	2024	2025	2024	2025	2024
	Rs	Rs	Rs	Rs	Rs	Rs
(Loss)/profit before tax	22,794	(217,667)	-	-	-	868
Income tax expense	-	-	-	-	-	-
(Loss)/profit after tax	22,794	(217,667)	-	-	-	868
Other comprehensive income	-	-	-	-	-	-
Total comprehensive (loss)/income	22,794	(217,667)	-	-	-	868

Summarised statement of financial position:

	One Advertising Limited		Showbizz Entertainment Ltd		Health Publications Ltd	
	2025	2024	2025	2024	2025	2024
	Rs	Rs	Rs	Rs	Rs	Rs
Non-current assets	-	-	-	-	-	-
Current assets	1,202,367	1,371,860	-	-	2,186	2,186
Non-current liabilities	-	-	-	-	-	-
Current liabilities	(393,692)	(585,979)	-	-	(5,314,258)	(5,314,258)
Net assets/(liabilities)	808,675	785,881	-	-	(5,312,072)	(5,312,072)

8. INTEREST IN SUBSIDIARIES (CONTINUED)

(c) Summarised financial information of subsidiaries with material non-controlling interests (Continued):

Summarised cash flows information for year ended June 30:

	One Advertising Limited		Showbizz Entertainment	
	2025	2024	2025	2024
	Rs	Rs	Rs	Rs
Operating	(180,929)	(180,929)	-	-
Financing	-	-	-	-
Investing	-	-	-	-
Net increase/(decrease) in cash and cash equivalents	(180,929)	(180,929)	-	-

9. INVESTMENT IN ASSOCIATE

The carrying amount of the investment in associate has been restricted to Nil in accordance with IAS 28 as Flying Freaks was in net liabilities position as at 30 June 2025 and 2024.

10. INTEREST IN JOINT VENTURES

(a) The movement in interest in joint ventures is as follows:

	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
	Rs.	Rs.	Rs.	Rs.
At July 01,	-	-	4,017,721	10,174,196
Impairment	-	-	(4,017,721)	(6,156,475)
At June 30,	-	-	-	4,017,721

As at 30 June 2025, the investment in Impress Print Ltd was impaired by Rs 4M (2024: Rs 6.2M) due to poor financial performance and continuous loss making. Management has based their assessment on the most recent financial information available for Impress Print Ltd and concluded that the carrying amount was lower than the recoverable amount by Rs 4M (2024: Rs 6.2M).

(b) Details of the joint ventures are as follows:

	Types of shares	Country of incorporation	Principal activity	Value of investment	Proportion of ownership interest and voting rights held by the Group	
					2025	2024
				Rs.	%	%
Impress Print Ltd	Ordinary	Mauritius	Printing services	17,328,307	50	50

The above joint ventures are accounted for using the equity method in these consolidated financial statements.

(c) Summarised financial information in respect of Impress Print Ltd is as follows:

	THE GROUP	
	2025	2024
	Rs	Rs
Current assets	6,895,088	6,124,672
Non-current assets	8,063,098	19,135,314
Current liabilities	(9,171,701)	(6,494,982)
Non-current liabilities	(5,785,542)	(10,729,563)
Revenue	29,162,919	29,340,110
Loss for the year	(9,432,494)	(8,708,596)
Other comprehensive income	-	-
Total comprehensive income	(9,432,494)	(8,708,596)

10. INTEREST IN JOINT VENTURES (CONTINUED)

(c) Summarised financial information in respect of the Group's material joint ventures (Continued):

	THE GROUP	
	2025 Rs	2024 Rs
(i) The above loss for the year includes the following:		
Depreciation	163,695	173,849
Interest expense	43,500	129,460

(ii) Reconciliation of the above summarised financial information to the carrying amount of the interest in the joint ventures recognised in the consolidated financial statements:

	THE GROUP	
	2025 Rs	2024 Rs
Net assets of the joint venture	-	8,035,441
Proportion of the Group's ownership interest in the joint ventures	50%	50%
Carrying amount of the Group's interest in the joint ventures	-	4,017,721

As at June 30, 2025, the joint ventures have no contingent liabilities and no capital commitments (2024: Rs Nil).

11. FINANCIAL ASSETS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

THE GROUP AND THE COMPANY

	Quoted (i) Rs.	Unquoted (ii) Rs.	Total	
			2025 Rs.	2024 Rs.
(a) At July 01,	10,639,326	100,000	10,739,326	10,337,842
Fair value adjustments *	(1,204,452)	-	(1,204,452)	401,484
At June 30,	9,434,874	100,000	9,534,874	10,739,326

- (i) Quoted financial assets at fair value through other comprehensive income represent investment in equity shares whose fair value is determined by reference to published price quotations in an active market.
- (ii) Unquoted financial assets at fair value through other comprehensive income represent investments in equity instruments that do not have a quoted market price in an active market and whose fair values cannot be reliably measured and are therefore measured at cost.
- (iii) Financial assets measured at fair value through other comprehensive income include the Group's strategic equity investments not held for trading. The Group has made an irrevocable election to classify the equity investments at fair value through other comprehensive income rather than through profit and loss because this is considered to be more appropriate for these strategic investments.

* There is no tax effect on fair value adjustment.

11. FINANCIAL ASSETS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME (CONTINUED)

THE GROUP AND THE COMPANY (CONTINUED)

- (b) Details of those companies incorporated in the Republic of Mauritius, in which the Company holds 10% interest or more are set out below:

2025	Types of shares held	Nominal value of investment 2025 Rs.	Percentage holding 2025 %
Footfive Co Ltd	Ordinary	2,000,000	16.67
2024	Types of shares held	Nominal value of investment 2024 Rs.	Percentage holding 2024 %
Footfive Co Ltd	Ordinary	2,000,000	16.67

12. TAXATION

(a) Deferred taxation

	THE GROUP	
	2025	2024
	Rs.	Rs.
Deferred tax assets		
At July 01,	11,843,150	19,144,575
Credit for the year to profit or loss	(5,199,442)	(6,072,426)
Credit for the year to OCI	(823,016)	(2,023,099)
(Over)/Under provision	(402,098)	794,100
At June 30,	5,418,594	11,843,150

	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
	Rs.	Rs.	Rs.	Rs.
Deferred tax liabilities				
At July 01,	13,202,433	5,107,509	13,202,433	3,413,593
(Over)/Under provision in previous years	247,113	1,308,068	247,113	1,308,268
Charge for the year to profit or loss	(3,019,379)	(640,307)	(3,019,379)	(640,307)
(Credit)/ charge for the year to OCI	2,203,501	9,120,879	2,203,501	9,120,879
Transfer to assets held for sale (Note 34)	-	(1,693,716)	-	-
At June 30,	12,633,668	13,202,433	12,633,668	13,202,433
Net deferred tax (assets)/ liabilities	7,215,074	1,359,283	12,633,668	13,202,433

12. TAXATION (CONTINUED)

(a) Deferred taxation (continued)

Deferred tax assets and liabilities are attributable to the following:

	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
	Rs	Rs	Rs	Rs
Deferred income tax liabilities				
Accelerated capital allowances	(35,112,034)	(35,517,256)	(28,322,737)	(27,784,845)
Deferred income tax assets				
Provisions and tax losses	27,896,960	34,157,973	15,689,069	14,582,412
Net deferred tax assets/(liabilities)	(7,215,074)	(1,359,283)	(12,633,668)	(13,202,433)

(b) Income tax (receivables)/ liabilities

	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
	Rs.	Rs.	Rs.	Rs.
At July 01,	(1,506,810)	1,683,305	(1,010,503)	(854,902)
Paid during the year (including APS)	(684,165)	(571,950)	-	-
(Over)/under provision of income tax	(2,696)	18,853	-	-
Income tax expense	1,468,166	685,822	-	-
Tax Deducted at Source (TDS) (paid)/refund	66,655	(171,840)	108,363	(155,601)
CSR	195,755	84,566	-	-
CCRL	85,193	-	-	-
Transfer to assets held for sale (Note 34)	-	(3,235,566)	-	-
At June 30,	(377,902)	(1,506,810)	(902,140)	(1,010,503)
Income tax receivables	(1,671,214)	(1,789,632)	(902,140)	(1,010,503)
Income tax liabilities	1,293,312	282,822	-	-
Net amount at June 30,	(377,902)	(1,506,810)	(902,140)	(1,010,503)

(c) Income tax charge/ (credit)

	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
	Rs.	Rs.	Rs.	Rs.
Current income tax charge	1,468,166	685,822	-	-
Under provision of income tax in previous year	(2,696)	18,853	-	-
CSR provision	195,755	84,566	-	-
CCRL	85,193	-	-	-
Deferred tax credit/(charge)	2,180,063	5,432,119	(3,019,379)	(640,307)
Over / under provision of deferred tax asset in previous year	649,211	513,968	247,113	1,308,268
Income tax charge	4,575,692	6,735,328	(2,772,266)	667,961

(i) Deferred tax item included in other comprehensive income during the year:

	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
	Rs.	Rs.	Rs.	Rs.
Remeasurement gain on actuarial losses	(1,197,125)	(1,869,249)	(374,110)	135,490
Remeasurement of revaluation of land and	(1,829,391)	(9,256,369)	(1,829,391)	(9,256,369)
	(3,026,516)	(11,125,618)	(2,203,501)	(9,120,879)

12. TAXATION (CONTINUED)

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

	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
	Rs.	Rs.	Rs.	Rs.
Tax reconciliation				
Profit/(Loss) before tax	38,564,329	72,017,449	(9,457,383)	27,406,254
Tax at the rate of 3% - 19%	4,050,329	11,154,712	(1,796,903)	4,110,938
CCRL (2%)	85,193	-	-	-
Corporate social responsibility (2%)	771,287	1,290,281	-	544,125
Over / under provision of deferred tax asset in previous year	649,211	513,968	247,113	1,308,268
Over provision of income tax in previous year	(2,696)	18,853	-	-
Other deductibles	-	-	-	-
Non-allowable expenses	4,845,460	13,493,211	4,622,936	678,330
Non-taxable income	(6,557,182)	(19,735,697)	(5,845,414)	(12,927,947)
Deferred tax not recognised as tax losses	733,893	-	-	6,954,247
Utilisation of tax losses brought forward	-	-	-	-
Tax charge/ (credit)	4,575,495	6,735,328	(2,772,268)	667,961

* Exempt income consist of dividend income from Mauritian entities, while non-allowable expenses relate mainly to entertainment expenses and interest on certain loans.

The unused tax losses that arose in the Group and the Company that are available for offsetting against future profits of the companies/company in which they arise are as follows:

	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
	Rs.	Rs.	Rs.	Rs.
Tax losses	310,914,713	389,765,814	290,149,191	309,186,890

Deferred tax assets have not been recognised in respect of these losses as they may not be used to offset taxable profits elsewhere in the Group, they have arisen in the Company and the subsidiaries that have been loss-making for some time and there are no tax planning opportunities or other evidence of recoverability in the near future. There are no tax consequences attached to the payment of dividends by the Group to its shareholders in prior year.

The expiry dates of the tax losses are as follows:

		THE GROUP		THE COMPANY	
		2025	2024	2025	2024
		Rs.	Rs.	Rs.	Rs.
Year of assessment (YOA)	Last year of assessment tax loss can				
2021/2022	2026/2027	16,167,067	16,167,067	16,167,067	16,167,067
2022/2023	2027/2028	57,392,661	57,392,661	55,353,986	55,353,986
2023/2024	2028/2029	59,720,129	59,720,129	35,861,180	59,720,129
2024/2025	2029/2030	119,120,737	119,120,737	29,145,617	40,580,488
2025/2026	2030/2031	20,573,149	119,120,737	16,256,121	-

13. INVENTORIES

	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
	Rs.	Rs.	Rs.	Rs.
Raw materials	132,728,378	117,106,811	3,556,464	7,365,252
Finished goods	7,689,426	3,694,527	-	-
Goods in transit	14,445,929	-	-	-
Work in progress	13,962,023	7,649,784	-	-
	<u>168,825,756</u>	<u>128,451,122</u>	<u>3,556,464</u>	<u>7,365,252</u>

Inventories as well as other assets of the Company have been pledged as security for bank loans and overdrafts taken by the Group (see note 18). The value of inventory recognised in cost of sales have been disclosed in note 22.

During the year, there were no amount written down on inventories for the Group and the Company (2024: nil for Group and Company).

14. TRADE AND OTHER RECEIVABLES

	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
	Rs.	Rs.	Rs.	Rs.
Trade receivables (Note 14 (i))	149,476,059	106,658,678	8,796,173	8,198,517
Other receivables (Note 14 (ii))	22,161,267	12,539,677	12,264,143	15,655,039
Trade receivables from subsidiaries (Note 14(iii))*	-	-	-	-
Trade receivables from other related companies (Note 14 (iii))	1,418,938	10,944,847	1,418,938	1,000,000
	<u>173,056,264</u>	<u>130,143,202</u>	<u>22,479,254</u>	<u>24,853,556</u>
Long term prepayments (non-current assets)	<u>210,263</u>	<u>-</u>	<u>210,263</u>	<u>-</u>

* In FY24, the Company had an amount receivable from Mc Easy Freight Co Ltd

Analysed as:

- (i) Trade receivables are non-interest bearing and are generally on 30 to 90 days' terms;
- (ii) Other receivables are non-interest bearing and have an average term of 3 months. These relate mainly to prepayments, advances to staffs and VAT recoverable.

Breakdown is as follows:

	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
	Rs.	Rs.	Rs.	Rs.
Tax deducted at source (TDS)	862,786	916,022	842,147	916,021
Prepayments	4,309,488	4,332,890	3,758,362	3,708,219
Advances to employees	119,354	4,667,558	12,250	4,246,265
Others*	16,869,639	2,623,207	7,651,384	1,421,643
	<u>22,161,267</u>	<u>12,539,677</u>	<u>12,264,143</u>	<u>10,292,148</u>

* Others relate to sundry receivables and advance payments to suppliers.

In FY24, the factoring arrangement has changed to 'with recourse' and the Group is liable in case of default of non-payment from a debtor up to the 80% invoice amount received in advance. The remaining 20% will be paid to the Group by MCB Factors only upon settlement of the invoices. The Group includes in its ECL workings all its trade receivables including those assigned to MCB Factor as the risks and rewards of the financial assets remain with the Group. At the end of 30 June 2024 and 2025, the Group has recognised an amount payable to MCB Factors Ltd.

- (iii) The receivables from other related companies represent balances with related parties, other than subsidiaries. The balances are repayable on demand. For terms and conditions relating to related party receivables, refer to Note 31.

14. TRADE AND OTHER RECEIVABLES (CONTINUED)

(iv) Movement in the provision for impairment of receivables were as follows:

THE GROUP

	Trade and other receivables Rs.
At July 30, 2023	45,970,000
Charge for the year	7,866,801
At June 30, 2024	53,836,801
Charge for the year	(4,537,044)
At June 30, 2025	49,299,757

THE COMPANY

	Intercompany trade receivables Rs.	Trade receivables Rs.	Total Rs.
At July 30, 2023	42,321,952	5,766,852	48,088,804
Charge for the year	270,172	50,000	320,172
Reversal for the year (Note (i))	-	(333,215)	(333,215)
At June 30, 2024	42,592,124	5,483,637	48,075,761
Charge for the year	116,090	875,032	991,122
Reversal for the year (Note (i))	-	(3,523,101)	(3,523,101)
At June 30, 2025	42,708,214	2,835,568	45,543,782

- (i) The reversal arose due to overprovision made in prior years and recoverability of trade balances for which provision was made in prior years.
- (ii) The expected credit losses on related party arose as the entities have ceased operations or are considered as dormant.

15. CASH AND CASH EQUIVALENTS

	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
	Rs.	Rs.	Rs.	Rs.
Cash at banks and in hand	42,762,559	95,619,809	6,358,988	5,026,022
Bank overdrafts	(124,572,626)	(181,824,632)	(45,002,468)	(39,478,098)
	(81,810,067)	(86,204,823)	(38,643,480)	(34,452,076)

Bank overdrafts are secured by the floating charges on the assets of the Group and the Company and bear interest at the rate of 7.25% per annum (2024: 7.25%).

16. ASSETS HELD FOR SALE

	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
	Rs	Rs	Rs	Rs
At July 01,	144,591,966	4,500,000	22,833,333	4,500,000
Transfer from investment in subsidiaries (Note 8)	-	-	-	22,833,333
Transfer from FVOCI (Note 11)	-	-	-	-
Disposal during the year	(144,591,966)	(4,500,000)	(22,833,333)	(4,500,000)
Discontinued operations (Note 34)	-	129,278,676	-	-
Transfer from goodwill (Note 7)	-	15,313,290	-	-
At June 30,	-	144,591,966	-	22,833,333

- (a) Disposal in the current year related to the sales of investment in unquoted shares MC Easy Freight Co Ltd for a total consideration of Rs 50m.

As at 30 June 2024, the investment in MC Easy Freight Co Ltd was classified as asset held for sale as per IFRS 5. The discontinued operations have been disclosed under Note 34. The investment were disposed of in July 2024.

- (b) Non-recurring fair value measurements

Assets classified as held for sale during the reporting period was measured at the lower of its carrying amount and fair value less costs to sell at the time of the reclassification resulting to a recognition of a write-down of Rs. Nil (2024: Rs Nil) for the Group and Rs Nil (2024: Rs. Nil) for the Company as administrative expenses in the statement of comprehensive income.

17. ISSUED CAPITAL AND RESERVES

THE GROUP AND THE COMPANY Authorised, issued and fully paid	2025 and 2024	
	Number of shares	Rs.
Promoters' shares of Rs. 1,000 each	600	600,000
Ordinary shares of Rs. 100 each	3,200	320,000
Ordinary shares of Rs. 10 each	10,334	103,340
	14,134	1,023,340

Nature and purpose of reserves

The nature and purpose of reserves as stated in the statements of changes in equity are as follows:

Fair value reserves

This reserve records fair value changes on financial assets at fair value through other comprehensive income. Items which are included in other comprehensive income and not to be reclassified to profit or loss include re-measurement of defined benefit obligations and its income tax effect, revaluation of land and buildings and its income tax effect and fair value gain on FVOCI.

Revaluation reserves

The asset revaluation reserve is used to record increases in the revalued amount of land and buildings and decreases to the extent that such decrease relates to an increase on the same asset previously recognised in equity.

Foreign currency translation reserves

The foreign currency translation reserve is used to record exchange differences arising from the translation of the financial statements of the foreign associate and subsidiaries.

Treasury shares

Following the share buy back that occurred in 2015 for a consideration of Rs 3,070,000, the Company now holds 3,603 shares (22 Promoters' shares of Rs 1,000, 737 Ordinary shares of Rs 100 and 2,844 Ordinary shares of Rs 10) of its own shares as treasury shares.

Rights attached to the different class of shares

Promoters' shares of Rs. 1,000 each

These shares confers to the holder the right to vote at meetings of shareholders and on poll to cast 100 votes for each share held as well as pre-emptive rights to subscribe for all new issue of shares.

Ordinary shares of Rs. 100 each

These shares confers to the holder the right to vote at the meetings of shareholders and on poll to cast 10 votes for each share held.

Ordinary shares of Rs. 10 each

These shares confers to the holder the right to vote at the meetings of shareholders and on poll to cast 1 vote for each share held.

Share Premium

Share premium is a reserve that cannot be distributed. The premium is the difference between the par value of the ordinary share and the price.

18. INTEREST-BEARING LOANS AND BORROWINGS

	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
	Rs.	Rs.	Rs.	Rs.
Current				
Import loans (Note (b))	127,694,142	98,082,402	23,259,692	21,273,719
Bank loans (Note (c))	124,012,063	62,066,535	87,280,895	23,676,333
Total current	251,706,205	160,148,937	110,540,587	44,950,052
Non-current				
Bank loans (Note (c))	64,890,273	218,487,435	-	111,329,093
Import loans (Note (b))	-	-	-	-
Total non-current	64,890,273	218,487,435	-	111,329,093

- (a) Bank overdrafts and bank loans are secured by the floating charges on the assets of the Group and the Company and bear interest at the rate of 6.5% per annum (2024: 6.5%)
- (b) Import loans are short term loans used to pay foreign suppliers. Import loans are secured by the floating charges on the assets of the Group and the Company and bear interest at the rates of 3.190%-5.000% per annum (2024: 3% - 5% per annum) and 3.190%-5.000% per annum (2024: 3.190% - 5% per annum).

- (c) Bank loans can be analysed as follows:

	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
	Rs.	Rs.	Rs.	Rs.
Within one year	124,012,063	62,066,535	87,280,895	23,676,333
After one year and before five years	64,890,273	135,396,019	-	28,237,677
After five years	-	83,091,416	-	83,091,416
	188,902,336	280,553,970	87,280,895	135,005,426

		THE GROUP		THE COMPANY	
		2025	2024	2025	2024
		Rs.	Rs.	Rs.	Rs.
Maturity					
MUR 184,000,000 bank loan	April 2037	87,280,895	117,236,195	87,280,895	117,236,196
MUR 17,000,000 bank loan	February 2025	-	17,000,000	-	17,000,000
MUR 15,000,000 bank loan	August 2024	-	769,231	-	769,231
MUR 13,000,000 bank loan	September 2025	6,500,000	6,500,000	-	-
MUR 35,000,000 bank loan	October 2028	24,585,092	30,971,050	-	-
MUR 118,000,000 bank loan	April 2028	70,536,349	108,077,494	-	-
		188,902,336	280,553,970	87,280,895	135,005,427

18. INTEREST-BEARING LOANS AND BORROWINGS (CONTINUED)

Security on bank loans are as follows:

(i) MUR 118,000,000 bank loan

The loan is secured by way of floating charges of Rs 118,000,000 on all assets of the Company. The loan bears interest at the rate of PLR + margin of 0.5% per annum.

(ii) MUR 184,000,000 bank loan

The loan is secured by way of floating charges on all assets of La Sentinelle Ltd as well as a fixed charge on the fixed property acquired. The loan bears interest at the rate of PLR + margin of 6.75% per annum.

(iii) MUR 13,000,000 bank loan

The loan is secured by the way of floating charge on all assets for Rs 13,000,000. The loan bears interest at the rate of 1.5% per annum.

(iv) MUR 35,000,000 bank loan

The loan is secured by floating charge of on all assets of the asset of the Borrower and fixed interest rate of 1.5% per annum.

19. EMPLOYEE BENEFIT LIABILITIES

The benefits of employees of the Group and the Company fall under two different types of arrangements:

- (i) A defined benefit scheme which is funded. The plan assets are held independently by the Swan life Ltd.
- (ii) An unfunded retirement gratuities scheme as per the Workers Rights Act 2019.

The liabilities in respect of the two schemes above are analysed as follows:

	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
	Rs	Rs	Rs	Rs
Funded obligations (note a)*	(571,000)	4,824,000	-	-
Unfunded obligations (note b)	72,161,000	67,415,000	32,993,000	35,594,000
	71,590,000	72,239,000	32,993,000	35,594,000

As at 30 June 2025, the DB Scheme comprised 22 deferred pensioners, with an estimated liability of Rs 4,429,000 based on IAS 19 assumptions. Swan has only recently informed us that these deferred members are backed by existing insurance policies already secured with Swan Life, meaning their liabilities are fully insured. As such, the liabilities in respect of the remaining deferred members have been released, resulting in a net asset to Rs 571,000 as at 30 June 2025, representing the remaining value of the deposit administration contract which was backing the previous active member liabilities.

(a) Funded obligations

The amounts recognised in the statements of financial position in respect of funded obligations are as follows:

	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
	Rs	Rs	Rs	Rs
Present value of funded obligations	-	12,725,000	-	-
Fair value of plan assets	(571,000)	(7,901,000)	-	-
Benefit liability	(571,000)	4,824,000	-	-

19. EMPLOYEE BENEFIT LIABILITIES (CONTINUED)

(a) Funded obligations (Continued)

(i) Movement in present value of funded obligations:

	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
	Rs	Rs	Rs	Rs
At July 01,	12,725,000	30,431,000	-	-
<i>Amount recognised in profit or loss:</i>				
Interest cost	380,000	1,735,000	-	-
Current service cost	-	1,449,000	-	-
Past service cost	-	(3,902,000)	-	-
Benefits paid	(7,646,000)	(13,196,000)	-	-
<i>Amount recognised in other comprehensive income ('OCI'):</i>				
Remeasurement recognised in OCI-	(5,459,000)	(3,792,000)	-	-
At June 30,	-	12,725,000	-	-

(ii) Movement in fair value of plan assets:

	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
	Rs	Rs	Rs	Rs
At July 01,	7,901,000	9,309,000	-	-
<i>Amount recognised in profit or loss:</i>				
Benefit paid	-	-	-	-
Return on plan assets	119,000	535,000	-	-
Contributions to plan assets	-	173,000	-	-
<i>Amount recognised in other comprehensive income:</i>				
Remeasurement recognised in OCI- losses	(7,449,000)	(2,116,000)	-	-
At June 30,	571,000	7,901,000	-	-

(iii) Movement in liability recognised in statement of financial position:

	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
	Rs	Rs	Rs	Rs
At July 01	4,824,000	21,122,000	-	-
Net current cost recognised in profit or loss	261,000	(1,253,000)	-	-
Net actuarial losses/(gains) recognised in OCI	(5,656,000)	(14,872,000)	-	-
Contributions to plan assets	-	(173,000)	-	-
At June 30,	(571,000)	4,824,000	-	-

19. EMPLOYEE BENEFIT LIABILITIES (CONTINUED)

(a) Funded obligations (Continued)

(iv) The main categories of plan assets are as follows:

	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
	%	%	%	%
Deferred annuity policies	100	100	-	-

The scheme was invested in a Deferred Annuity policy and the assets are 100% allocated in qualifying insurance policies. This was discussed with and explained directly by the actuary of the Group.

(v) The principal actuarial assumptions used for accounting purposes were:

	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
	%	%	%	%
Discount rate	5.90%	5.40%	0.00%	5.40%
Future salary increases	3.20%	3.20%	0.00%	3.20%
Annual proportion of employees	5% up to age 40, nil		5% up to age 40, nil thereafter	
Actuarial table for employee mortality	A1967/70(2) Ultimate		A1967/70(2) Ultimate	

A quantitative sensitivity analysis for significant assumption as at June 30 is shown as follows below:

Assumptions		Discount rate		Future salary increase	
		1%	1%	1%	1%
		increase	decrease	increase	decrease
Sensitivity level		Rs	Rs	Rs	Rs
Impact on defined benefit obligations	2025	N/A	N/A	N/A	N/A
Impact on defined benefit obligations	2024	(1,039,000)	1,203,000	N/A	N/A

The sensitivity analysis above has been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

The expected contribution to be paid to the defined benefit plan obligations in future years is Rs Nil (2024: Rs 173,000).

The average duration of the defined benefit plan obligations at the end of the reporting period is nil (2024: 7 years).

The overall expected rate of return is a weighted average of the expected returns of the various categories of plan assets held. Management assessment of the expected returns is based on historical returns trends and analysts predictions of the market for the asset in the next twelve months.

(b) Unfunded obligations

The amounts recognised in the statements of financial position in respect of unfunded obligations are as follows:

	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
	Rs	Rs	Rs	Rs
Present value of unfunded obligation	72,161,000	67,415,000	32,993,000	35,594,000

19. EMPLOYEE BENEFIT LIABILITIES (CONTINUED)

(b) Unfunded obligations (continued)

(i) Movement in the liability recognised in the statements of financial position:

	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
	Rs	Rs	Rs	Rs
At July 01	67,415,000	71,155,000	35,594,000	35,742,000
Employer contributions	(2,337,000)	(4,180,830)	(2,294,000)	(2,548,000)
<i>Amount recognised in profit or loss:</i>				
Past service cost	-	(5,609,000)	(1,629,000)	(1,864,000)
Interest cost	3,587,000	3,660,000	1,773,000	1,963,000
Current service cost	3,957,000	3,415,000	1,518,000	1,506,000
<i>Amount recognised in other comprehensive income:</i>				
Actuarial losses/(gains) recognised in OCI	(461,000)	3,909,000	(1,969,000)	795,000
Transfer to assets held for sale (Note 34)	-	(4,934,170)	-	-
At June 30,	72,161,000	67,415,000	32,993,000	35,594,000

(ii) The principal actuarial assumptions used for accounting purposes were:

	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
Discount rate	5.9%	5.4%	0.0%	5.4%
Future salary increase	3.2%	3.2%	0.0%	3.2%
Annual proportion of employees leaving service	5% up to age 40, nil thereafter		5% up to age 40, nil thereafter	
Actuarial table for employee mortality	A1967/70(2)		A1967/70(2)	

The Group does not expect any contribution to be paid in 2025 (2024: Rs Nil) in respect of unfunded obligations.

The average duration of the unfunded obligations at the reporting period is 12 years.

A quantitative sensitivity analysis for significant assumptions as at June 30, is shown below :

THE GROUP:

Assumptions		Discount rate		Future salary increase	
		1% increase	1% decrease	1% increase	1% decrease
Sensitivity level		Rs	Rs	Rs	Rs
Impact on unfunded obligations	2025	8,783,000	(7,588,000)	9,587,000	(8,411,000)
Impact on unfunded obligations	2024	2,699,000	2,177,000	8,846,000	(7,915,000)

19. EMPLOYEE BENEFIT LIABILITIES (CONTINUED)

(b) Unfunded obligations (continued)

(ii) The principal actuarial assumptions used for accounting purposes were (continued):

THE COMPANY:

Assumptions

Sensitivity level		Discount rate		Future salary increase	
		1% increase	1% decrease	1% increase	1% decrease
		Rs	Rs	Rs	Rs
Impact on unfunded obligations	2025	(3,192,000)	3,640,000	3,967,000	(3,530,000)
Impact on unfunded obligations	2024	(3,334,000)	4,298,000	4,865,000	(3,899,000)

(c) The pension plan exposes the Group to normal risks associated with defined benefit plans such as investment, interest, longevity and salary risks. The risks have been described below:

Investment risk (where the plan is funded): The plan liability is calculated using a discount rate determined by reference to government bond yields; if the return on plan assets is below this rate it will create a plan deficit and if it is higher, it will create a plan surplus.

Interest risk: A decrease in the bond interest rate will increase the plan liability; however, this may be partially offset by an increase in the return on the plan's debt investments and a decrease in inflationary pressures on salary and pension increases.

Longevity risk (where the plan is funded and an annuity is paid over life expectancy): The plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan liability.

Salary risk: The plan liability is calculated by reference to the future projected salaries of plan participants. As such, an increase in the salary of the plan participants above the assumed rate will increase the plan liability whereas an increase below the assumed rate will decrease the liability.

(d) There has been no plan amendment, curtailment or settlement during the year.

20. TRADE AND OTHER PAYABLES

	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
	Rs.	Rs.	Rs.	Rs.
Trade payables (note i)	87,986,906	66,102,096	18,073,307	13,595,021
Other payables (note ii)	143,105,731	94,757,230	36,656,114	34,188,598
Payables to subsidiaries	-	-	21,561,828	37,429,655
Payables to other related companies (note iii)	135,456	7,088,647	2,940	10,947,196
	231,228,093	167,947,973	76,294,189	96,160,470

note i Trade payables are non-interest bearing and have an average term of 30 to 90 days;

note ii Other payables are non- interest bearing and have an average term of 3 months. These relate to accruals, VAT payable etc. Included in other payables is also financing from MCB Factors Ltd amounting to Rs 52m.

note iii The payables to other related companies are balances with related parties other than subsidiaries. For terms and conditions relating to related party payables, refer to Note 31.

21. OPERATING PROFIT/(LOSS)

	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
	Rs.	Rs.	Rs.	Rs.
<i>Included in cost of sales</i>				
Cost of inventories recognised as expense	254,853,441	478,292,315	24,326,314	47,400,182
Depreciation of property, plant and equipment	18,860,495	23,627,578	3,769,546	3,817,945
Amortisation of intangible assets (note 7(a))	277,210	286,833	-	-
Employee benefit expenses (note 22)	175,267,000	203,179,680	63,894,573	59,749,615
<i>Included in selling and distribution costs</i>				
Employee benefit expenses (note 22)	46,535,600	28,227,956	13,749,754	13,239,828
<i>Included in administrative expenses</i>				
Depreciation of property, plant and equipment	17,603,162	13,458,788	11,874,364	10,638,064
Amortisation of intangible assets (Note 7(a))	1,453,184	2,467,138	57,680	332,846
Depreciation expense of right-of-use assets (note 5(a))	2,422,749	2,753,971	843,820	1,585,272
Employee benefit expenses (note 22)	62,214,003	30,205,287	24,239,403	20,830,401

22. EMPLOYEE BENEFIT EXPENSES

	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
	Rs.	Rs.	Rs.	Rs.
Wages, salaries and other costs	259,668,225	242,624,926	92,151,061	84,796,497
Defined contribution costs	9,832,512	7,750,093	5,444,038	5,634,466
Social security costs	11,625,479	9,362,292	2,775,557	2,929,782
Vacation leave	737,670	1,757,398	(379,558)	425,966
Termination benefits	2,152,717	118,214	1,892,632	33,133
	284,016,603	261,612,923	101,883,730	93,819,844

The other costs relate to travelling allowances and training costs.

23. REVENUE FROM CONTRACTS WITH CUSTOMERS

	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
	Rs.	Rs.	Rs.	Rs.
Sales of goods	561,324,503	480,618,559	71,366,658	74,912,065
Rendering of services	185,333,352	179,297,644	59,689,382	62,363,468
	746,657,855	659,916,203	131,056,039	137,275,533
<i>Disaggregation of revenue</i>	2025	2024	2025	2024
	Rs.	Rs.	Rs.	Rs.
Sales of goods				
Packaging and commercial printing	470,372,173	382,323,648	-	-
Sales of Newspapers & Magazines	60,773,774	67,502,014	41,188,102	44,119,169
Sales of paper and other goods	30,178,556	30,792,897	30,178,556	30,792,896
	561,324,503	480,618,559	71,366,658	74,912,065
Rendering of services				
Advertising	185,333,352	179,297,644	59,689,382	62,363,468
	185,333,352	179,297,644	59,689,382	62,363,468

The Group's and the Company's revenue is recognised at a point in time.

24. OTHER INCOME

	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
	Rs.	Rs.	Rs.	Rs.
Profit on disposal plant and equipment and ROU	331,400	1,528,576	176,175	1,059,619
Gain on termination of lease (notes 5(a) and 5(b))	-	14,783	-	-
Management fees	-	-	31,396,750	31,560,200
Rental income	1,136,500	1,684,815	18,590,620	18,580,795
Compensation from Financial Assistance*	3,510,689	2,213,166	-	-
Profit on disposal of investment	23,453,603	65,500,000	24,766,667	65,500,000
Sundry income**	8,342,923	10,755,599	4,000,791	6,005,334
Dividend income	525,944	927,428	525,944	927,428
Change in fair value of investment property	1,600,000	200,000	1,600,000	200,000
Foreign exchange gain	8,628,195	-	1,887,883	-
	47,529,254	82,824,367	82,944,830	123,833,376

* The Group and the Company applied for the Financial assistance for payment of Wage Relativity adjustment. The financial assistance is an economic measure by the Government of Mauritius to provide a wage subsidy to employers as a response to the increase in their wage bill resulting from the implementation of the revised Minimum Salary Scheme.

25. FINANCE INCOME

	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
	Rs.	Rs.	Rs.	Rs.
Interest income using EIR	326,444	268,104	326,444	268,104

26. FINANCE COSTS

	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
	Rs.	Rs.	Rs.	Rs.
Interest on bank and other loans	21,632,689	28,749,307	7,622,354	11,932,431
Interest on bank overdrafts	7,895,136	10,285,443	2,745,524	2,628,497
Interest expense on lease liability (Note 5(b))	510,513	1,005,268	175,334	814,272
Bank fees	5,673,733	5,349,356	285,528	367,744
	35,712,071	45,389,374	10,828,741	15,742,944

27. COMMITMENTS AND CONTINGENCIES

Capital commitments

	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
	Rs.	Rs.	Rs.	Rs.
Capital expenditure contracted for at reporting date but not recognised in the financial	-	-	-	-
Plant and Machinery	80,000,000	9,400,000	-	-

Contingent liabilities

There are currently a number of lawsuits that have been filed against the Group for diverse reasons, namely defamation/damaged claims against newspapers. The outcome of these claims is dependent upon the court decisions and cannot be reasonably assessed. For those claims, where the Directors, following legal advice, believe that the outcome will not be in favour of the Group, a provision is made. As at 30 June 2025, a provision of Rs 0.5M was made (2024: Rs 3M).

As at 30 June 2025, the Group and the Company have bank guarantees of **Rs 550,500** (2024: Rs 126,067) and **Rs 510,500** (2024: Rs 52,487) respectively.

28. STATEMENT OF CASH FLOWS

	Notes	THE GROUP		THE COMPANY	
		2025	2024	2025	2024
		Rs.	Rs.	Rs.	Rs.
(a) Operating activities					
Profit/ (loss) before tax from continuing operations		38,564,329	72,017,449	(9,457,383)	27,406,254
Profit/ (loss) before tax from discontinued operations		-	6,383,678	-	-
Adjustment for non-cash items:					
Depreciation of property, plant and equipment	4 (a)	36,463,657	37,086,366	15,643,910	14,456,009
Intangible asset written off	7 (a)	38,000	-	38,000	-
Amortisation of intangible assets	7 (a)	1,730,394	2,193,595	57,680	332,846
Depreciation of right of use assets	5 (a)	2,422,749	2,753,971	843,820	1,585,272
Impairment of joint venture	10 (a)	-	-	4,017,721	6,156,475
Impairment of goodwill	7 (a)	1,306,139	-	-	-
Interest income	25	(326,444)	(268,104)	(326,444)	(268,104)
Interest expense	26	30,038,338	40,040,018	10,543,213	15,375,200
Net foreign exchange differences		(2,676,032)	-	(486,562)	-
Profit on disposal of property, plant and equipment	24	(331,400)	1,528,576	(176,175)	(1,059,619)
Gain on disposal of subsidiary/ asset held for sale	24	(23,453,603)	(65,500,000)	(24,766,667)	(65,500,000)
Gain on fair value of Investment Property	24	(1,600,000)	(200,000)	(1,600,000)	(200,000)
Loss/ (Gain) on termination of lease	24	-	(14,783)	-	-
Provision for impairment of trade receivables	14	(4,537,044)	6,722,891	(2,531,979)	13,042
Dividend income	24	(525,944)	(927,428)	(525,944)	(927,428)
Employee benefit liabilities	19	(2,328,000)	1,459,000	(2,294,000)	(2,548,000)
Movements in pensions	19a(ii), 19	7,796,000	(4,181,000)	1,662,000	2,400,000
Working capital adjustments:					
Decrease/ (increase) in inventories		(40,374,634)	(15,981,539)	3,808,788	2,862,166
(Increase)/ decrease in trade and other receivables		(38,586,281)	17,560,367	4,696,017	1,826,734
(Decrease)/ increase in trade and other payables		10,078,125	(12,485,671)	8,514,788	11,342,028
Cash flows from discontinued operations		-	6,363,897	-	-
Net cash flows generated from operating activities		13,698,349	94,551,283	7,660,783	13,252,875

(b) Non-cash transactions

Part of the acquisition of property, plant and equipment was financed by the following finance leases:

	THE GROUP		THE COMPANY	
	2025	2024	2025	2024
	Rs.	Rs.	Rs.	Rs.
Total acquisition cost (note 4 (a) and 5(a))	13,848,572	7,435,293	4,284,328	723,424
Financed by cash	13,848,572	(7,435,293)	(4,284,328)	(723,424)
Non-cash additions to right-of-use of assets	-	-	-	-

29. CHANGES IN LIABILITIES ARISING FROM FINANCING ACTIVITIES

THE GROUP	July 1, 2024 Rs.	Cash flows Rs.	Non Cash movement Rs.	Loan modifications/ additions Rs.	June 30, 2025 Rs.
<u>Interest bearing loans and borrowings</u>					
2025					
Bank loans	280,553,970	(91,651,634)	-	-	188,902,336
Import loans and other loans	98,082,402	(205,299,829)	388,411	234,523,158	127,694,142
Lease liabilities	7,953,312	(2,980,265)	971,904	5,207,000	11,151,951
Total liabilities from financing activities	386,589,684	(299,931,728)	1,360,315	239,730,158	327,748,429

THE GROUP	July 1, 2024 Rs.	Cash flows Rs.	Non Cash movement Rs.	Loan modifications/ additions Rs.	June 30, 2024 Rs.
<u>Interest bearing loans and borrowings</u>					
2024					
Bank loans	407,359,510	(150,167,440)	-	23,361,900	280,553,970
Import loans and other loans	131,586,163	(226,240,389)	(6,733,333)	199,469,961	98,082,402
Lease liabilities	6,783,377	(7,431,435)	(1,093,858)	9,695,228	7,953,312
Total liabilities from financing activities	545,729,050	(383,839,264)	(7,827,191)	232,527,089	386,589,684

THE COMPANY

	July 1, 2024 Rs.	Cash flows Rs.	Non cash movement Rs.	Additions Rs.	June 30, 2025 Rs.
<u>Interest bearing loans and borrowings</u>					
2025					
Bank loans	135,005,426	(47,724,531)	-	-	87,280,895
Import loans	21,273,719	(35,820,964)	388,411	37,418,527	23,259,693
Lease liabilities	3,733,974	(1,168,432)	548,748	-	3,114,290
Total liabilities from financing activities	160,013,119	(84,713,927)	937,159	37,418,527	113,654,878

THE COMPANY

	July 1, 2023 Rs.	Cash flows Rs.	Non cash movement Rs.	Additions Rs.	June 30, 2024 Rs.
<u>Interest bearing loans and borrowings</u>					
2024					
Bank loans	196,306,340	(61,300,914)	-	-	135,005,426
Import loans	28,611,810	(41,768,554)	-	34,430,463	21,273,719
Lease liabilities	2,622,293	(1,381,323)	(2,622,293)	5,115,297	3,733,974
Total liabilities from financing activities	227,540,443	(104,450,791)	(2,622,293)	39,545,760	160,013,119

30. FAIR VALUE MEASUREMENTS

The Group's and the Company's financial assets and liabilities include investments at fair value through OCI, trade and other receivables, cash at banks and in hand, interest bearing loans and borrowings and trade and other payables. Except where otherwise stated, the carrying amounts of these assets and liabilities approximate their fair values.

(a) Fair value of the Group's and the Company's assets and liabilities that are measured at fair value on a recurring basis

Some of the Group and Company's assets and liabilities are measured at fair value at the end of each reporting period. The following table gives information about how the fair value of these assets and liabilities are determined (in particular the valuation technique(s) and the inputs used).

Fair value hierarchy

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Level 1 to 3 based on the degree to which the fair value is observable.

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for assets or liability either directly (i.e. as prices) or indirectly (i.e. derived from prices) ; and
- Level 3 fair value measurements are those derived from valuation techniques that includes inputs for the asset or liability that are not based on observation market data (unobservable inputs).

	THE GROUP AND THE COMPANY			
	Level 1	Level 2	Level 3	Total
	Rs.	Rs.	Rs.	Rs.
June 30, 2025				
Financial assets at fair value through other comprehensive income	9,534,874	-	-	9,534,874

	THE GROUP AND THE COMPANY			
	Level 1	Level 2	Level 3	Total
	Rs.	Rs.	Rs.	Rs.
June 30, 2024				
Financial assets at fair value through other comprehensive income	10,739,326	-	-	10,739,326

During the year there were no transfers between Level 1 and Level 2 fair value measurements.

	Fair value as at		Fair Value Hierarchy	Valuation technique(s) and key input(s)
	June 30, 2025	June 30, 2024		
	Rs	Rs		
THE GROUP AND THE COMPANY				
<u>Financial assets at FVOCI</u>				
Investment:				
Quoted securities:				
Leisure and hotels	9,434,874	10,639,326	Level 1	Quoted Market Value
Unquoted - others	100,000	100,000	Level 3	At cost
	<u>9,534,874</u>	<u>10,739,326</u>		
<u>Investment properties</u>				
Office and Parking slots	-	-	Level 2	Sales comparison
Land	-	-	Level 2	Sales comparison approach
Building	-	-	Level 3	Depreciated replacement cost

During the year there were no transfers between Level 1 and Level 2 fair value measurements.

30. FAIR VALUE MEASUREMENTS (CONTINUED)

FAIR VALUE HIERARCHY (CONTINUED)

	Fair value as at		Fair Value Hierarchy	Valuation technique(s) and key input(s)
	June 30, 2025	June 30, 2024		
	Rs	Rs		
THE GROUP				
<u>Property, plant and equipment:</u>				
Land	64,800,000	64,800,000	Level 2	Sales comparison approach and Depreciated replacement cost
Building	297,500,000	252,897,946	Level 3	Sales comparison approach and Depreciated replacement cost
THE COMPANY				
<u>Property, plant and equipment:</u>				
Land	64,800,000	64,800,000	Level 2	Sales comparison approach
Building	297,500,000	272,022,500	Level 3	Depreciated replacement cost

During the year there were no transfers between Level 1 and Level 2 fair value measurements.

THE GROUP AND THE COMPANY

The Group and the Company have assessed that the highest and best use of its properties do not differ from their current use.

The land was valued using the sales comparison method, that is, the fair value is determined on the basis of adjusted market value relying on sales of other properties in the nearby location, while the buildings were valued using the depreciated replacement cost.

Below are the significant unobservable valuation inputs for both the Group and the Company:

Property, plant and equipment:	Significant unobservable inputs	Sensitivity
Freehold land	Sales comparison	Rs 1,089- Rs 1,956 per m2
Buildings	Depreciation	+5%/-5% Rs (2,800,000)/2,700,000
Investment properties		
Freehold land	Sales comparison	Rs 76,000- Rs 84,000 per m2
Buildings	Depreciation	+5%/-5% Rs (1,000,000)/1,200,000

Significant increase/(decrease) in estimated price per square metre in isolation would result in a significantly higher/(lower) fair value.

30. FAIR VALUE MEASUREMENTS (CONTINUED)

- (b) Fair value of the Group's and Company's assets and liabilities that are not measured at fair value on a recurring basis (but fair values are required).

THE GROUP

	2025		2024	
	Carrying amount	Fair value	Carrying amount	Fair value
	Rs.	Rs.	Rs.	Rs.
Financial liabilities:				
Interest-bearing loans and borrowings	316,596,478	316,596,478	378,636,372	378,636,372

Fair value hierarchy as at June 30, 2025

	Level 1	Level 2	Level 3	Total
	Rs.	Rs.	Rs.	Rs.
Financial liabilities:				
Interest-bearing loans and borrowings	-	316,596,478	-	316,596,478

Fair value hierarchy as at June 30, 2024

	Level 1	Level 2	Level 3	Total
	Rs.	Rs.	Rs.	Rs.
Financial liabilities:				
Interest-bearing loans and borrowings	-	378,636,372	-	378,636,372

THE COMPANY

	2025		2024	
	Carrying amount	Fair value	Carrying amount	Fair value
	Rs.	Rs.	Rs.	Rs.
Financial assets:				
Loan to subsidiary	-	-	-	-
Financial liabilities:				
Interest-bearing loans and borrowings	110,540,587	110,540,587	156,279,145	156,279,145

Fair value hierarchy as at June 30, 2025

	Level 1	Level 2	Level 3	Total
	Rs.	Rs.	Rs.	Rs.
Financial assets:				
Loan to subsidiary	-	-	-	-
Financial liabilities:				
Interest-bearing loans and borrowings	-	110,540,587	-	110,540,587

Fair value hierarchy as at June 30, 2024

	Level 1	Level 2	Level 3	Total
	Rs.	Rs.	Rs.	Rs.
Financial assets:				
Loan to subsidiary	-	-	-	-
Financial liabilities:				
Interest-bearing loans and borrowings	-	156,279,145	-	156,279,145

Valuation technique used is the present value of future cash flows, with discount rate being at market rate.

31. RELATED PARTY DISCLOSURES

THE GROUP

During the year ended June 30, 2025 and June 30, 2024, the Group transacted with related parties. The details of the nature, volume of transactions and the balances with the entities were as follows:

	Volume of transactions			Balance as at year end	
	Sales	Purchases	Management fees and expenses recharge	Amounts receivable from	Amounts payable to
	Rs.	Rs.	Rs.	Rs.	Rs.
June 30, 2025					
<i>Other related parties</i>					
Loan from director	-	-	-	-	(9,900,000)
<i>Entity over which the Group has joint control</i>					
Impress Print Ltd	180,000	11,357,149	-	1,318,558	-
June 30, 2024					
<i>Other related parties</i>					
Loan to Directors of subsidiary (Long term)	-	-	-	1,000,000	-
Loan from director	-	-	-	-	(9,900,000)
<i>Entity over which the Group has joint control</i>					
Impress Print Ltd	-	12,620,812	-	3,307,663	(1,447,397)

31. RELATED PARTY DISCLOSURES (CONTINUED)

THE COMPANY

During the year ended June 30, 2025, the Company transacted with related parties. The details of the nature, volume of transactions and the balances with the entities were as follows:

	Volume of transactions			Balance as at year end		
	Sales / Other income	Purchases	Management income and expenses recharge	Amounts receivable from	Amounts payable to	
	Rs.	Rs.	Rs.	Rs.	Rs.	
June 30, 2025						
<i>Subsidiaries companies</i>						
Caractère Limitée (Long term)	31,552,112	2,238,021	19,424,412	-	(28,481,069)	
5-Plus Ltd	7,676,639	136,291	5,645,988	-	(3,057,691)	
Business Publications Ltd	1,403,725	846,731	4,837,524	-	(8,913,190)	
Mediatiz Ltd	569,156	600,000	860,136	-	(9,600,096)	
Loan from director					(9,900,000)	
<i>Entity over which the Group has joint control</i>						
Impress Print Ltd		11,357,149	180,000	1,318,558	-	

LA SENTINELLE LTD AND ITS SUBSIDIARIES

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31. RELATED PARTY DISCLOSURES (CONTINUED)

THE COMPANY

During the year ended June 30, 2024, the Company transacted with related parties. The details of the nature, volume of transactions and the balances with the entities were as follows:

	Volume of transactions			Balance as at year end		
	Sales / Other income	Purchases	Management income and expenses recharge	Amounts		Amounts payable to
				receivable from	Rs.	
June 30, 2024	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
<i>Subsidiaries companies</i>						
Caractère Limitée	15,106,296	2,124,727	19,532,412	-	-	(21,224,373)
5-Plus Ltd	7,921,957	160,446	5,645,988	-	-	(8,910,357)
Business Publications Ltd	654,669	583,818	4,837,524	-	-	(4,078,615)
Mediatiz Ltd	587,150	600,000	860,136	-	-	(3,166,309)
LSL Training Centre Ltd	-	-	-	-	-	(50,000)
Mc Easy Freight Co Ltd	10,000	1,253,076	424,140	5,362,891	-	-
<i>Other related parties</i>						
Loan to Subsidiary - MC Easy Freight Ltd (short term)	-	-	-	1,000,000	-	-
Loan from Directors	-	-	-	-	-	(9,900,000)
Entity over which the Group has joint control						
Impress Print Ltd	23,700	13,238,424	180,000	-	-	(1,047,196)

31. RELATED PARTY DISCLOSURES (CONTINUED)

Compensation of key management personnel

Short-term benefits
Defined contribution plan

THE GROUP AND THE COMPANY	
2025	2024
Rs.	Rs.
18,966,041	20,680,351
1,840,032	1,833,421
20,806,073	22,513,772

Terms and conditions of transactions with related parties:

All sales and purchases within the Group are made at commercial rates with a varying discount.

Outstanding balances at the year-end are unsecured, interest free and settlement occurs in cash. For the year ended June 30, 2025, there was an additional provision which has been recognised in relation to impairment of related party of Rs. Nil (2024: Rs Nil) and reversal of Rs. Nil (2024: Rs Nil). Refer to Note 14 with respect to intercompany trade receivables. This assessment is undertaken each financial year through examining the financial position of each related party and the market in which the related party operates. The impairment assessment done for loans and advances to staff and intercompany loans resulted in a non significant amount and therefore has not been disclosed separately.

The loan from Directors are interest free, unsecured and repayable as agreed with the parties.

32. COMMITMENTS AND CONTINGENCIES

Capital commitments

Capital expenditure contracted for at reporting date but not recognised in the Plant and Machinery

THE GROUP		THE COMPANY	
2025	2024	2025	2024
Rs.	Rs.	Rs.	Rs.
80,000,000	9,400,000	-	-

33. EVENTS AFTER THE REPORTING DATE

Below are the material non adjusting events after the reporting date:

- (i) On 14 November 2025, the bank agreed to waive the DSCR covenant for one year. Refer to Note 2.4.
- (ii) On 17 November 2025, the directors obtained corporate guarantees from Caractère Ltée, Business Publications Ltd, Mediatiz Ltd and 5 Plus Ltd to provide financial support to La Sentinelle Ltd, if required.

Regulatory (taxation) changes

(iii) Qualified Domestic Minimum Top-up Tax

The Qualified Domestic Minimum Top-up Tax ("QDMTT"), QDMTT was introduced by section 31(a) and (b) of the Finance (Miscellaneous Provisions) Act 2022 and is in force as from the year of assessment 2025/2026 under section 26(d)(iv) and 66(14) of the Finance Act 2025. QDMTT in Mauritius thus generally applies to a company with a financial year that terminates on any date in the calendar year 2025.

QDMTT is defined in Article 10 of the Global Anti-Base Erosion ("GloBE") Rules as approved by the Inclusive Framework on BEPS and is a minimum tax that is included in the domestic legislation in a country. The GloBE Rules seek to ensure that entities forming part of an in scope MNE group with a yearly consolidated revenue of EUR 750 million or more pay tax at a minimum of 15% in the jurisdiction of operation.

QDMTT applies to entities forming part of in scope MNE group where the combined Effective Tax Rate ("ETR") for the year is less than 15%. The combined ETR is computed by taking into account the combined net GloBE results and combined adjusted covered tax of all the Mauritian entities. The mechanism to compute the GloBE Income or Loss, the adjusted covered taxes and substance based income exclusion are not yet prescribed.

According to IAS 12, changes in tax rates and laws should be recognised in the financial statements when the legislation is substantively enacted, which is when it can no longer be amended. The QDMTT had not reached the point of substantive enactment by the end of the reporting period as the possibility of further amendments to the legislation still existed. The implementation of QDMTT is considered a non-adjusting event and therefore, no adjustment has been made to the current income tax in the financial statements as of June 30, 2025, even if it had a retrospective effect.

(iv) Legislative Changes Affecting Future Taxation

According to IAS 12, changes in tax rates and laws should be recognised in the financial statements when the legislation is substantively enacted, which is when it can no longer be amended. The QDMTT had not reached the point of substantive enactment by the end of the reporting period as the possibility of further amendments to the legislation still existed. The implementation of QDMTT is considered a non-adjusting event and therefore, no adjustment has been made to the current income tax in the financial statements as of June 30, 2025, even if it had a retrospective effect.

1. Fair Share Contribution

FSC was introduced under the Value Added Tax Act, as legislated through Section 61(n) of FA 2025. This measure will apply for a period of three years, from 1 July 2025 to 30 June 2028.

- FSC will be computed at 5% of the company's chargeable income.

2. Alternative Minimum Tax

AMT was introduced under the Income Tax Act, as legislated through Section 26(d)(i) (A) of FA 2025 and is applicable to several companies including a company operating a hotel and licensed as such under the Tourism Authority Act. The measure takes effect as from year of assessment commencing on 1 July 2026.

The AMT is computed at 10% of the adjusted book profit of a company and will apply if the tax payable is less than 10% of the adjusted book profit of the company.

In accordance with IAS 10 – Events After the Reporting Period, the above legislative changes are considered non-adjusting events. Consequently, no adjustments have been made in the financial statements for the year ended June 30, 2025. Management is yet to estimate its financial impact.

34. DISCONTINUED OPERATIONS

In June 2024, the Company announced the decision of its Board of Directors to sell Mc Easy Freight Co Ltd, a subsidiary, in which it held 60%. The sale of Mc Easy Freight Co Ltd was completed in July 2024. At 30 June 2024, Mc Easy Freight Co Limited was classified as a disposal group held for sale and as a discontinued operation. The business of Mc Easy Freight Co Limited represented the entirety of the Group's logistics activity until 30 June 2024. The investee company was disposed of in July 2024.

	2024 Rs
Revenue from contracts with customers	343,763,437
Expenses	(330,658,937)
Operating income	13,104,500
Finance costs	(6,720,822)
Profit before tax from discontinued operations	6,383,678
Tax expense:	
Related to pre-tax profit from the ordinary activities for the period	(1,938,596)
Profit for the year from discontinued operations	4,445,082
Other comprehensive income for the year	(751,197)
Total comprehensive income for the year	3,693,885

The major classes of assets and liabilities of Mc Easy Freight Co Limited classified as held for sale as at 30 June are as follows:

	2024 Rs
Assets	
Intangible assets	1,709,162
Property, plant and equipment	40,100,577
Debtors	70,615,771
Rights of use assets	2,267,500
Cash and short-term deposits	14,585,666
Assets held for sale	129,278,676
Liabilities	
Lease liabilities	(2,535,210)
Income tax liability	(574,796)
Employee benefits liabilities	(5,199,000)
Trade and other payables	(63,802,911)
Deferred tax liability	(1,164,593)
Interest-bearing liabilities	(41,280,321)
Liabilities directly associated with assets held for sale	(114,556,831)
Net assets directly associated with disposal group	14,721,845
Amounts included in accumulated OCI:	
Revaluation reserves	8,084,200
Reserve of disposal group classified as held for sale	8,084,200

Note:

Goodwill of Rs 15,313,290 arising on acquisition of Mc Easy Freight Co Ltd was transferred to assets held for sale.

34. DISCONTINUED OPERATIONS (CONTINUED)

Total assets and liabilities classified as assets held for sale as at 30 June 2024:

	01-Jul-24	Movement	30-Jun-25
	Rs	Rs	Rs
Transfer from PPE (Note 4)	40,100,577	(40,100,577)	-
Transfer from intangible assets (Note 5)	1,709,162	(1,709,162)	-
Transfer from rights of use assets (Note 6(a))	2,267,500	(2,267,500)	-
Cash and cash equivalents	14,585,666	(14,585,666)	-
Debtors	70,615,771	(70,615,771)	-
Transfer from lease liabilities (Note 6(b))	(2,535,210)	2,535,210	-
Taxation	(574,796)	574,796	-
Transfer from employee benefits liabilities	(5,199,000)	5,199,000	-
Trade payables	(63,802,911)	63,802,911	-
Transfer from deferred tax liability	(1,164,593)	1,164,593	-
Transfer from interest bearing loans and borrowings	(41,280,321)	41,280,321	-
	<u>14,721,845</u>	<u>(14,721,845)</u>	<u>-</u>

The net cash flows incurred by Mc Easy Freight Co Limited are, as follows:

	2024
	Rs
Operating	12,747,575
Investing	(1,539,103)
Financing	(6,639,735)
Net cash (outflow)/inflow	<u><u>4,568,737</u></u>



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