

SOCIETE SEYCHELLOISE D'INVESTISSEMENT

DIRECTORS REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2012

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DIRECTORS:
G. ADAM - CHAIRMAN
A. AFIF, B. FAURE, J. GOLDSWORTH

SOCIETE SEYCHELLOISE D'INVESTISSEMENT LIMITED

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 DECEMBER 2012

The directors present herewith their report and audited financial statements of the company for the period ended 31 December 2012.

Activities

The company is an investments company.

Results

As shown in the profit & loss account on page 4 activities of the current period give the company a profit of R31,652,088 (prior year R100,515,638).

Application of profits and revenue reserves

The directors propose a final dividend of R32,118,368 for the year. (prior year R22,016,037.)

Investments

There were no significant changes in investments in the period.

Directors and their interest in the company

The directors of the company during the year and their interests in accordance with the register maintained under Section 111 of the Companies Act 1972, were as follows:-

		SHARES HELD	
		1 January	31 December
Veronique Laporte (Chairperson)	(Appt. 28.03.2013)	0	0
Glenny Savy	(Appt 16.03.2013)	0	0
Conrad Benoiton	(Appt 16.03.2013)	0	0
George Roberts	(Appt 27.09.2013)	0	0
Alexandra Madeleine	(appointed & retired)	0	0
Veronique Herminie	(Appt 16.03.2013)	0	0
Patrick Payet	(Appt 16.03.2014)	0	0
Guy Adam	(Retired 15.03.2012)	0	0
Barry Faure	(Retired 15.03.2012)	0	0
Ahmed Afif	(Retired 15.03.2012)	1	1
John Goldsworth	(Retired 15.03.2012)	0	0

All the directors retire from the board in accordance with Articles of Association and being eligible offers themselves for re-election.

Messers Adam and Afif were directors of Cassis Seychelles Company Limited and Indian Ocean Tuna Limited during the period.

Mr Goldsworth was a director of Indian Ocean Tuna Limited during the period.

Societe Seychelloise D'Investissement Limited owned shares in the above companies during the period.

Statements of directors responsibilities

The directors are required to prepare accounts for each financial year which give a true and fair view of the state of affairs of the company and group and of the profit or loss for the period. In preparing those accounts, the directors are required to:-

Prepare financial statements on the going concern basis unless it is inappropriate to assume continuance of business;

select suitable accounting policies and then apply them consistently;

SOCIETE SEYCHELLOISE D'INVESTISSEMENT LIMITED

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 DECEMBER 2012

Statements of directors responsibilities (cont..)

make judgments and estimates that are reasonable and prudent; and

disclose and explain any material departures from applicable accounting standards.

The Companies Act 1972 also requires the directors to keep proper accounting records which disclose with reasonable accuracy at any time the financial position of the company. They also have the general responsibility for taking reasonable steps to safeguard the assets of the company and detect fraud and other irregularities.


The directors consider they have met their responsibilities as set out in the Companies Act 1972.


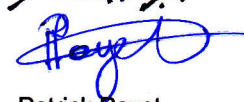
Auditors



The retiring auditors are Pool & Patel who are eligible for re-appointment.

DIRECTORS


Veronique Laporte


George Robert


Gleny Savy

Patrick Payet


Conrad Benoiton

Veronique Herminie

10 November 2014



INDEPENDENT AUDITOR'S REPORT

SOCIETE SEYCHELLOISE D'INVESTISSEMENT LIMITED

We have audited the accompanying financial statements of Societe Seychelloise D'investissement Limited on pages 4 to 8, which comprise the balance sheet for the eighteen months ended December 31, 2012, the income statement including changes in equity and cash flow statement for the year 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 arms 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.

Significant issue

Because of its significant issue we draw your attention to note 10 to the financial statements in regard to the investment in Cassis Seychelles Company Limited.

Opinion

Except for any adjustment that might arise from the significant issue noted above, in our opinion, the accompanying financial statements set out on pages 4 to 8 give a true and fair view of the financial position of Societe Seychelloise D'investissement Limited for the eighteen months ended December 31, 2012, 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
POOL & PATEL
CHARTERED ACCOUNTANTS

10 November 2014

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SOCIETE SEYCHELLOISE D'INVESTISSEMENT LIMITED

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2012

Financial statements are prepared in Seychelles Rupees.

			2011
Operating profit for the year		31,652,088	48,331,748
After Charging			
Auditors remuneration		34,500	34,500
After Crediting			
Dividends recieved	3	32,118,368	48,370,306
Government grant		0	77,748,009
Taxation		0	(25,564,119)
		31,652,088	100,515,638
Dividends	7	(32,118,368)	(22,016,037)
		(466,280)	78,499,601
Retained earnings 1 January		78,499,601	0
Retained earnings 31 December		78,033,321	78,499,601

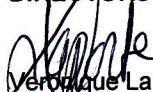
SOCIETE SEYCHELLOISE D'INVESTISSEMENT LIMITED

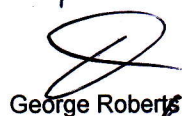
BALANCE SHEET AS AT 31 DECEMBER 2012

Financial statements are prepared in Seychelles Rupees.

	Note		2011
EMPLOYMENT OF CAPITAL			
Investments	3	194,263,393	194,253,393
Current assets			
Cash and bank		340,171	786,092
		<u>340,171</u>	<u>786,092</u>
Current liabilities			
Accounts payable and accruals		64,859	34,500
		<u>64,859</u>	<u>34,500</u>
Net current assets		<u>275,312</u>	<u>751,592</u>
		<u>194,538,705</u>	<u>195,004,985</u>
CAPITAL EMPLOYED			
Share capital	6	10,000	10,000
Retained earnings		78,033,321	78,499,601
		<u>78,043,321</u>	<u>78,509,601</u>
Revaluation reserve	4	116,495,384	116,495,384
		<u>194,538,705</u>	<u>195,004,985</u>

DIRECTORS


Veronique Laporte


George Roberts

10 November 2014


Glenn Savy


Patrick Payet


Conrad Benoiton


Veronique Herminie

SOCIETE SEYCHELLOISE D'INVESTISSEMENT LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2012

Financial statements are prepared in Seychelles Rupees.

		2011
Net cash inflow from operating activities		
Operating profit	31,652,088	48,331,748
Dividends received	(32,118,368)	(48,370,306)
Government grant	0	77,748,009
Changes in working capital		
Increase in debtors	0	12,167
Increase in creditors	30,359	22,333
	(435,921)	77,743,951
Return on investments and servicing of finance		
Dividend received	32,118,368	48,370,306
Dividends paid	(32,118,368)	(22,016,037)
	0	26,354,269
Taxation (Business and provisional taxes)	0	(25,564,119)
Investing Activities		
Payments to acquire investments	(10,000)	(77,748,009)
	(10,000)	(77,748,009)
Net cash inflow before financing	(445,921)	786,092
Increase in cash and cash equivalents	(445,921)	786,092
Cash & cash equivalents on incorporation	786,092	0
Cash & cash equivalents 31 December	340,171	786,092

SOCIETE SEYCHELLOISE D'INVESTISSEMENT LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2012

Financial statements are prepared in Seychelles Rupees

1. Significant accounting policies

The significant accounting policies adopted in the preparation of the financial statements of the company are set out below.

(a) Statement of compliance

The financial statements of the company are prepared in accordance with the requirements of the Seychelles Companies Act (1972).

(b) Measurement basis and accounting policies applied

The measurement basis used is historical cost modified by the revaluation of investments as explained in the accounting policy set out below.

The accounting policies have been consistently applied.

(c) Foreign currency

Transactions in currencies other than Seychelles Rupee are converted at the rate of exchange ruling at the transaction date. At the balance sheet date, foreign currency monetary assets and liabilities are converted at the rate of exchange ruling at that date. Resulting exchange differences are recognised in the income statement for the year.

(d) Investments

Valuation

Investments are carried at valuation or cost as detailed in note 3.

Disposal

On disposal of an investment, the difference between the net disposal proceeds and the carrying amount is charged or credited to income.

(e) Taxation

Taxation is provided at rates ruling at the balance sheet date on profits of the company adjusted for items not allowed for taxation purposes.

(f) Revenue recognition

Dividends are recognised in the income statement when they are received.

2. Directors emoluments, pensions or compensation.

Emoluments, pensions or compensation paid to directors during the year represents:-

	Salary for Management		Fees, Pensions & Others	
		2011		2011
Guy Adam	0	0	14,000	0
Ahmed Afif	0	0	15,000	0
Barry Faure	0	0	15,000	0
John Goldsworth	0	0	15,000	0
Steve Fanny	0	0	15,000	0
Alexandra Madeleine	0	0	15,000	0
Conrad Benoiton	0	0	15,000	0
Glenny Savy	0	0	15,000	0
Veronique Hermine	164,309	0	4,000	0

SOCIETE SEYCHELLOISE D'INVESTISSEMENT LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2012

Financial statements are prepared in Seychelles Rupees

3. Investment and returns

Investments are in the following unquoted companies incorporated in Seychelles.

At cost	2011	2011	% Holding	Dividend Yield
Seychelles Cable Systems Limited	77,757,909	77,757,909	40.6	
2020 Development (Seychelles) Limited	0	9,900	99	
Seychelles Postal Services Limited	0	100	0.1	
<hr/>				
At Valuation				
Indian Ocean Tuna Limited	51,935,484	51,935,484	40	32,118,368
Cassis Seychelles Company Limited	64,560,000	64,560,000	30	0
	<u>194,253,393</u>	<u>194,263,393</u>		<u>32,118,368</u>

The shares in Indian Ocean Tuna Limited were revalued as at 31 December 2009 by Mr Paul Mondon ACMA.

The shares in Cassis Seychelles Company Limited were acquired on 2 February 2009 in exchange for an assignment of the lease of V1005, V7179 and V17159 which was acquired from the Government of Seychelles for R1. The difference in value has been accounted for in the revaluation reserve.

4. Revaluation Reserve

Indian Ocean Tuna Limited	51,935,385	2011	51,935,385
Cassis Seychelles Company Limited	64,559,999		64,559,999
	<u>116,495,384</u>		<u>116,495,384</u>

5. Taxation

The company was not taxable for the period.

6. Authorised & issued capital

100 Ordinary shares of R100 each fully paid.	10,000	2011	10,000
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7. Dividends

Ordinary Final Paid	32,118,368	2011	47,580,156
	<u>32,118,368</u>		<u>47,580,156</u>

8. Capital commitments

There were no capital commitments, either contracted for or approved by the directors but not contracted for at 31 December 2012.

9. Contingent liabilities

The directors are not aware of any outstanding contingent liabilities at 31 December 2012.

10. Subsequent events

Cassis Seychelles Company Limited were in the process of developing their leased land into a shopping complex. Construction work on their development stopped in 2011..

Subsequently Societe Seychellois D'investissement Limited has acquired a further 70% of the shares of Cassis Seychelles Company Limited, giving them 100% holding. Societe Seychellois D'investissement Limited has also taken over repayment of Cassis Seychelles Company Limited loan of US\$6million. This is being repaid from own funds until the development has been completed and the complex can be rented out to generate its own income, which is envisaged for 2015.

SOCIETE SEYCHELLOISE D'INVESTISSEMENT LIMITED**PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2012**

Financial statements are prepared in Seychelles Rupees.

		2011
Dividend received	32,118,368	48,370,306
Less:		
Accounting fees	15,000	0
Audit fees	34,500	34,500
Bank commissions & charges	203	58
Salary & wages	164,309	0
Directors fees	123,000	0
Sundry	668	0
Legal and professional expenses	128,600	4,000
	466,280	38,558
Operating profit/(loss) for the year	31,652,088	48,331,748