

# ANNUAL OPERATIONS REPORT 2023

**PETROSEYCHELLES LTD**

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# TABLE OF CONTENTS

INTRODUCTION	3
Role and Responsibilities of PetroSeychelles	3
Our vision	3
Our Mission	3
Registered Office	3
CHAIRPERSON'S REMARKS	5
CHIEF EXECUTIVE OFFICER'S REMARKS	6
COMPANY OVERVIEW	7
ORGANISATION STRUCTURE	7
STATEMENT ON CORPORATE GOVERNANCE	8
Board of Directors	8
OPERATIONS HIGHLIGHTS	10
Exploration Activities	10
Adamantine Petroleum Agreement	10
Sub Saharan Resources Limited Agreements	10
CGG Multi-client 2D Seismic Survey	11
TGS Data Brokerage Agreement	11
Promotion Activities	12
Participation in the Africa Oil Week Convention	12
Data Management	13
Training Activities	14
Small Scale Mining Training in Tanzania	14
Human Resources Management Diploma Training	14
Collaboration Activities	15
Joint Management Area (JMA)	15
Seychelles Marine Spatial Planning	15
Geography School Book	15
Assistance to DRDM	16
FINANCIAL HIGHLIGHTS	16
Statement of Financial Position	16
Statement of Comprehensive Income	17
Statement of Cash Flows	18
ANNEX 1	19
Checklist for the application of the code of corporate Governance	19

# INTRODUCTION

PetroSeychelles Ltd was created in 2012, as a parastatal company responsible for regulating the upstream petroleum sector and overseeing all exploration activities in the Seychelles EEZ. The company currently falls under the portfolio of the Department of Blue Economy and is governed by a Board of Directors. As part of its licensing functions, PetroSeychelles is responsible for the preparation and negotiation of agreements and for maintaining a licenses database. PetroSeychelles is also responsible for maintaining an up- to-date database of potential Petroleum and hydrocarbon deposits in the EEZ, which can be disseminated to interested parties. The company is also the repository for all petroleum related data and documentation.

## Role and Responsibilities of PetroSeychelles

PetroSeychelles is responsible for supervising the Petroleum Operations in the EEZ and ensures that a regulatory and management regime is put in place by each Operator that:

- reflects the highest standards of International Oilfield Practice including a zero-discharge policy while petroleum operations including drilling, development and production are being carried out
- protects the health and human resources of all affected by the Petroleum Operations
- ensures the public safety
- ensures the preservation of the environment, pristine marine habitats and amenities of Seychelles
- ensures that Seychelles fishermen, tourism operators and others who depend on commercial operations within and without Seychelles waters are not disadvantaged

PetroSeychelles is currently a streamlined company with a core group of qualified professionals and support staff to enable the company to undertake its mandated tasks with minimal overhead. The company has plans to grow as hydrocarbon exploration matures and discoveries are made.

## Our vision

“A highly competent team running a thriving oil and gas industry, operating with due respect for the environment, other ocean users and benefiting every Seychellois for this generation and beyond”

## Our Mission

“To facilitate, regulate and ultimately participate in the exploitation of oil and gas resources within the Seychelles EEZ while ensuring the proper management of all tangible and non- tangible resources.”

## Registered Office

The company has its registered office at 1<sup>st</sup> Floor, Sepec House, New Port, Victoria, Mahe, Seychelles.

Postal address: P.O Box 1606, 1<sup>st</sup> Floor, Sepec House, New Port, Victoria, Mahe, Seychelles

Contact: Phone: (248) 4324422 Email: [info@petroseychelles.com](mailto:info@petroseychelles.com)

Bankers: Mauritius Commercial Bank (Seyhelles Ltd)

Auditors: Pool and Patel Chartered Accountants

# CHAIRPERSON'S REMARKS

Reflecting on 2023, it is evident that PetroSeychelles has navigated a period of profound transformation and challenge with resilience and strategic foresight. This year, we have not only faced the inherent complexities of the upstream petroleum sector but also embraced opportunities that have set a solid foundation for future growth and sustainability.

In May 2023, a new board of directors was appointed. The board's diverse expertise has been integral in aligning our strategic objectives with the evolving dynamics of the market and meeting environmental expectations, thereby enabling us to navigate effectively.

Thanks to our strategic partnerships and rigorous environmental practices, our exploration activities in the Seychelles EEZ have yielded promising results. These collaborations have allowed us to make significant progress while ensuring our commitment to responsible and sustainable exploration.

PetroSeychelles has proactively connected with different parties in response to the worldwide trend of decreasing carbon emissions and advocating for sustainable energy sources. We have strengthened our environmental standards and implemented ongoing monitoring to ensure the sustainability of our natural resources throughout our operations.

Our commitment to regional cooperation remains strong, as evidenced by our involvement in the Joint Management Area with Mauritius and the Seychelles marine spatial planning initiative. These collaborations highlight our dedication to sustainable development and the collective well-being of our regional partners.

We are also proud of our educational initiatives, notably the development of a physical geography book for Seychelles schools, scheduled for publication in mid-2024. This project, along with our broader public engagement efforts, demonstrates our dedication to education and community involvement.

Looking ahead, PetroSeychelles remains steadfast in its commitment to strategic objectives of resilience, innovation, and growth. We are grateful to our dedicated team, partners, and stakeholders for their support and collaboration during this transformative period. Together, we will continue to build on the progress made in 2023, leveraging our strengths, technological advancements, and commitment to environmental stewardship to navigate the evolving landscape of the upstream petroleum sector successfully.

# CHIEF EXECUTIVE OFFICER'S REMARKS

In 2023, PetroSeychelles faced a year of significant challenges and opportunities in the upstream petroleum sector. The global industry experienced a period of increased investment, market adjustments, technological advancements, and evolving environmental policies. PetroSeychelles had to strategically navigate these changes to ensure resilience, sustainability, and growth in a transforming landscape. Understanding the global context was crucial for PetroSeychelles.

The post-COVID-19 recovery and the Russia-Ukraine conflict had initially disrupted global oil markets but however, by 2023, markets began stabilizing with crude oil prices dropping below pre-war levels and that gave investors confidence to invest in the sector.

There was a notable rise in investment levels, driven by a global need to expand production capacity and maintain a steady oil supply amid fluctuating demand. Recognizing the strategic importance of this trend, PetroSeychelles ensured that it kept Seychelles in the limelight by attending key oil and gas conferences focussed on the Africa region. The Africa Oil Week convention in Cape Town offered the opportunity to meet and hold discussions with key upstream companies showing interest in the region especially now that companies are targeting underexplored offshore areas to discover new reserves.

PetroSeychelles collaborated with the companies actively engaged in exploration in the EEZ to mature mapped leads to drillable prospects status with the intention of starting new exploratory drilling in the next few years. Interpretation of 3D data in some areas have confirmed the presence of large structures that could potentially hold world class reserves. Environmental Impact Assessment studies are expected to be started soon in preparation for the drilling campaign.

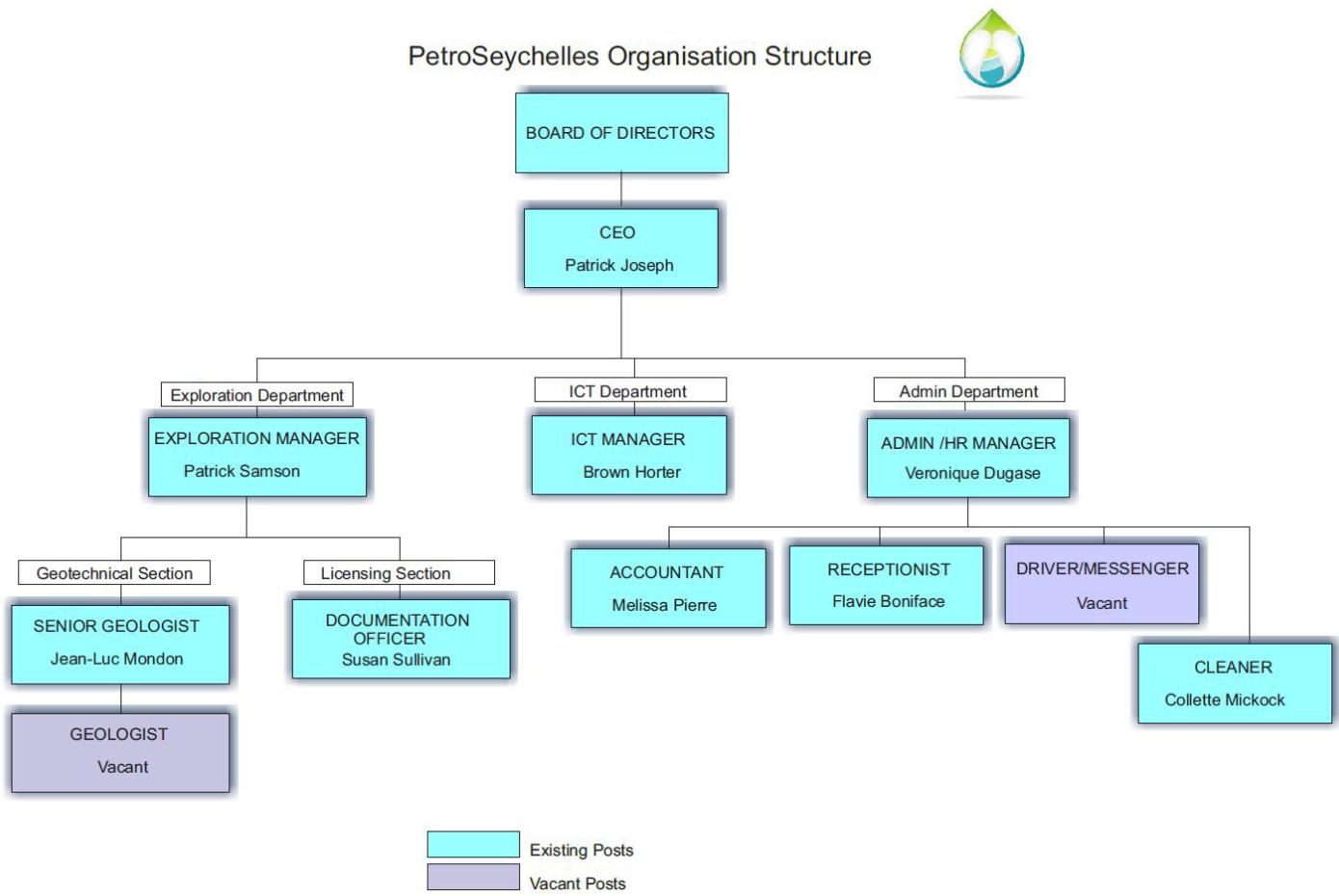
The availability of new modern data is a great way to attract new investment in the EEZ. PetroSeychelles, recognising this fact, entered into an agreement with a seismic contractor to acquire new multi-client geophysical data in the EEZ. The contractor is currently undertaking pre-commitment marketing to secure funds for the survey. PetroSeychelles is also in negotiations with a data brokerage firm to market existing data to international oil companies thus ensuring that interested companies can get easy access to data.

The global shift towards reducing carbon emissions and promoting sustainable energy sources accelerated in 2023. PetroSeychelles responded proactively to these emerging environmental pressures by working closely with the Department of Environment and other partners to develop stricter environmental standards and continuously monitoring compliance to ensure that environmental preservation and sustainability are maintained at every stage of the exploration and development processes.

Over and above its core mandate of oil and gas exploration, PetroSeychelles also continued to assist Governmental organisation requiring geotechnical support such as the Disaster Risk Management Division and the Department of Blue Economy.

# COMPANY OVERVIEW

## ORGANISATION STRUCTURE



# STATEMENT ON CORPORATE GOVERNANCE

Corporate governance provides the framework upon which a company can build and attain its objectives. Encompassing practically every sphere of management, from action plans and internal controls to performance measurement and corporate disclosure. Good Corporate governance is thus key to ensuring success.

## Board of Directors

PetroSeychelles is governed by a Board of Directors comprising six members plus the CEO as an ex-officio member. The mandate of the Board is to provide policy and strategic directives as well as general oversight of the company. As at end December 2023 the following directors held office:

**Ms. Sheriffa Morel – Chairperson**

**Mr. Rodney Quatres - Director**

**Mr. Francis Coeur de Lion - Director**

**Mr. Alvine Marie – Director**

**Mrs. Seylina Joymon – Director**

**Mr. Roy Collie – Director**

**Mr. Chrissant Barbe - Director**

**Mr. Patrick Joseph – CEO/Executive Director**

As per the Public Enterprises Act 2023, the Board comprises a representative from the Ministry of Finance, Mrs. Seylina Joymon and a representative from the parent Ministry, Mr. Chrissant Barbe. The Act also makes provision for the Board to appoint one or more committees to effectively carry out its duties or any of its functions on behalf of the Board. Four committees have been appointed:

The Finance Committee that plays a critical role in overseeing the financial health and stability of the organization. Overall, the finance committee serves as a steward of the organization's financial integrity, ensuring that financial resources are managed prudently and transparently.

The Finance Committee comprises:

Mrs. Seylina Joymon - chairperson

Mr. Roy Collie - member

Ms. Sheriffa Morel - member

The Audit and Risk Committee which is responsible for overseeing and ensuring the integrity of the organization's financial reporting, internal controls, risk management, and compliance with laws and regulations.

The Audit and risk Committee comprises

Mr. Rodney Quatre - Chairperson

Mrs. Seylina Joymon - Member

Mr. Alvine Marie - Member

The Nomination and Remuneration Committee of a board is responsible for overseeing the processes related to board and executive compensation, as well as the nomination and appointment of directors and senior executives.

The Nomination and Remuneration Committee comprises

Mr. Chrissant Barbe - Chairman

Mr. Francis Coeur De Lion - Member

Mr. Roy Collie - Member

The Legal committee of a board is responsible for overseeing the organization's legal affairs and ensuring compliance with laws and regulations. This committee plays a critical role in managing legal risks, overseeing litigation, and ensuring that the organization's actions are legally sound.

The Legal Committee comprises

Mr. Alvine Marie - Chairman

Mr. Francis Coeur De Lion - Member

Mr. Patrick Joseph - Member

The directors of PetroSeychelles understand the importance of good corporate governance and are fully committed to complying with the Code of Corporate Governance for Seychelles. Annex 1 contains the PetroSeychelles Corporate Governance report to PEMC for 2023. It can be seen that the company applies most of the provisions under the reporting check list and is working towards ensuring that 100% compliance can be reached in the not-too-distant future.

# OPERATIONS HIGHLIGHTS

## Exploration Activities

In 2023 there were three petroleum agreements and one exploration license active in the Seychelles EEZ, namely SSR Seychelles Alpha, SSR Seychelles Beta and Adamantine agreements and CGG exploration license. PetroSeychelles was also in advanced negotiations with TGS for a data brokerage agreement which would allow TGS to market Seychelles data to international oil and gas companies.

## Adamantine Petroleum Agreement

The Adamantine acreage comprises Area A, 6975.1 sq km over the Junon Bank area, and Area B, 2728 sq km over the South Western Shelf area. During 2023, Adamantine focused on consolidating the database by researching and collecting data and interpretations from several sources that held them such as previous operators. This enabled the company to undertake a comprehensive geological and geophysical review of the mapped leads and generate drill ready prospects. Several Technical Advisory Meetings (TACM) were held between the company and PetroSeychelles to discuss technical details of the interpretation progress and results. By the end of the year, Adamantine had generated several drillable prospects in the Junon area and will start working on drilling plans and EIA design in the coming year.

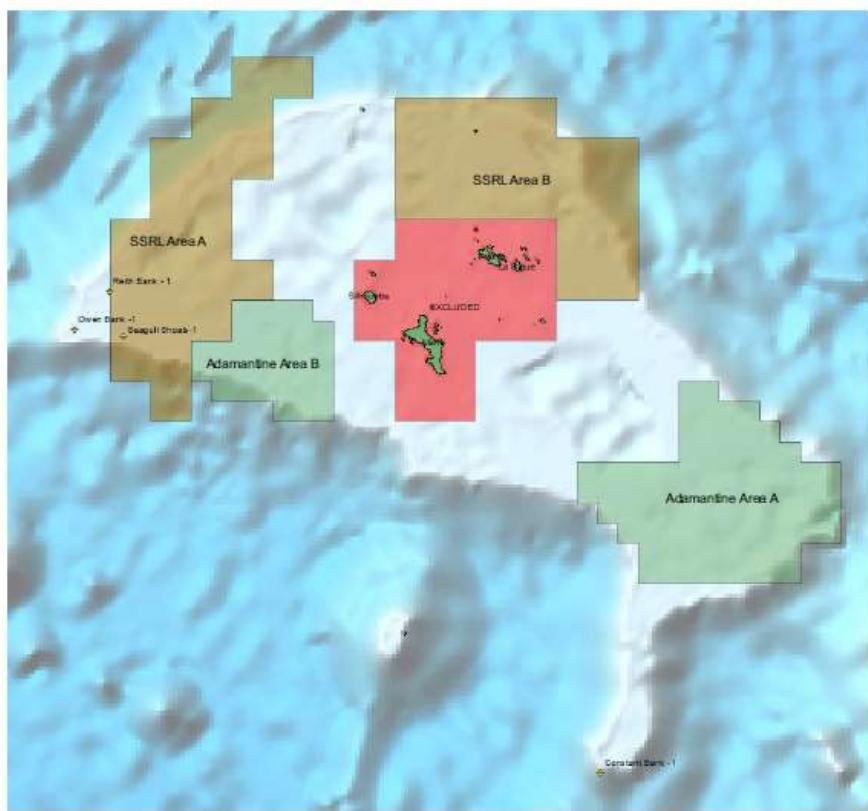


Figure 1. Petroleum agreement areas. Adamantine Energy (in Green, SSR Seychelles (Brown))

## Sub Saharan Resources Limited Agreements

Sub Saharan Resources Limited (SSRL) has two petroleum agreements held by its subsidiaries SSR Seychelles Alpha Ltd and SSR Seychelles Beta Ltd over areas A (7482.2 sq km) and B (6802 sq km) respectively, as shown in Figure 1. During 2023 there was not much progress in the SSRL areas as the company tried to find partners to invest in the project. A decision will be taken in the new year as to the fate of the SSRL agreements if the status quo remains.

## CGG Multi-client 2D Seismic Survey

CGG is a multinational geophysical contractor that specializes in complex geophysical investigation mainly in the upstream petroleum sector. CGG has planned a new 2D multi-client regional survey over frontier basins offshore East Africa and in the West Indian Ocean (see figure 2).

PetroSeychelles has signed an agreement with CGG to included Seychelles in the regional survey. CGG has also been issued with an Exploration License which allows the company to undertake the part of the survey falling in the Seychelles EEZ. PetroSeychelles will receive copies of the data and also benefit financially from revenue sharing on data sales.

The importance of new modern data in helping attract new investment into the EEZ cannot be overemphasized. During 2023 CGG was busy undertaking marketing to secure pre-commitments for the projects. Several meetings were held with PetroSeychelles to discuss progress.

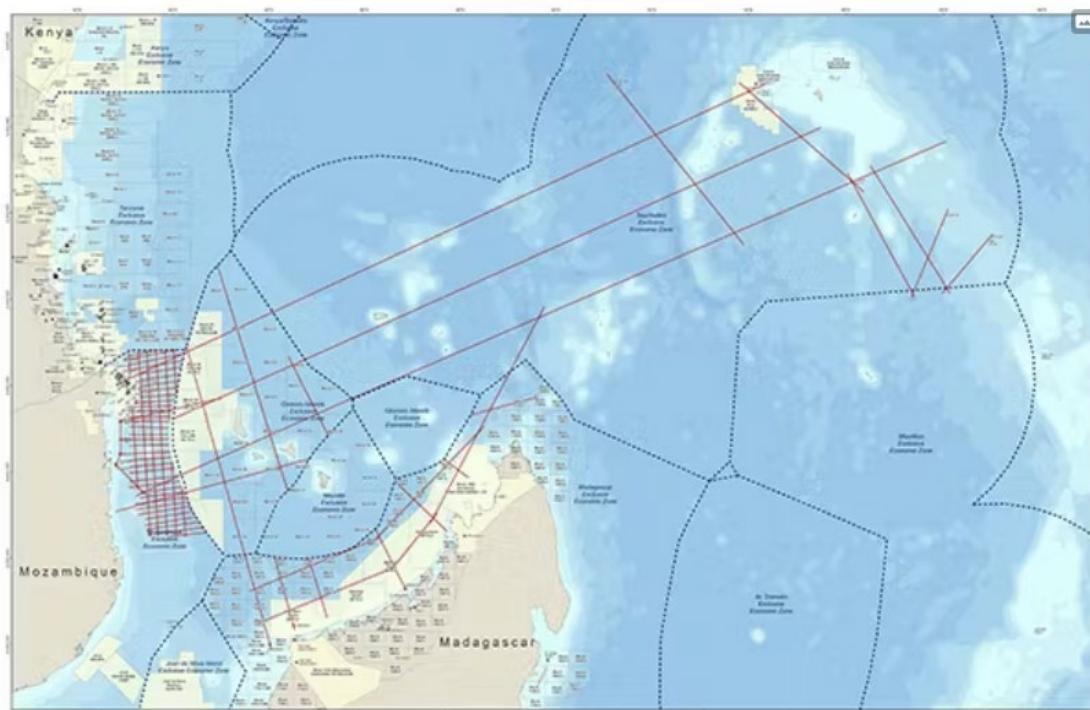


Figure 2 Map showing location of CGG's proposed East Africa regional multi-client survey.

## TGS Data Brokerage Agreement

TGS is a leading energy data and intelligence company known for its asset-smart, multi-client business model and global data collection. Their primary business provides energy data and intelligence to companies and investors across energy markets. They offer the world's largest global energy data library, including seismic data, magnetic and gravity data. In 2019 they acquired Spectrum ASA, who was then the PetroSeychelles data broker. The Agreement with Spectrum recently expired and TGS entered into negotiations with PetroSeychelles for a new data brokerage agreement.

During 2023 negotiations were held and reached a very advanced stage by year end. It is expected that the agreement will be signed early in 2024. PetroSeychelles will benefit from revenue sharing on data sales and also from the exposure since TGS has a wide clientele.

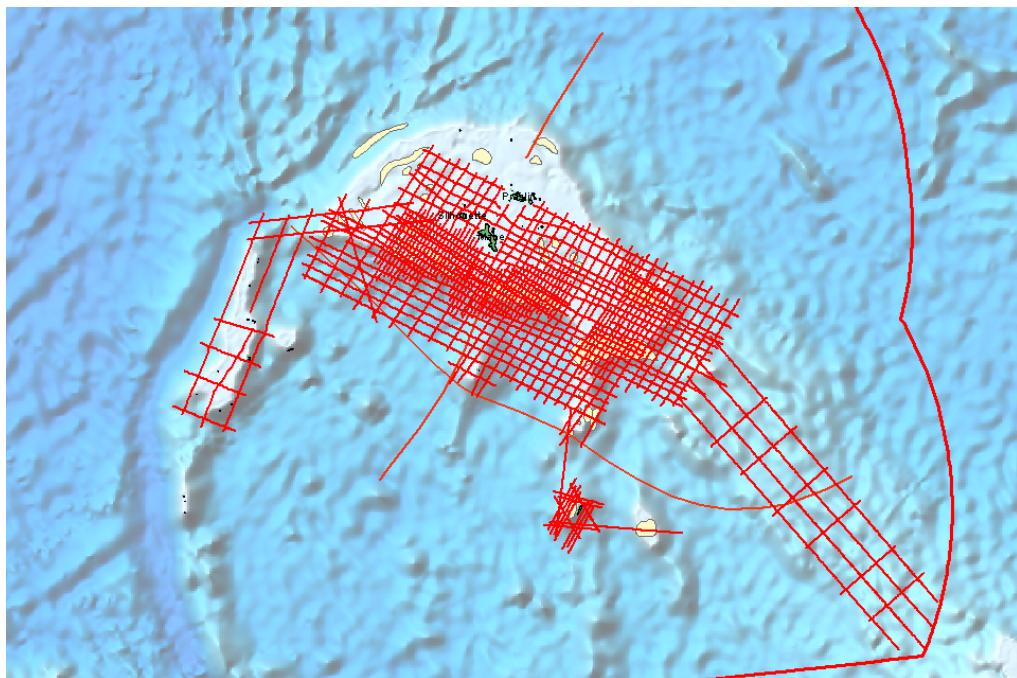


Figure 3 Map showing seismic data covered under the TGS brokerage agreement

## Promotion Activities

### Participation in the Africa Oil Week Convention

The Africa Oil Week Convention 2023, held in Cape Town, South Africa from 9<sup>th</sup> to 13 October, was a pivotal event for the upstream oil and gas industry. As one of the continent's premier conferences, it brought together industry leaders, government officials, investors, and technology providers to discuss trends, opportunities, and challenges in the sector. For PetroSeychelles, participation in this convention was a strategic move to attract investment, showcase its potential, and build valuable partnerships. The Seychelles delegation comprised the CEO, Mr. Patrick Joseph and Senior Geologist, Mr. Jean-Luc Mondon.

The event provided an opportunity to meet with key oil companies interested in the East African region and also service companies currently holding agreements and licenses for Seychelles projects. These meetings will be followed up in the new year.



Figure 4. Panel discussion during AOW 2023



Figure 5. Mr. Mondon handing out promotion brochures and discussing with potential investors

## Data Management

Effective data management in the upstream petroleum sector is critical for optimizing exploration and production activities. PetroSeychelles is the custodian for all geotechnical data associated with oil and gas exploration and over the years has managed to ensure proper cataloging and storage of all petroleum data and documents from the early seventies when exploration first started to the present time. It is nevertheless essential to ensure the continued integrity of the data and compatibility with evolving industry standards. To that end, regular sample checks and media conversion must be undertaken.

During 2023, the upgrade to the physical data management process continued by adding new bar codes to the digital data tapes and records entry into the new database system. This will help facilitate and speed data retrieval and also streamline the data transmittal generation process.

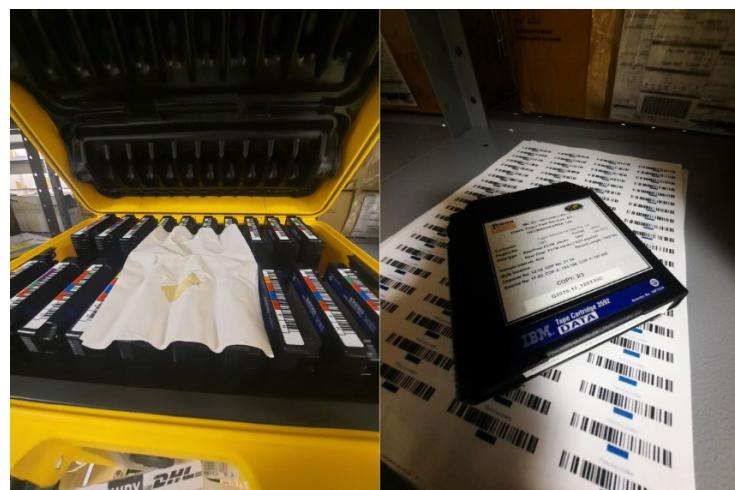


Figure 6. Tape barcoding and storage

## Training Activities

PetroSeychelles believes that ongoing training is vital for ensuring that employees remain up-to-date with the latest industry trends, technologies, and best practices. It fosters continuous improvement, enhances skill sets, and boosts productivity, enabling organizations to maintain a competitive edge. Moreover, regular training promotes a culture of learning and adaptation, helping employees to be more innovative and responsive to changes. This investment in professional development not only improves individual performance but also contributes to overall organizational success and resilience. During 2023 along with continued on the job training, two main training activities were held as highlighted below.

### Small Scale Mining Training in Tanzania

Two geologists from PetroSeychelles, namely Patrick Samson and Jean-Luc Mondon, participated in a regional workshop on Artisanal and Small Scale Mining (ASSM) for English Speaking countries in Eastern and Northern African region in Tanzania in November 2023. This workshop brought together geoscientists from the region to discuss issues from their respective countries related to small scale mining. The training workshop was made possible with the support from European Geological Surveys through the EuroGeoSurveys (EGS) to African Geological Surveys through the Organisation of African Geological Surveys (OAGS) abbreviated as PanAfGeo-2. PanAfGeo-2 is a project aimed at training the geoscientific cadres of geological surveys of Africa through the development of an innovative program. This specific training program, led by geoscience experts from Africa and Europe, included the acquisition of new knowledge to improve the technical capacity of trained staff. PetroSeychelles acts as the de-facto Seychelles Geological survey in the absence of such an organisation locally, offering geological advice to government on issues such as quarries, landslides and flooding as well as its core mandate petroleum Exploration.

### Human Resources Management Diploma Training

The PetroSeychelles Admin/HR Manager, Ms. Veronique Dugasse attended and successfully completed the level2 Human Resources Management Diploma course at the Guy Morel Institute. It is expected that this enhanced knowledge will help PetroSeychelles put in place modern HR policies and SOPs thus helping ensure compliance to labour laws as well as ensuring staff welfare and good work life balance.

## Collaboration Activities

In the absence of a Geological Survey in Seychelles, PetroSeychelles, beyond its core mandate, extends its expertise and resources to assist various government bodies in the geotechnical field. This collaboration is essential for informed decision-making, infrastructure development, and the sustainable management of Seychelles' natural resources.

In a country where the maritime domain holds significant economic potential, the geotechnical expertise provided by PetroSeychelles is invaluable. The organisation's involvement ranges from conducting geological and geophysical surveys to providing technical advice on offshore and onshore projects. By leveraging advanced technologies and skilled professionals, PetroSeychelles ensures that government initiatives are underpinned by comprehensive geotechnical data and analysis.

PetroSeychelles' assistance encompasses a variety of projects, including coastal management, environmental protection, and infrastructure development. The company's geotechnical support helps mitigate risks associated with natural disasters, promotes sustainable resource extraction, and aids in the design and construction of resilient infrastructure. This collaboration not only enhances the capabilities of government bodies but also contributes to the overall economic and environmental stability of Seychelles.

By integrating geotechnical expertise with governmental planning and execution, PetroSeychelles underscores its commitment to national development and environmental stewardship. This synergy between PetroSeychelles and government entities exemplifies a proactive approach to leveraging local expertise for national benefit, ensuring that Seychelles continues to thrive both economically and ecologically. Some of the areas of assistance provided during 2023 are highlighted below.

### Joint Management Area (JMA)

Seychelles and Mauritius jointly manage an area of extended continental shelf in the Saya de Malha area comprising an area of about 400,000 sq km. The two States have rights over the resources on the seabed and subsoil of the JMA.

The PetroSeychelles CEO is an appointed Commissioner on the Joint Commission (JC) of the JMA as well as a member on the Technical Committee (TC). During 2023 he participated in several JC and TC meetings held alternately in Mauritius and Seychelles. The PetroSeychelles team also helped draft and review several codes and other legal documents that will govern activities in the JMA.

### Seychelles Marine Spatial Planning

During 2023, work continued on finalising the Marine spatial plan. PetroSeychelles being one of the major stakeholders is involved at different levels of the process with the CEO sitting on the Executive committee, the Exploration Manager sitting on the steering committee and the Exploration Manager and Senior Geologist members of the working groups. Several meetings from one-on-one meetings to working sessions through workshops were organised during 2023 to finalise the marine spatial plan.

### Geography School Book

PetroSeychelles is in the process of writing and illustrating a physical geography book tailored for use by Seychelles schools. The book is at an advanced stage and should be ready for publishing in mid-2024. A validation workshop was conducted to present and thoroughly review all the accepted literature. This workshop was instrumental in ensuring that the content is accurate and aligns with educational standards and syllabus. Comprehensive workshops have also been successfully completed with geography teachers across Mahe, Praslin, and La Digue, ensuring their full engagement and input in the project. The literature will be undergoing a rigorous editing process by an international geography university lecturer, ensuring it meets the highest academic standards.

PetroSeychelles has also delivered presentations to multiple schools, including Anse Etoile Primary, Grand Anse Mahe Primary and International School Primary, sharing valuable geographical knowledge and insights.

A dedicated presentation was also conducted at the Museum, engaging a broader audience and enhancing public understanding of geographical topics.

## Assistance to DRDM

For many years now, PetroSeychelles has been assisting the Disaster Risk Management Division with geological investigations at sites of natural disasters such as landslides and rockfalls. This assistance continued throughout 2023.

Following the heavy rainfall on December 6th, 2023 that caused widespread mass movement and even fatalities mainly in the Northern parts of Mahe, PetroSeychelles was actively assisting with over 50 landslide sites, addressing both natural and anthropogenic factors. The PetroSeychelles team also led the geologists from the Bureau de Recherches Géologiques et Minières (BRGM) from La Reunion, to key sites for comprehensive assessments and collaborated on evacuation plans prior to implementing mitigation and prevention strategies.

## FINANCIAL HIGHLIGHTS

### Statement of Financial Position

Financial statements are prepared in Seychelles Rupees

		As at 31 December	
	Note	2023	2022
<b>Assets</b>			
Property, plant and equipment	10	292,505	307,275
Intangible assets	11	16,994	1,789
<b>Non current assets</b>		<b>309,499</b>	<b>309,064</b>
Trade and other receivables	9	26,501,739	25,404,630
Cash and cash equivalent		2,373,743	4,775,931
Investment in financial assets		65,099	65,320
<b>Current assets</b>		<b>28,940,581</b>	<b>30,245,881</b>
<b>Total assets</b>		<b>29,250,080</b>	<b>30,554,945</b>
<b>Liabilities</b>			
Employees benefit obligation	14	894,486	600,286
Deferred income	13	14,459,877	14,459,877
<b>Non-current liabilities</b>		<b>15,354,363</b>	<b>15,060,163</b>
Trade and other payables	12	273,853	561,801
Deferred income	13	4,797,903	5,781,150
<b>Current liabilities</b>		<b>5,071,756</b>	<b>6,342,951</b>
Share capital	8	1,000,000	1,000,000
Retained earnings		(12,176,039)	(11,848,170)
Shareholders equity loans	15	20,000,000	20,000,000
<b>Equity</b>		<b>8,823,961</b>	<b>9,151,830</b>
<b>Total liabilities and equity</b>		<b>29,250,080</b>	<b>30,554,945</b>

## Statement of Comprehensive Income

Financial statements are prepared in Seychelles Rupees

	Note	Year ended 31 December 2023	2022
Revenue	3	3,644,787	3,803,512
Cost of sales	4	(1,689,741)	(1,551,329)
<b>Gross profit</b>		<b>1,955,046</b>	<b>2,252,183</b>
Administrative and general		(451,828)	(560,648)
Depreciation	10	(69,617)	(37,281)
Amortisation	11	(7,795)	(511)
Employee expenses	5	(2,705,745)	(2,391,796)
Insurance		(18,420)	(10,273)
Marketing and sales promotion		(28,000)	-
Operating exchange adjustments		1,125,721	(997,249)
Repairs and maintenance		(14,050)	(4,050)
Telecommunications & internet		(116,425)	(109,885)
<b>Operating profit before fixed charges</b>		<b>(331,112)</b>	<b>(1,859,510)</b>
Finance income	7	3,243	4,452
Finance cost		-	-
<b>Finance income/(cost)</b>		<b>3,243</b>	<b>4,452</b>
<b>Loss before income tax</b>		<b>(327,869)</b>	<b>(1,855,058)</b>
Taxation		-	-
<b>Loss for the year</b>		<b>(327,869)</b>	<b>(1,855,058)</b>

## Statement of Cash Flows

Financial statements are prepared in Seychelles Rupees

		As at 31 December	
	Note	2023	2022
<b>Cash flows from operating activities</b>			
Operating loss before tax for the year		(327,869)	(1,855,058)
Adjustments for:			
Release of deferred income	13	(983,247)	3,261,398
Depreciation charges	10	69,617	37,281
Amortisation	10	7,795	511
Changes in compensation liability	14	304,200	92,414
Gratuity paid		(10,000)	(45,000)
Finance income	7	3,243	3,002
		(936,262)	1,494,548
<b>Changes in working capital</b>			
Increase in receivables	9	(1,097,109)	(5,397,213)
(Increase)/decrease in payables	12	(287,728)	125,855
<b>Cash generated from operating activities</b>		(2,321,100)	(3,776,810)
Interest income		(3,243)	(4,452)
<b>Net cash from operating activities</b>		(2,324,343)	(3,781,262)
<b>Cash flows from investing activities</b>			
Payments to acquire tangible fixed assets	10/11	(77,846)	(26,176)
<b>Net cash used in investing activities</b>		(77,846)	(26,176)
<b>Decrease in cash and cash equivalents</b>		(2,402,186)	(3,807,438)
Exchange gain on bank balances		-	-
<b>Cash &amp; cash equivalent at 1 January</b>		4,775,931	8,583,367
<b>Cash &amp; cash equivalents 31 December</b>		2,373,743	4,775,931

# ANNEX 1

## Checklist for the application of the code of corporate Governance

## The Provisions of the Corporate Governance 2023

Provision	The Public Enterprise applies	The Public Enterprise <u>explains</u>
Board Leadership and Effectiveness	why	how
<p><b>Principle 1.</b> – The board is collectively responsible for leading and directing the Public Enterprise's activities and to works closely with management to deliver the long-term success of the company.</p> <p>1. The Code provides that board directors carry the legal duties, responsibilities, and liability for leading the organisation successfully. Board directors operate on a collegial basis and are jointly and severally liable for their decisions and their actions.</p>	<p>Board of Directors are appointed as per the PEMC Act and comprises of a majority of non-executive Directors. Directors are well conversant with the duties and responsibilities as per Schedule 4 of the Act.</p>	
<p>2. The Code provides that the board should meet regularly to discharge its duties effectively. There should be a formal schedule of matters specifically reserved for its decision.</p>	<p>With the appointment of the New Board of Directors in May 2023, PetroSeychelles is now having regular meetings.</p>	

Provision	The Public Enterprise applies	The Public Enterprise <u>explains</u> <i>why</i> <i>how</i>
<p><b>3. The Code provides</b> that the board should establish the organisation's purpose, values and strategy, and satisfy itself that these and its culture are aligned. All directors must act with integrity, avoid conflicts of interest, lead by example and promote the desired culture.</p>	<p>The Mission and Vision strategies of PetroSeychelles were established in conjunction with the Board.</p>	
<p><b>4. The Code provides</b> that the Board should ensure that the Public Enterprise is compliant with relevant laws and regulations, including statutes pertaining to procurement and public finance.</p>	<p>PetroSeychelles being a relatively small company finds it not practical to abide to all the statutes but the company endeavours to be guided by relevant laws, regulations, including statutes pertaining to procurement</p>	<p>Government policies and Guidelines that PetroSeychelles abides with are as follows</p> <p>Guidelines for the preparation of the Statement of Corporate Intent</p> <p>Good Governance Guidelines for Public Organisations (2009)</p> <p>Investment Surplus Fund (2009)</p> <p>Public Debts Management Act (2009)</p> <p>Public Finances Management Act (2009)</p> <p>CSA Policy (2009)</p> <p>Dividend Policy (2013)</p>

Provision	The Public Enterprise <u>applies</u>	The Public Enterprise <u>explains</u> <i>why</i>	<i>how</i>
		and public finance.	Health and Safety
5. <b>The Code provides</b> that the board should work closely with the CEO and the management team, which is responsible for the running of the organisation, to ensure the organisation achieves its objectives. A healthy relationship between the board and management is an essential feature of a well-governed organisation.	A healthy relationship exists between the Board and the Management team.		
6. <b>The Code provides</b> that one of the board's principal roles is to exercise effective oversight over the management team and its activities. This requires the board to maintain a reasonable arms-length distance from management, and to ensure that – supported by the management team – it satisfies its fiduciary duty to place the interests of the entity, or organisation, first.	The Board has oversight over the Management team. Also the Management team has to present progress reports both operational and financial at every Board meeting. The Board does maintain a reasonable arms -length distance		

Provision	The Public Enterprise applies	The Public Enterprise <u>explains</u> <i>why</i>	<i>how</i>
	from Management and does not micro-manage.		
<p><b>7. The Code provides</b> that there should be a clear division of responsibilities at the head of the organisation between the running of the board and the executive responsibility for the running of the organisation's business. No one individual should have unfettered powers of decision.</p>	<p>There is a clear division. The management team is allowed to run the company's day to day business activities and the Board ensures implementation of strategic plan and retains the oversight role.</p>		
<p><b>8. The Code provides</b> that the division of responsibilities between the Chair and the CEO should be clearly established, set out in writing and agreed by the board.</p>	<p>There is currently no written document but the division of responsibilities is very well understood and respected</p>		<p>Proposal for a written document will be tabled to the new Board</p>
<p><b>9. The Code provides</b> that the management of a Public Enterprise has a duty to provide its Board with all necessary information to enable the Board to perform their duties to a high standard. The Board should take all necessary steps to make themselves aware of any relevant information and access all information as necessary.</p>	<p>The Board is provided with appropriate information in the form of Board papers prior to the Board meetings or whenever requested.</p>		
<p><b>10. The Code provides</b> that there should be clear escalation procedures so that contentious issues are brought to the board for its consideration.</p>	<p>Applies</p>		
<p><b>11. The Code provides</b> that board discussions should be properly</p>	<p>Applies</p>		

Provision	The Public Enterprise applies	The Public Enterprise <u>explains</u> <i>why</i>	<i>how</i>
recorded in minutes to provide a thorough record of board discussion and the rationale behind decisions taken.			
12. The Code provides that board meetings should be conducted in private, and all board business should be considered confidential, and not for discussion outside the boardroom.	All Board meetings are held in private and all Directors understand the confidential nature of matters discussed.		
13. The Code provides that the organisation should, if appropriate, arrange appropriate insurance cover in respect of legal action against its directors.	Research has started into the best way to implement this.		
<b>Principle 2</b> In conducting its business, the board should reassure itself that it has sought assurance of the operations of the organisation, focusing particularly on those activities which create, sustain, and protect value.			
1. The board's relationship with the CEO and management team			
1.1. The Code provides that the board should prioritise strategy formulation to maximise value creation; agreeing with management the board's role in terms of involvement with, and oversight of: <ul style="list-style-type: none"> <li>i) the strategic vision;</li> <li>ii) development of the strategy; and</li> <li>iii) crafting of the business model.</li> </ul>	The strategy document and statement of corporate intent are prepared by the Management and the Board		

Provision	The Public Enterprise applies	The Public Enterprise <u>explains</u> <i>why</i>	<i>how</i>
<p><b>1.2. The Code provides</b> that the board should understand where value lies in the business model, and the Public Enterprise's strengths and points of differentiation; provide direction, and monitoring, and hold management to account, for execution of the business plan, using appropriate non-financial and financial KPIs; and compensate management through a system, which clearly links rewards to outcomes.</p>		<p>By the nature of the Company's business no meaningful KPI's can be drawn up.</p>	<p>The regular board meetings ensure that the Management team is held accountable</p>
<p><b>1.3. The Code provides</b> that the board should have a clear view of the opportunities and risks associated with the Public Enterprise's activities, and how much risk it is prepared to take (its risk appetite) for the Public Enterprise to achieve its objectives; and achieve effective oversight of the system for managing risks to the delivery of the strategy.</p>	<p>The Management Team undertakes SWOT analysis and the Board is kept aware of the outcomes. The Risk committee also has the role of assessing risk and proposing mitigation measures to the Board.</p>		
<p><b>1.4. The Code provides</b> that the board should ensure, through oversight of the budget, that management has sufficient resources in place to 'do the job'; champion the fact that the Public Enterprise's people, its human capital, is a differentiator; and ensure that there is a solid succession plan for developing the executive pipeline, and for managing talent.</p>	<p>The Company's budget is approved by the Board. The Board places great emphasis on personnel development and succession planning.</p>		
<p><b>2. The board's relationship with the wider environment</b></p>			
<p><b>2.1. The Code provides</b> that the board should understand the legal and regulatory context within which the board operates, and the compliance obligations which need to be met; create a culture which</p>	<p>The Board is familiar with the regulatory context within which it</p>		

Provision	The Public Enterprise applies	The Public Enterprise <u>explains</u> <i>why</i>	<i>how</i>
supports management in meeting the Public Enterprise's obligations; and view a positive attitude to compliance as a means of offering reassurance to the Public Enterprise's key stakeholders, therefore constituting a source of strength and, where appropriate, competitive advantage.	operates.		
<b>2.2. The Code provides</b> that the board should ensure the controls framework is healthy and fit for purpose; acknowledge that weak controls pose a major risk for fraud to occur within the Public Enterprise; seek reassurance from management that the controls framework is being implemented in a way that achieves its purpose without restricting the Public Enterprise's ability to create value.	The SOP's are discussed and approved by the Board. Yearly external audits also test the SOP's.		
<b>2.3. The Code provides</b> that the board should be accountable to its business partners, particularly those that provide the organisation's funding; accept that accountability generates positive sentiment among stakeholders; promote strong communications with, and disclosure, to those stakeholders; ensure the integrity of the Public Enterprise's non-financial and financial reporting to those stakeholders.	The Board is accountable to its business partners and ensures accurate and timely reporting to its stakeholders.		
<b>2.4. The Code provides</b> that the board has a leadership role; that management looks to the board for signals of intention, and therefore consciously and explicitly seeks to encourage a strong performance culture, which will drive a process of value creation without exposing the Public Enterprise to unacceptable levels of risk of value destruction.	The Board takes its leadership roles seriously to ensure value creation.		
<b>3. The directors' relationship</b>			
<b>3.1. The Code provides</b> that the board ensure that it possesses the right mix of skills, experience, knowledge, 'independence', diversity and displays the appropriate behaviours to address the challenges facing	The Board possesses the right mix of skills, experience and competencies.		

Provision	The Public Enterprise applies	The Public Enterprise <u>explains</u> <i>why</i>	<i>how</i>
the organisation; has a solid succession plan in place.			
<b>3.2. The Code provides</b> that the board demonstrates ethical leadership, displaying and promoting behaviours consistent with the organisation's purpose, direction, culture, vision, and values.	All Board members are ethical leaders. The Board members act and deliver their responsibilities in a professional manner.		
<b>3.3. The Code provides</b> that the board create a decision-making process which generates well-informed, high-quality, strategic decisions, based on a clear line of sight into the business, and achieve clarity in decision processes and authorities.		No specific decision making process has been formulated	The Board encourages open discussions and research to ensure they are well informed so as to come up with high quality decisions
<b>3.4. The Code provides</b> that the board think carefully about its governance arrangements, and embrace evaluation of their effectiveness periodically, while reviewing its own performance regularly; conduct an annual board evaluation of its own effectiveness.	The Board does reflect on its performance during the last meeting every year and also through an evaluation questionnaire.		
<b>Principle 3. The Chairperson is responsible for the board's overall effectiveness in directing and controlling the activities of the organisation.</b>			
<b>1. The Code provides</b> that the Chairperson should display high standards of integrity and probity and set expectations regarding culture, values, and behaviours for the Public Enterprise and for the tone of discussions at Board level.	The Chairman does display high standards of integrity and does set high expectations regarding, culture values and behaviour.		

Provision	The Public Enterprise applies	The Public Enterprise <u>explains</u> <i>why</i>	<i>how</i>
2. <b>The Code provides</b> that a competent and performing board Chair is the single most significant driver of an effective board.	Applies		
3. <b>The Code provides</b> that the Chair leads the board, while the CEO leads the organisation. The most important relationship in the boardroom is that between the Chair and the CEO, with efforts made to ensure a constructive relationship	This division of leadership roles is well understood and there is great relationship and mutual respect between the Chair and the CEO.		
4. <b>The Code provides</b> that the Chairperson should demonstrate objective judgement throughout their tenure and promote a culture of openness and debate.	The Chair does facilitate constructive debate and encourages contribution from all directors.		
5. <b>The Code provides</b> that the Chair facilitates constructive board relations and the effective contribution of all directors.	Applies		
6. <b>The Code provides</b> that the Chairperson sets the board agenda, ensuring that adequate time is available for discussion of all agenda items, in particular strategic issues, and ensures that directors receive accurate, timely and clear information.			The Board Agenda is prepared by the Board Secretary and approved by the Chairman.
7. <b>The Code provides</b> that the Chair manages the interface between board and management and, externally, ensures appropriate steps are taken to provide effective communication with stakeholders, and that their views are communicated to the board as a whole.	Applies		
8. <b>The Code provides</b> that the positions of Chair and CEO should be held by different individuals.	Applies		

Provision	The Public Enterprise applies	The Public Enterprise <u>explains</u> <i>why</i>	<i>how</i>
9. <b>The Code provides</b> that AaCEO should not go on to be Chair of the same organisation.	Applies		
<b>Principle 4. The board should include an appropriate combination of executive and non-executive directors, such that no one individual or small group of individuals dominates the board's decision-making.</b>			
1. <b>The Code provides</b> that a majority of the board should comprise non-executive directors.	Only the CEO who is and ex- officio director is an executive director.		
2. <b>The Code provides</b> that at least three of the non-executive directors should be independent in nature.		Does not apply	The newly appointed Board of Directors of PetroSeychelles are all Government Officials.
3. <b>The Code provides</b> that Non-executive directors should have sufficient time to meet their board responsibilities and should, to achieve this, be prepared to limit the number of boards on which they sit	Applies		
4. <b>The Code provides</b> that Non-executive directors should provide constructive challenge, strategic guidance, offer specialist advice and, collectively, hold management to account.	Applies		
5. <b>The Code provides</b> that all directors should always objectively discharge their duties and responsibilities as fiduciaries in the interests of the organisation and keep abreast of their responsibilities as a director and of the conduct and development of the organisation.		Some directors have very demanding roles in other organisations and sometimes delays occur.	Whatsapp group discussions have been set up to mitigate this.

Provision	The Public Enterprise applies	The Public Enterprise <u>explains</u> <i>why</i>	<i>how</i>
6. <b>The Code provides</b> that Directors are expected to attend each board meeting and each meeting of any committee on which they sit. They should notify the Chair and the board secretary of any absence, and the board should consider whether any such absence is acceptable.	Applies		
7. <b>The Code provides</b> that a record should be kept of individual director's attendance and (where relevant) voting record	Applies		
8. <b>The Code provides</b> that it is established good practice for the Chair to hold meetings with the non-executive directors without the executives present.	So far all meetings have included the Executive Director.		
9. <b>The Code provides</b> that where directors have concerns which cannot be resolved about the running of the organisation, or a proposed action, they should ensure that their concerns are recorded in the board minutes.	All such concerns are recorded in the Minutes.		
10. <b>The Code provides</b> that On resignation, a non-executive director should provide a written statement to the Chair, for circulation to the board, if they have any such concerns.	Applies		
11. <b>The Code provides</b> that existing directors will be expected to enhance their continuous professional development by attending training in the field of Corporate Governance and finance, with the objective of developing their board-craft skills – unless they can provide evidence of previous knowledge of, or experience gained in, this discipline			Directors are encouraged to attend such training.
12. <b>The Code provides</b> that new directors will be expected to take the training in Corporate Governance, to develop their board-craft skills, either in advance, or within the first year, of serving on a board – unless			New Directors will be encouraged to attend the Corporate Governance

Provision	The Public Enterprise applies	The Public Enterprise <u>explains</u> <i>why</i>	<i>how</i>
they can provide evidence of previous knowledge of, or experience gained in, this discipline			training.
<b>13. The Code provides</b> that all directors will be expected to devote some time to their continuing professional development, and to gaining a greater understanding of the organisation's business	Applies		
<b>14. The Code provides</b> that each director should receive a letter of appointment which clearly sets out the expectations of the role including time commitment and, if appropriate, level of remuneration. Attached to the letter will be key documents, including the Code, the Board Charter and the Code of Conduct and Ethics.	Directors are appointed by letters of appointment from the President.		
<b>Principle 5. The board should be supported by a suitably and competent board secretary who will, through the Chair, promote good governance</b>			
<b>1. The Code provides</b> that the board secretary should be recognised as an important member of the board community and the organisation's head of governance.	The Board secretary is recognised as such.		
<b>2. The Code provides</b> that the board secretary will ensure that the board has the policies, processes, information, time and resources it needs in order to function effectively and efficiently.	Applies		
<b>3. The Code provides</b> that the board secretary will help the board and its committees function effectively, manage all board and committee meeting logistics, attend and record minutes of all board and committee meetings, and facilitate board communications.	Applies		
<b>4. The Code provides</b> that the board secretary will ensure the timely	The Board Secretary ensures that		

Provision	The Public Enterprise applies	The Public Enterprise <u>explains</u> <i>why</i>	<i>how</i>
distribution of meeting papers; advise the board on its roles and responsibilities; facilitate the orientation of new directors and assist in director training and development; monitor governance developments; and assist the board in applying governance practices to meet the board's needs and stakeholders' expectations.	all documents are distributed in a timely manner. Directors are well oriented and made aware of training opportunities		
5. <b>The Code provides</b> that the board secretary will not simply carry out his or her technical duties but will also act as governance adviser to the board, helping the directors individually, and the board collectively, achieve high levels of governance performance.	The Board Secretary has undergone Governance training and shares good practices with the Board Directors.		
6. <b>The Code provides</b> that all members of the board should have access to the services and advice of the board secretary, particularly on matters relating to governance.	Applies		
7. <b>The Code provides</b> that the board secretary will be expected to take the Advanced training in Corporate Governance either in advance, or within the first year, of taking up the role.	Training has been undertaken.		
8. <b>The Code provides</b> that the board secretary will also be expected to consider studying for the internationally-recognised qualification provided by the Institute of Chartered Secretaries and Administrators: The Governance Institute.			This is being considered.
<b>Principle 6. An effective board possesses the right mix of skills, experience, knowledge, independence and diversity, and displays the appropriate behaviours, to address the challenges facing the organisation.</b>			

Provision	The Public Enterprise applies	The Public Enterprise <u>explains</u> <i>why</i>	<i>how</i>
1. <b>The Code provides</b> that appointments to the board should be subject to a formal, rigorous and transparent procedure.	Applies		
2. <b>The Code provides</b> that an effective succession plan should be maintained for board (as well as senior management).			It is in the process.
3. <b>The Code provides</b> that both appointments and succession plans should be based on merit and objective criteria and, within this context, should promote diversity of gender, social background, and cognitive and personal strengths.	Applies		
4. <b>The Code provides</b> that the board should have independent directors. Such directors will no longer be considered independent after a cumulative term limit of nine years.	Applies		
5. <b>The Code provides</b> that a Nomination Committee should be established to help with the task of succession planning and the appointment of board members, including the future Chair (and CEO).	Applies		
6. <b>The Code provides</b> that a board skills matrix should be used to identify gaps on the board as the basis for appointing appropriate board members, based on their fit.		No matrix exists so far	
7. <b>The Code provides</b> that in identifying candidates for appointment as directors, the board should not rely solely on recommendations from existing board members, or management, but should use an independent mechanism – such as a directors' register, or open advertisements – to identify suitably-qualified candidates.			The President appoints the Directors.
8. <b>The Code provides</b> that the organisation should disclose how candidates for (independent) non-executive director positions were sourced.			Does not apply yet

Provision	The Public Enterprise applies	The Public Enterprise <u>explains</u> <i>why</i>	<i>how</i>
9. <b>The Code provides</b> that a director should, when joining a board for the first time, receive a comprehensive induction about the organisation.	Applies		
10. <b>The Code provides</b> that all directors should have access to a programme of ongoing professional development to help them strengthen their skill and knowledge base.	Directors are informed of available training programme and encouraged to attend at company cost.		
<b>Principle 7. The board should undertake a formal and objective annual evaluation to determine the effectiveness of the board, its committees and each individual director</b>			
1. <b>The Code provides</b> that board evaluation should consider the board's composition, diversity achieved and how effectively members work together to achieve objectives.	Applies		
2. <b>The Code provides</b> that individual evaluation should demonstrate whether each director continues to contribute effectively.	Applies		
3. <b>The Code provides</b> that the results should feed through to work of the board (or Nomination Committee) in terms of board composition and succession planning.			In the process
4. <b>The Code provides</b> that the board should disclose how the assessment was carried out and, in general terms, its outcome.			In the process
5. <b>The Code provides</b> that every third year, the evaluation should be conducted by an independent, external professional evaluator.		Does not yet apply	In the process

Provision	The Public Enterprise applies	The Public Enterprise <u>explains</u> <i>why</i> <i>how</i>
<b>Principle 8. The board should have a charter which is periodically reviewed and published on the organisation's website</b>		
1. <b>The Code provides</b> that the board charter should clearly identify the governance structure, authority and terms of reference of the board, its committees and management.		Still in the draft form and will be presented to the new Board at the next meeting.
2. <b>The Code provides</b> that the board charter should include respective roles and responsibilities, and issues and decisions reserved for the board.		In the process
3. <b>The Code provides</b> that the board charter should identify, for directors, what is expected from them in terms of their commitment as board members.		In the process
4. <b>The Code provides</b> that the board charter should also outline the vision, mission, values, expected behaviours and desired culture of the organisation.		In the process
<b>Principle 9. The board will establish a Code of Conduct and Ethics for the organisation and monitor its implementation by management.</b>		
1. <b>The Code provides</b> that the organisation has an obligation to behave ethically, that is to treat its stakeholders (strategic business partners) fairly, and to meet the legitimate expectations of those stakeholders in terms of the organisation's behaviours and the resulting outcomes.		The Company follows the Government Code of Conduct for Public entities.
2. <b>The Code provides</b> that the responsibility for setting the tone and culture of the organisation, and for driving ethical behaviour, lies with the board working closely with the CEO.	Applies	The Organisation behaves ethically.

Provision	The Public Enterprise applies	The Public Enterprise <u>explains</u> <i>why</i>	<i>how</i>
3. <b>The Code provides</b> that in articulating acceptable practices, the Code of Conduct and Ethics should guide the behaviour of directors, management, and employees.			In process
4. <b>The Code provides</b> that the policies of the Code of Conduct and Ethics should be integrated into organisation-wide management practices and be periodically reviewed.	Applies		
5. <b>The Code provides</b> that the policies of the Code of Conduct and Ethics should be published on the organisation's website.	Applies		
6. <b>The Code provides</b> that the Code of Conduct and Ethics should describe measures put in place to handle actual or potential conflicts of interest, prevent corrupt practices which include the offering and acceptance of gifts and other form of benefits, prevent the abuse of power, protect, and ensure the proper use of the organisation's assets, and ensure compliance with laws, rules and regulations.	Applies		
7. <b>The Code provides</b> that in encouraging the reporting of unlawful or unethical behaviour, the policies of the Code of Conduct and Ethics should ensure that whistleblowing policies provide for legitimate concerns to be objectively investigated and addressed, and for individuals to be able to raise concerns in confidence, and without the risk of reprisal.	Applies		
8. <b>The Code provides</b> that the existence of a Code of Conduct and Ethics does not, in itself, deliver an organisation which is ethical in its			The Board and the CEO are

Provision	The Public Enterprise applies	The Public Enterprise <u>explains</u> <i>why</i> <i>how</i>	
behaviour. As important is the commitment of the board and CEO (and wider management team) to 'walk the talk'.			committed to ensuring ethical conduct.
<b>Business and Financial Reporting</b>			
<p><b>Principle 10.</b> The board should ensure that a balanced, true and fair view of the State body's financial performance and financial position is made when preparing the annual report and financial statements of the Public Enterprise.</p>			
<p><b>1.</b> <b>The Code provides</b> that the Board is required to arrange for the preparation of the financial statements in respect of each financial year. The annual financial statements are prepared from the information contained in the Public Enterprise accounting records and other relevant information and in accordance with the accounting standards.</p>	Applies		
<p><b>2.</b> <b>The Code provides</b> that the Board must present financial statements of a Public Enterprise that give a true and fair view of the income, expenditure (financial performance), assets, liabilities and capital (financial position) of the Public Enterprise as at the financial year end.</p>	Applies		
<p><b>3.</b> <b>The Code provides</b> that the Board is required to arrange for the financial statements to be audited by an independent auditor/AG.</p>	Applies		

Provision	The Public Enterprise applies	The Public Enterprise <u>explains</u> <i>why</i>	<i>how</i>
<p><b>4. The Code provides</b> that the annual report, comprising the financial statements and commentary thereon, is a comprehensive report of the Public Enterprise's activities throughout the preceding year. Annual reports are intended to give stakeholders information regarding the State body's activities and financial performance.</p>	Applies		
<p><b>Audit, Risk and Internal Control</b></p> <p><b>Principle 11.</b> The board should establish formal and transparent procedures to ensure the independence and effectiveness of internal and external audit functions and satisfy itself on the integrity of financial and narrative statements</p>			
<p><b>1. The Code provides</b> that the board should ensure that it has members who are financially literate.</p>	Applies		
<p><b>2. The Code provides</b> that directors should be willing to undertake continuous professional development to develop their knowledge of financial matters.</p>			Directors are encouraged to develop their knowledge of finance.
<p><b>3. The Code provides</b> that they should have sufficient understanding of the organisation's business to be able to offer constructive challenge to management on issues relating to financial matters.</p>	Applies		
<p><b>4. The Code provides</b> that the board should demonstrate an appropriate level of vigilance concerning the detection of any financial anomalies or irregularities in the organisation's finances and ask probing questions to ascertain whether the financial statements are consistent with operational and other information known.</p>	Applies		
<p><b>5. The Code provides</b> that the board should consider whether the financial statements, taken as a whole, provide a true and fair view of</p>	Applies		

Provision	The Public Enterprise applies	The Public Enterprise <u>explains</u> <i>why</i>	<i>how</i>
the organisation's financial position and performance, on the basis of which it should be able to present a fair, balanced and understandable assessment of the organisation's position and prospects.			
6. <b>The Code provides</b> that the board should have policies and procedures to assess the suitability, objectivity and independence of any external audit advice received.		No policy or procedures in place.	The audit committee discusses audit findings and management letters and reports to the Board
7. <b>The Code provides</b> that the board should set up an Audit Committee to assist it in its work.	Applies		
<b>Principle 12. The board should establish procedures to manage risk, oversee the internal control framework, and determine the nature and extent of the opportunities it wishes the organisation to explore, and the principal risk the organisation is willing to take, in order to achieve its long-term strategic objectives</b>			
1. <b>The Code provides</b> that well-governed organisations integrate performance-focused risk management and internal control at every level of the organisation and across all operations.			SOP's exist for all operations
2. <b>The Code provides</b> that the board should, with the assistance of management, carry out a robust assessment of the company's emerging and principal risks.			Regular SWOT analysis is performed.
3. <b>The Code provides</b> that the board should confirm that it has completed this assessment, and include a description of its principal risks, an explanation of how these are being managed or mitigated, and		The Board continually monitors risk and	

Provision	The Public Enterprise applies	The Public Enterprise <u>explains</u> <i>why</i>	<i>how</i>
what procedures are in place to identify emerging risks.		update the company's response framework as necessary.	
4. <b>The Code provides</b> that it should state if the risk management framework adopted by the organisation is based on an internationally-recognised risk management framework.			Not internationaly recognised but fit purpose..
5. <b>The Code provides</b> that the board should set appropriate policies on internal control and seek assurance from management that the systems are functioning effectively.			SOP's are in place.
6. <b>The Code provides</b> that the board should ensure that any internal audit function is effective and able to function independently.	Applies		
7. <b>The Code provides</b> that the board should monitor the company's risk management and internal control systems and, at least annually, carry out a review of their effectiveness and report on that review.	Applies		
8. <b>The Code provides</b> that the monitoring and review should cover all material controls, including financial, operational and compliance controls.	Applies		
9. <b>The Code provides</b> that the board should set up a Risk Committee (if deemed necessary) to assist it in its work.			
Remuneration			

Provision	The Public Enterprise applies	The Public Enterprise <u>explains</u> <i>why</i>	<i>how</i>
<b>Principle 13. Remuneration policies and practices should be designed to support strategy and promote long-term sustainable success.</b>			
1. <b>The Code provides</b> that it is important for the organisation's stakeholders that the remuneration of executive directors, and senior management team, is perceived to be subject to the same approach as the other issues set out in this Code, namely transparent, accountable, responsible, and fair.	Applies		
2. <b>The Code provides</b> that CEO and senior management remuneration should be aligned to organisational purpose and values and be clearly linked to the successful delivery of the organisation's long-term strategy.	Applies		
3. <b>The Code provides</b> that a formal and transparent procedure for developing policy on management remuneration and determining director and senior management remuneration should be established. No executive director should be involved in deciding their own remuneration outcome.	Applies		
4. <b>The Code provides</b> that Non-Executive directors should exercise independent judgement and discretion when authorising remuneration outcomes, taking account of organisational and individual performance, and wider circumstances, including whether proposed remuneration levels are considered acceptable to wider Seychellois society.	Applies		
5. <b>The Code provides</b> that the board will set up a Remuneration Committee to assist it in its work.	Applies		

Provision	The Public Enterprise applies	The Public Enterprise <u>explains</u> <i>why</i> <i>how</i>	
<b>Monitoring Code Performance</b>			
<b>Principle 14.</b> Boards will be expected to report on the progress they are making with implementation of the Code's provisions.			
1. <b>The Code provides</b> that It is the organisation's responsibility to disclose – to its stakeholders, as well as the wider governance community – how it has exhibited governance leadership.	Applies		
2. <b>The Code provides</b> that the board's report on its implementation of the Code will be contained within the Annual Report.	Applies		
3. <b>The Code provides</b> that the report will also be submitted to the Public Enterprise Monitoring Commission, whose responsibility will be to engage with individual companies where progress is slow.	Applies		