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OPPORTUNITY INVESTMENT COMPANY LIMITED

FINANCIAL STATEMENTS

YEAR ENDED DECEMBER 31, 2014

OPPORTUNITY INVESTMENT COMPANY LIMITED

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DIRECTORS' REPORT

The Directors are pleased to submit their report together with the audited financial statements of Opportunity Investment Company Limited for the year ended December 31, 2014.

PRINCIPAL ACTIVITY

The Company was incorporated on January 13, 2006 as a private company limited by shares. Its principal activity is investment holding.

RESULTS

	<u>2014</u>
	SR
Profit for the year	5,295,878
Retained earnings brought forward	<u>75,014</u>
Profit available for distribution	5,370,892
Dividends	<u>(5,170,440)</u>
Retained earnings carried forward	<u><u>200,452</u></u>

DIVIDENDS

Dividends of SR 51,704.40 per share were declared and paid during the year under review (2013: SR 44,175.20 per share).

DIRECTORS AND DIRECTORS' INTEREST

The Directors of the Company since the date of the last report and the date of this report are:

Lekha Nair (effective March 1, 2015)

Louis Rivalland

Willy Confait (up to February 28, 2015)

None of the Directors held any interest in the shares of the Company and no directors' fees were paid.

OPPORTUNITY INVESTMENT COMPANY LIMITED

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INDEPENDENT AUDITORS' REPORT TO THE MEMBERS

This report is made solely to the members of the Opportunity Investment Company Limited, as a body, in terms of our engagement to conduct the audit on their behalf. Our audit work has been undertaken so that we might state to the members those matters which we are required to state to them in an auditors' 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 members as a body, for our audit work, for this report, or for the opinions we have formed.

Report on the Financial Statements

We have audited the financial statements of Opportunity Investment Company Limited set out on pages 3 to 11 which comprise the Balance Sheet as at December 31, 2014, the Income Statement, Statement of Changes in Equity and the Cash Flow Statement for the year then ended and a summary of significant accounting policies and explanatory notes.

Directors' Responsibility

As stated on page 1(a) of the Directors' Report, the Board of Directors are responsible for preparation of the financial statements.

Auditors' Responsibility

Our responsibility is to express an opinion on those financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. Those standards require that we plan and perform the audit to obtain reasonable assurance that the financial statements are free of material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making these risk assessments, the auditors consider internal control relevant to the Company'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 Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Directors 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.



OPPORTUNITY INVESTMENT COMPANY LIMITED

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INDEPENDENT AUDITORS' REPORT TO THE MEMBERS (CONT'D)

Opinion

In our opinion, the financial statements on pages 3 to 11 give a true and fair view of the financial position of the Company as at December 31, 2014 and of its financial performance and its cash flows for the year then ended in accordance with Generally Accepted Accounting Standards and comply with the Companies Act, 1972.

Report on Other Legal Regulatory Requirements

Companies Act, 1972

We have no relationship with, no interest, in the Company other than in our capacity as auditors, tax and business advisers and dealings in the ordinary course of business.

We have obtained all 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.

Dated: JUNE 11, 2015
Victoria, Seychelles

BDO Associates
BDO ASSOCIATES
Chartered Accountants

BALANCE SHEET - DECEMBER 31, 2014

	Notes	2014 SR	2013 SR
ASSETS			
Investment in associate	4	10,623,756	10,623,756
Current asset			
Cash and bank balances	5	353,554	348,218
Total assets		<u>10,977,310</u>	<u>10,971,974</u>
EQUITY AND LIABILITIES			
Capital and reserves			
Share capital	6	10,000	10,000
Deposits on equity	6	10,623,756	10,623,756
Retained earnings		200,452	75,014
Total equity		<u>10,834,208</u>	<u>10,708,770</u>
Current liability			
Other payables	7	143,102	263,204
Total equity and liabilities		<u>10,977,310</u>	<u>10,971,974</u>

These financial statements have been approved for issue by the Board of Directors on JUNE 11, 2015.



Lekha Nair
Director



Louis Rivalland
Director

INCOME STATEMENT - YEAR ENDED DECEMBER 31, 2014

	<u>Notes</u>	<u>2014</u>	<u>2013</u>
		SR	SR
Revenue			
Dividend income	2(e)	5,200,440	4,457,520
Other income	8	120,102	120,102
		<u>5,320,542</u>	<u>4,577,622</u>
Expenditure			
Professional fees		23,000	46,000
Miscellaneous expenses		-	38,632
Bank charges		1,664	507
		<u>24,664</u>	<u>85,139</u>
Profit for the year	9	<u>5,295,878</u>	<u>4,492,483</u>

The notes on pages 7 to 11 form an integral part of these financial statements.
Auditors' report on page 2 to 2(a).

STATEMENT OF CHANGES IN EQUITY - YEAR ENDED DECEMBER 31, 2014

	Note	Share capital SR	Deposit on equity SR	Retained earnings SR	Total SR
Balance at January 1, 2014		10,000	10,623,756	75,014	10,708,770
Profit for the year		-	-	5,295,878	5,295,878
Dividends	10	-	-	(5,170,440)	(5,170,440)
Balance at December 31, 2014		<u>10,000</u>	<u>10,623,756</u>	<u>200,452</u>	<u>10,834,208</u>
Balance at January 1, 2013		10,000	10,623,756	51	10,633,807
Profit for the year		-	-	4,492,483	4,492,483
Dividends	10	-	-	(4,417,520)	(4,417,520)
Balance at December 31, 2013		<u>10,000</u>	<u>10,623,756</u>	<u>75,014</u>	<u>10,708,770</u>

The notes on pages 7 to 11 form an integral part of these financial statements.
Auditors' report on page 2 to 2(a).

CASH FLOW STATEMENT - YEAR ENDED DECEMBER 31, 2014

	<u>Notes</u>	<u>2014</u>	<u>2013</u>
		SR	SR
Cash flows from operating activities			
Profit for the year		5,295,878	4,492,483
<i>Change in working capital</i>			
- Decrease in other payables		(120,102)	(97,102)
Net cash inflow from operating activities		<u>5,175,776</u>	<u>4,395,381</u>
Cash flows from financing activity			
Dividends paid and net cash outflow from financing activity	10	<u>(5,170,440)</u>	<u>(4,417,520)</u>
Net increase/(decrease) in cash and cash equivalents		<u>5,336</u>	<u>(22,139)</u>
Movement in cash and cash equivalents			
At January 1,		348,218	370,357
Increase/(Decrease)		5,336	(22,139)
At December 31,	5	<u>353,554</u>	<u>348,218</u>

The notes on pages 7 to 11 form an integral part of these financial statements.
Auditors' report on page 2 to 2(a).

1. COMPANY PROFILE

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.

These financial statements will be submitted for consideration and approval at the forthcoming Annual General Meeting of the company.

2. SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies adopted in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

(a) Basis of preparation

The financial statements of Opportunity Investment Company Limited comply with the Companies Act, 1972 and have been prepared in accordance with Generally Accepted Accounting Standards.

(b) Investment in associate

An associate is an entity over which the Company has significant influence but not control, or joint control. Investments in associates are accounted at cost and adjusted for any accumulated impairment loss.

(c) Financial instruments

The Company's accounting policies in respect of the main financial instruments are set out below:

(i) Other payables

Other payables are stated at fair value and subsequently measured at amortised cost using the effective interest method.

(ii) Cash and cash equivalents

Cash and cash equivalents include cash in hand and deposits held at call with banks.

(iii) Share capital

Ordinary shares are classified as equity.

NOTES TO THE FINANCIAL STATEMENTS - YEAR ENDED DECEMBER 31, 2014

2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)**(d) Impairment of assets**

Assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment. Assets that are subject to amortisation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the carrying amount of the asset exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units).

(e) Revenue recognition

Income consist of dividend and interest income and are recognised on the following basis:-

- (i) Dividend income - when the shareholders' right to receive payment is established.
- (ii) Interest income - on a time-proportion basis using the effective interest method. When a receivable is impaired, the Company reduces the carrying amount to its recoverable amount, being the estimated future cash flow discounted at original effective interest rate, and continues unwinding the discount as interest income. Interest income on impaired loans is recognised either as cash is collected or on a cost-recovery basis as conditions warrant.

(f) Provisions

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events; it is probable that an outflow of resources that can be reasonably estimated will be required to settle the obligation.

3. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

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.

Critical accounting estimates and assumptions

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.

NOTES TO THE FINANCIAL STATEMENTS - YEAR ENDED DECEMBER 31, 2014

4. INVESTMENT IN ASSOCIATE		2014 & 2013
		SR
	At January 1, and December 31,	10,623,756
	The investment in associate is at cost.	
	The Directors have assessed the recoverability of this investment and are of the opinion that no impairment is required for the year ended December 31, 2014 (2013: Nil).	
5. CASH AND BANK BALANCES		
		2014
		2013
		SR
	Bank balances	269,036
	Bank balance on call	84,519
		353,554
		263,700
		84,519
		348,218
6. SHARE CAPITAL		
		2014 & 2013
		SR
	<i>Authorised, Issued and Fully-paid</i>	
	100 ordinary shares of Rs. 100 each	10,000
7. OTHER PAYABLES		
		2014
		2013
		SR
	Accruals	23,000
		263,204
8. PROFIT FOR THE YEAR		
	This is arrived after charging;	
		2014
		2013
		SR
	Auditors' remuneration	23,000
	Directors' remuneration	-
		23,000
		-

NOTES TO THE FINANCIAL STATEMENTS - YEAR ENDED DECEMBER 31, 2014

8. OTHER INCOME

A total of SR 360,306 is being written off over a period of 3 years as from 2013. This amount was arrived at after reconciling the current accounts of the Company and its parent company.

9. PROFIT FOR THE YEAR

This is arrived after charging;

	<u>2014</u>	<u>2013</u>
	SR	SR
Auditors' remuneration	23,000	23,000
Directors' remuneration	-	-
	<u>23,000</u>	<u>23,000</u>

10. DIVIDENDS

Dividends of SR 51,704.40 per share amounting to SR 5,170,440 was declared and paid during the year under review (2013: SR 44,175.20 per share i.e. SR 4,417,520).

11. CONTINGENT LIABILITIES

There was no contingent liabilities as at December 31, 2014 (2013: Nil).

12. CAPITAL COMMITMENTS

There was no capital commitment as at December 31, 2014 (2013: Nil).

13. RELATED PARTY TRANSACTIONS

	<u>2014</u>	<u>2013</u>
	SR	SR
Investment in associate	10,623,756	10,623,756
Dividends from associate	5,200,440	4,457,520
Dividends to shareholders	(5,170,440)	(4,417,520)
Payable to shareholder	120,102	240,204
	<u>10,373,818</u>	<u>10,503,960</u>

The above transactions have been made at arm's length, on normal commercial term and in the ordinary course of business.

Outstanding balances at the year-end are unsecured, interest free and settlement occurs in cash. There has been no guarantees provided or received for any related party receivables or payables. For the year ended December 31, 2014, the Company has not recorded any impairment of receivables relating to amounts owned by related parties (2013: Nil). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

NOTES TO THE FINANCIAL STATEMENTS - YEAR ENDED DECEMBER 31, 2014

14. FIVE YEAR FINANCIAL SUMMARY

	<u>2014</u>	<u>2013</u>	<u>2012</u>	<u>2011</u>	<u>2010</u>
	SR'000	SR'000	SR'000	SR'000	SR'000
Profit for the year	5,296	4,492	4,419	3,721	2,947
Retained earnings brought forward	75	1	9	3	28
Profit available for distribution	5,371	4,493	4,428	3,724	2,975
Dividends	(5,170)	(4,418)	(4,428)	(3,715)	(2,972)
Retained earnings carried forward	<u>201</u>	<u>75</u>	<u>1</u>	<u>9</u>	<u>3</u>
SHAREHOLDERS' FUND					
Share capital	10	10	10	10	10
Advance against equity	10,623	10,623	10,623	10,597	10,597
Retained earnings	201	75	1	9	3
	<u>10,834</u>	<u>10,708</u>	<u>10,634</u>	<u>10,616</u>	<u>10,610</u>