Fineline Hospitality & Consultancy Pte Ltd

Financial Statements

For the year ended 31 March 2016

INDEX

Corporate data

		Appointed	Resigned
Directors:	Jayechund Jingree	26/12/2012	-
	Sushil Kumar Jogoo	26/12/2012	-
	Narayanasamy Balasubramanian	05/10/2010	21/09/2015
	Amritesh Jatia	05/10/2010	-
	Ajay Kumar Kedia	01/08/2014	-
Alternate director:	Kevin Yasheel Jingree	01/08/2014	-

Company Secretary:

Kross Border Corporate Services Limited
St Louis Business Centre
Cnr Desroches & St Louis Streets
Port-Louis
Mauritius

Registered Office:

St Louis Business Centre
Cnr Desroches & St Louis Streets
Port-Louis
Mauritius

Auditors:

Gynch Shaw
Chartered Certified Accountants
1st Floor, Cyber Tower 1
Cybercity
Ebène
Mauritius

Bankers:

Barclays Bank Mauritius Limited
1st Floor, Barclays House
68-68A Cybercity
Ebène
Mauritius

DBS Bank Ltd
6 Shenton Way, DBS Building
Singapore

The Directors have pleasure in submitting their report to the shareholder together with the audited financial statements for the year ended 31 March 2016.

Principal activity

The main business activities of the Company are that of investment holding, international trading and provision of consultancy and sourcing services.

Results

The statement of profit or loss and other comprehensive income for the year is set out on page 6.

Dividends

The directors do not recommend the payment of dividend for the year under review (2015 : Nil).

Directors

The directors of the Company at 31 March 2016, all of whom served on the Board throughout the year and up to the date of this report, except where indicated otherwise, are contained in the corporate data page.

Statement of directors' responsibilities in respect of the financial statements

Company law requires the directors to prepare financial statements for each financial year, which present fairly the financial position, financial performance, changes in equity and cash flows of the Company. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether International Financial Reporting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors confirm that they have complied with the above requirements in preparing the financial statements.

The directors are responsible for keeping proper accounting records, which disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that the financial statements comply with the Mauritius Companies Act 2001. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Auditors

The auditors, Gynch Shaw, have indicated their willingness to continue in office and a resolution concerning their re-appointment will be proposed at the Annual Meeting.

By Order of the Board

Director
Date 19 MAY 2016

We certify that we have filed with the Registrar all such returns, for the year ended 31 March 2016, as are required of the Company under the Companies Act 2001.

Adam Essa

Kross Border Corporate Services limited
Secretary

Date: 19 MAY 2016

GYNCH SHAW
CHARTERED CERTIFIED ACCOUNTANTS
REGISTERED AUDITORS
LONDON · MAURITIUS

INDEPENDENT AUDITORS' REPORT
TO THE SHAREHOLDERS OF
Fineline Hospitality & Consultancy Pte Ltd

This report is made solely to the Company's shareholders, as a body, in accordance with section 205 of the Mauritius Companies Act 2001. Our audit work has been undertaken so that we might state to the Company's shareholders those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted in law, we do not accept or assume responsibility to anyone other than the Company and the Company's shareholders 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 Fineline Hospitality & Consultancy Pte Ltd (the Company) set out on pages 6 to 16 which comprise the statement of financial position as at 31 March 2016 and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory notes.

Directors' responsibilities
The directors are responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards and in compliance with the requirements of the Companies Act 2001, and for such internal control as the directors determine is necessary to enable the preparation of the financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' responsibilities
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 whether the financial statements are free from 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 those 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 representation 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.

GYNCH SHAW
CHARTERED CERTIFIED ACCOUNTANTS
REGISTERED AUDITORS
LONDON - MAURITIUS

INDEPENDENT AUDITORS' REPORT
TO THE SHAREHOLDERS OF
Fineline Hospitality & Consultancy Pte Ltd (cont'd)

Consolidated financial statements

As explained in notes 3 (a) and 4, the Company has not prepared consolidated financial statements as required by International Financial Reporting Standard 10 ("IFRS 10"), 'Consolidated Financial Statements'. Failure to prepare consolidated financial statements is a departure from the requirements of IFRS 10.

Opinion

In our opinion except for the effects of the matter describe in the above paragraph, the financial statements on pages 6 to 16 give a true and fair view of the financial position of the Company at 31 March 2016, and its financial performance and its cash flows for the year ended in accordance with International Financial Reporting Standards and comply with the Mauritius Companies Act 2001.

Report on Other Legal and Regulatory Requirements

In accordance with the requirements of the Mauritius Companies Act 2001, we report as follows:

We have no relationship with, or interests in, the Company, other than in our capacity as auditors;

We have obtained all information and explanations that we have required; and

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

Gynch Shaw

Gynch Shaw
Chartered Certified Accountants

Mr Raj Annauth FCCA, MBA
Signing partner
Licensed by FRC

Date 19 MAY 2016

1st Floor, Cyber Tower 1
Cyber City
Ebene, Mauritius
Tel : + 230 467 6565 Email : gynchshaw@intnet.mu

CHARTERED CERTIFIED ACCOUNTANTS
GYNCH SHAW
REGISTERED AUDITORS

	Notes	2016 USD	2015 USD
Assets			
Non-current assets			
Investment	4	100,000,002	100,000,002
Current assets			
Accounts receivable	5	12,906	20,437
Cash and cash equivalents		3,382	4,132
		16,288	24,569
Total assets		**100,016,290**	**100,024,571**
Financed by:			
Equity and liabilities			
Equity			
Stated capital	6	104,489,261	104,489,261
Accumulated deficit		(4,738,895)	(4,736,305)
Total equity		99,750,366	99,752,956
Non-current liabilities			
Borrowings	7	246,688	258,202
Current liabilities			
Accounts payable	8	19,236	13,413
Total liabilities		265,924	271,615
Total equity and liabilities		**100,016,290**	**100,024,571**

These financial statements have been approved by the Board of Directors on: 19 MAY 2016

The notes on pages 10 to 16 form part of these financial statements.
Independent auditors' report on pages 4 and 5.

	Notes	2016 USD	2015 USD
Income			
		-	-
Expenditure			
Administration charges		3,279	6,872
Licence fees		1,750	1,594
Business registration fee		94	-
Professional fees		4,906	2,305
Accounting & audit fee		6,900	7,815
Tax residence certificate		200	-
Bank charges		975	180
Sundries		-	770
		18,104	19,536
Loss for the year		(18,104)	(19,536)
Taxation	9	-	-
Loss after taxation		(18,104)	(19,536)
Other comprehensive income			
Payables written back		15,514	-
Total comprehensive loss for the year		(2,590)	(19,536)
Loss per share	10	(0.00003)	(0.0002)

The notes on pages 10 to 16 form part of these financial statements.
Independent auditors' report on pages 4 and 5.

Fineline Hospitality & Consultancy Pte Ltd.
Statement of changes in equity
For the year ended 31 March 2016

	Ordinary shares USD	5% Redeemable cumulative preference shares USD	Accumulated Losses USD	Total USD
Balance at 1 April 2014	94,295,582	10,193,679	(4,716,769)	99,772,492
Total comprehensive loss for the year	-	-	(19,536)	(19,536)
Balance at 31 March 2015	94,295,582	10,193,679	(4,736,305)	99,752,956
Total comprehensive loss for the year	-	-	(2,590)	(2,590)
Balance at 31 March 2016	**94,295,582**	**10,193,679**	**(4,738,895)**	**99,750,366**

The notes on pages 10 to 16 form part of these financial statements.
Independent auditors' report on pages 4 and 5.

	2016 USD	2015 USD
Cash flows from operating activities		
Loss before tax	(2,590)	(19,536)
Adjustment	-	-
Operating loss before working capital changes	(2,590)	(19,536)
Decrease/(Increase) in accounts receivable	7,531	(156)
Increase in accounts payable	5,823	900
Net cash used in operating activities	10,764	(18,792)
Cash flows from financing activities		
Repayment of shareholder loan	(11,514)	-
Borrowings	-	21,022
Net cash from financing activities	(11,514)	21,022
Net movement in cash and cash equivalents	(750)	2,230
Cash and cash equivalents at beginning of year	4,132	1,902
Cash and cash equivalents at end of year	3,382	4,132
Cash and cash equivalents consist of:		
Cash at bank	3,382	4,132

The notes on pages 10 to 16 form part of these financial statements.
Independent auditors' report on pages 4 and 5.

1. General information

Fineline Hospitality & Consultancy Pte Ltd was a Category 2 Global Business Licence company incorporated on 18 October 2007 in Mauritius under the Companies Act 2001 and is governed by the Financial Services Act 2007. On the 29 January 2013,the Company has changed status from Global Business Licence Category 2 (CBG2) to Global Business Licence Category 1 (GBC1).

2. Nature of activities

The main business activities of the Company are that of investment holding, international trading and provision of consultancy and sourcing services.

3. Significant accounting policies

(a) Basis of preparation

The financial statements of the Company comply with the Companies Act 2001 and in accordance with International Financial Reporting Standards ('IFRS") except of International Financial Reporting Standard 10 ('IFRS 10") - Consolidated Financial Statements. The financial statements have been prepared under the historical cost convention.

Amendments to published Standards and Interpretations effective in the reporting period

Defined Benefit Plans: Employee Contributions (Amendments to IAS 19) applies to contributions from employees or third parties to defined benefit plans and clarifies the treatment of such contributions. The amendment distinguishes between contributions that are linked to service only in the period in which they arise and those linked to service in more than one period. The objective of the amendment is to simplify the accounting for contributions that are independent of the number of years of employee service, for example employee contributions that are calculated according to a fixed percentage of salary. Entities with plans that require contributions that vary with service will be required to recognise the benefit of those contributions over employee's working lives. The amendment has no impact on the Company's financial statements.

Annual Improvements 2010-2012 Cycle

IFRS 2, 'Share based payments' amendment is amended to clarify the definition of a 'vesting condition' and separately defines 'performance condition' and 'service condition'. The amendment has no impact on the Company's financial statements.

IFRS 3, 'Business combinations' is amended to clarify that an obligation to pay contingent consideration which meets the definition of a financial instrument is classified as a financial liability or equity, on the basis of the definitions in IAS 32, 'Financial instruments: Presentation'. It also clarifies that all non-equity contingent consideration is measured at fair value at each reporting date, with changes in value recognised in profit and loss. The amendment has no impact on the Company's financial statements.

IFRS 8, 'Operating segments' is amended to require disclosure of the judgements made by management in aggregating operating segments. It is also amended to require a reconciliation of segment assets to the entity's assets when segment assets are reported. The amendment has no impact on the Company's financial statements.

3. Significant accounting policies (cont'd)

(a) Basis of preparation (cont'd)

Amendments to published Standards and Interpretations effective in the reporting period (cont'd)

Annual Improvements 2010-2012 Cycle

IFRS 13 (Amendment), 'Fair Value Measurement' clarifies in the Basis for Conclusions that short-term receivables and payables with no stated interest rates can be measured at invoice amounts when the effect of discounting is immaterial. The amendment has no impact on the Company's financial statements.

IAS 16, 'Property, plant and equipment' and IAS 38,'Intangible assets' are amended to clarify how the gross carrying amount and the accumulated depreciation are treated where an entity uses the revaluation model. The amendment has no impact on the Company's financial statements.

IAS 24, 'Related party disclosures' is amended to include, as a related party, an entity that provides key management personnel services to the reporting entity or to the parent of the reporting entity (the 'management entity'). Disclosure of the amounts charged to the reporting entity is required. The amendment has no impact on the Company's financial statements.

IAS 38, 'Intangible Assets' is amended to require an entity to take into account accumulated impairment losses when adjusting the amortisation on revaluation. The amendment has no impact on the Company's financial statements.

Annual Improvements 2011-2013 Cycle

IFRS 1, 'First-time Adoption of International Financial Reporting Standards' is amended to clarify in the Basis for Conclusions that an entity may choose to apply either a current standard or a new standard that is not yet mandatory, but permits early application, provided either standard is applied consistently throughout the periods presented in the entity's first IFRS financial statements. The amendment has no impact on the Company's financial statements, since the Company is an existing IFRS preparer.

IFRS 3, 'Business combinations' is amended to clarify that IFRS 3 does not apply to the accounting for the formation of any joint venture under IFRS 11. The amendment has no impact on the Company's financial statements.

IFRS 13, 'Fair value measurement' is amended to clarify that the portfolio exception in IFRS 13 applies to all contracts (including non-financial contracts) within the scope of IAS 39 or IFRS 9. The amendment has no impact on the Company's financial statements.

IAS 40,'Investment property' is amended to clarify that IAS 40 and IFRS 3 are not mutually exclusive. IAS 40 assists users to distinguish between investment property and owner-occupied property. Preparers also need to consider the guidance in IFRS 3 to determine whether the acquisition of an investment property is a business combination. The amendment has no impact on the Company's financial statements.

Standards, Amendments to published Standards and Interpretations issued but not yet effective (cont'd)

Certain standards, amendments to published standards and interpretations have been issued that are mandatory for accounting periods beginning on or after January 1, 2016 or later periods, but which the Company has not early adopted.

3. Significant accounting policies (cont'd)

(a) Basis of preparation (cont'd)

At the reporting date of these financial statements, the following were in issue but not yet effective:

IFRS 9 Financial Instruments
Defined Benefit Plans: Employee Contributions (Amendments to IAS 19)
IFRS 14 Regulatory Deferral Accounts
Accounting for Acquisitions of Interests in Joint Operations (Amendments to IFRS 11)
Clarification of Acceptable Methods of Depreciation and Amortisation (Amendments to IAS 16 and IAS 38)

IFRS 15 Revenue from Contract with Customers
Agriculture: Bearer Plants (Amendments to IAS 16 and IAS 41)
Equity Method in Separate Financial Statements (Amendments to IAS 27)
Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (Amendments to IFRS 10 and IAS 28)
Annual Improvements to IFRSs 2012-2014 Cycle
Investment Entities: Applying the Consolidation Exception (Amendments to IFRS 10, IFRS 12 and IAS 28)

Disclosure Initiative (Amendments to IAS 1)

Where relevant, the Company is still evaluating the effect of these Standards, amendments to published Standards and Interpretations issued but not yet effective, on the presentation of its financial statements.

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies.

There were no major estimates and assumptions made during the year that have a significant risk of causing material adjustment to the carrying amounts of the Company's assets and liabilities within the next financial year.

(b) Income and expenditure

Income and expenditure are accounted for on an accrual basis.

(c) Foreign currency translation

(i) *Functional and presentation currency*
Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates. The financial statements are presented in United States Dollars (USD), which is the Company's functional and presentation currency.

(ii) *Transactions and balances*
Transactions in foreign currencies are translated at the foreign exchange rates ruling at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are translated into USD at the foreign exchange rates ruling at that date. Non-monetary assets and liabilities that are measured in terms of historical cost in foreign currencies are translated using the exchange rates at the dates of transaction. Foreign exchange differences arising on translation are recognised in the statement of comprehensive income.

3. Significant accounting policies (cont'd)

(d) Investment in subsidiary

A subsidiary is an entity in which the Company has an interest of more than one half of the voting rights or otherwise has power to govern the financial and operating policies. The existence and effect of potential voting rights that are presently exercisable or presently convertible are considered when assessing whether the Company controls another entity. Investment in subsidiary is shown at cost. Where the carrying amount of an investment is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount and the difference is charged to the statement of comprehensive income. On disposal of the investment, the difference between the net disposal proceeds and the carrying amount is charged or credited to the statement of comprehensive income.

(e) Accounts receivable

Accounts receivable are stated at cost less any impairment losses.

(f) Equity instruments

Equity instruments are recorded at the proceeds received net of direct issue cost.

(g) Borrowings

Borrowings are recognised at cost since they do not have any fixed terms of repayment.

(h) Accounts payable

Accounts payable are stated at cost.

(i) Financial instruments

Financial instruments carried on the statement of financial position include borrowings and other payables. The particular recognition methods are disclosed in the individual policy statements associated with each item.

Disclosures about financial instruments to which the Company is a party are provided in note 12.

(j) Related parties

For the purposes of these financial statements, parties are considered to be related to the Company if they have the ability, directly or indirectly, to control the Company or exercise significant influence over the Company in making financial and operating decisions, or vice-versa, or where the Company is subject to common control or common significant influence. Related parties may be individuals or other entities.

4. Investment

	2016 USD	2015 USD
Unquoted and at cost	100,000,002	100,000,002

Details of investment are as follows:

	Number of shares	Type of shares	Percentage holding	Country of incorporation
Lexon Hotel Ventures Limited	1,320	Ordinary	80%	Mauritius

The Company holds 80 % of the issued share capital of Lexon Hotel Ventures Limited . The company incorporated in Mauritius, is considered to be a subsidiary undertaking. The Company has not prepared consolidated financial statements as required by International Financial Reporting Standard ("IFRS 10") 'Consolidated Financial Statements'. Failure to prepare consolidated financial statements is a departure from the requirements of IFRS 10.

	2016	**2015**
5. Accounts receivable	**USD**	**USD**
Other receivables	10,000	20,000
Prepayments	2,906	437
	12,906	**20,437**

6. Stated capital	**2016**		**2015**	
Issued and fully paid	Ordinary shares	Preference shares	Ordinary shares	Preference shares
94,295,582 ordinary shares of USD1 each	94,295,582	10,193,679	94,295,582	10,193,679

	2016	**2015**
7. Borrowings	**USD**	**USD**
Loans from related parties	246,688	242,688
Loans from other parties	-	15,514
	246,688	258,202

The loans are unsecured, interest free and with no term of repayment.

8. Accounts payable	**2016**	**2015**
	USD	**USD**
Other payables	6,513	202
Accruals	12,723	13,211
	19,236	**13,413**

9. Taxation

The Company has been established as a Category 1 Global Business Licence Company under the Financial Services Act 2007 and is taxable at the rate of 15% for the year ended 31 March 2016. However, the Company is entitled to a tax credit equivalent to the higher of the actual tax suffered on its foreign source of income or 80% of the Mauritian tax. No provision for tax has been made in the financial statements for the year under review due to availability of tax losses.

10. Loss per share

The loss per share is based on loss for the year of USD 2,590 (2015: loss USD 19,536) and on 94,295,582 number of ordinary shares during the year

11. Related party transactions

During the year under review, the Company entered into the following related party transactions. All transactions were on an arm's length basis.

	Company	Nature of Relationship	2016 USD	2015 USD
Transaction during the year				
Expenses	Heyking Ltd	Related Company	-	18,022
Loan	Fineline Holdings Ltd	Related Company	4,000	3,000
Year end balances				
Loan (Note 7))	N. Balasubrama	Director	206,720	206,720
Loan (Note 7))	Heyking Ltd	Related Company	27,968	27,968
Loan (Note 7))	Fineline Holdings Ltd	Related Company	12,000	8,000

The loans are unsecured, interest free and with no term of repayment.

12. Financial risk management

Fair values

The Company's investment in subsidiary is valued as described in Note 3(d). The Company's other assets and liabilities include other receivables, cash at banks, borrowings and other payables. The carrying amount of these assets and liabilities approximate their fair values.

Financial risk factors

The Company's activities expose it to a variety of financial risks that are associated with the financial instruments in which it invests and markets in which it operates. The following is a summary of the main risks:

Market risk
Market risk represents the potential loss that can be caused by a change in the market value of financial instruments. The Company's exposure to market risk is determined by a number of factors, including interest rates, foreign currency exchange rates and market volatility. The Company conducts its investment operations in a manner that seeks to exploit the potential gains in the market, while limiting its exposure to market declines.

Credit risk
Credit risk represents the potential loss that the Company would incur if counter parties fail to perform pursuant to the terms of their obligations to the Company. The Company limits its credit risk by carrying out transactions only with its related parties. The maximum exposure to credit risk is represented by the carrying amount of each financial asset in the statement of financial position.

12. Financial risk management

Financial risk factors

Currency risk
The Company has assets and liabilities denominated in foreign currencies. Consequently, the Company is exposed to the risk that the exchange rate of the United States Dollar, relative to other foreign currencies stated below, may change in a manner which has a material effect on the reported values of the Company's assets and liabilities which are denominated in these currencies.

Capital risk management
The Company's objectives when managing capital are:

- to safeguard the Company's ability to continue as a going concern, so that it can provide returns for shareholders and benefits for other stakeholders, and
- to maintain an optimal capital structure to reduce the cost of capital.

13. Events after reporting date

No material events occurred after the year ended 31 March 2016 within the Company, which need to be disclosed in these financial statements.