

**OPPORTUNITY
INVESTMENT
COMPANY
LIMITED**

YEAR ENDED 31 DECEMBER 2018

OPPORTUNITY INVESTMENT COMPANY LIMITED
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OPPORTUNITY INVESTMENT COMPANY LIMITED
REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 DECEMBER 2018

The Directors are pleased to submit their report together with the audited financial statements of Opportunity Investment Company Limited for the year ended 31 December 2018.

Principal Activity

The Company was incorporated on 13 January 2006 as a private company limited by shares. Its principal activity is investment holding. The Company obtains funds from its investors for the purpose of providing those investors with investment management services and commits to its investors that its business purpose is to invest funds solely for investment income.

RESULTS (Excluding fair value adjustments to investment in associate)

	<u>2018</u>	<u>2017</u>
	<u>SCR</u>	<u>SCR</u>
Retained earnings brought forward	301,813	300,867
Profit for the year	1,134,333	5,273,285
Profit available for distribution	1,436,146	5,574,152
Dividends	(1,106,166)	(5,272,339)
Retained earnings carried forward	<u>329,980</u>	<u>301,813</u>

Dividend

Dividends of SCR 11,061.66 per share were declared and paid during the year under review (2017: SCR 52,723.39 per share).

Statement of the Directors' Responsibilities

The Directors are responsible for the overall management of the affairs of the Company including its operations and the making of investment decisions.

The Directors are responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards for SME's and in compliance with the Companies Act, 1972. This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies that fall within the accounting policies adopted by the Company as a whole; and making accounting estimates that are reasonable in the circumstances. The Directors have the general responsibility of safeguarding the assets owned by the Company. The Directors consider they have met their aforesaid responsibilities.

The company adopted International Financial Reporting Standards for SME's because the company has a very simple structure, and the application of Full International Financial Reporting Standards would not enhance the relevance, reliability or comparability of information disclosed in any way.

Directors And Their Interest In The Company

No directors holding office as at 31 December 2018 had any beneficial interest in the Company's shares at that date and the date of this report.

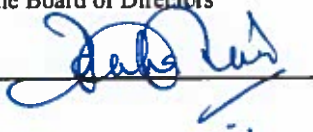
Auditors

The auditors, Pool & Patel have indicated their willingness to continue in office and their re-appointment will be proposed in the next Annual General Meeting in accordance with and subject to the provision of Section 155(2) of the Companies Act 1972.

Board Approval

Approved by the Board of Directors

Lekha Nair



Louis Rivalland



Date:



INDEPENDENT AUDITOR'S REPORT

OPPORTUNITY INVESTMENT COMPANY LIMITED

We have audited the accompanying financial statements of Opportunity Investment Company Limited on pages 3 to 10, which comprise the statement of financial position as at December 31, 2018, the statement of comprehensive income, the statement of changes in equity and the statement cash flows for the period then ended, and a summary of significant accounting policies and other explanatory information. The financial statements have been prepared by management, under the historical cost convention and the financial reporting provisions of the Seychelles Companies Act 1972.

This report is made solely for the Company's members as a body in accordance with Section 158 of the Companies Act 1972. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company's Members as a body for our audit work, for this report or for the opinion we have formed.

Management's Responsibility for the Financial Statements

Management is responsible for keeping proper accounting records and for the preparation of financial statements that give a true and fair view of the company's affairs in accordance with the financial reporting provisions of the Seychelles Companies Act 1972, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

We have no relationship with, or material interest in the Company other than in our capacity as auditors and tax and business advisors and arm's length dealings with the Company in the ordinary course of business.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements and that these are in accordance with the accounting records maintained by the management. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements 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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the accompanying financial statements set out on pages 3 to 10 give a true and fair view of the financial position of Opportunity Investment Company Limited as at December 31, 2018, and of its financial performance and its cash flows for the year then ended in accordance with the financial reporting provisions of the Seychelles Companies Act 1972.


POOL & PATEL
CHARTERED ACCOUNTANTS

08 April 2019

MOORE STEPHENS
INTERNATIONAL LIMITED

OPPORTUNITY INVESTMENT COMPANY LIMITED


Annual Financial Statements for the year ended 31 December 2018

Statement of Financial Position

Figures in Seychelles Rupee	Note(s)	2018	2017
Assets			
Investment in associate	5	87,109,855	87,109,855
Non-Current Assets		87,109,855	87,109,855
Other receivables	6	48	5,364,344
Cash and cash equivalents	7	1,506,536	280,246
Current Assets		1,506,584	5,644,590
Total Assets		88,616,439	92,754,445
Equity and Liabilities			
Share capital	8	10,000	10,000
Retained income		74,847,767	74,819,600
Capital contributions	12	12,623,756	12,623,756
Equity		87,481,523	87,453,356
Other payables	9	1,134,916	5,301,089
Current Liabilities		1,134,916	5,301,089
Total Liabilities		1,134,916	5,301,089
Total Equity and Liabilities		88,616,439	92,754,445

The annual financial statements have been approved by the board on the *08 April 2019* and were signed by:


Lekha Nair
Director


Louis Rivalland
Director

The notes on pages 7 to 10 form an integral part of these financial statements.
Auditor's Report is on page 2

OPPORTUNITY INVESTMENT COMPANY LIMITED

Annual Financial Statements for the year ended 31 December 2018

Statement of Profit or Loss and Other Comprehensive Income

Figures in Seychelles Rupee	Note(s)	2018	2017
Dividend income	13	1,136,166	5,302,339
Expenditure			
Administrative		(1,832)	(29,054)
Decrease in fair value of associate		-	(18,936,925)
Profit for the year		1,134,333	(13,663,640)
Other comprehensive income		-	-
Total comprehensive income for the year		1,134,333	(13,663,640)

The notes on pages 7 to 10 form an integral part of these financial statements.

Auditor's Report is on page 2

OPPORTUNITY INVESTMENT COMPANY LIMITED

Annual Financial Statements for the year ended 31 December 2018

Statement of Changes in Equity

Figures in Seychelles Rupee	Note(s)	Share capital	Capital contribution reserve	Retained income	Total equity
Balance at 01 January 2017	8	10,000	12,623,756	93,755,579	106,389,335
loss for the year		-	-	(13,663,640)	(13,663,640)
Other comprehensive income		-	-	-	-
Total comprehensive income for the year		-	-	(13,663,640)	(13,663,640)
Capital contribution		-	-	-	-
Dividends	13	-	-	(5,272,339)	(5,272,339)
Balance at 01 January 2018*		10,000	12,623,756	74,819,600	87,453,356
Profit for the year		-	-	1,134,333	1,134,333
Reserves		-	-	-	-
Total comprehensive income for the year		-	-	1,134,333	1,134,333
Capital contribution		-	-	-	-
Dividends	13	-	-	(1,106,166)	(1,106,166)
Balance at 31 December 2018*		10,000	12,623,756	74,847,767	87,481,523

*of this balance of retained earnings, SCR 74,517,787 (2017: 74,517,787) relates to increase in fair value of associates which are not distributable.

The notes on pages 7 to 10 form an integral part of these financial statements.

Auditor's Report is on page 2

OPPORTUNITY INVESTMENT COMPANY LIMITED

Annual Financial Statements for the year ended 31 December 2018

Statement of Cash Flows

Figures in Seychelles Rupee	Note(s)	2018	2017
Cash flows from operating activities			
Profit/(loss) for the year		1,134,333	(13,663,640)
Adjustments for:-			
Fair value adjustments on associates		-	18,936,925
		1,134,333	5,273,285
Changes in working capital			
Decrease/(increase) in debtors	6	5,364,296	(5,302,339)
(Decrease)/increase in creditors	9	(4,166,173)	5,272,339
Net cash from operating activities		2,332,456	5,243,285
Cash flow from financing activities			
Dividend paid	11	(1,106,166)	(5,272,339)
Net cash from financing activities		(1,106,166)	(5,272,339)
Increase in cash and cash equivalents		1,226,290	(29,054)
Cash & cash equivalent and overdraft at 1 January		280,246	309,301
Cash & cash equivalents and overdraft at 31 December	7	1,506,536	280,246

The notes on pages 7 to 10 form an integral part of these financial statements.

Auditor's Report is on page 2

OPPORTUNITY INVESTMENT COMPANY LIMITED

Annual Financial Statements for the year ended 31 December 2018

Notes To The Financial Statements

1 General Information

Opportunity Investment Company Limited was incorporated on January 13, 2006 as a private Company limited by shares. The address of its registered office is P.O Box 576, Caravelle House, Victoria, Seychelles.

2 Basis of Preparation

These financial statements have been prepared in compliance with the International Financial Reporting Standard (IFRS) for Small and Medium-sized Entities (SMEs) issued by the International Accounting Standards Board. The basis of presentation is consistent with that of prior year. The financial statements are presented in Seychelles Rupees (SCR).

Explicit and unreserved statement of compliance

The financial statements of Opportunity Investment Company Limited comply with the requirements of the Companies Act 1972 and have been prepared in accordance with IFRS for SME's.

3 Significant Accounting Policies

a) Financial instruments - initial recognition and subsequent measurement

i. Date of recognition

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

ii. Initial recognition of financial instruments

The classification of financial instruments at initial recognition depends on the purpose for which the financial instruments were acquired and their characteristics. All the financial instruments are measured initially at their fair value plus, in the case of financial assets and financial liabilities not at fair value through profit or loss, any directly attributable incremental costs of acquisition or issue.

iii. Investment in Associate

Company has elected to measure its investment in associates at fair value through profit and loss, in accordance with IFRS for SME's paragraph 14.9 – All investments in associates are listed on the Seychelles stock exchange (Trop-X), thus the fair value is easily determinable at year end.

Other liabilities

Other liabilities consist of payables and accrued expenses, which is subsequently measured at amortised cost.

Notes To The Financial Statements

3 Significant Accounting Policies (Continued)

b) Derecognition Of Financial Assets And Financial Liabilities

i. Financial Assets

A financial asset (or where applicable a part of a financial asset or part of a group of similar financial assets) is derecognised where:

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

ii. Financial liabilities

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. Where 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 a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in profit or loss.

c) Impairment Of Financial Assets

The Company assesses at each reporting date whether there is any objective evidence that a financial asset or a group of financial assets is impaired. A financial asset or a group of financial assets is deemed to be impaired, if and only if there is objective evidence of impairment as a result of one or more events that has occurred after the initial recognition of the asset and that loss event (or events) has an impact on the estimated future cash flows of the financial asset or the group of financial assets that can be reliably estimated.

Evidence of impairment may include indications that the borrower or a group of borrowers is experiencing significant financial difficulty, default or delinquency in interest or principal payments, the probability that they will enter bankruptcy or other financial reorganisation and where observable data indicate that there is measurable decrease in the estimated future cash flows, such as changes in arrears or economic conditions that correlate with defaults.

d) Cash and Cash Equivalent

Cash and cash equivalents comprise of cash on hand, bank balances, and short-term deposits with an original maturity of three months or less.

e) Revenue recognition

Dividend income is recognized when the Company's right to receive the payment is established, which is generally the last date of trade of the share. (Due to the fact that all current investments are listed).

f) Related Party

Related parties are parties with control or significant influence over the reporting entity and parties controlled or significantly influenced by the reporting entity. It can be corporate or individuals.

Notes To The Financial Statements

3 Significant Accounting Policies (Continued)

g) Capital Contribution

Owners may make a contribution to the entity by transferring cash or through the provision of interest-free loans. Contributions from the owners in their capacity as owners of the entity are distinguished from transfers that arise from trading activities in the normal course of business. The contributions are non-reciprocal in nature. Non-reciprocal transfers involve the giving of assets or services, or liabilities forgiven, without the transferee being obliged to give something of benefit in exchange.

4 Significant Accounting Judgments, Estimates and Assumptions

Estimates and judgements are continuously evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. There were no estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

5 Investment in Associate

	<u>2018</u>	<u>2017</u>
	SCR	SCR
Balance at January 1,	87,109,855	106,046,780
Additions	-	-
Fair value adjustment through profit and loss	-	(18,936,925)
Balance at December 31,	<u>87,109,855</u>	<u>87,109,855</u>

The Company recognizes investments in associates at fair value through profit and loss. A fair market value is easily obtained due to the fact that the investment in publically traded.

The total number of shares held in SACOS Group at 31 December 2018 is 757,477 (2017: 757,477) shares. The shares are valued at a market price of SCR 115 (2017: SCR 115) per share. SACOS Group is listed on Trop-X stock exchange.

Details of the Company's associate at 31 December 2018 are as follows:

Name of associate	Country of incorporation	Portion of ownership interest	Principal activity
SACOS Group	Seychelles	37.87%	Investment holding, insurance and life assurance services.

6 Other Receivables

	<u>2018</u>	<u>2016</u>
	SCR	SCR
Dividend receivable	-	5,302,339
Constant Capital (Seychelles) Limited	48	62,005
	<u>48</u>	<u>5,364,344</u>

OPPORTUNITY INVESTMENT COMPANY LIMITED

Annual Financial Statements for the year ended 31 December 2018

Notes To The Financial Statements

	<u>2018</u>	<u>2017</u>
	SCR	SCR
7 Cash in hand and at bank		
Current accounts	1,449,697	223,407
Call deposit	56,839	56,839
	<u>1,506,536</u>	<u>280,246</u>
8 Authorised And Issued Share Capital		
	<u>2018</u>	<u>2017</u>
	SCR	SCR
<i>Authorised, Issued and Fully-paid</i>		
100 ordinary shares of SCR 100 each	<u>10,000</u>	<u>10,000</u>
9 Other Payables		
	<u>2018</u>	<u>2017</u>
	SCR	SCR
Dividend payable	1,106,166	5,272,339
Audit fee accruals	28,750	28,750
	<u>1,134,916</u>	<u>5,301,089</u>
10 Administrative Expenses		
	<u>2018</u>	<u>2017</u>
	SCR	SCR
Auditor's remuneration	-	28,750
Bank Charges	1,832	304
	<u>1,832</u>	<u>29,054</u>

11 Dividends

A dividend of SCR 11,061.66 per share was declared during the year under review (2017: SCR 52,723.39 per share).

12 Capital Contribution

Capital contribution relates to funds received from shareholders for further investment in SACOS Group.

13 Related Party Transactions

	<u>Relationship</u>	<u>2018</u>	<u>2017</u>
		SCR	SCR
Investment			
SACOS Group Limited	Associate	<u>87,109,855</u>	<u>87,109,855</u>
Dividend Income			
SACOS Group Limited	Associate	<u>1,136,166</u>	<u>5,302,339</u>
Dividend expense			
Seychelles Pension Fund	Shareholder	564,144	2,688,893
Swan International Limited	Shareholder	542,021	2,583,446
		<u>1,106,166</u>	<u>5,272,339</u>

14 Others

Based on information provided, the Company did not have any contingent liabilities nor capital commitments contracted for, or approved by the Board of Directors as at 31 December 2018 (2017: nil).