THE UNION SUGAR ESTATES COMPANY LIMITED

and its subsidiaries

Annual Report 2024

Dear Shareholder,

The Board of Directors is pleased to present the Annual Report of The Union Sugar Estates Company Limited and its subsidiaries for the year ended December 31, 2024, the contents of which are listed below.

This report was approved by the Board of Directors on 25 April, 2025.

Robert Marie André BONIEUX
Chairperson

Muhammad S E HAJI ADAM
Director

CONTENTS

Directors:	Date Appointed:
Robert Marie André BONIEUX	*31/10/2023*
Jacques Philippe Henri MARRIER D'UNIENVILLE	*13/05/2011*
Raymond Marie Marc HEIN	*01/10/2021*
Jean Lindberg CHARLES	*31/10/2023*
Roland Louis HEIN D'EMMEREZ DE CHARMOY	*31/10/2023*
Imalambaal KICHENIN *(resigned on 18/02/2025)*	*31/10/2023*
Aboo Swaleh RAMJANE *(resigned on 28/03/2024)*	*31/10/2023*
Sarah Emilie OLIVER	*15/11/2023*
Muhammad S E HAJI ADAM	*28/03/2024*
Mohamed Javed ABOOBAKAR	*28/03/2024*
Gilles KICHENIN	*18/02/2025*

SENIOR MANAGEMENT TEAM

Arnaud GUIBERT – *Manager (As from 01 January, 2024)*
Jean- Marc MONTOCCHIO – Agricultural Manager
Olivier Desvaux de Marigny – *Head of Property Development (As from 01 March, 2024)*
Patrick MAYER – *Agricultural and Diversification Manager*
Benoit NOKIAH – *Garage Manager*

Registered Office:
Union Ducray
Rivière des Anguilles
Republic of Mauritius
Tel : (230) 626 2248
Website : www.union.mu

Company Secretary:
Omnicane Management &
Consultancy Limited
Omnicane House
2nd Floor, Mon Trésor Business
Gateway, New Airport Access
Road, Plaine Magnien 51521,
Republic of Mauritius
Tel: (230) 660 0600

Internal Auditors:
BDO Financial Services Ltd
10, Frère Felix de Valois Street
Port Louis
Republic of Mauritius

Corporate Office:
Union Ducray
Riviere des Anguilles,
Republic of Mauritius

Legal Advisers:
Me. André Robert
8, Georges Guibert Street
Port Louis
Republic of Mauritius

Me. Yves Hein
Cathedral Square
Port Louis
Republic of Mauritius

Notary:
Me. Didier Maigrot
1st Floor, Labama House
Sir William Newton Street
Port Louis
Republic of Mauritius

External Auditors:
Deloitte
7th - 8th Floor, Standard Chartered
Tower
19 - 21, Bank Street, Cybercity,
Ebène,
Republic of Mauritius

BANKERS:
SBM Bank (Mauritius) Ltd
SBM Tower
1, Queen Elizabeth II Avenue
Port Louis
Republic of Mauritius

The Mauritius Commercial
Bank Ltd
Sir William Newton Street
Port Louis
Republic of Mauritius

Share Registry:
MCB Registry and Securities Ltd
Raymond Lamusse Building
Sir William Newton Street
Port Louis
Republic of Mauritius

CHAIRPERSON'S REPORT

Dear Shareholder,

It gives me great pleasure to share my second Chairman's report to the shareholders of The Union Sugar Estates Company Limited (USE).

The present Board was nominated on 31 October 2023 and the year 2024 was basically our first year in office. The main achievement of that year was without doubt the completion of the amalgamation of Cecile Holding Ltd (the Special Purpose Company created in 2023 to acquire the shares of Compagnie de Beau Vallon Limitée in USE) together with USE itself. Cecile Holding Ltd has now disappeared and the only surviving company is USE. A Special Meeting of Shareholders was held on the 28 November 2024 and the amalgamation proposal was massively supported by the shareholders. Nonetheless, a few shareholders holding a total of 166,491 shares voted against the amalgamation and in line with the provisions of the Companies Act, they were bought out by USE. The same rate as that paid by Cecile Holding Ltd to Compagnie de Beau Vallon Limitée in 2023 was followed and approximately Rs 22m was disbursed in total.

This amalgamation project required considerable and constant efforts from members of your board, our management together with our external advisors and bankers. I would like here to thank everyone who assisted USE and more specially the BLC Robert legal team, the Kick Advisory team, our financiers Swan Capital Ltd and the SBM Bank (Mauritius) Ltd.

The amalgamation closed an important chapter in the life of USE as for the first time, the company is no longer controlled by a majority shareholder. This strategic objective has driven the investors of Cecile Holding Ltd from day one and has been communicated to shareholders of USE on a number of occasions. I truly believe that the interests of all shareholders is today the sole objective and focus of the board. I will see to it that it remains so.

Early in our mandate we needed to better understand the extent and value of USE. A valuation exercise was carried out and the values are reflected in our 2023 financials. We then formed a Land Development Committee (LDC) to better focus on the creation of value at the estate. The LDC meets very regularly and drives the progress of USE on the real estate front. The appointment of a Master Planner, namely Nathan Iyer from South Africa will be a key catalyst in our way ahead. Olivier Desvaux de Marigny, our new Property Development Manager, details further down the activities of the LDC and of the Board in respect of our important land development strategies. I believe the future to be exciting and please spend some time reading Olivier.

On the agricultural front, the growing of sugar cane remains our principal activity but we unfortunately had a below par cane harvest as we were affected by cyclone Belal. Our Manager Arnaud Guibert also discusses in his report the issues we have been facing with our potato production. Bacterial wilt, a global disease without cure, is unfortunately pervasive in our region. We have once more reduced the area under potato production for 2025 as, even with the Agricultural Marketing Board's support on the pricing front, the growing of potatoes at USE has become very risky.

USE has been a producer of fruits and vegetables for many years and plans to continue doing so. Nevertheless, the activity is still very marginal as producers operate in an unprotected environment without any planning or cooperation amongst producers, no support from government, except for potatoes and onions, and are very much at the mercy of intermediaries and of retailers. Furthermore, to complicate matters, whenever there seems to be a shortage of vegetables, import permits are issued to importers to the detriment of local producers. I am yet to meet a corporate vegetable producer who makes any money from his efforts. In this day and age where our indépendance alimentaire is talked about daily, this whole industry must be revisited urgently to ensure a fair return to all parties: producers, intermediaries, retailers and consumers. We very much hope to cooperate constructively with the new Government for the benefit of all parties and of our population.

On the balance sheet front, our priority for 2025/26 is to repay our debt and to create the south of the island into a sought-after quality destination. These are challenging goals but this is what we have been planning since early 2023, ever since our first business plan was being sketched. Stay tuned for what is next!

A final word of thanks to the employees of the company who know that we run a tight ship and that more is asked of them year after year, not to forget my fellow directors and sub-committee members for their support and ideas.
Yours faithfully,

Robert Marie André Bonieux
Chairperson

25 April, 2025

Dear Shareholder,

I am pleased to report on the activities of the Group for the financial year ended 31st December 2024.

GROUP FINANCIAL HIGHLIGHTS

	2024 Rs'm	2023 Rs'm	2022 Rs'm	2021[1] Rs'm	2020[1] Rs'm
Revenue	198.0	311.8	184.8	188.1	135.9
Operating profit/(loss)	2.2	130.1	0.5	32.7	(49.3)
Profit/(loss) before tax	20.5	373.0	73.8	92.2	(16.0)
Earnings/(loss) per share (Rs) *	0.95[2]	16.33	3.75	4.61	(0.42)
Stated capital	501.89	1.89	1.89	1.89	1.89
Total equity	2,645.0	3,749.0	1,804.6	1,719.2	1,562.5
Equity attributable to owners of the Company	2,555.5	3,659.9	1,778.9	1,719.2	1,562.5
Total assets	3,926.6	4,210.1	2,396.9	2,272.3	2,232.5
Net asset per share (Rs)	135.2	193.6	94.1	91.0	82.7

* Note [1] For continuing operations only.
Note [2] Excluding Treasury Shares as from 2024.

REVIEW BY BUSINESS UNITS

Total revenue for the Group for year 2024 (Rs 198m) decreased by Rs 113.8m when compared to 2023 (Rs 311.8m). This was mainly caused by lower revenues from land development (Rs 92.2m) and lower sugar cane revenue of Rs 28.3m.

Sugar Cane

Sugar proceeds receded by Rs 27.5m and were negatively impacted by a reduced sugar production and a fall in the price of sugar. Sugar price decreased from Rs 26,493*/tonne in 2023 to Rs 23,000*/tonne for this year's crop. Moreover, the price of molasses also decreased from Rs 4,833*/tonne in 2023 to Rs 4,687*/tonne for year 2024 as well as the price of bagasse which has fallen from Rs 3,300*/tonne of sugar to Rs 2,971/tonne of sugar. Total sugar revenue was negatively impacted by a modest variance of Rs 0.8m arising from standing cane valuation.

* Prices mentioned above are the estimates used in the financial statements 2024.

Production for crop 2024 was a below average one for USE as well as for the southern region. Cane yield stood at 83.0 tonnes per ha. compared to the 93.6 tonnes per ha. for year 2023. The poor cane yield was however mitigated by the higher extraction rate. The effects of cyclone 'Belal' and the dry spell during the crop season hampered what could otherwise have been a good crop. Overall sugar accruing was 7.6% lower than crop 2023 keeping in mind that there was a decrease of 3.5% in the area harvested.

Final Price Statistics for the last 5 years were as follows:

	2024 (est.) Rs.	2023 Rs.	2022 Rs.	2021 Rs.	2020 Rs.
Sugar price (Rs/Tonne of sugar)	23,000	30,951	25,554	16,765	14,062
Molasses price (Rs/Tonne of molasses)	4,687	4,687	4,833	4,097	4,248
Bagasse price (Rs/Tonne of sugar)	2,971	2,971	3,300	3,300	137
Average price (Rs/Tonne of sugar)	28,325	36,515	31,010	22,139	16,319

Sugar Cane Crop statistics for the last 5 years were as follows:

	2024	2023	2022	2021	2020
Area Harvested (Hectares)	577	598	665	639	691
Cane Tonnage (Tonnes)	47,918	55,942	51,848	60,146	55,567
Cane Yield (Tonnes/Ha)	83.0	93.6	77.9	94.1	80.4
Extraction rate (%Sugar/Cane)	10.36	9.61	10.42	9.94	10.22
Sugar accruing (Tonnes)	3,874	4,193	4,212	4,665	4,429
Sugar Yield (Tonnes/Ha)	8.61	8.99	8.11	9.36	8.22

Agricultural diversification

	2024 Rs'000	2023 Rs'000	2022 Rs'000	2021 Rs'000	2020 Rs'000
Income from potatoes	22,739	14,403	37,485	25,660	18,176
Income from vegetables	11,718	13,968	14,764	10,333	9,601
Income from other products	1,309	2,137	1,463	1,077	4,178
Total agricultural income	35,766	30,508	53,712	37,070	31,955

Agricultural income for year 2024 amounted to Rs 35.8m and showed an increase of Rs 5.3m compared to Rs 30.5m recorded in 2023 mainly due to an increase in revenues from potatoes.

In 2024, the cultivation of potatoes was carried out on 48.1 hectares and 746 tonnes were harvested. This year's crop was a poor one but nevertheless better than the catastrophic 2023 crop. Bacterial wilt in the fields still remains a major problem. Average yield increased to 15.5 tonnes per Ha. but was still undermined by the bacterial wilt. The average selling price, driven by the Agricultural Marketing Board, increased by 12% and mitigated the loss in production. This resulted in an increase of Rs 8.3m in turnover as compared to last year. Overall, this activity broke-even compared to a loss of Rs 9.3m for the previous crop.

Harvest results of potatoes for the last 5 years were as follows:

	2024	2023	2022	2021	2020
Area harvested (Ha)	48.1	60.0	61.5	54.5	51.3
Area harvested mechanically (Ha)	31.4	9.4	37.4	40.6	37.0
Tonnage (Tonnes)	746	530	1,493	1,285	1,141
Average yield (Tonnes/Ha)	15.5	8.8	24.3	23.6	22.2

The sale of vegetables decreased by Rs 2.3m compared to last year. Cyclone 'Belal' has caused the loss of between 2 to 3 months of production depending on the products. The prices prevailing in 2024 were overall comparable to those of 2023 but costs have skyrocketed, mainly through increases of wages.

The operating results of the agro segment of the company have deteriorated from a profit of Rs 1.3m in 2023 to a loss of Rs 35.9m this year. The sharp increases in operating costs noted in 2023 have not subsided but have been exacerbated with the Wage Relativity Adjustment implemented in 2024. The reduced cane production together with decreasing sugar prices have only worsened the situation and resulted in the poor performance of 2024.

This state of affairs is a real call at arms as with albeit lower than record revenues per tonne of sugar, an estate of the size of USE cannot be loss making. Management and the Board will be undertaking a thorough review of operations in view of ever increasing labour costs and general inflation with a view to lowering operational costs.

Land and property development

The net income from land development has decreased from Rs 128.4m in 2023 to Rs 36.2m in 2024. The remaining lots of Morcellement Agricole de Combo and Morcellement Agricole de Terracine have been sold during the year. Unfortunately, the sale of the lots of Lotissement de Terracine has not materialised during 2024 although all the lots being reserved. The final permits needed to proceed with the sales are still being awaited. It is expected that all the project' sales should be completed during 2025.

OUTLOOK

On the revenue front, it is anticipated that the sugar industry of Mauritius is heading for stable sugar prices for the next crop, i.e. comparable to 2024 prices. Sugar prices on both the European and world markets that were at record levels have started to drop from their peak of October 2023 but are expected to oscillate around the present level, although the depreciation of the Mauritian rupee should impact positively on its revenue but negatively on its operating costs. Since July 2024, Mauritius has been suffering from a deficit in rainfall and the whole country is desperately hoping for the summer rains to set in. This does not bode well for the 2025 crop.

ACKNOWLEDGEMENT

I wish to express my sincere thanks to the board members for their support and guidance throughout the year, to the management team and all employees for their hard work, dedication and contribution to the achievements of the Group.

Arnaud Guibert
Manager

25 April, 2025

Dear Shareholder,

Following the change in ownership in October 2023, 2024 has been a transformative and exciting year for The Union Sugar Estates Co Ltd (USE). The change in ownership presented a unique opportunity to start afresh, enabling the Board to take a renewed and strategic approach to property development. With a clear vision for the future, the Board's objective has been to lay the foundations for long-term, sustainable growth whilst ensuring that the company's land assets are safeguarded for future generations.

Over the past year, our Land Development team, in close collaboration with the Land Development Committee (LDC), has worked to establish a strong framework for responsible development. This has involved comprehensive master planning efforts, infrastructure planning, and strategic decision-making, all aimed at unlocking the estate's potential while preserving its natural and historical heritage. Through this concerted effort, we have set the stage for value creation, phased developments, and enhanced stakeholder engagement, ensuring that USE continues to thrive in a rapidly evolving landscape.

Key Achievements in 2024

1. Comprehensive Land Bank Review

A comprehensive review of USE's 2,800-arpent land bank was conducted. This assessment allowed us to distinguish between strategic and non-strategic assets within the estate. Consequently, a Non-Strategic Land Release Strategy was developed to generate seed capital for future projects while contributing to debt reduction in the short to medium term. This strategy entails releasing approximately 275 arpents through bulk sales and agricultural morcellement over the next two years, with projected net revenues of some MUR 800M.

2. Rebranding

As USE embarks on this new chapter, the Board believes that a rebranding is essential to reflect the estate's evolution under new ownership and the Board's renewed vision for the future. This transformation is about aligning our brand with our long-term ambitions - creating a USE as a sought after destination. To ensure a thoughtful and impactful rebranding, we have selected consultants to guide us through this process. The new brand identity will be unveiled in the coming months, marking a significant milestone in USE's journey forward.

3. Selection of a Master Planner

A master plan is the blueprint for a sustainable and thriving future. It should provide a clear vision, balancing growth with preservation while ensuring long-term value creation. With this in mind, we selected Iyer of South Africa in September 2024. Led by Nathan Iyer, Iyer's Master Planners bring their extensive experience of working in Mauritius, having worked with several local companies on landmark projects. Given their deep understanding of the local landscape and their expertise in sustainable planning, we are confident that Iyer's strategic vision and competence will be invaluable in shaping our estate's future developments.

4. Initial Concept Framework Completion

The Initial Concept Framework for a 700-acre development has been completed. This framework integrates residential zones, leisure and hospitality offerings but also complementary services that align with the long-term vision of USE. Creating a destination at USE will be the key to our property development venture, crafting an experience that attracts people, builds momentum, and drives long-term value for the company and region.

5. Morcellement Terracine Residential

The Morcellement residential at Terracine was fully sold in 2021, with all infrastructure works completed by February 2023 and deposits banked from clients. Since October 2023, we have progressed to obtain the final clearances from the authorities, which were issued in February 2025. We are now awaiting the Morcellement Board to issue the Morcellement Permit, which will enable us to sign the Deeds of Sale and officially deliver the plots to their new owners, hopefully by June 2025, some four years after clients paid their deposits.

Looking Ahead to 2025

The coming year will be pivotal as we transition from planning to execution. With that in mind, our focus will be on advancing up to the detailed design of Phase 1 of the Master Plan, bringing our first projects to life. We will also establish the foundational infrastructure to support phased developments while continuing to create value for shareholders and ensuring that the estate's legacy is preserved for future generations.

Commitment to Sustainable Development

USE remains committed to balancing development with environmental stewardship, ensuring that our land—an integral part of the island's southern landscape—retains its heritage and value. This commitment is reflected in our approach to sustainable land use planning, where we integrate green and natural blue corridors, wetlands, and reforested areas within our master plans to maintain biodiversity while enabling responsible development. We also prioritize heritage conservation by looking at repurposing historic buildings and sugar estate structures into cultural or commercial hubs, preserving the estate's rich legacy. Additionally, we are exploring renewable energy integration through solar farms. To further enhance the estate's long-term value, we are planning low-impact tourism experiences, including hiking trails and farm-to-table experiences, allowing visitors to engage with and appreciate the estate's natural beauty.

Shaping our future

As we move forward, USE remains committed in its mission to shape land into a thriving, sustainable, and dynamic destination. With the solid foundations laid in 2024, we are well-positioned to transform our vision into reality—delivering innovative projects, strengthening our community, and preserving the unique heritage of our land. The Board looks forward to the journey ahead and will continue its best in unlocking the full potential of USE's land bank and make "le Grand Sud sauvage" a reality.

Olivier Desvaux de Marigny
Head of Property Development

25 April, 2025

The Board of Directors of The Union Sugar Estates Company Limited ('USE' or the 'Company') is pleased to present the Annual Report together with the audited consolidated financial statements of the Company and its subsidiaries, for the year ended 31 December, 2024.

NATURE OF BUSINESS

The main activity of the Company is growing and cultivation of sugar cane and other agricultural products.

The Company's main subsidiary, Societe Union St Aubin (SUSA), holds property, all other subsidiaries were dormant during the year.

DIRECTORS

The Directors of the Company for the year under review are disclosed under the section of Corporate Information on Page 2.

DIRECTORS' SERVICE CONTRACT

As at 31 December, 2024, there was no service contract between the Company and any of its Directors.

CONTRACTS OF SIGNIFICANCE

There were no contracts of significance subsisting during the year to which the Company or its subsidiaries was a party and in which a director was materially interested either directly or indirectly.

DIRECTORS' SHARE INTERESTS

The Directors' direct and indirect interests in the stated capital of the Company or its subsidiaries are detailed on Page 13.

DIRECTORS' REMUNERATION AND BENEFITS

Remuneration and benefits received or due and receivable by the directors from the Company and its subsidiaries were as follows:

	From the Company and Subsidiaries	
	2024	2023
	Rs	Rs
Robert Marie André BONIEUX *(Chairperson)*	**1,611,025**	94,583
Jacques Philippe Henri MARRIER D'UNIENVILLE	**317,500**	148,750
Raymond Marie Marc HEIN	**500,000**	166,666
Jean Lindberg CHARLES	**425,000**	70,834
Roland Louis HEIN D'EMMEREZ DE CHARMOY	**317,500**	52,917
Imalambaal KICHENIN *(resigned on 18/02/2025)*	**331,352**	66,667
Aboo Swaleh RAMJANE *(resigned on 28/03/2024)*	**62,500**	72,500
Sarah Emilie OLIVER	**317,500**	52,917
Muhammad S E HAJI ADAM *(appointed on 28/03/2024)*	**381,844**	-
Mohamed Javed ABOOBAKAR *(appointed on 28/03/2024)*	**211,936**	-

AUDITORS' FEES

The fees paid to the auditors, Deloitte, for audit and other services were:

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
Audit fees	**1,350,000**	1,245,000	**1,350,000**	1,245,000

The non-audit fees performed by Deloitte for the financial year 2024 amounted to MUR 830,000 (2023: nil).

Approved by the Board of Directors on 25 April, 2025 and signed on its behalf by:

Robert Marie André BONIEUX
Chairperson

Muhammad S E HAJI ADAM
Director

25 April, 2025

Name of Public Interest Entity ('PIE') : The Union Sugar Estates Company Limited ('the Company' or 'USE')

Reporting period : Year ended 31 December, 2024

On behalf of the Board of Directors of USE, we confirm that, to the best of our knowledge, the Company has fully complied with its obligations and requirements under the Code of Corporate Governance for Mauritius (2016) (the 'Code'), with the exception of:

- Principle 2:
  - The Structure of the Board and its Committees:
    The Board does not believe in the nomination of Management Executives on to the Board and prefers its shareholders, as well as a number of independent persons, to be the Directors of the Company. The Board believes that it is more effective without executives as its members, even if Management Executives are invited to attend Board meetings.

Robert Marie André BONIEUX
Chairperson

Muhammad S E HAJI ADAM
Director

25 April, 2025

COMPANY PROFILE

The Company, incorporated on July 4, 1913, in the Republic of Mauritius, is a Public Interest Entity as defined by the Financial Reporting Act 2004.

Initially set up as a sugar cane miller-planter, USE is today involved in sugar cane planting, agricultural activities and property development. USE is listed on the Development Enterprise Market ('DEM') of the Stock Exchange of Mauritius Ltd since August 4, 2006.

As at 31 December, 2024, the stated capital of the Company was Rs 501,890,000/- divided into 18,900,000 ordinary shares of no par value.

Following the successful amalgamation of Cecile Holding Ltd into The Union Sugar Estates Company Ltd with an effective date of 31st December 2024; Cecile Holding Ltd has been dissolved and all the shareholders of Cecile Holding Ltd are now direct shareholders of The Union Sugar Estates Company Ltd.

As a result of this amalgamation the number of shares of The Union Sugar Estates Company Ltd remain unchanged but the share capital of the company now stands at Rs 501,890,000.

A number of shareholders holding in aggregate 166,491 shares voted against the amalgamation and in accordance with section 108 of the Companies Act the Company has purchased the shares of these shareholders for Rs21,768,698. The shares bought back have been accounted as treasury shares.

Principle 1: Governance Structure

The Board and Management of USE reiterate their commitment to sustain high standards of Corporate Governance in order to maximise long-term value of all Shareholders and Stakeholders at large. Furthermore, it endorses the highest standards of business integrity and professionalism to ensure that the activities within the Company are managed ethically and responsibly to enhance business value for all Stakeholders.

The Board assumes full responsibility for leading and controlling the organisation and meeting all legal and regulatory requirements. Besides, the Board is collectively responsible for the long-term success, reputation and governance of the Company. The Board also determines the Company's mission, vision, values and strategy.

This report describes, amongst others, the main corporate governance framework and compliance requirements of the Company, which are laid down in the following:

- USE's Constitution;
- the Terms of Reference of the Board Committees;
- the National Code of Corporate Governance for Mauritius (2016);
- the Mauritius Companies Act 2001;
- the Securities Act 2005; and
- the DEM Rules of The Stock Exchange of Mauritius.

The Directors and Management of USE also recognise the need to adapt and improve the principles and practices in light of their experience, regulatory requirements and investor expectations.

The Board Charter, in line with the Company's responsibility to define rules and responsibilities of each Board Member, a Board Charter has been adopted on 20th February 2024. The charter includes the best practices to be followed by all the Board members based on the NCGC (2016).

Moreover, a Group Code of Ethics has been adopted by the Company and shared with employees, to ensure that policies, procedures and controls are in place for the business to be conducted honestly, fairly and ethically.

The Code of Ethics includes the principles, norms and standards that the Company wants to promote and integrate within its corporate culture in the conduct of its activities, including internal relations, interaction and dealings with external Stakeholders.

Additionally, every person holding a senior governance position within the Company has a job contract and is fully aware of his/her key responsibilities.

CONSTITUTION

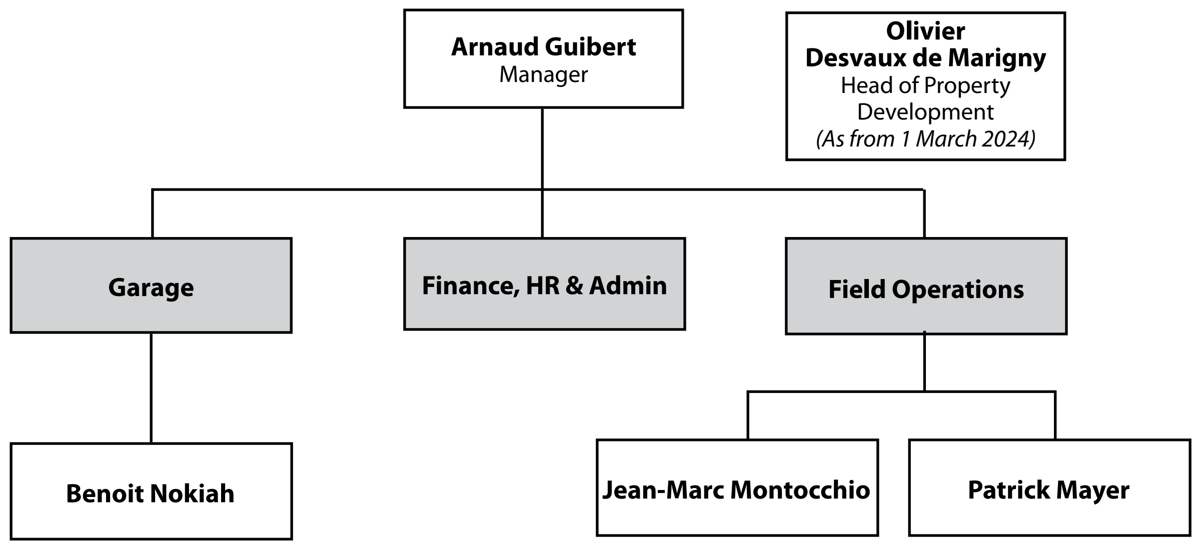
USE's Constitution is in conformity with the provisions of the Mauritius Companies Act 2001 and the DEM Rules of the Stock Exchange of Mauritius.

There are no clauses of the Constitution deemed material enough for special disclosure. Directors who are interested in a transaction entered into by the Company may attend a meeting of Directors, at which a matter relating to the transaction arises and shall be included among the Directors present for the purpose of quorum, but shall not be allowed to vote on that matter on end and, if he/she does vote, his/her vote shall not be counted.

A copy of USE's Constitution can be obtained upon request to the Company Secretary, its registered office being: c/o Omnicane Management & Consultancy Limited, Omnicane House, 2nd Floor, Mon Trésor Business Gateway, New Airport Access Road, Plaine Magnien, Mauritius. The contact details of the Company Secretary are disclosed in the section of Corporate Information.

SENIOR MANAGEMENT ORGANISATIONAL CHART

The new senior management structure effective 01 November, 2024 is as follows:



Principle 2: The Structure of the Board and its Committees

BOARD STRUCTURE

USE is led by an effective and unitary Board which is the favoured structure for companies in Mauritius.

The Board of USE consists of 7 non-executive Directors and 2 independent non-executive Directors. The National Code of Corporate Governance for Mauritius encourages a Board composed of Executive, Independent and non-independent non-executive Directors. The Board does not believe in the nomination of Executives to the Board, even if they are invited to participate in Board meetings. Independence is a function of a number of factors as discussed in the National Code on Corporate Governance.

This Board further believes that the Company's interests are best served by the very persons who are investors and have a strong belief in the future strategy of the merged USE. Given the light management structure of the Company since 01 November 2023, and the Board's preference to comprise shareholders and independent Directors, there are no Executive Directors on the Board.

BOARD SIZE

The Constitution of USE provides that the Board of Directors shall consist of not less than six (6) and no more than nine (9) Directors. All of the Directors are re-elected by separate resolutions at every Annual Meeting of Shareholders of the Company.

BOARD COMPOSITION

The Board of USE was composed as follows:

Name of Directors	Category
Jacques Philippe Henri MARRIER D'UNIENVILLE	Non-Executive Director
Raymond Marie Marc HEIN	Non-Executive Director
Robert Marie André BONIEUX	Non-Executive Director
Jean Lindberg CHARLES	Non-Executive Director
Roland Louis HEIN D'EMMEREZ DE CHARMOY	Non-Executive Director
Imalambaal KICHENIN *(resigned on 18/02/2025)*	Non-Executive Director
Aboo Swaleh RAMJANE *(resigned on 28/03/2024)*	Non-Executive Director
Sarah Emilie OLIVER	Independent Non-Executive Director
Muhammad S E HAJI ADAM *(Appointed on 28/03/2024)*	Non-Executive Director
Mohamed Javed ABOOBAKAR *(Appointed on 28/03/2024)*	Independent Non-Executive Director
Gilles KICHENIN *(appointed on 18/02/2025)*	Non-Executive Director

The Board is of the view that its present composition is adequately balanced and that current Directors have the range of skills, expertise and experience to carry out their duties properly.

The Board is of view that Directors who had served more than nine years since their appointment still brought to the Company a valuable contribution in terms of experience, professionalism, integrity, and objectivity.

The names of the Directors, their profiles and their categorisation as well as their directorship details are set out in the Directors' Profiles section of this report (Page 10). In this respect, the Board has decided to only disclose the directorships in listed companies and the list of directorships for unlisted companies will be available upon request.

BOARD DIVERSITY

The Directors of USE are all ordinarily residents of Mauritius.

USE is also an equal opportunity employer which has a non-discrimination policy that covers its senior governance positions and includes diverse professional backgrounds with a broad mix of skills and competencies.

USE believes that, based on its size, the current Directors possess the appropriate expertise and knowledge to discharge their duties and responsibilities effectively and to meet the Company's business requirements.

BOARD OF DIRECTORS

The Board of Directors is USE's ultimate decision-making entity and exercises leadership, entrepreneurship, integrity and sound judgement in directing the Company to achieve continuing prosperity for the organisation while ensuring both performance and compliance.

The Board also ensures that the activities of the Company comply with all legal and regulatory requirements as well as its Constitution from which the Board derives its authority to act.

All Directors are aware of the key discussions and decisions of the committees as the Chairperson of each committee provides a summary to all the Directors at the Board meeting following the relevant committee meetings.

Besides, it is the Board's responsibility to apply proper and effective corporate governance principles and to be the focal point of the corporate governance system.

The role of the Board of Directors is, *inter alia*:

a) To provide entrepreneurial leadership to the Company within a framework of prudent and effective risk management;
b) To determine the Company's vision, strategy and values;
c) To monitor and evaluate the implementation of strategies, policies, management performance criteria and business plans;
d) To make sure that the necessary financial and human resources are in place for the Company to meet its objectives;
e) To ensure that the Company complies with all laws, regulations and codes of best business practice;
f) To keep proper accounting records, ensure that a true and fair set of financial statements are prepared.

CHAIRPERSON AND MANAGER

As a cornerstone of Corporate Governance, during the year under review, the duties and responsibilities of the Chairperson and of the Manager are kept separate to ensure proper balance of power, increased accountability and greater capacity of the Board for independent decision-making.

BOARD MEETINGS

The Board meetings are normally held at least once every 2 months and at any additional times as the Company requires. Decision taken between meetings are confirmed by way of resolutions in writing, agreed and signed by all Directors.

The Board meetings are conducted in accordance with the Company's Constitution and the Mauritius Companies Act 2001, and are convened by giving appropriate notice to the Directors.

Detailed agenda, as determined by the Chairperson, together with other supporting documents are circularised in advance to the Directors to enable them to make focused and informed deliberations at Board meetings. To address specific urgent business needs, meetings are at times called at shorter notice. Furthermore, the Directors have the right to request independent professional advice at the Company's expense.

A quorum of a majority of the Directors is currently required for a Board Meeting of USE and in case of equality of votes, the Chairperson has a casting vote.

For the year under review, the Board met 9 times.

The Directors may ask for any explanations or production of additional information and, more generally, submit to the Chairperson any request for information or access to information which might appear to be appropriate to him. As per the Constitution of the Company, a majority of Directors are currently required to constitute a Board meeting.

All Directors have a duty to declare conflicts of interest before proceeding with any transaction. As such, a Director who had declared his interest shall not vote on any matter relating to transaction or proposed transaction in which he is interested but shall be counted in the quorum present for the same purpose of that decision. The Company Secretary takes note of any conflict of interest declared by a Director and same is recorded in the minutes of the meeting.

The minutes of the proceedings of each Board meeting are recorded by the Company Secretary and are entered in the Minutes Book of the Company. The minutes of each Board meeting are submitted for confirmation at its next meeting and these are then signed by the Chairperson and the Company Secretary.

BOARD COMMITTEES

In line with the Code, and in order to facilitate effective management, the Board has constituted an Audit & Risk Committee, a Corporate Governance Committee as well as a Land Development Committee. These three Committees operate within defined Terms of Reference and independently to the Board.

The Chairperson of each Board Committees report on the proceedings of the Committees at each Board meeting of the Company and the Committees regularly recommend actions to the Board. The Company Secretary acts as secretary to the Board Committees. The Board Committees are authorised to obtain, at the Company's expense, professional advice both within and outside the Company in order for them to perform their duties.

The Board of USE believes that the members of its three (3) above-mentioned Committees have the appropriate balance of skills, experience, independence and knowledge to enable them to discharge their duties.

The Board of Directors assesses the Terms of Reference of the three (3) Board Committees on a regular basis to ensure that same are being applied correctly and that the said Terms of Reference are still compliant with the various regulations.

The Board has put emphasis on the Board Committees where Directors are all involved and contribute to addressing key issues for the Company. The Board believes that highly effective Board Committees play a key role in the quality of governance at the Company.

Audit & Risk Committee

The composition of the Audit & Risk Committee is as follows:

Members	Category
Jean Lindberg CHARLES	Non-Executive Chairperson
Aboo Swaleh RAMJANE *(resigned on 28/03/2024)*	Non-Executive Director
Muhammad S E HAJI ADAM *(appointed on 23/04/2024)*	Non-Executive Director
Mohamed Javed ABOOBAKAR *(appointed on 21/08/2024)*	Independent Non-Executive Director
Robert Marie André BONIEUX *(resigned on 21/08/2024)*	Non-Executive Director
In attendance (when deemed appropriate)	
Arnaud GUIBERT	Manager
Eddie AH-CHAM	Representing the secretaries Omnicane Management & Consultancy Limited
BDO Financial Services Ltd	Internal Auditor – Independent Service Provider
Deloitte	External Auditor – Independent Service Provider

The Audit & Risk Committee operates under the Terms of Reference approved by the Board.

The Committee meets at least once each quarter and reports on its activities to the Board. A quorum of two (2) members is currently required for a Audit & Risk Committee meeting.

The main functions of the Audit & Risk Committee are as follows:

- reviewing the effectiveness of the Group's internal control and reporting systems;
- monitoring the effectiveness of the internal audit function;
- overseeing the financial reporting procedures in line with the relevant accounting standards;
- recommending the Board of Directors on the appointment of external auditors, reviewing their scope of work and their remuneration;
- monitoring the effectiveness and independence of external auditors;
- recommendation of the condensed unaudited quarterly financial statements; and
- maintaining the integrity of the financial statements.

The Company Secretary acts as Secretary of the Audit & Risk Committee to ensure proper recording of the proceedings of the meetings.

Report of the Audit and Risk Committee

The Audit and Risks Committee ("ARC") operates under the terms of reference approved by the Board.

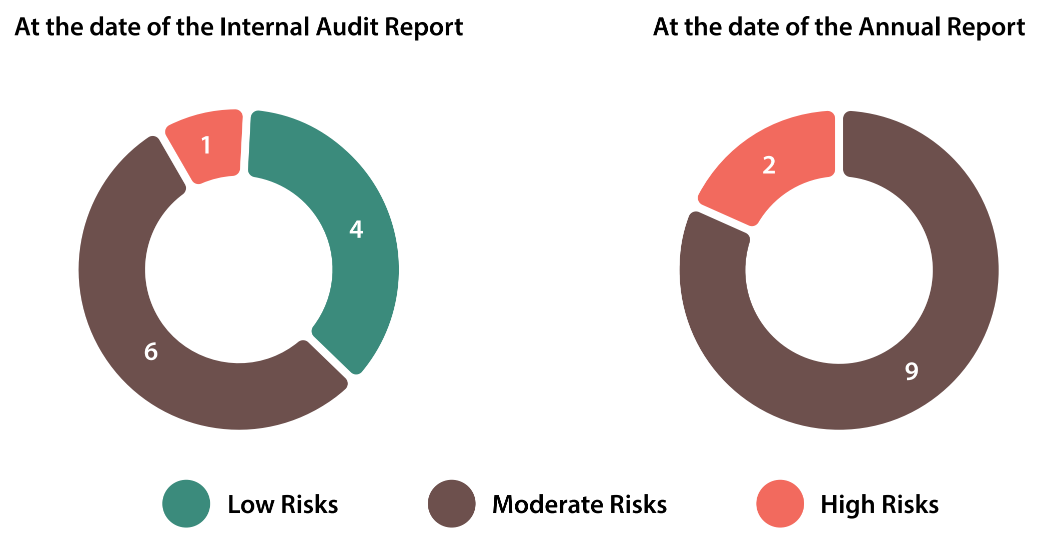
The Audit & Risk Committee met five (5) times during the financial year ended 31 December 2024.

BDO completed the last part of its previous engagement as internal auditor of the Company in 2024, and has been re-engaged for a further three-year period starting 2025. The last BDO review covered diversification, including land development. Following the audit, BDO had an initial review meeting with management, followed by a meeting with management and the Audit & Risks Committee. The findings of the audit were reported under eleven (11) main topics and classified as low, medium and high risks.

Management has since the audit worked on the shortcomings, and a comparison of the situation reported in the Internal Audit Report and as at the date of approving the Annual Report is depicted as follows:

Report of the Audit and Risk Committee (Cont'd)

Risks reported in the Internal Audit Report v/s risks as at the date of the Annual Report



The remaining 2 areas of high risks are expected to be mitigated during the calendar year 2025 upon: (i) the Company replacing its current physical server by a cloud server and the deployment of the stock system in remote location; and, (ii) the current internal audit engagement which will include formalising certain standard operating procedures.

Deloitte has been re-appointed as external auditor of the Company following the Annual Meeting of Shareholders held on 27 June 2024.

The Company Secretary acts as Secretary of the Audit & Risk Committee to ensure proper recording of the proceedings of the meetings.

Corporate Governance Committee

The composition of the Corporate Governance Committee is as follows:

Members	Category
Muhammad S E HAJI ADAM *(appointed on 23/04/2024)*	Non-Executive Chairperson
Aboo Swaleh RAMJANE *(resigned on 28/03/2024)*	Non-Executive Director
Imalambaal KICHENIN *(resigned on 18/02/2025)*	Non-Executive Director
Raymond Marie Marc HEIN	Non-Executive Director
Gilles KICHENIN *(appointed on 18/02/2025)*	Non-Executive Director
In attendance (when deemed appropriate)	
Arnaud GUIBERT	Manager
Eddie AH-CHAM	Representing the secretaries Omnicane Management & Consultancy Limited

The Corporate Governance Committee operates under the Terms of Reference approved by the Board and a quorum of two (2) members is currently required for a meeting of the said Committee.

The main functions of the Corporate Governance Committee are as follows:

- Providing guidance to the Board on all corporate governance provisions to be adopted so that the Board remains effective and follows prevailing corporate governance principles;
- Reviewing the Corporate Governance Report to be published in USE's Annual Report and ensuring that the reporting requirements are in accordance with the principles of the Code of Corporate Governance;
- Recommending to the Board of Directors the adoption of policies and best practices as appropriate;
- *In its role as Nomination Committee,* reviewing the structure, size and composition of the Board, identifying and recommending to the Board possible appointees as Directors, making recommendations to the Board on matters relating to appointment or re-appointment of Directors and succession plans for Directors whilst assessing the independence of the Independent Non-Executive Directors; and
- *In its role as Remuneration Committee,* determining and developing the Company's and Group's general policy on executive and senior management remuneration and making recommendations to the Board on all the essential components of remuneration whilst determining the adequate remuneration to be paid to Directors and senior management.

The Corporate Governance Committee has met 1 time during the year.

The Corporate Governance Committee confirms that it has fulfilled its responsibilities for the year under review in accordance with its Terms of Reference.

The Company Secretary acts as Secretary of the Corporate Governance Committee to ensure proper recording of the proceedings of the meetings.

Land Development Committee

The Board decided to create a Land Development Committee, in line with the strategy to develop the Company land resources.

The main functions of the Land Development Committee are to:

- Set the Company's strategy and planning for property development in collaboration with the Head of Property Development and to make appropriate recommendations to the Board;
- Ensure that the Company's real estate activities create and enhance value to the Shareholders and are well managed;
- Oversees the property development projects, conducting due diligence as and when needed, assess risks and ensure compliance with relevant laws and regulations as applicable.

At the date of this report, the membership of the said Committee is as follows:

Members	Category
Raymond Marie Marc HEIN	Non-Executive Chairperson
Jacques Philippe Henri MARRIER D'UNIENVILLE	Non-Executive Director
Robert Marie André BONIEUX	Non-Executive Director
Sarah Emilie OLIVER	Non-Executive Director
Roland Louis HEIN D'EMMEREZ DE CHARMOY *(resigned on 23/04/2024)*	Non-Executive Director
In attendance (when deemed appropriate)	
Arnaud GUIBERT	Manager
Olivier DESVAUX DE MARIGNY	Head of Property Development *(As from 1 March, 2024)*
Eddie AH-CHAM	Representing Omnicane Management & Consultancy Limited

ATTENDANCE AT BOARD AND COMMITTEE MEETINGS

Attendance at Board and Committee meetings for the year under review is as follows:

Name of Directors	Category	Board Meetings (9)	Audit & Risk Committee Meetings (5)	Corporate Governance Committee Meetings (1)	Land Development Committee (5)
Robert Marie André BONIEUX	NECD	9 out of 9	4 out of 5	N/A	4 out of 5
Jacques Philippe Henri MARRIER D'UNIENVILLE	NED	8 out of 9	N/A	N/A	2 out of 5
Raymond Marie Marc HEIN	NED	9 out of 9	N/A	1 out of 1	4 out of 5
Roland Louis HEIN D'EMMEREZ DE CHARMOY	NED	7 out of 9	N/A	N/A	N/A
Jean Lindberg CHARLES	NED	8 out of 9	5 out of 5	N/A	N/A
Aboo Swaleh RAMJANE *(resigned on 28/03/2024)*	NED	1 out of 1	N/A	N/A	N/A
Imalambaal KICHENIN *(resigned on 18/02/2025)*	NED	6 out of 9	N/A	1 out of 1	N/A
Sarah Emilie OLIVER	INED	9 out of 9	N/A	N/A	5 out of 5
Muhammad S E HAJI ADAM (Appointed on 28/03/2024)	NED	8 out of 8	5 out of 5	1 out of 1	N/A
Mohamed Javed ABOOBAKAR *(Appointed on 28/03/2024)*	INED	7 out of 9	2 out of 5	N/A	N/A

Note:

ED: Executive Director
INED: Independent Non-Executive Director
NECB: Non-Executive Chairman of the Board
NED: Non-Executive Director

Principle 3: Directors' Appointment Procedures

DIRECTORS' PROFILES

The names of all Directors, their profile and their categorisation as well as their Directorship details in listed companies are provided below:

Robert Marie André BONIEUX, *Non-Executive Director*
André Bonieux qualified as a member of ICAEW in 1985. He spent his first 6 years working in London before returning in Mauritius in 1986. As a qualified accountant in Mauritius he has some 22 years' experience with PwC, 12 of those as Mauritius Senior Partner. André has a strong understanding of governance issues, financial controls, regulatory reporting, shareholder value and technology issues. André retired from PwC in 2018. He joined Alteo Limited in November 2018 where he was CEO until 31 December, 2021.

Jacques Philippe Henri MARRIER D'UNIENVILLE G.O.S.K, *Non-Executive Director*
Mr. Jacques Marrier d'Unienville, G.O.S.K, holds a Bachelor's degree in Commerce. Prior to joining Société Usinière du Sud (SUDS) as Chief Executive Officer in 2005, he was the Managing Director of Société de Traitement et d'Assainissement des Mascareignes. He has held office as Chief Executive Officer of MTMD (now Omnicane Limited) as from 01 April, 2007. He is the Chairperson of Omnicane Thermal Energy Operations (La Baraque) Limited and Omnicane Thermal Energy Operations (St Aubin) Limited, Omnicane Milling Operations Limited, Omnicane Logistics Operations Limited, Airport Hotel Ltd and is a director of Compagnie de Beau Vallon Ltée and Beau Vallon Hospitality Ltd. He is a board member of several sugar sector institutions in Mauritius and was the President of the Mauritius Sugar Producers' Association in 2005, 2006, 2009, 2010 and 2015. He was the President of the Mauritius Sugar Syndicate in 2012 and 2022.

Other directorships in listed companies:
- *Omnicane Limited*
- *Beau Vallon Hospitality Ltd*

Raymond Marie Marc HEIN SC, G.O.S.K, *Non-Executive Director*
Mr Raymond Marie Marc Hein SC, G.O.S.K is the holder of an LLB (Honours) from the University of Wales and of a Licence en Droit from Aix-en-Provence University. He was called to the Bar in London at Gray's Inn in 1979 and has practiced law in Mauritius ever since. He is a previous Member of Parliament. He was Chairman of the Mauritius Bar Council, of the National Economic and Social Council and of the Financial Services Commission. He also served on the board of Air Mauritius Ltd. and of Omnicane Co. Ltd. He is the founder and Chairman of Juristconsult Chambers, a business law firm affiliated to the DLA Piper Africa group. He has been active in the Global Business sector for a long period holding various positions and now specialises in business law notably in corporate, commercial, financial, tax and international law. He has a long experience of the boardroom and of the rights and duties of a director.

Imalambaal KICHENIN, *Non-Executive Director*
Mrs. Kichenin is a top-level executive with over 20 years of experience in the Financial Services sector, spearheading new ventures, product development, legal structuring and the creation of global distribution networks. She is the co-founder and current Group Chief Executive Officer of JurisTax Holdings Ltd. Mrs. Kichenin also acts as director on listed companies and Private Equity Funds. She is, moreover, the promoter of the African Institute of Training and Development.

Jean Lindberg CHARLES, *Non-Executive Director*
Mr. Charles has held senior management positions in the mining, fishing and hospitality industries across Africa over the past 25 years and has, since 2018, served as CFO and Secretary of Canadian-listed DFR Gold Inc., an exploration company with assets in West Africa and Madagascar. Prior to joining DFR Gold, he was the CFO of Afritex Ventures (2017-2018), a company with fishing operations in Mauritius and Mozambique. Mr. Charles has worked for AIM (London) listed Sierra Rutile Limited, a mineral sands producer in Sierra Leone between 2005 to 2014 where he held several positions, including Group Financial Controller, CFO (Executive Director) and Commercial Director. Mr. Charles started his career in auditing with De Chazal Du Mée & Co followed by Ernst & Young until 1998 where he qualified as a Chartered Certified Accountant prior to starting his African venture with Le Meridien Hotels & Resorts.

Roland Louis HEIN D'EMMEREZ DE CHARMOY, *Non-Executive Director*
Mr. Hein de Charmoy holds an MA in Philosophy, Politics & Economics (Oxon) and an MBA (Tuck School of Business). He was Secretary General of the Mauritius Chamber & Industry (1966 - 1969) and a member of the Mauritian Delegation which negotiated the Lomé Convention between the EEC and 46 ACP countries in Brussels (1973 - 1975). He was formerly Account Executive at Young & Rubicam Inc. (New York) and founded Tea Blenders Ltd, a leading importer and distributor of food products in Mauritius.

Sarah Emilie OLIVER, *Independent Non-Executive Director*
Sarah Emilie Oliver is a marketing and sales professional with a Bachelor in Management and an MBA. With over 10 years of experience in real estate, she has held key managerial positions in sales, marketing, and business development for companies such as Omnicane, Landcorp Capital, Kantar TNS, Starwood Hotels and BARNES International Realty.

Muhammad S E HAJI ADAM, *Non-Executive Director*
Muhammad S E Haji Adam is a fellow of the Institute of Chartered and Certified Accountants. He had a career in accountancy and audit before joining the UBS Group of Companies in 2001. He has extensive experience in transport, automotive, commerce, industry and property development. He is currently the Group Chief Executive of the UBS Group of Companies.

Other directorships in listed companies:
- *United Bus Service Ltd*
- *Associated Commercial Co Ltd*
- *Mauritius Secondary Industries Ltd*

Principle 3: Directors' Appointment Procedures (Cont'd)

DIRECTORS' PROFILES (CONT'D)

Mohamed Javed ABOOBAKAR, *Independent Non-Executive Director*
Mr. Mohamed Javed Aboobakar holds a BA (Hons) Economics, Accounting and Finance from the University of Leeds, England and a Bachelor of Laws (LLB), with specialisation in trusts, corporate law and taxation from the University of London and an MBA (International Finance) from the University of Bristol (UK) jointly with École Nationale des Ponts et Chaussées (Paris). He is also a Trust and Estates Practitioner (TEP), being a Member of the Society of Trust and Estate Practitioners (STEP), UK. He has a wide range of experience in acting as director, advising, administering, dealing with corporate governance and AML/CFT issues for hedge funds, private equity / real estate funds, infrastructure funds, structured finance and Special Purpose Vehicles investing in Asia, Middle East and Africa. Moreover, he has acted as independent Director of several multinational companies, familiarizing himself with good Corporate Governance and served as past Chairman of the Task Force for Funds at the Mauritius Financial Services Commission (FSC). He was also the Managing Director of Citco (Mauritius) Limited, a wholly owned subsidiary of the Citco Group which is a diversified financial services company and a global leader in the alternative investment fund space.

Gilles KICHENIN, *Non-Executive Director*
Gilles holds a Masters in Management from the Institut Supérieur de Gestion – Paris. He previously occupied several directorial and financial positions in companies where he had the opportunity to work in different fields such as agro-industry (in Paris and Bordeaux), real estate (Reunion Island and Mauritius) and tourism (Mauritius). He also acted as a Director on a company listed on the Nairobi Stock Exchange. Gilles is behind the Asset and Fund Management engine of Providentia. Being fellow of the Mauritius Institute of Directors, Gilles actively participates to ensure good governance on the board of directors of companies.

PROFILES OF THE SENIOR MANAGEMENT TEAM

Arnaud GUIBERT, *Manager*
Arnaud joined USE in 1990 as Assistant Accountant and was awarded a Diploma in Management from the University of Mauritius in 1996. He was promoted to the post of Accountant in 1998 and has been appointed Administrative Manager in October, 2013. Arnaud was promoted to Manager position, effective as from 01 January, 2024. He will continue to oversee the Company's administration and accounting as well as the Company's agricultural operations.

Benoit NOKIAH, *Garage Manager*
Benoit started his career in the sugar industry in 1989 at Beau Plan S.E. In 2009 he joined USE as a Mechanisation Officer and was promoted to Garage Manager in 2013. Strong of his 35 years of experience, he manages the maintenance of our fleet of vehicles and agricultural equipment as well as irrigation equipment and buildings.

Jean-Marc MONTOCCHIO, *Agricultural Manager*
Jean-Marc joined USE in 1989 as Field First Assistant and was promoted to Section Manager and is now Agricultural Manager. Through his rich career at USE, Jean-Marc was instrumental to the mechanisation of field operations. He is also in charge of potatoes cultivation and participated in its development to become the major diversification activity of the Company.

Patrick MAYER, *Agricultural and Diversification Manager*
Patrick joined USE in 2008 after having worked at St Aubin Group for almost 25 years. Over and above managing the operations of our cane activities, he also manages the growing of vegetables under sheltered farming and has achieved to more than double the vegetables production.

Olivier DESVAUX DE MARIGNY, *Head of Property Development*
Olivier joined USE in 2024. He has vast experience within the real estate industry of Mauritius. He was the Head of Project of Sagiterra Ltd for 2 years and moved on to become the Development and Asset Manager of Medine Limited. From 2020 to 2021, he was the Senior Development Manager of Ciel Properties and eventually became their Head of Development in January 2022. He is also the Founder and Managing Director of Illimo Consult, a real estate and land management consultancy agency.

GROUP COMPANY SECRETARY

The Company has appointed Omnicane Management & Consultancy Limited for the provision of company secretarial services.

All Directors have direct access to the advice and services of the Company Secretary who is responsible for providing detailed guidance to the Chairperson and the Directors as to their fiduciary duties, responsibilities and powers. The Company Secretary also ensures that the Company is at all times complying with its Constitution, Terms of Reference, applicable laws, rules and regulations.

Moreover, the Company Secretary assists the Chairperson, the Board and Board Committees in implementing and strengthening good governance practices and processes with a view to enhance long-term Stakeholders' value. The Company Secretary also administers, attends and prepares minutes of all Board meetings, Board Committee meetings and Shareholders' meetings.

The Company Secretary is also the primary channel of communication between the Company and its Shareholders as well as the regulatory bodies.

APPOINTMENT AND RE-ELECTION

The responsibility of selecting a new Director forms part of the responsibility of the Corporate Governance Committee and the Chairperson of the said Committee oversees the selection process.

The Corporate Governance Committee makes recommendation to the Board either to fill a casual vacancy or as an addition to the existing Directors and ensures that the total number of Directors shall not at any time exceed nine (9) Directors as stipulated in the Constitution of the Company.

The re-election of all the Directors is tabled at each Annual Meeting of Shareholders of USE.

DIRECTOR'S (BOARD) INDUCTION

The Board has the responsibility for the induction of new Directors in the company

All new Directors are provided with an induction which includes a visit of the estate, meeting with senior management team and they also receive an induction pack which includes financial statements of the company, constitution, board charter, minutes of previous meetings etc.

They are also kept informed of new development and are encouraged to keep themselves updated as regards to the industry and professional practices.

The Company has also adopted a Directors appointment procedure and same is published on the Company's website.

PROFESSIONAL DEVELOPMENT

Directors and employees of the Company are encouraged to follow continuous professional development courses/ trainings to keep up to date with industry, legal and regulatory developments.

USE ensures that the necessary resources for developing and updating its Directors' knowledge and capabilities are provided as and when required.

SUCCESSION PLANNING

The succession planning policy was approved by the Directors in the Board meeting held in March 2023. The Board continues its evaluation of key management and will be making provisions for the proper succession of key employees.

Principle 4: Directors Duties, Remuneration and Performance

LEGAL DUTIES

The Directors of USE are aware of their legal duties and responsibilities as listed in the Mauritius Companies Act 2001.

The Directors further confirm that they exercise their duties with a degree of care, skill and diligence.

CODE OF ETHICS

A Code of Ethics has been adopted by the previous Board to ensure that policies, procedures and controls are in place for the business to be conducted honestly, fairly and ethically. The effectiveness and efficiency of the Code of Ethics are reviewed regularly by the Board of Directors to ensure that same is applied at all levels. The new Board has reviewed and reissued a new Code of Ethics which has also been circulated to employees.

The Code of Ethics includes the principles, norms and standards that the Company wants to promote and integrate within its corporate culture in the conduct of its activities, including internal relations, interaction and dealings with external stakeholders.

Furthermore, the Company and its employees must, at all times, comply with all applicable laws and regulations.

The Company will not condone the activities of employees who achieve results through violation of the law or unethical business dealings. This includes any payments for illegal acts, indirect contributions, rebates, and bribery. The Company does not permit any activity that fails to stand the closest possible public scrutiny.

All business conduct should be above the minimum standards required by law. Accordingly, employees must ensure that their actions cannot be interpreted as being, in any way, in contravention of the laws and regulations governing the Company's operations. Employees uncertain about the application or interpretation of any legal requirements should refer the matter to their superior, who, if necessary, should seek the advice of someone at the highest level of hierarchy.

CONFLICTS OF INTEREST

The Board of Directors strictly believes that a Director should make his best effort to avoid conflicts of interest or situation where others might reasonably perceive such a conflict. However, should any conflict of interest arise, it is crucial for Directors to disclose them, and the Interest Register is updated accordingly. The Interest Register is available for consultation by the Shareholders upon request to the Company Secretary.

As per USE's Constitution, a Director who has declared his interest shall not vote on any matter relating to a transaction or proposed transaction in which he is interested but shall be counted in the quorum present for the purpose of that decision.

RELATED PARTY TRANSACTIONS

Please refer to Note 42 of the Financial Statements. Conflicts of interest and related party transactions, if any, are conducted in accordance with the Company's Code of Ethics.

INFORMATION, INFORMATION TECHNOLOGY AND INFORMATION SECURITY GOVERNANCE

The Board is responsible to oversee information governance within the Company and ensures that the performance of information and information technology (IT) systems lead to business benefits and create value.

The Board has decided to delegate to Management the implementation of a framework on information, information technology and information security governance.

The Board will also ensure that the information security policy be regularly reviewed and monitored and that sufficient resources be allocated in the annual budget towards the IT expenditure.

BOARD INFORMATION

The Chairperson, with the assistance of the Company Secretary, ensures that Directors receive all information necessary for them to perform their duties and that the Board has sufficient time for consultation and decision-making.

The Board members of USE ensure that matters relating to the Company, learned in their capacity as Directors, are strictly confidential and private and shall not be divulged to anyone without the authority of the Board.

Besides as already mentioned above, the Directors have the right to request independent professional advice at the Company's expense in cases where the directors judge it necessary.

DIRECTORS' AND OFFICERS' IMDEMNITY AND INSURANCE

A Directors' and Officers' liability insurance have been taken by the Company.

BOARD EVALUATION AND DEVELOPMENT

An independent Board evaluation was conducted by the Mauritius Institute of Directors for the financial year ended 31 December 2024. The terms of reference of the assignment covered multiple areas with the idea of ensuring that the board was fulfilling its purpose in alignment with good governance practices. The review covered the board structure and procedures, protocol and practices, direction setting and investment strategy processes, relationship of management and the board, risk management, succession planning, management systems, internal controls. The assessment involved the chairman evaluation, peer review, senior management interview and one to one interview with the Board of Directors.

The report concluded that USE has a good Board given the financial performance the company has achieved following the change in ownership. Nevertheless, the report also highlighted recommendations to be implemented in view of moving from a being good board to becoming a high performing board.

REMUNERATION

STATEMENT OF REMUNERATION PHILOSOPHY

The Board of Directors has delegated to the Corporate Governance Committee the responsibility of determining the adequate remuneration to be paid to the Chairperson of the Board, the Non-Executive Directors, and the Management staff. USE's underlying philosophy is to set remuneration at an appropriate level to reflect the time investment required to be an effective Board and to reward them in accordance with their individual as well as collective contribution towards the achievement of the Company's objectives and performance.

BOARD AND BOARD COMMITTEES' FEES

Directors are remunerated with a fixed fee per annum.

The Chairperson of each Board Committee receives a higher fixed fee per annum. Such fees are in line with market practices. For the remuneration and benefits received, or due and receivable, by the individual Directors from the Company and its subsidiaries as at 31 December, 2024 please refer to page 4 of the Corporate Governance Report.

The Non-Executive Directors of the Company have not received remuneration in the form of share option or bonus associated with the performance of the Company.

DIRECTORS' DEALING IN THE SHARES OF USE

The Directors of USE are aware of their responsibilities to disclose any acquisition or disposal of the Company's shares in accordance with the Securities Act 2005 and the DEM Rules of the Stock Exchange of Mauritius Ltd. In accordance with the DEM Rules, Directors are strictly prohibited to deal in the shares of the Company during close periods.

DIRECTORS' INTEREST IN USE

Name of Directors	Number of Shares held direct	Number of shares held indirect
Robert Marie André BONIEUX	454,736	303,550
Raymond Marie Marc HEIN	3,796,940	-
Mohamed Javed ABOOBAKAR	80,946	-
Roland Louis HEIN D'EMMEREZ DE CHARMOY	1,885,814	-
Imalambaal KICHENIN *(resigned on 18/02/2025)*	-	1,517,747

Name of Directors	Number of Received Shares following Amalgamation	
	Direct	Indirect
Robert Marie André BONIEUX	303,550	303,550
Raymond Marie Marc HEIN	1,639,167	-
Roland Louis HEIN D'EMMEREZ DE CHARMOY	1,821,296	-
Jacques Philippe Henri MARRIER D'UNIENVILLE	-	-
Jean Lindberg CHARLES	-	-
Imalambaal KICHENIN *(resigned on 18/02/2025)*	-	1,517,747
Sarah Emilie OLIVER	-	-
Muhammad S E HAJI ADAM *(Appointed on 28/03/2024)*	-	-
Mohamed Javed ABOOBAKAR (*Appointed on 28/03/2024)*	80,946	-

INTEREST OF DIRECTORS IN THE SHARES OF THE COMPANY

Written records of the interests of the Directors and their closely related parties in shares of USE are kept in a Register of Directors' Interests.

Accordingly, as soon as a Director becomes aware that he or she is interested in a transaction, or that his or her holdings or his or her associates' holdings have changed, this should be reported to the Company in writing. The Company Secretary then ensures that the Register of Interests is updated accordingly.

The direct and indirect interests of the Directors and of the Senior Management Team who hold shares in USE during the year under review are disclosed in the table below:

As at 31st December 2024

	Direct Interest		Indirect Interest
Name of Directors	No. of shares	%	%
Robert Marie André BONIEUX	454,736	2.41	1.61
Jacques Philippe Henri MARRIER D'UNIENVILLE	-	-	-
Raymond Marie Marc HEIN	3,796.940	20.09	-
Roland Louis HEIN D'EMMEREZ DE CHARMOY	1,885,814	9.98	-
Jean Lindberg CHARLES	-	-	-
Aboo Swaleh RAMJANE *(resigned on 28/03/2024)*	-	-	-
Imalambaal KICHENIN *(resigned on 18/03/2024)*	-	-	8.03
Sarah Emilie OLIVER	-	-	-
Muhammad S E HAJI ADAM *(Appointed on 28/03/2024)*	-	-	-
Mohamed Javed ABOOBAKAR *(Appointed on 28/03/2024)*	80,946	0.43	-
	Direct Interest		Indirect Interest
Name of Members of Senior Management	No. of shares	%	%
Arnaud GUIBERT	-	-	-
Jean- Marc MONTOCCHIO	-	-	-
Patrick MAYER	-	-	-
Benoit NOKIAH	-	-	-
Olivier Desvaux de Marigny	-	-	-

Principle 5: Risk Governance and Internal Control

The Board of USE assumes its responsibilities in maintaining an effective system for risk governance and ensures that the Company develops and executes a comprehensive and robust system of risk management. The Directors are committed to a strong risk management culture. The Manager has the main responsibility of risk management and works with the Senior Management team to effectively perform his duties.

INTERNAL AUDIT

Internal Audit is responsible for the independent review of the Group's risk management and control environment. Its objective is to provide reliable, valued and timely assurance to the Board, the Audit & Risk Committee, and Executive Management over the effectiveness of controls, mitigating current and evolving high risks and in so doing enhancing the controls culture and adding value within the Group's activities.

In particular, Internal Audit assists Executive Management by carrying out independent assessment and appraisals of the effectiveness of the internal control environment and makes value added recommendations for improvement, and supports the Company's strategies, objectives and business management policies.

The Audit & Risk Committee approves the Internal Audit's programme and resources, reviews and discusses major audit findings together with management responses and evaluates the effectiveness of Internal Audit. The Audit & Risk Committee has re-appointed BDO Financial Services Ltd in June 2021 to act as internal auditors for a period of 3 years, following the end of their mandate in 2024, BDO has been re-appointed for a further period of three years in March 2025.

The audit assignment carried out by BDO Financial Services Ltd for the year under review was:

- Diversification including land development review

The Internal Audit report was presented at the Audit & Risk Committee of August, 2024. A number of recommendations have been made and agreed by management to strengthen the existing controls.

The Group Audit & Risk Committee and the Directors oversee risk management. The Board aims that risks faced are effectively identified, assessed, monitored and managed at acceptable levels in order to improve the risk-return profile of its Shareholders.

In that respect, USE has put in place an organisational structure with clear lines of responsibilities to mitigate risks.

Some of the most important risks to which the Company is exposed are listed hereunder:

Financial risks - These risks (including currency risks, interest rate risks and price risks) are reported on pages 33 to 35 of the Financial Statements.

Operational risks - These risks are defined as the risk of loss arising from inadequate or failed internal processes, people and systems or from external events. The cane industry has been subject to various challenges over the past years and has witnessed an increased volatility in the sugar price, a reduction in the area available for cane cultivation as well as a scarcity of a skilled labour force associated with increasing costs of operations. This has called for a change in the way our sugar activity is conducted in order to improve efficiency and ensure sustainability of operations.

The Mauritius Sugar Syndicate, which is the sole authorised body to market and sell sugar for the account of all producers in the industry, ensures that the best price is obtained on our behalf following negotiations effected for the sale of the bulk sugar production of the island. In order to mitigate the risks associated with the dismantling of the sugar quota regime in year 2017, consultations and discussions have started in order to bring more value creation through the production of additional special sugars as well as diversification towards more remunerative markets such as countries forming part of the SADC and COMESA bloc.

The Company has implemented a mechanisation program over the last decades which has attained 100 percent of the total area under cane cultivation since year 2020. This has contributed in mitigating the adverse effects associated with the non-availability of a skilled labour force as well as with a rising costs of operations. The Company is committed to be at the forefront of mechanisation through investment in new technologically advanced machinery and equipment which will increase efficiency of operations and reduce costs.

Risks associated with sugar production - The risks associated with sugar production can be classified under risks related to abiotic factors (drought, cyclones, fires and floods) and risks related to biotic factors (pests and diseases). The risks associated with abiotic factors are covered by insurance. Good production-management systems mitigate the risks associated with biotic factors.

Legal & Regulatory risks - These risks arise out of the inability to comply with policies, laws and regulatory requirements. USE regularly seeks legal advice to mitigate these risks and to better safeguard its interests. USE also ensures that adequate insurance covers are contracted for to cover the risk associated with our operations. In that respect, regular consultations are carried out with our insurance broker to mitigate the risks associated with inadequate or inappropriate cover.

Strategic risks and Business risks – These risks arise due to inappropriate business decisions or inadequate future business strategies in relation to the operating environment. The risks are usually caused by inflexible cost structures, changes in the business environment, Government or international regulatory decisions.

It is to be noted that important business decisions are being discussed during Board meetings which enables to mitigate the risk of inappropriate decisions. Furthermore, from time to time the Board may also take the services of external consultants to seek outside independent views.

WHISTLE-BLOWING POLICY

The Company has a formal whistle blowing policy and encourages its employees to develop and foster a culture of integrity and good governance. Employees are encouraged to voice out and speak as regards to concerns for suspicious, malpractices and wrong doings.

Principle 6: Reporting with Integrity

The Directors of USE affirm their responsibilities for preparing the Annual Report and Financial Statements of the Company. The Board also considers that the Annual Report and Financial Statements of the Company have been prepared in accordance with IFRS Accounting Standards and, taken as a whole, are fair, balanced, understandable and provide the information necessary for Shareholders and other key Stakeholders to assess the USE's position, performance and outlook.

Please refer to the Statement of Directors' Responsibilities found on page 17.

ENVIRONMENT, HEALTH AND SAFETY POLICY

USE abides by the Occupational Safety and Health Act 2005 general rules and regulations governing health, safety and environmental issues. The Group is committed to minimising any adverse effect of its operations on the environment and on the health and safety of its employees and the community in which it operates.

USE is currently looking into ways of reducing carbon emission in order to be in line with international standards (among which sugar cane burning has been reduced in line with the EU requirements).

SOCIAL ISSUES AND CORPORATE SOCIAL RESPONSIBILITY ("CSR")

USE recognises its social responsibility within the community and is committed to contributing to its welfare by undertaking various projects. For the year under review, the CSR contribution was made at Group level through USE's subsidiaries and amounted to Rs 50,119 (2023: Rs 6,619).

CHARITABLE & POLITICAL CONTRIBUTIONS

Donations made by the Company were as follows: -

Category	2024 (Rs)	2023 (Rs)
Charitable	**12,005**	1,875
Non-Charitable	-	-

No political contribution has been made for the year under review.

Principle 7: Audit

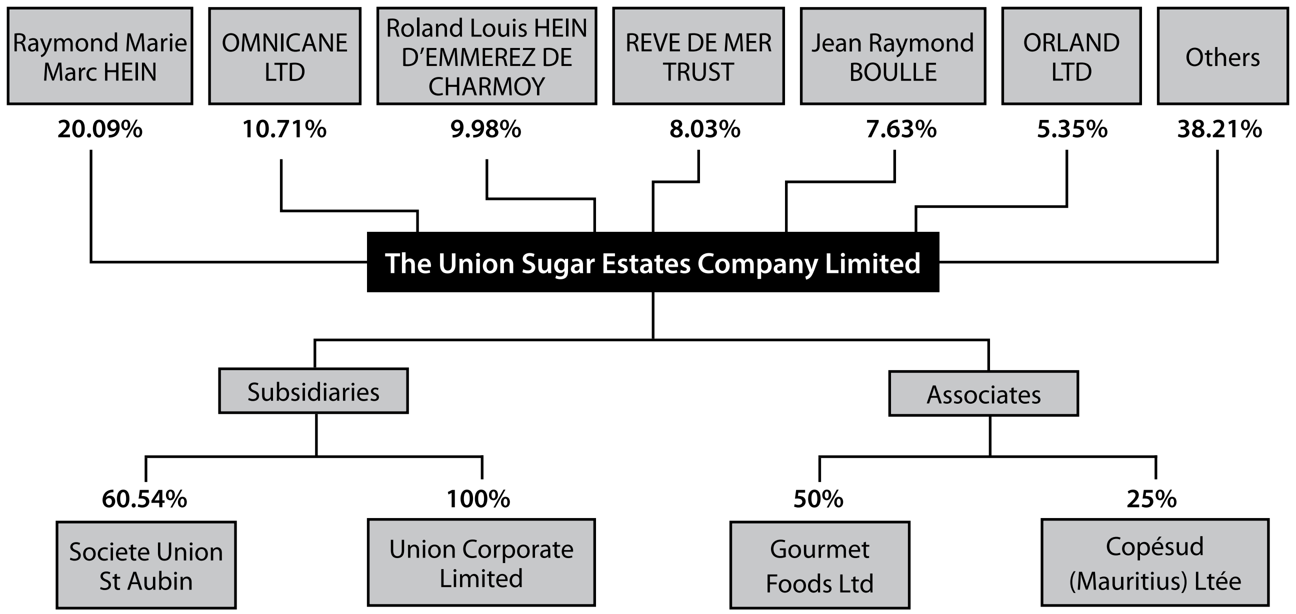
The role of the Audit & Risk Committee is defined under Principle 2.

EXTERNAL AUDIT

Deloitte has been re-appointed as the external auditors of the Company at the Annual Meeting of Shareholders held on 27 June, 2024. The Audit & Risk Committee has assessed the effectiveness of the external audit process and has discussed critical policies, judgements and estimates with the external auditors. The Audit & Risk Committee has met the external auditors in the presence of management as and when required. The Audit & Risk Committee has discussed the significant audit matters in relation to the financial statements. The audit fee of Deloitte for the financial year ended 31 December, 2024 amounted to Rs 1,350,000 for the Company and the non-audit services (audit assurance reports issued with respect to amalgamation proposal and solvency requirements) rendered by Deloitte for the financial year end 2024 amounted to Rs 830,000.

Principle 8: Relations with Shareholders and Other Key Stakeholders

SHAREHOLDING STRUCTURE



DIRECTORS IN SUBSIDIARIES/COMMON DIRECTORS

The names of the Directors in subsidiaries/common Directors, are as follows:

Name of Directors	UCL	SUSA
Jacques Philippe Henri MARRIER D'UNIENVILLE	√	√
Robert Marie André BONIEUX *(SUSA - appointed on 24 June, 2024)*	√	√
Roland Louis HEIN D'EMMEREZ DE CHARMOY *(SUSA - appointed on 24 June, 2024)*		√
Raymond Marie Marc HEIN *(SUSA - appointed on 24 June, 2024)*	√	√

Abbreviations:
SUSA : Société Union St Aubin
UCL : Union Corporate Limited

SUBSTANTIAL SHAREHOLDERS

The stated capital of the Company as at 31 December, 2024 was Rs 501,890,000/- divided into 18,900,000 ordinary shares of no par value each.

USE had 212 Shareholders on its share registry and the following Shareholders held more than 5% of its share capital, namely:

Name of shareholders	Number of ordinary shares	Percentage Holding
Raymond Marie Marc HEIN	3,796,940	20.09%
OMNICANE LTD	2,023,662	10.71%
Roland Louis HEIN D'EMMEREZ DE CHARMOY	1,885,814	9.98%
REVE DE MER TRUST	1,517,747	8.03%
Jean Raymond BOULLE	1,442,121	7.63%
ORLAND LTD	1,011,831	5.35%

COMMUNICATION WITH SHAREHOLDERS AND STAKEHOLDERS

The Board of Directors places great importance on transparency and optimal disclosure to Shareholders and hence ensures that Shareholders are kept informed on matters affecting the Group.

Shareholders are invited to attend the Company's Annual Meeting, which remains the ideal forum for discussions with the Directors and the Management team. The Annual Report, including the Notice of the Annual Meeting of Shareholders, is sent to each Shareholder of the Company.

DIVIDEND POLICY

The Board of Directors of USE has, on 31 December, 2024, given a notice that the Company has declared a final dividend of Rs 3.00 per share for Shareholders registered at the close of business on 21 January, 2025, in respect of its financial year ended 31 December, 2024.

The dividend has been paid on 10 February 2025.

In this respect, a Certificate of Solvency was signed by all Directors in accordance with the requirements of the Mauritius Companies Act 2001.

SHAREHOLDERS' AGREEMENT

To the best knowledge of the Company, there has been no such agreement with any of its Shareholders for the year under review.

SHARE REGISTRY AND TRANSFER OFFICE

USE's Share Registry and Transfer Office are administrated by MCB Registry & Securities Limited. Shareholders may contact MCB Registry & Securities Limited for any services like change of name, change of address, share transfers, dividends, etc.

SHAREHOLDING PROFILE

The share ownership and category of Shareholders at 31 December, 2024 were as follows:

Number of Shareholders	Size of shareholding	Number of Shares Held	% Holding
115	1 - 500 shares	13,232	0.0700
20	501 - 1,000 shares	15,822	0.0837
24	1,001 - 5,000 shares	62,154	0.3289
4	5,001 - 10,000 shares	25,955	0.1373
15	10,001 - 50,000 shares	392,485	2.0766
6	50,001 - 100,000 shares	408,101	2.1593
12	100,001 - 250,000 shares	2,116,655	11.1992
7	250,001 - 500,000 shares	2,167,620	11.4689
9	Over 500,000 shares	13,697,976	72.4761
212		**18,900,000**	**100.0000**

Number of Shareholders	Category of Shareholding	Number of Shares Held	% Holding
179	Individuals	13,541,000	71.6455
2	Investment and Trust Companies	1,517,749	8.0304
3	Pensions and Provident funds	226,400	1.1979
28	Other Corporate Bodies	3,614,851	19.1262
212		**18,900,000**	**100.0000**

SHARES IN PUBLIC HANDS

In accordance with the DEM Rules of the Stock Exchange of Mauritius Ltd, at least 10% of the shareholding of USE is in the hands of the public.

EMPLOYEE SHARE OPTION PLAN

The Group has no Employee Share Option Plan.

THIRD PARTY MANAGEMENT AGREEMENT

The Group had no third party management agreement as at December 31, 2024.

SHARE PRICE INFORMATION

The market value per ordinary share was Rs.115 as at 31 December, 2024 as compared to Rs.105 as at 31 December, 2023.

WEBSITE

The Company's website is union.mu.

TIME TABLE OF IMPORTANT EVENTS

April, 2025	Publication of Abridged Audited Financial Statements for the year ended 31 December, 2024
May, 2025	Publication of first quarter results to 31 March, 2025
June, 2025	Annual Meeting of Shareholders
August, 2025	Publication of half year results to 30 June, 2025
November, 2025	Publication of third quarter results to 30 September, 2025

Robert Marie André BONIEUX
Chairman

IMuhammad S E HAJI ADAM
Director

25 April, 2025

The Directors are responsible for preparing the Annual Report and the Financial Statements in accordance with applicable laws and regulations.

Company law requires the Directors to prepare Financial Statements in accordance with IFRS Accounting Standards for each financial year, which present fairly the financial position, financial performance and cash flows of the Group and the Company.

The Directors confirm that, in preparing the Financial Statements, they have to:

- select suitable accounting policies and then apply them consistently.
- make judgements and accounting estimates that are reasonable and prudent.
- state that IFRS Accounting Standards have been adhered to, subject to any material departures being disclosed and explained in the Financial Statements.
- prepare the Financial Statements on the going concern basis, unless it is inappropriate to presume that the Group and the Company will continue in business; and
- ensure compliance with the Code of Corporate Governance (the 'Code') and provide reasons in case of non-compliance with any requirements of the Code.

The Directors are responsible for keeping proper accounting records, which disclose with reasonable accuracy at any time the financial position of the Group and Company and to enable them to ensure that the Financial Statements comply with the Mauritius Companies Act 2001, IFRS Accounting Standards and the Financial Reporting Act 2004.

They are also responsible for safeguarding the assets of the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The Directors hereby confirm that they have complied with the above requirements.

Approved by the Board of Directors on 25 April, 2025 and signed on its behalf by:

Robert Marie André BONIEUX
Chairman

Muhammad S E HAJI ADAM
Director

COMPANY SECRETARY'S CERTIFICATE

In our capacity as Company Secretary, we hereby confirm that, to the best of our knowledge and belief, the Company has filed with the Registrar of Companies, for the financial year ended 31 December, 2024, all such returns as are required of the Company under the Mauritius Companies Act 2001.

Omnicane Management & Consultancy Limited
Company Secretary

Registered office:
Omnicane House
2nd Floor, Mon Trésor Business Gateway,
New Airport Access Road,
Plaine Magnien 51521, Mauritius

25 April, 2025

Report on the audit of the consolidated and separate financial statements

Opinion

We have audited the consolidated and separate financial statements of **The Union Sugar Estates Company Limited** (the "Company" and the "Public Interest Entity") and its subsidiaries (the "Group") set out on pages 20 to 57, which comprise the consolidated and separate statements of financial position as at 31 December 2024, and the consolidated and separate statements of profit or loss and other comprehensive income, consolidated and separate statements of changes in equity and consolidated and separate statements of cash flows for the year then ended, and notes to the consolidated and separate financial statements, including material accounting policy information.

In our opinion, the accompanying consolidated and separate financial statements give a true and fair view of the financial position of the Group and the Company as at 31 December 2024, and of their consolidated and separate financial performance and consolidated and separate cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board ("IASB") and comply with the requirements of the Mauritius Companies Act 2001 and the Financial Reporting Act 2004.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated and Separate Financial Statements* section of our report. We are independent of the Group in accordance with the International Ethics Standard Board for Accountants' *International Code of Ethics for Professional Accountants (including International Independence Standards)* (the "IESBA Code"), and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated and separate financial statements of the current period. These matters were addressed in the context of our audit of the consolidated and separate financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We did not identify any key audit matters during the year.

Other information

The directors are responsible for the other information. The other information comprises the Chairperson's report, Company Information, Report of the manager, Report of the head of property development, Statutory disclosures, Statement of compliance, Corporate governance report, Statement of directors responsibilities and the Company secretary's certificate but does not include the consolidated and separate financial statements and our auditor's report thereon.

Our opinion on the consolidated and separate financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated and separate financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated and separate financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of directors for the consolidated and separate financial statements

The directors are responsible for the preparation and fair presentation of the consolidated and separate financial statements in accordance with IFRS Accounting Standards as issued by the IASB and in compliance with the requirements of the Mauritius Companies Act 2001 and the Financial Reporting Act 2004 and they are also responsible for such internal control as the directors determine is necessary to enable the preparation of consolidated and separate financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated and separate financial statements, the directors are responsible for assessing the Group's and the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group and/or the Company or to cease operations, or have no realistic alternative but to do so.

The directors are responsible for overseeing the Group's and the Company's financial reporting process.

Auditor's responsibilities for the audit of the consolidated and separate financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated and separate financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated and separate financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated and separate financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit 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 Group's and the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's and the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated and separate financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and/or the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated and separate financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the group financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Report on other legal and regulatory requirements

Mauritius Companies Act 2001

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

- we have no relationship with, or interest in, the Company and its subsidiaries other than in our capacity as auditor;
- 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 appears from our examination of those records.

Financial Reporting Act 2004 - Corporate Governance Report

Our responsibility under the Financial Reporting Act 2004 is to report on the compliance with the Code of Corporate Governance disclosed in the annual report and assess the explanations given for non-compliance with any requirement of the Code. From our assessment of the disclosures made on corporate governance in the annual report, the Public Interest Entity has, pursuant to section 75 of the Financial Reporting Act 2004, has failed to satisfactorily explain the reasons for non-compliance with the requirements of the Code with respect to Principle 2 as described in the statement of compliance.

Use of this report

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 by 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.

Deloitte
Chartered Accountants

Rajeev Tatiah, FCCA
Licensed by FRC

25 April 2025

FINANCIAL STATEMENTS

STATEMENTS OF FINANCIAL POSITION
YEAR ENDED DECEMBER 31, 2024

	Notes	THE GROUP 31 Dec 2024 Rs'000	THE GROUP 31 Dec 2023 Rs'000	THE COMPANY 31 Dec 2024 Rs'000	THE COMPANY 31 Dec 2023 Rs'000
ASSETS					
Non-current assets					
Property, plant and equipment	5	**3,057,914**	3,053,391	**3,057,914**	3,053,391
Right-of-use assets	6	**5,069**	3,498	**5,069**	3,498
Investment properties	8	**237,400**	237,400	**30,000**	30,000
Investments in subsidiary companies	10	**-**	-	**6,860**	6,860
Investments in associates	11	**10,139**	9,551	**9,339**	9,339
Land conversion rights	9	**181,677**	57,900	**181,677**	57,900
Financial assets at fair value through other comprehensive income	12	**1,431**	1,464	**1,431**	1,464
Total non-current assets		**3,493,630**	3,363,204	**3,292,290**	3,162,452
Current assets					
Inventories	14	**3,066**	3,057	**3,066**	3,057
Land development inventories	15	**123,534**	167,961	**123,534**	167,961
Consumable biological assets	16	**37,350**	47,650	**37,350**	47,650
Trade receivables	17	**56,881**	57,907	**56,881**	57,907
Other financial assets at amortised cost	18	**2**	448,339	**8,848**	457,105
Other current assets	19	**16,656**	10,263	**15,893**	9,415
Current tax assets	20(a)	**229**	192	**216**	187
Cash and cash equivalents	41(d)	**194,779**	111,030	**193,585**	105,636
		432,497	846,399	**439,373**	848,918
Assets classified as held for sale	21	**455**	455	**455**	455
Total current assets		**432,952**	846,854	**439,828**	849,373
Total assets		**3,926,582**	4,210,058	**3,732,118**	4,011,825
EQUITY AND LIABILITIES					
Capital and reserves					
Stated capital	23	**501,890**	1,890	**501,890**	1,890
Treasury shares		**(21,769)**	-	**(21,769)**	-
Revaluation and other reserves	24	**1,610,755**	3,031,673	**1,614,265**	3,035,183
Retained earnings		**464,604**	626,325	**331,554**	495,107
Equity attributable to owners of the Company		**2,555,480**	3,659,888	**2,425,940**	3,532,180
Non-controlling interests		**89,530**	89,112	**-**	-
Total equity		**2,645,010**	3,749,000	**2,425,940**	3,532,180
LIABILITIES					
Non-current liabilities					
Borrowings	25	**950,000**	180,031	**950,000**	180,031
Lease liabilities	7	**3,536**	2,404	**3,536**	2,404
Deferred tax liabilities	13	**2,592**	128	**2,592**	128
Retirement benefit obligations	26	**40,541**	46,736	**40,541**	46,736
Total non-current liabilities		**996,669**	229,299	**996,669**	229,299
Current liabilities					
Trade and other payables	27	**90,327**	72,007	**114,933**	90,594
Contract liabilities	28	**69,573**	76,822	**69,573**	76,822
Borrowings	25	**67,109**	81,725	**67,109**	81,725
Lease liabilities	7	**1,693**	1,205	**1,693**	1,205
Dividends payable	40	**56,201**	-	**56,201**	-
Total current liabilities		**284,903**	231,759	**309,509**	250,346
Total liabilities		**1,281,572**	461,058	**1,306,178**	479,645
Total equity and liabilities		**3,926,582**	4,210,058	**3,732,118**	4,011,825

These financial statements have been approved and authorised for issue by the Board of Directors on 25 April 2025

Robert Marie André BONIEUX
Chairperson

Jean Lindberg CHARLES
Director

The notes on pages 24 to 57 form an integral part of these financial statements.
Independent auditor's report on page 18 to 19.

STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
YEAR ENDED DECEMBER 31, 2024

	Notes	THE GROUP 2024 Rs'000	THE GROUP 2023 Rs'000	THE COMPANY 2024 Rs'000	THE COMPANY 2023 Rs'000
Revenue					
Sugar proceeds	29	**127,333**	154,792	**127,333**	154,792
Other operating income	31	**44,775**	38,164	**44,459**	37,833
		172,108	192,956	**171,792**	192,625
Income from land development, net	30	**36,197**	128,377	**36,197**	128,377
Loss arising from changes in fair value of consumable biological assets	16	**(10,300)**	(9,500)	**(10,300)**	(9,500)
		198,005	311,833	**197,689**	311,502
Employee benefit expense	32	**45,581**	26,901	**45,581**	26,901
Supplies and services	33	**130,922**	136,057	**130,367**	134,681
Depreciation and amortisation	34	**11,525**	11,929	**11,525**	11,571
SIFB premium		**7,757**	8,964	**7,757**	8,964
		195,785	183,851	**195,230**	182,117
Reversal of impairment of bearer plants	5	**-**	2,107	**-**	2,107
Operating profit		**2,220**	130,089	**2,459**	131,492
Other income	35	**31,603**	22,969	**30,683**	20,411
Increase in fair value in investment properties	8	**-**	171,699	**-**	12,129
Assets written-off	5	**-**	(5,003)	**-**	(5,003)
Share of result of associates	11	**588**	707	**-**	-
Profit on disposal of land	37	**-**	75,533	**-**	75,533
		34,411	395,994	**33,142**	234,562
Finance costs	36	**(13,883)**	(22,968)	**(14,864)**	(23,941)
Profit before taxation	38	**20,528**	373,026	**18,278**	210,621
Taxation	20(b)	**(2,119)**	(928)	**(2,119)**	(1,004)
Profit for the year		**18,409**	372,098	**16,159**	209,617

The notes on pages 24 to 57 form an integral part of these financial statements.
Independent auditor's report on page 18 to 19.

STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
YEAR ENDED DECEMBER 31, 2024

	Notes	THE GROUP 2024	THE GROUP 2023	THE COMPANY 2024	THE COMPANY 2023
			Restated		Restated
		Rs'000	Rs'000	Rs'000	Rs'000
Profit for the year		**18,409**	372,098	**16,159**	209,617
Other comprehensive income:					
Items that will not be reclassified to profit or loss:					
Gain on revaluation of land and buildings		-	1,590,471	-	1,590,471
Changes in fair value of equity instruments at fair value through other comprehensive income	12(i)	(33)	49	(33)	49
Remeasurement of post employment benefit obligations	26	5,716	(16,016)	5,716	(15,989)
Income tax relating to components of other comprehensive income	13(b)	(1,086)	(2,893)	(1,086)	(2,893)
Other comprehensive income for the year, net of tax		4,597	1,571,611	4,597	1,571,638
Total comprehensive income for the year		**23,006**	1,943,709	**20,756**	1,781,255
Results attributable to:					
Owners of the Company		17,991	308,715	16,159	209,617
Non-controlling interests		418	63,383	-	-
		18,409	372,098	16,159	209,617
Total comprehensive income attributable to:					
Owners of the Company		22,588	1,880,326	20,756	1,781,255
Non-controlling interests		418	63,383	-	-
		23,006	1,943,709	20,756	1,781,255
Earnings per share (in Mauritian Rupees)	39	0.95	16.33		

The notes on pages 24 to 57 form an integral part of these financial statements.
Independent auditor's report on page 18 to 19.

STATEMENT OF CHANGES IN EQUITY
YEAR ENDED DECEMBER 31, 2024

	Stated capital	Treasury shares	Revaluation and other reserves	Retained earnings	Total	Non-controlling interests	Total equity
	Attributable to owners of the parent						
	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
(a) THE GROUP							
Balance at January 1, 2024	1,890	-	3,031,673	626,325	3,659,888	89,112	3,749,000
Profit for the year	-	-	-	17,991	17,991	418	18,409
Other comprehensive income for the year	-	-	4,597	-	4,597	-	4,597
Total comprehensive income for the year	-	-	4,597	17,991	22,588	418	23,006
Amalgamation of USE/Cecile Holding Ltd	500,000	-	(1,500,535)	(143,015)	(1,143,550)	-	(1,143,550)
Buy-back of shares	-	(21,769)	-	-	(21,769)	-	(21,769)
Land Conversion Rights recognised (Note 9)	-	-	123,777	-	123,777	-	123,777
Revaluation surplus released on land disposed	-	-	(25,690)	25,690	-	-	-
Revaluation surplus released on land granted through ERS	-	-	(19,688)	19,688	-	-	-
Revaluation surplus released on depreciation of property, plant and equipment, net of deferred tax	-	-	(3,379)	4,120	741	-	741
Dividends (note 41)	-	-	-	(86,195)	(86,195)	-	(86,195)
	500,000	(21,769)	(1,425,515)	(179,712)	(1,126,996)	-	(1,126,996)
Balance at December 31, 2024	**501,890**	**(21,769)**	**1,610,755**	**464,604**	**2,555,480**	**89,530**	**2,645,010**
Balance at January 1, 2023							
- As previously stated	1,890	-	1,580,257	138,845	1,720,992	25,729	1,746,721
- Prior year adjustment	-	-	-	57,900	57,900	-	57,900
- As restated	1,890	-	1,580,257	196,745	1,778,892	25,729	1,804,621
Profit for the year	-	-	-	308,715	308,715	63,383	372,098
Other comprehensive income for the year	-	-	1,571,611	-	1,571,611	-	1,571,611
Total comprehensive income for the year	-	-	1,571,611	308,715	1,880,326	63,383	1,943,709
Revaluation surplus released on land disposed	-	-	(116,925)	116,925	-	-	-
Revaluation surplus released on depreciation of property, plant and equipment, net of deferred tax	-	-	(3,270)	3,940	670	-	670
	-	-	(120,195)	120,865	670	-	670
Balance at December 31, 2023	**1,890**	**-**	**3,031,673**	**626,325**	**3,659,888**	**89,112**	**3,749,000**

The notes on pages 24 to 57 form an integral part of these financial statements.
Independent auditor's report on page 18 to 19.

(b) THE COMPANY

	Stated capital Rs'000	Treasury shares Rs'000	Revaluation and other reserves Rs'000	Retained earnings Rs'000	Total Rs'000
Balance at January 1, 2024	1,890	-	3,035,183	495,107	3,532,180
Profit for the year	-	-	-	16,159	16,159
Other comprehensive income for the year	-	-	4,597	-	4,597
Total comprehensive income for the year	-	-	4,597	16,159	20,756
Amalgamation of USE/Cecile Holding Ltd	500,000	-	(1,500,535)	(143,015)	(1,143,550)
Buy-back of shares	-	(21,769)	-	-	(21,769)
Land Conversion Rights recognised (Note 9)	-	-	123,777	-	123,777
Revaluation surplus released on land disposed	-	-	(25,690)	25,690	-
Revaluation surplus released on land granted through ERS	-	-	(19,688)	19,688	-
Revaluation surplus released on depreciation of property, plant and equipment, net of deferred tax	-	-	(3,379)	4,120	741
Dividends (note 41)	-	-	-	(86,195)	(86,195)
	500,000	(21,769)	(1,425,515)	(179,712)	(1,126,996)
Balance at December 31, 2024	**501,890**	**(21,769)**	**1,614,265**	**331,554**	**2,425,940**
Balance at January 1, 2023					
- As previously stated	1,890	-	1,583,740	106,725	1,692,355
- Prior year adjustment	-		-	57,900	57,900
- As restated	1,890	-	1,583,740	164,625	1,750,255
Profit for the year	-	-	-	209,617	209,617
Other comprehensive income for the year	-	-	1,571,638	-	1,571,638
Total comprehensive income for the year	-	-	1,571,638	209,617	1,781,255
Revaluation surplus released on land disposed	-	-	(116,925)	116,925	-
Revaluation surplus released on depreciation of property, plant and equipment, net of deferred tax	-	-	(3,270)	3,940	670
	-	-	(120,195)	120,865	670
Balance at December 31, 2023	**1,890**	**-**	**3,035,183**	**495,107**	**3,532,180**

The notes on pages 24 to 57 form an integral part of these financial statements.
Independent auditor's report on page 18 to 19.

	Notes	THE GROUP 2024 Rs'000	THE GROUP 2023 Rs'000	THE COMPANY 2024 Rs'000	THE COMPANY 2023 Rs'000
Cash flows from operating activities					
Cash (used in)/generated from operations	41(a)	**(8,514)**	147,953	**(2,421)**	145,443
Interest received		**30,664**	20,383	**30,664**	20,383
Interest paid		**(13,642)**	(22,675)	**(14,623)**	(23,671)
Tax refunded	20(a)	**145**	53	**145**	53
Tax paid	20(a)	**(182)**	(136)	**(174)**	(160)
Net cash generated from operating activities		**8,471**	145,578	**13,591**	142,048
Cash flows from investing activities					
Purchase of property, plant and equipment	41(b)	**(14,694)**	(14,141)	**(14,694)**	(14,141)
Expenditure incurred on assets classified as held for sale	21	**-**	(158)	**-**	(158)
Proceeds from disposal of assets classified as assets held for sale		**-**	103,030	**-**	103,030
Purchase of securities in subsidiary	10	**-**	-	**-**	(353)
Winding-up of subsidiary, net of cash disposed		**-**	(19)	**-**	-
Refund of advances from holding and subsidiaries		**444,800**	434,300	**444,800**	434,300
Advances to holding and subsidiaries		**(62,539)**	(479,777)	**(62,539)**	(479,777)
Proceeds from disposal of property, plant and equipment		**920**	1,974	**-**	-
Dividends received		**19**	28	**19**	28
Net cash generated from investing activities		**368,506**	45,237	**367,586**	42,929
Cash flows from financing activities					
Dividends paid		**(29,994)**	(29,994)	**(29,994)**	(29,994)
Proceeds from borrowings		**-**	9,000	**-**	9,000
Payments on borrowings		**(243,620)**	(57,364)	**(243,620)**	(57,364)
Principal paid on lease liabilities		**(1,305)**	(1,800)	**(1,305)**	(1,136)
Interest paid on lease liabilities		**(241)**	(293)	**(241)**	(270)
Net cash used in financing activities		**(275,160)**	(80,451)	**(275,160)**	(79,764)
Increase in cash and cash equivalents		**101,817**	110,364	**106,017**	105,213
Movement in cash and cash equivalents					
At January 1,		**92,894**	(17,470)	**87,500**	(17,713)
Increase		**101,817**	110,364	**106,017**	105,213
Cash and cash equivalents acquired on amalgamation		**68**	-	**68**	-
At December 31,	41(e)	**194,779**	92,894	**193,585**	87,500

The notes on pages 24 to 57 form an integral part of these financial statements.
Independent auditor's report on page 18 to 19.

NOTES TO THE **FINANCIAL STATEMENTS**

1. GENERAL INFORMATION

The Union Sugar Estates Company Limited (the 'Company') is a public company incorporated and domiciled in Mauritius. The principal activities of the Company consist of growing and cultivation of sugar cane and other agricultural products and property development. The address of its registered office is Union Ducray, Rivière des Anguilles, Mauritius.

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

2. MATERIAL ACCOUNTING POLICY INFORMATION

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

The financial statements include the consolidated financial statements of the Company and its subsidiary companies (The Group) and the separate financial statements of the Company (The Company). The financial statements are presented in Mauritian Rupee and all values are rounded to the nearest thousand (Rs.000), except when otherwise indicated.

2.1 Basis of preparation

The financial statements of The Union Sugar Estates Company Limited and its subsidiaries comply with the Companies Act 2001, the Financial Reporting Act 2004 and have been prepared in accordance with IFRS Accounting Standards. The financial statements are prepared under the historical cost convention, except that:

(i) freehold land and buildings are carried at revalued amount;
(ii) investment properties is stated at fair value;
(iii) financial assets at fair value through other comprehensive income are stated at fair value; and
(iv) consumable biological assets are stated at fair value.

New and revised IFRS Accounting Standards that are effective but with no material effect on the financial statements

The following relevant revised IFRS Accounting Standards applied in the financial statements. Their application has not had any significant impact on the amounts reported for current and prior periods but may affect the accounting for future transactions or arrangements.

IAS 1 Presentation of Financial Statements – Amendments regarding the classification of liabilities
IAS 1 Presentation of Financial Statements – Amendments regarding the classification of debt with covenants
IAS 7 Statement of Cash Flows – Amendments regarding supplier finance arrangements
IFRS 7 Financial Instruments: Disclosures – Amendments regarding supplier finance arrangements
IFRS 16 Leases – Amendments to clarify how a seller-lessee subsequently measures sale and leaseback transactions

New and amended IFRS Accounting Standards issued but not yet effective

At the date of authorisation of these financial statements, the following applicable IFRS Accounting Standards were in issue but effective for annual periods beginning on or after the respective dates as indicated:

IAS 28 Investments in Associates and Joint Ventures – Amendments regarding the sale or contribution of assets between an investor and its associate or joint venture (deferred indefinitely)
IFRS 7 Financial Instruments: Disclosures – Amendments regarding the classification and measurement of financial instruments (effective 1 January 2026)
IFRS 9 Financial Instruments – Amendments regarding the classification and measurement of financial instruments (effective 1 January 2026)
IFRS 10 Consolidated Financial Statements - Amendments regarding the sale or contribution of assets between an investor and its associate or joint venture (deferred indefinitely)
IFRS 18 Presentation and Disclosures in Financial Statements – Original issue (effective 1 January 2027)
IFRS 19 Subsidiaries without Public Accountability (effective 1 January 2027)

The directors anticipate that these IFRS Accounting Standards will be applied on their effective dates in future periods. The directors have not yet assessed the potential impact of the adoption of these amendments.

The preparation of financial statements in conformity with IFRS Accounting Standards requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's and the Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in Note 4.

2.2 Property, plant and equipment

Land held for use in the production or supply of goods or for administration purposes are stated at their fair value based on periodic valuations carried out by independent valuers. All other property, plant and equipment are initially stated at historical cost less accumulated depreciation and accumulated impairment losses. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the assets' carrying amount or recognised as a separate asset as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably.

Properties in the course of construction for production, or administrative purposes or for purposes not yet determined are carried at cost less any recognised impairment loss. Cost includes professional fees and for qualifying assets, borrowing costs capitalised. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Revaluation of land is carried out every 3 years. Increases in the carrying amount arising on revaluation of land are credited to other comprehensive income and shown under revaluation and other reserves. Decreases that offset previous increases of the same asset are charged against revaluation and other reserves directly in equity and all other decreases are charged to profit or loss.

Depreciation is calculated on the straight-line method to write off their cost to their residual values over their estimated useful lives. It is applied at the following rates:

	Years
Freehold buildings	4 - 15
Motor vehicles	5 - 6
Agricultural equipment	5 - 10
Furniture, fixtures and fittings	5 - 10
Plant and equipment	3 - 15
Bearer plants	7
Others	5 - 10

Land is not depreciated.

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted if appropriate, at the end of each reporting period.

Where the carrying amount of an asset is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount.

2. MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

2.2 Property, plant and equipment (cont'd)

Gains and losses on disposals of property, plant and equipment are determined by comparing proceeds with carrying amount and are included in profit or loss. On disposal of revalued assets, the amounts included in revaluation surplus are transferred to retained earnings.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. The gain or loss arising on the disposal or retirement of an asset is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

2.3 Investment properties

Investment properties, which are properties held to earn rentals and/or for capital appreciation (including property under construction for such purposes), is measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are measured at fair value, representing open-market value determined periodically by independent valuers. Gains or losses arising from changes in the fair value of investment properties are included in profit or loss in the period in which they arise. Investment properties consist of freehold land and buildings.

An investment property is derecognised upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from the disposal. Any gain or loss arising on derecognition of the property (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the period in which the property is derecognised.

The carrying amount of investment properties is assumed to be realised through sale even where the Group earns rental from property prior to its sale.

2.4 Investment in subsidiaries

Separate financial statements of the Company
In the separate financial statements of the Company, investments in subsidiary companies are carried at cost. The carrying amount is reduced to recognise any impairment in the value of individual investments.

Consolidated financial statements
Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity.

Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are de-consolidated from the date that control ceases.

The acquisition method of accounting is used to account for business combinations by the Group. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred and the equity interests issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Acquisition-related costs are expensed as incurred. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. On an acquisition-by-acquisition basis, the Group recognises any non-controlling interests in the acquiree either at fair value or at the non-controlling interests' proportionate share of the acquiree's net assets. Subsequent to acquisition, the carrying amount of non-controlling interests is the amount of those interests at initial recognition plus the non-controlling interests' share of subsequent changes in equity. Total comprehensive income is attributed to non-controlling interests even if this results in the non-controlling interests having a deficit balance.

The excess of the consideration transferred, the amount of any non-controlling interests in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree (if any) over the fair value of the Group's share of the identifiable net assets acquired is recorded as goodwill. If this is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognised directly in profit or loss as a bargain purchase gain.

Inter-company transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

Transactions and non-controlling interests
The Group treats transactions with non-controlling interests as transactions with equity owners of the Group. For purchases from non-controlling interests, the difference between any consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary is recorded in equity. Gains or losses on disposals to non-controlling interests are also recorded in equity.

Disposal of subsidiaries
When the Group ceases to have control or significant influence, any retained interest in the entity is remeasured to its fair value, with the change in carrying amount recognised in profit or loss. The fair value is the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss.

2.5 Investments in associates

Separate financial statements of the Company
In the separate financial statements of the Company, investments in associates are carried at cost. The carrying amount is reduced to recognise any impairment in the value of individual investments.

Consolidated financial statements
An associate is an entity over which the Group has significant influence but not control or joint control, generally accompanying a shareholding between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method except when classified as held for sale. Investment in associates are initially recognised at cost as adjusted by post acquisition charges in the Group's share of the net assets of the associate less any impairment in the value of individual investments.

Any excess of the cost of acquisition and the Group's share of the net fair value of the associate's identifiable assets and liabilities recognised at the date of acquisition is recognised as goodwill, which is included in the carrying amount of the investment. Any excess of the Group's share of the net fair value of identifiable assets and liabilities, after assessment, is included as income in the determination of the Group's share of the associate's profit or loss.

When the Group's share of losses exceeds its interest in associate, the Group discontinues recognising further losses unless it has incurred legal or constructive obligation or made payments on behalf of the associate.

Unrealised profits and losses are eliminated to the extent of the Group's interest in the associate. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

Where necessary, appropriate adjustments are made to the financial statements of associates to bring the accounting policies used in line with those adopted in the Group.

2. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

2.5 Investments in associates (cont'd)

If the ownership interest in an associate is reduced but significant influence is retained, only a proportionate share of the amounts previously recognised in other comprehensive income are reclassified to profit or loss where appropriate.

Dilution gains and losses arising in investments are recognised in profit or loss.

2.6 Amalgamation

Amalgamation is the process where two or more companies combine to form a new entity, transferring all assets, liabilities, and rights to the newly formed company. The primary goal of amalgamation is to create a more efficient and competitive business entity, often leading to economies of scale, cost reductions, and improved market positioning.

Amalgamation in the nature of a merger: This occurs when the amalgamated company continues the business of the transferor companies, with assets and liabilities transferred at book value.

2.7 Financial instruments

Financial assets and financial liabilities are recognised in the Group's statement of financial position when the Group becomes a party to the contractual provisions of the instrument.

Financial assets and financial liabilities are initially measured at fair value, except for trade receivables that do not have a significant financing component which are measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

<u>Financial assets</u>

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis.

Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the market place.

All recognised financial assets are measured subsequently in their entirely at either amortised cost or fair value, depending on the classification of the financial assets.

Classification of financial assets

Debt instruments that meet the following conditions are measured subsequently at amortised cost:

- the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Debt instruments that meet the following conditions are measured subsequently at fair value through other comprehensive income (FVTOCI);
- the financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling the financial assets; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

By default, all other financial assets are measured subsequently at fair value through profit or loss (FVTPL).

Despite the foregoing, the Group may take the following irrecoverable election/designation at initial recognition of financial asset:

- the Group may irrecoverably elect to present subsequent changes in fair value of an equity investment in other comprehensive income if certain criteria are met (see (iii) below); and
- the Group may irrecoverably designate a debt investment that meets the amortised cost or FVTOCI criteria as measured at FVTPL if doing so eliminates or significantly reduces an accounting mismatch.

The Group classifies its financial assets into one of the categories discussed below, depending on the purpose for which the asset was acquired. Other than financial assets in a qualifying hedging relationship, the Group's accounting policy for each category is as follows:

(i) *Amortised cost*

These assets arise principally from the provision of goods and services to customers (eg trade receivables), but also incorporate other types of financial assets where the objective is to hold these assets in order to collect contractual cash flows and the contractual cash flows are solely payments of principal and interest. They are initially recognised at fair value plus transaction costs that are directly attributable to their acquisition or issue, and are subsequently carried at amortised cost using the effective interest rate method, less provision for impairment.

Expected credit loss for trade receivables are recognised based on the simplified approach within IFRS 9 using the lifetime expected credit losses. During this process the probability of the non-payment of the trade receivables is assessed. This probability is then multiplied by the amount of the expected loss arising from default to determine the lifetime expected credit loss for the trade receivables. For trade receivables, which are reported net, such provisions are recorded in a separate provision account with the loss being recognised within cost of sales in the statement of comprehensive income. On confirmation that the trade receivable will not be collectable, the gross carrying value of the asset is written off against the associated provision.

Expected credit loss for receivables from related parties and loans to related parties are recognised based on a forward looking expected credit loss model. The methodology used to determine the amount of the provision is based on whether there has been a significant increase in credit risk since initial recognition of the financial asset. For those where the credit risk has not increased significantly since initial recognition of the financial asset, twelve month expected credit losses along with gross interest income are recognised. For those for which credit risk has increased significantly, lifetime expected credit losses along with the gross interest income are recognised. For those that are determined to be credit impaired, lifetime expected credit losses along with interest income on a net basis are recognised.

From time to time, the Group elects to renegotiate the terms of trade receivables due from customers with which it has previously had a good trading history. Such renegotiations will lead to changes in the timing of payments rather than changes to the amounts owed and, in consequence, the new expected cash flows are discounted at the original effective interest rate and any resulting difference to the carrying value is recognised in the statement of comprehensive income (operating profit).

The Group's financial assets measured at amortised cost comprise trade and other receivables and cash and cash equivalents in the statement of financial position.

Cash and cash equivalents includes cash in hand, deposits held at call with banks, other short term highly liquid investments with original maturities of three months or less, and – for the purpose of the statement of cash flows - bank overdrafts. Bank overdrafts are shown within loans and borrowings in current liabilities on the statement of financial position.

2. MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

2.7 Financial instruments (cont'd)

Financial assets (cont'd)

(ii) Fair value through other comprehensive income

The Group has investments in listed and unlisted entities which are not accounted for as subsidiaries, associates or jointly controlled entities. For those investments, the Group has made an irrevocable election to classify the investments at fair value through other comprehensive income rather than through profit or loss as the Group considers this measurement to be the most representative of the business model for these assets. They are carried at fair value with changes in fair value recognised in other comprehensive income and accumulated in the fair value through other comprehensive income reserve. Upon disposal any balance within fair value through other comprehensive income reserve is reclassified directly to retained earnings and is not reclassified to profit or loss.

Purchases and sales of financial assets measured at fair value through other comprehensive income are recognised on settlement date with any change in fair value between trade date and settlement date being recognised in the fair value through other comprehensive income reserve.

(iii) Impairment of financial assets

The Group recognises a loss allowance for expected credit losses on investments in debt instruments that are measured at amortised cost or at FVTOCI, trade receivables, if applicable.

The amount of expected credit losses is updated at each reporting date to reflect changes in credit risk since initial recognition of the respective financial instrument.

The Group always recognises lifetime expected credit losses (ECL) for trade receivables, contract assets and lease receivables. The expected credit losses on these financial assets are estimated using a provision matrix based on the Group's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate.

For all other financial instruments, the Group recognises lifetime ECL when there has been a significant increase in credit risk since initial recognition. However, if the credit risk on the financial instrument has not increased significantly since initial recognition, the Group measures the loss allowance for that financial instrument at an amount equal to 12-month ECL.

Lifetime ECL represents the expected credit losses that will result from all possible default events over the expected life of a financial instrument. In contrast, 12-month ECL represents the portion of lifetime ECL that is expected to result from default events on a financial instrument that are possible within 12 months after the reporting date.

(i) Significant increase in credit risk

In assessing whether the credit risk on a financial instrument has increased significantly since initial recognition, the Group compares the risk of a default occurring on the financial instrument at the reporting date with the risk of a default occurring on the financial instrument at the date of initial recognition.

In making this assessment, the Group considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information that is available without undue cost or effort. Forward looking information considered includes the future prospects of the industries in which the Group's debtors operate, obtained from economic expert reports, financial analysts, governmental bodies, relevant think-tanks and other similar organisations, as well as consideration of various external sources of actual and forecast economic information that relate to the Group's core operations.

In particular, the following information is taken into account when assessing whether credit risk has increased significantly since initial recognition:

- an actual or expected significant deterioration in the financial instrument's external (if available) or internal credit rating;
- significant deterioration in external market indicators of credit risk for a particular financial instrument, e.g. a significant increase in the credit spread, the credit default swap prices for the debtor, or the length of time or the extent to which the fair value of a financial asset has been less than its amortised cost;
- existing or forecast adverse changes in business, financial or economic conditions that are expected to cause a significant decrease in the debtor's ability to meet its debt obligations;
- an actual or expected significant deterioration in the operating results of the debtor;
- significant increases in credit risk on other financial instruments of the same debtor; and
- an actual or expected significant adverse change in the regulatory, economic, or technological environment of the debtor that results in a significant decrease in the debtor's ability to meet its debt obligations.

Irrespective of the outcome of the above assessment, the Group presumes that the credit risk on a financial asset has increased significantly since initial recognition when contractual payments are more than 30 days past due, unless the Group has reasonable and supportable information that demonstrates otherwise.

Despite the foregoing, the Group assumes that the credit risk on a financial instrument has not increased significantly since initial recognition if the financial instrument is determined to have low credit risk at the reporting date. A financial instrument is determined to have low credit risk if:

(1) the financial instrument has a low risk of default;
(2) the debtor has a strong capacity to meet its contractual cash flow obligations in the near term; and
(3) adverse changes in economic and business conditions in the longer term may, but will not necessarily, reduce the ability of the borrower to fulfil its contractual cash flows obligations.

(iv) Derecognition of financial assets

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognises its retained interest in the asset and an associated liability for amounts it may have to pay.

If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset measured at amortised cost, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss.

In addition, on derecognition of an investment in a debt instrument classified as at FVTOCI, the cumulative gain or loss previously accumulated in the investments revaluation reserve is reclassified to profit or loss.

In contrast, on derecognition of an investment in an equity instrument which the Group has elected on initial recognition to measure at FVTOCI, the cumulative gain or loss previously accumulated in the investments revaluation reserve is not reclassified to profit or loss, but is transferred to retained earnings.

2. MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

2.7 Financial instruments (cont'd)

(iv) Derecognition of financial assets (cont'd)

Financial liabilities

(i) Financial liabilities include the following items:

(a) Bank borrowings and the Group's loan notes are initially recognised at fair value net of any transaction costs directly attributable to the issue of the instrument. Such interest bearing liabilities are subsequently measured at amortised cost using the effective interest rate method, which ensures that any interest expense over the period to repayment is at a constant rate on the balance of the liability carried in the statement of financial position. For the purposes of each financial liability, interest expense includes initial transaction costs and any premium payable on redemption, as well as any interest or coupon payable while the liability is outstanding.

(b) Trade payables and other short-term monetary liabilities, which are initially recognised at fair value and subsequently carried at amortised cost using the effective interest method.

(ii) *Derecognition*

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires.

When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in profit or loss.

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated statement of financial position if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

2.8 Biological assets

Consumable biological assets are stated at their fair value.

Standing canes are measured at their fair value. The fair value of standing canes is the present value of expected net cash flows from the standing canes discounted at the relevant market determined pre-tax rate.

2.9 Leases

All leases are accounted for by recognising a right-of-use asset and a lease liability except for:
- Leases of low value assets; and
- Leases with a duration of 12 months or less.

Identifying leases
The Group accounts for a contract, or a portion of a contract, as a lease when it conveys the right to use an asset for a period of time in exchange for consideration. Leases are those contracts that satisfy the following criteria:

(a) There is an identified asset;
(b) The Group obtains substantially all the economic benefits from use of the asset; and
(c) The Group has the right to direct use of the asset.

The Group considers whether the supplier has substantive substitution rights. If the supplier does have those rights, the contract is not identified as giving rise to a lease.

In determining whether the Group obtains substantially all the economic benefits from use of the asset, the Group considers only the economic benefits that arise use of the asset, not those incidental to legal ownership or other potential benefits.

In determining whether the Group has the right to direct use of the asset, the Group considers whether it directs how and for what purpose the asset is used throughout the period of use. If there are no significant decisions to be made because they are pre-determined due to the nature of the asset, the Group considers whether it was involved in the design of the asset in a way that predetermines how and for what purpose the asset will be used throughout the period of use. If the contract or portion of a contract does not satisfy these criteria, the Group applies other applicable IFRSs rather than IFRS 16.

Lease liabilities are measured at the present value of the contractual payments due to the lessor over the lease term, with the discount rate determined by reference to the rate inherent in the lease unless (as is typically the case) this is not readily determinable, in which case the Group's incremental borrowing rate on commencement of the lease is used. Variable lease payments are only included in the measurement of the lease liability if they depend on an index or rate. In such cases, the initial measurement of the lease liability assumes the variable element will remain unchanged throughout the lease term. Other variable lease payments are expensed in the period to which they relate.

On initial recognition, the carrying value of the lease liability also includes:
- amounts expected to be payable under any residual value guarantee;
- the exercise price of any purchase option granted in favour of the Group if it is reasonably certain to assess that option;
- any penalties payable for terminating the lease, if the term of the lease has been estimated on the basis of termination option being exercised.

Right of use assets are initially measured at the amount of the lease liability, reduced for any lease incentives received, and increased for:

- lease payments made at or before commencement of the lease;
- initial direct costs incurred; and
- the amount of any provision recognised where the Group is contractually required to dismantle, remove or restore the leased asset (typically leasehold dilapidations).

Subsequent to initial measurement, right-of-use assets recognised on leasehold land are stated at their fair value, based on periodic valuations, by external independent valuers, less subsequent amortisation. Any accumulated amortisation at the date of the revaluation is eliminated against the gross carrying amount of the assets and the net amount is restated to the revalued amount of the assets.

Increases in the carrying amount arising on revaluation of right-of-use assets on leasehold land are credited to other comprehensive income and shown as revaluation surplus in shareholders' equity. Decreases that offset previous increases of the same asset are charged against revaluation surplus directly in equity; all other decreases are charged to profit or loss.

Subsequent to initial measurement lease liabilities increase as a result of interest charged at a constant rate on the balance outstanding and are reduced for lease payments made. Right-of-use assets are amortised on a straight-line basis over the remaining term of the lease or over the remaining economic life of the asset if, rarely, this is judged to be shorter than the lease term.

2. MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

2.9 Leases (cont'd)

When the Group revises its estimate of the term of any lease (because, for example, it re-assesses the probability of a lessee extension or termination option being exercised), it adjusts the carrying amount of the lease liability to reflect the payments to make over the revised term, which are discounted at the same discount rate that applied on lease commencement. The carrying value of lease liabilities is similarly revised when the variable element of future lease payments dependent on a rate or index is revised. In both cases an equivalent adjustment is made to the carrying value of the right-of-use asset, with the revised carrying amount being amortised over the remaining (revised) lease term.

When the Group renegotiates the contractual terms of a lease with the lessor, the accounting depends on the nature of the modification:

- if the renegotiation results in one or more additional assets being leased for an amount commensurate with the standalone price for the additional rights-of-use obtained, the modification is accounted for as a separate lease in accordance with the above policy.

- in all other cases where the renegotiated increases the scope of the lease (whether that is an extension to the lease term, or one or more additional assets being leased), the lease liability is remeasured using the discount rate applicable on the modification date, with the right-of-use asset being adjusted by the same amount.

- if the renegotiation results in a decrease in the scope of the lease, both the carrying amount of the lease liability and right-of-use asset are reduced by the same proportion to reflect the partial of full termination of the lease with any difference recognised in profit or loss. The lease liability is then further adjusted to ensure its carrying amount reflects the amount of the renegotiated payments over the renegotiated term, with the modified lease payments discounted at the rate applicable on the modification date. The right-of-use asset is adjusted by the same amount.

For contracts that both convey a right to the Group to use an identified asset and require services to be provided to the Group by the lessor, the Group has elected to account for an entire contract as a lease, i.e. it does allocate any amount of the contractual payments to, and account separately for, any services provided by the supplier as part of the contract.

Payments associated with short-term leases and all leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss.

2.10 Borrowings costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets are capitalised until such time as the assets are substantially ready for their intended use or sale.

Other borrowing costs are expensed.

2.11 Current and deferred income tax

The tax expense for the period comprises of current and deferred tax. Tax is recognised in profit or loss except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current tax
The current income tax charge is based on taxable income for the year calculated on the basis of tax laws enacted or substantively enacted by the end of the reporting period.

Deferred tax
Deferred income tax is provided in full using the liability method on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, if the deferred income tax arises from initial recognition of an asset or liability in a transaction, other than a business combination, that at the time of the transaction affect neither accounting nor taxable profit or loss, it is not accounted for.

Deferred income tax is determined using tax rates that have been enacted or substantively enacted by the end of the reporting date and are expected to apply in the period when the related deferred tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised to the extent that it is probable that future taxable profit will be available against which deductible temporary differences can be utilised.

For the purpose of measuring deferred tax liabilities and deferred tax assets for investment properties that are measured using the fair value model, the carrying amounts of such properties are presumed to be recovered entirely through sale, unless the presumption is rebutted. The presumption is rebutted when the investment property is depreciable and is held within a business model whose objective is to consume substantially all of the economic benefits embodies in the investment property over time, rather than through sale.

2.12 Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is determined under the weighted average cost method. Net realisable value is the estimate of the selling price in the ordinary course of business, less the costs of completion and applicable variable selling expenses.

2.13 Share capital

Ordinary shares are classified as equity.

Treasury shares are recognised by the Company based on the amount paid to repurchase its shares. They are recorded as a reduction of shareholders' equity . Since treasury shares are not considered outstanding for share count purposes, they are excluded from average common shares outstanding for basic and diluted earnings pershare. Although the cost of the treasury shares is generally the price paid for the shares, the Company consider whether the price paid for the shares includes payment for other agreements, rights, and privileges. Direct costs incurred to acquire treasury shares are be treated like stock issue costs and added to the cost of the treasury shares.

2.14 Borrowings

Borrowings are recognised initially at fair value being their issue proceeds net of transaction costs incurred.

Borrowings are subsequently stated at amortised cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognised in profit or loss over the period of the borrowings using the effective interest method.

Borrowings are classified current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least twelve months after the end of the reporting period.

2.15 Retirement benefit obligations

(a) Defined benefit plans
A defined benefit plan is a pension plan that is not a defined contribution plan. Typically defined benefit plans define an amount of pension benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and compensation.

The liability recognised in the statements of financial position in respect of defined benefit pension plan is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by independent actuaries using the projected unit credit method.

2. MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

2.15 Retirement benefit obligations (cont'd)

(a) Defined benefit plans (cont'd)

Remeasurement of the net defined benefit liability, which comprise actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), is recognised immediately in other comprehensive income in the period in which they occur. Remeasurements recognised in other comprehensive income shall not be reclassified to profit or loss in subsequent period.

The Group determines the net interest expense/(income) on the net defined benefit liability/(asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the net defined liability/(asset), taking into account any changes in the net defined liability/(asset) during the period as a result of contributions and benefit payments. Net interest expense/(income) is recognised in profit or loss.

Service costs comprising current service cost, past service cost, as well as gains and losses on curtailments and settlements are recognised immediately in profit or loss.

(b) Unfunded plan

Artisans and labourers of sugar companies are entitled to a gratuity on death or retirement, based on years of service. This item is not funded. The benefits accruing under this item are calculated by an actuary and have been accounted for in the financial statements.

(c) Gratuity on retirement

For employees who are not covered (or who are insufficiently covered by the above pension plans), the net present value of gratuity on retirement payable under the Workers' Rights Act 2019 is calculated by a qualified actuary and provided for. The obligations arising under this item are not funded.

(d) Termination benefits

A liability for a termination benefit is recognised at the earlier of when the entity can no longer withdraw the offer of the termination benefit and when the entity recognises any related restructuring costs.

(e) State plan

State plan and contributions to Contribution Sociale Generalisee are expensed in profit or loss in the period in which they fall due.

(f) Defined contribution plan

Payments to defined contribution retirement plans are charged as an expense when employees have rendered service entitling them to the contributions.

(g) Short and long term employee benefits

A liability is recognised for benefits accruing to employees in respect of vacation leave in the period the related service is in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service. Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company and the Group in respect of services provided by employees up to the reporting date.

2.16 Trade and other payables

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

2.17 Foreign currencies

(i) Functional and presentation currency

Items included in the financial statements of each of the Group's entities are measured using Mauritian Rupees, the currency of the primary economic environment in which the entities operate ("functional currency"). The consolidated financial statements are presented in Mauritian Rupees, which is the Company's functional and presentation currency.

(ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing on the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss.

Non-monetary items that are measured at historical cost in a foreign currency are translated using the exchange rates at the date of the transaction.

2.18 Impairment of non-financial assets

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

2.19 Revenue recognition

(a) Revenue from contracts with customers

Performance obligations and timing of revenue recognition

The majority of the revenue is derived from selling goods with revenue recognised at a point in time when control of the goods has been transferred to the customer. This is generally when the goods are delivered to the customer.

Sugar, molasses and bagasse proceeds are recognised based on the total production of the crop year. There is limited judgement needed in identifying the point control passes: once crop has been harvested and processed into sugar, molasses and bagasse and delivered to the Mauritius Sugar Syndicate, the Company will have a present right to payment (as a single payment on delivery) and retains none of the significant risks and rewards of the goods in question.

Allocating amounts to performance obligations

Sugar prices are based on forecasts received from the Mauritius Sugar Syndicate. Any differences between the recommended prices and the final prices are reflected in profit or loss of the period in which they are established.

(b) Other revenues earned by the Group are recognised on the following bases:

- Interest income is calculated by applying the effective interest rate to the gross carrying amount of a financial asset except for financial assets that subsequently become credit-impaired. For credit-impaired financial assets the effective interest rate is applied to the net carrying amount of the financial asset (after deduction of the loss allowance).
- Dividend income - when the shareholder's right to receive payment is established.
- Rental income from investment property is recognised in profit or loss on a straight line basis over the period of the agreement.

2. MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

2.19 Revenue recognition (cont'd)

(c) Agricultural income is derived from selling goods with revenue recognised at a point in time when control of the goods has been transferred to the customer. This is generally when the goods are delivered to the customer.

(d) Income from land development
Revenue is recognised when control over the land has been transferred to the customer. The land has generally no alternative use for the Group due to contractual restrictions. However, an enforceable right to payment does not arise until legal title has passed to the customer, i.e., upon signature of the "Acte de Vente". Therefore, revenue is recognised at a point in time when the legal title has passed to the customer. The revenue is measured at the transaction price agreed under the contract. In most cases, the consideration is due when legal title has been transferred.

2.20 Segment reporting

Segment information presented relate to operating segments that engage in business activities for which revenues are earned and expenses incurred.

2.21 Disposal of land

The profit arising on sale of land is recognised in profit and loss on the date the deed of sale is signed and the corresponding debtor accounted in the Statements of Financial Position. All other prepayments collected in respect of sale of land are credited to "Deposit from clients" in the Statements of Financial Position.

2.22 Land development inventory

Land development inventories consists of cost of land and related expenditure incurred on conversion of land to saleable condition. Land development inventories is measured at the lower of cost or net realisable value.

2.23 Assets classified as held for sale

Non-current assets (or disposal groups) classified as held for sale are measured at the lower of carrying amount and fair value less costs to sell if their carrying amount is recovered principally through a sale transaction rather than through a continuing use. This condition is regarded as met only, when the sale is highly probable and the asset (or disposal group) is available for immediate sale in its present condition.

When the Group is committed to a sale plan involving loss of control of subsidiaries, all of the assets and liabilities of that subsidiary are classified as held for sale when the criteria describe above are met, regardless of whether the Group will retain a non-controlling interest in its former subsidiary after the sale.

2.24 Land conversion rights

The reform of the Sugar Industry enshrined in the Sugar Industry Efficiency ("SIE") Act 2001 necessitated redundancy payments in the form of cash and serviced land, as well as capital expenditure for capacity expansion and optimisation. These capital expenditure investments and expenses have been financed by debt. In order to assist the repayment of these debts, Government granted a tax exemption to the Sugar Industry when converting agricultural land into residential land in the form of Land Conversion Rights ("LCRs"). These LCRs are granted by the Mauritius Cane Industry Authority (MCIA) based on the qualifying costs incurred by an entity. An LCR is recognised as an Intangible assets under non-current asset and is initially measured at cost at the date on which the Group is entitled to receive those rights, less any impairment. Land conversion Rights are assumed to have an indefinite useful life as per the terms of the agreement entered with the Government of Mauritius.

LCRs are tested annually for impairment. When the carrying amount of the asset is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount.

LCRs are derecognised upon disposal (i.e. the date the recipient obtains control), used internally for converting agricultural land into residential land for land projects or when no future economic benefits are expected from its use or disposal. Any gain or loss on derecognition of the LCR is included in profit or loss.

The LCRs granted under the Sugar Industry Efficiency ("SIE") Act 2001 have been tested for impairment using the valuation of an independent property valuer.

2.25 Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration from the customer. A contract liability is recognised if a payment is received or a payment is due (whichever is earlier) from a customer before the Group transfers the related goods or services. Contract liabilities are recognised as revenue when the Group performs under the contract (i.e., transfers control of the related goods or services to the customer).

3. FINANCIAL RISK MANAGEMENT

3.1 Capital Risk Management

The Group's objectives when managing capital are:

- to safeguard the Group's ability to continue as a going concern, so that it can continue to provide returns for the shareholders and benefit for other stakeholders, and
- to provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

The Group sets the amount of capital in proportion to risk. The Group manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares, or sell assets to reduce debt.

Consistent with others in the industry, the Group monitors capital on the basis of the debt-to-adjusted capital ratio. This ratio is calculated as net debt adjusted capital. Net debt is calculated as total debt (as shown in the statements of financial position) less cash and cash equivalents. Adjusted capital comprises all components of equity (i.e. share capital, non-controlling interests, retained earnings, and revaluation and other reserves) other than amounts recognised in equity relating to cash flow hedges, and includes some forms of subordinated debt.

During 2024, the Group's strategy, which was unchanged from 2023, was to maintain the debt-to-adjusted capital ratio at the lowest level in order to secure access to finance at a reasonable cost. The debt-to-adjusted capital ratios at December 31, 2024 and at December 31, 2023 were as follows:

The debt-to-capital ratios at December 31, 2024 and December 31, 2023 were as follows:

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
Borrowings (note 25)	**1,017,109**	261,756	**1,017,109**	261,756
Lease liabilities (note 7)	**5,229**	3,609	**5,229**	3,609
Total debt	**1,022,338**	265,365	**1,022,338**	265,365
Less: Cash and Cash equivalents (note 41(d))	**(194,779)**	(111,030)	**(193,585)**	(105,636)
Net debt	**827,559**	154,335	**828,753**	159,729
Total equity	**2,645,010**	3,749,000	**2,425,940**	3,532,180
Debt-to-capital ratio	**31%**	4%	**34%**	5%

There were no changes in the Group's and the Company's approach to capital risk management during the year.

3.2 Financial Risk Factors

The Group's activities expose it to a variety of financial risk factors, including:
(a) market risk;
(b) credit risk;
(c) liquidity risk; and
(d) cash flow and fair value interest rate risk.

The Group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effect on the Group's financial performance.

Risk management is carried out by management under policies approved by the Board of Directors. Management identifies, evaluates and hedges financial risks in close cooperation with the operating units. The Board provides principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk and non-derivative financial instruments and investment of excess liquidity.

A description of the significant risk factors is given below together with the risk management policies applicable.

(a) Market risk

(i) Categories of financial instruments

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
Financial assets				
At fair value through other comprehensive income				
Investment in financial assets	**1,431**	1,464	**1,431**	1,464
At amortised cost				
Trade receivables	**56,781**	55,534	**56,781**	55,534
Cash and Cash equivalents	**194,779**	111,030	**193,585**	105,636
Other financial assets	**2**	450,712	**8,848**	459,478
Other current assets	**15,188**	7,125	**14,431**	6,314
	268,181	625,865	**275,076**	628,426

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
Financial liabilities	**Rs'000**	Rs'000	**Rs'000**	Rs'000
At amortised cost				
Trade and other payables	**88,575**	72,007	**113,181**	90,594
Borrowings	**1,017,109**	261,756	**1,017,109**	261,756
Lease liabilities	**5,229**	3,609	**5,229**	3,609
Dividends payable	**56,201**	-	**56,201**	-
	1,167,114	337,372	**1,191,720**	355,959

(ii) Currency risk
The Group and the Company are not exposed to currency risk as all assets and liabilities as at December 31,2024 and 2023 are denominated in Mauritian Rupee.

(iii) Price risk
The Group is exposed to equity securities price risk because of investments held by the Group and classified in the statements of financial position as financial assets at fair value through other comprehensive income. The Group is not exposed to commodity price risk. To manage its price risk arising from investments in equity securities, the Group diversifies its portfolio.

Sensitivity analysis
The table below summarises the impact of increases/decreases in the fair value of the investments on the Group's equity.

The analysis is based on the assumption that the fair value had increased/decreased by 5%.

	Impact on equity			
	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
	+/-5%	+/-5%	**+/-5%**	+/-5%
Financial assets at fair value through other comprehensive income	**72**	73	**72**	73

3. FINANCIAL RISK MANAGEMENT (CONT'D)

3.2 Financial Risk Factors (cont'd)

(b) ***Credit risk***

Credit risk arises from cash and cash equivalents, deposits with banks and financial institutions, as well as credit exposures to customers, including outstanding receivables. Credit risk is managed on a Group basis. For banks and financial institutions, only independently rated parties are accepted.

The Company has only one debtor which is in respect of sugar proceed receivable from the Mauritius Sugar Syndicate.

The Company manages the receivables from related parties through considering the purpose of advances and their financial position and forecasted cash flows.

(c) ***Liquidity risk***

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivery of cash or another financial assets. Prudent liquidity risk management implies maintaining sufficient cash in hand, marketable securities, the availability of funding through an adequate amount of committed credit facilities and the ability to close out market positions. The Group aims at maintaining flexibility in funding by keeping committed credit lines available.

The table below analyses the Group's non-derivative financial liabilities into relevant maturity groupings based on the remaining period at the end of the reporting period to the contractual maturity date.

THE GROUP	Less than 1 year	Between 1 and 5 years	After 5 years	Total
	Rs'000	Rs'000	Rs'000	Rs'000
At December 31, 2024				
Borrowings	**67,109**	**-**	**950,000**	**1,017,109**
Lease liabilities	**1,693**	**3,536**	**-**	**5,229**
Future interest payments	**69,893**	**307,392**	**301,736**	**679,021**
Trade and other payables	**88,575**	**-**	**-**	**88,575**
Dividends payable	**56,201**	**-**	**-**	**56,201**
	283,471	**310,928**	**1,251,736**	**1,846,135**
At December 31, 2023				
Borrowings	81,725	180,031	-	261,756
Lease liabilities	1,205	2,404	-	3,609
Future interest payments	17,516	18,819	-	36,335
Trade and other payables	72,007	-	-	72,007
	172,453	201,254	-	373,707

THE COMPANY	Less than 1 year	Between 1 and 5 years	After 5 years	Total
	Rs'000	Rs'000	Rs'000	Rs'000
At December 31, 2024				
Borrowings	**67,109**	**-**	**950,000**	**1,017,109**
Lease liabilities	**1,693**	**3,536**	**-**	**5,229**
Future interest payments	**69,893**	**307,392**	**301,736**	**679,021**
Trade and other payables	**113,181**	**-**	**-**	**113,181**
Dividends payable	**56,201**	**-**	**-**	**56,201**
	308,077	**310,928**	**1,251,736**	**1,870,741**
At December 31, 2023				
Borrowings	81,725	180,031	-	261,756
Lease liabilities	1,205	2,404	-	3,609
Future interest payments	17,516	18,819	-	36,335
Trade and other payables	90,594	-	-	90,594
	191,040	201,254	-	392,294

(d) ***Cash flow and fair value interest rate risk***

As the Group has interest-bearing assets, the Group's income and operating cash flows are affected by changes in market interest rates. The Group's interest-rate risk arises from other financial assets at amortised cost ("OFAAC") and borrowings which are issued at variable rates and expose the Group to cash flow interest-rate risk. Borrowings issued at fixed rates expose the Group to fair value interest rate risk. The Group's other financial assets at amortised cost and borrowings as shown in the financial statements are exposed to interest rate risks as it lends and borrows mainly at variable rates.

The Group's operating cash flows are exposed to interest risk as it lends at variable rates. At December 31, 2024, if interest rates on Rupee denominated OFAAC had been 50 basis points higher/lower with all variables held constant, post-tax loss for the year would have decreased/increased by Rs.2.036 million (2023: Rs.2.303 million) for the Group and Company mainly as a result of higher/lower interest rate expense on floating rate OFAAC.

The Group's operating cash flows are exposed to interest risk as it borrows at variable rates. At December 31, 2024, if interest rates on Rupee denominated borrowings had been 50 basis points higher/lower with all variables held constant, post-tax profit for the year would have decreased/increased by Rs.0.847 million (2023: Rs.1.511 million) for the Group and Company mainly as a result of higher/lower interest rate expense on floating rate borrowings.

The Group manages its interest rate risk by close market monitoring.

3.3 Fair value estimation

The fair value of financial instruments traded in active markets is based on quoted market prices at the end of the reporting period. A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry Group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis. The quoted market price used for financial assets held by the Group is the current bid price. These instruments are included in level 1. Instruments included in level 1 comprise primarily quoted equity investments classified as financial assets at fair value through other comprehensive income.

The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques. These valuation techniques maximise the use of observable market data where it is available and rely as little as possible on specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

If fair value is based on unobservable inputs, it is classified as Level 3.

3. FINANCIAL RISK MANAGEMENT (CONT'D)

3.3 Fair value estimation (cont'd)

The nominal value less estimated credit adjustments of trade receivables and payables are assumed to approximate their fair values. The fair value of financial liabilities for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate that is available to the Group for similar financial instruments.

3.4 Biological assets

The Group is exposed to fluctuations in the price of sugar and the incidence of exchange rate. This risk affects both the crop proceeds and the fair value of biological assets. The risk is not hedged.

4. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In applying the Group's accounting policies, which are described in note 2, the directors are required to make judgements (other than those involving estimations) that have a significant impact on the amounts recognised and to make estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources.

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

4.1 Critical accounting estimates and assumptions

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

(a) Impairment of financial assets

The loss allowances for financial assets are based on assumptions about risk of default and expected loss rates. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Group's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

(b) Biological assets

Consumable biological assets - Standing canes

The fair value of consumable biological assets has been arrived at by discounting the present value (PV) of expected net cash flows from standing canes at the relevant market determined pre-tax rate.

The expected cash flows have been computed by estimating the expected crop and the sugar extraction rate and the forecasts of sugar prices which will prevail in the coming year. The harvesting costs and other direct expenses are based on the yearly budgets.

(c) Depreciation policies

Property, plant and equipment are depreciated to their residual values over their estimated useful lives. The residual value of an asset is the estimated net amount that the Group would currently obtain from disposal of the asset if the asset were already of the age and in the condition expected at the end of its useful life.

The directors therefore make estimates based on historical experience and use best judgement to assess the useful lives of assets and to forecast the expected residual values of the assets at the end of their expected useful lives.

(d) Asset lives and residual values

Property, plant and equipment are depreciated over its useful life taking into account residual values, where appropriate. The actual lives of the assets and residual values are assessed annually and may vary depending on a number of factors. In reassessing asset lives, factors such as technological innovation, product life cycles and maintenance programmes are taken into account. Residual value assessments consider issues such as future market conditions, the remaining life of the asset and projected disposal values. Consideration is also given to the extent of current profits and losses on the disposal of similar assets.

(e) Pension benefits

The present value of the pension obligations depend on a number of factors that are determined on an actuarial basis using a number of assumptions. The assumptions used in determining the net cost/(income) for pensions include the discount rate. Any changes in these assumptions will impact the carrying amount of pension obligations.

The Group determines the appropriate discount rate at the end of each year. This is the interest rate that should be used to determine the present value of estimated future cash outflows expected to be required to settle the pension obligations. In determining the appropriate discount rate, the Group considers the interest rates of Government bonds that are denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating the terms of the related pension obligation.

Other key assumptions for pension obligations are based in part on current market conditions. Additional information is disclosed in Note 26.

(f) Revaluation of property and investment property

The Group carries its investment properties at fair value, based on valuation carried out every three years, with changes in fair value being recognised in the profit or loss. In addition, it measures land and buildings at revalued amounts still based on valuation carried out every three years, with changes in fair value being recognised in other comprehensive income. The Group has engaged independent valuation specialists to determine fair value at December 31, 2024.

(g) Impairment of non-financial assets

Property, plant and equipment, investments in subsidiaries, investments in associates and intangible assets are considered for impairment if there is a reason to believe that impairment may be necessary. Factors taken into consideration in reaching such a decision include the economic viability of the asset itself and where it is a component of a larger economic unit, the viability of that unit itself.

Future cash flows expected to be generated by the assets or cash-generating units are projected, taking into account market conditions and the expected useful lives of the assets. The present value of these cash flows, determined using an appropriate discount rate, is compared to the current net asset value and, if lower, the assets are impaired to the present value.

Cash flows which are utilised in these assessments are extracted from the budget which is updated annually.

5. PROPERTY, PLANT AND EQUIPMENT

(a) THE GROUP

	Freehold land and buildings	Motor vehicles	Agricultural equipment	Furniture, fixtures and fittings	Bearer plants	Others	Total
	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
COST/VALUATION							
At January 1, 2024							
- cost	-	23,833	70,839	3,083	50,628	2,152	150,535
- valuation	3,023,400	-	-	-	-	-	3,023,400
	3,023,400	23,833	70,839	3,083	50,628	2,152	3,173,935
Additions	-	-	4,096	292	10,222	84	14,694
Assets scrapped	-	-	(1,717)	-	(6,997)	-	(8,714)
Disposals	-	(1,150)	-	-	-	-	(1,150)
At December 31, 2024							
- cost	**-**	**22,683**	**73,218**	**3,375**	**53,853**	**2,236**	**155,365**
- valuation	**3,023,400**	**-**	**-**	**-**	**-**	**-**	**3,023,400**
	3,023,400	**22,683**	**73,218**	**3,375**	**53,853**	**2,236**	**3,178,765**
DEPRECIATION/IMPAIRMENT							
At January 1, 2024	-	23,686	56,956	2,198	35,916	1,788	120,544
Charge for the year	4,754	38	2,827	289	2,144	119	10,171
Assets scrapped	-	-	(1,717)	-	(6,997)	-	(8,714)
Disposals	-	(1,150)	-	-	-	-	**(1,150)**
At December 31, 2024	**4,754**	**22,574**	**58,066**	**2,487**	**31,063**	**1,907**	**120,851**
NET BOOK VALUE							
At December 31, 2024	**3,018,646**	**109**	**15,152**	**888**	**22,790**	**329**	**3,057,914**

(b) THE GROUP

	Freehold land and buildings	Motor vehicles	Agricultural equipment	Furniture, fixtures and fittings	Bearer plants	Others	Total
	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
COST/VALUATION							
At January 1, 2023							
- cost	5,531	25,476	64,182	2,298	65,309	2,027	164,823
- valuation	1,458,308	-	-	-	-	-	1,458,308
	1,463,839	25,476	64,182	2,298	65,309	2,027	1,623,131
Assets scrapped	2,909	-	2,873	785	7,449	125	14,141
Revaluation adjustment	(5,003)	-	-	-	(22,130)	-	(27,133)
Transferred to investment properties (note 8)	1,571,010	-	-	-	-	-	1,571,010
Transferred to land development inventories (note 15)	(6,852)	-	-	-	-	-	(6,852)
Transfer from right-of-use assets (note 6)	(2,503)	2,125	3,784	-	-	-	3,406
Disposals	-	(3,768)	-	-	-	-	(3,768)
	-	-	-	-	-	-	-
At December 31, 2023							
- cost	**-**	**23,833**	**70,839**	**3,083**	**50,628**	**2,152**	**150,535**
- valuation	**3,023,400**	**-**	**-**	**-**	**-**	**-**	**3,023,400**
	3,023,400	**23,833**	**70,839**	**3,083**	**50,628**	**2,152**	**3,173,935**
DEPRECIATION							
At January 1, 2023	18,139	25,192	52,333	1,941	57,750	1,670	157,025
Charge for the year	4,903	250	2,542	257	2,403	118	10,473
Assets scrapped	-	-	-	-	(22,130)	-	(22,130)
Reversal of impairment losses	-	-	-	-	(2,107)	-	(2,107)
Revaluation adjustment	(19,461)	-	-	-	-	-	(19,461)
Transferred to investment properties (note 8)	(2,727)	-	-	-	-	-	(2,727)
Transferred to land development inventories (note 15)	(854)	-	-	-	-	-	(854)
Transfer from right-of-use assets (note 6)	-	1,948	2,081	-	-	-	4,029
Disposals	-	(3,704)	-	-	-	-	(3,704)
At December 31, 2023	**-**	**23,686**	**56,956**	**2,198**	**35,916**	**1,788**	**120,544**
NET BOOK VALUE							
At December 31, 2023	**3,023,400**	**147**	**13,883**	**885**	**14,712**	**364**	**3,053,391**

5. PROPERTY, PLANT AND EQUIPMENT (CONT'D)

(c) THE COMPANY

	Freehold land and buildings	Motor vehicles	Agricultural equipment	Furniture, fixtures and fittings	Bearer plants	Others	Total
	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
COST/VALUATION							
At January 1, 2024							
- cost	-	18,853	70,841	3,086	50,628	2,161	145,569
- valuation	3,023,400	-	-	-	-	-	3,023,400
	3,023,400	18,853	70,841	3,086	50,628	2,161	3,168,969
Additions	-	-	4,096	292	10,222	84	14,694
Assets scrapped	-	-	(1,717)	-	(6,997)	-	(8,714)
At December 31, 2024							
- cost	**-**	**18,853**	**73,220**	**3,378**	**53,853**	**2,245**	**151,549**
- valuation	**3,023,400**	**-**	**-**	**-**	**-**	**-**	**3,023,400**
	3,023,400	**18,853**	**73,220**	**3,378**	**53,853**	**2,245**	**3,174,949**
DEPRECIATION/IMPAIRMENT							
At January 1, 2024	-	18,708	56,958	2,201	35,916	1,795	115,578
Charge for the year	4,754	38	2,827	289	2,144	119	10,171
Assets scrapped	-	-	(1,717)	-	(6,997)	-	(8,714)
At December 31, 2024	**4,754**	**18,746**	**58,068**	**2,490**	**31,063**	**1,914**	**117,035**
NET BOOK VALUE							
At December 31, 2024	**3,018,646**	**107**	**15,152**	**888**	**22,790**	**331**	**3,057,914**

(d) THE COMPANY

	Freehold land and buildings	Motor vehicles	Agricultural equipment	Furniture, fixtures and fittings	Bearer plants	Others	Total
	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
COST/VALUATION							
At January 1, 2023							
- cost	5,531	18,853	64,184	2,301	65,309	2,036	158,214
- valuation	1,458,308	-	-	-	-	-	1,458,308
	1,463,839	18,853	64,184	2,301	65,309	2,036	1,616,522
Additions	2,909	-	2,873	785	7,449	125	14,141
Assets scrapped	(5,003)	-	-	-	(22,130)	-	(27,133)
Revaluation surplus	1,571,010	-	-	-	-	-	1,571,010
Transferred to investment properties (note 8)	(6,852)	-	-	-	-	-	(6,852)
Transferred to land development inventories (note 15)	(2,503)	-	-	-	-	-	(2,503)
Transfer from right-of-use assets (note 6)	-	-	3,784	-	-	-	3,784
At December 31, 2023							
- cost	**-**	**18,853**	**70,841**	**3,086**	**50,628**	**2,161**	**145,569**
- valuation	**3,023,400**	**-**	**-**	**-**	**-**	**-**	**3,023,400**
	3,023,400	**18,853**	**70,841**	**3,086**	**50,628**	**2,161**	**3,168,969**
DEPRECIATION							
At January 1, 2023	18,139	18,569	52,335	1,944	57,750	1,677	150,414
Charge for the year	4,903	139	2,542	257	2,403	118	10,362
Assets scrapped	-	-	-	-	(22,130)	-	(22,130)
Reversal of impairment losses	-	-	-	-	(2,107)	-	(2,107)
Revaluation adjustment	(19,461)	-	-	-	-	-	(19,461)
Transferred to investment properties (note 8)	(2,727)	-	-	-	-	-	(2,727)
Transferred to land development inventories (note 15)	(854)	-	-	-	-	-	(854)
Transfer from right-of-use assets (note 6)	-	-	2,081	-	-	-	2,081
At December 31, 2023	**-**	**18,708**	**56,958**	**2,201**	**35,916**	**1,795**	**115,578**
NET BOOK VALUE							
At December 31, 2023	**3,023,400**	**145**	**13,883**	**885**	**14,712**	**366**	**3,053,391**

5. PROPERTY, PLANT AND EQUIPMENT (CONT'D)

(e) Directors are of the opinion that the Land and building revalued on December 31, 2023 by Chasteau Doger de Speville Ltd, an Independent Certified Practising Valuer on the basis of its open market value remained same for the year 2024.

Details of the Group's land and buildings measured at fair value and information about the fair value hierarchy are as follows:

	THE GROUP	THE COMPANY
December 31, 2024	Rs'000	Rs'000
Freehold land and buildings - Level 2	**3,018,646**	**3,018,646**
December 31, 2023		
Freehold land and buildings - Level 2	3,023,400	3,023,400

There were no transfers between levels during the year.

(i) *Freehold land and land improvements*
The fair value of the freehold land was derived using the sales comparison approach. Sales prices of comparable land in close proximity are adjusted for differences in key attributes such as property size. The most significant input into this valuation approach is price per arpent.

Significant unobservable valuation input:	THE GROUP	THE COMPANY
	Rs'000	Rs'000
At December 31, 2024		
Price per arpent	**1,028**	**1,028**
At December 31, 2023		
Price per arpent	1,028	1,028

Sensitivity analysis

The table below summarises the impact of increases/decreases in the fair value of the freehold land on the Group's equity.

The analysis is based on the assumption that the fair value had increased/decreased by 5%.

	Impact on equity			
	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
	+/-5%	+/-5%	**+/-5%**	+/-5%
Financial assets at fair value through other comprehensive income	**150,932**	151,170	**150,932**	151,170

The reconciliation of revalued amounts of land and land improvements using significant unobservable inputs are as follows:

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
At January 1,	**2,948,300**	1,397,246	**2,948,300**	1,397,246
Revaluation adjustment	**-**	1,552,330	**-**	1,552,330
Transfer to investment property (note 8)	**-**	(441)	**-**	(441)
Depreciation	**-**	(835)	**-**	(835)
At December 31,	**2,948,300**	2,948,300	**2,948,300**	2,948,300

(f) If land, land improvements and buildings were stated on the historical cost basis, the amount would be as follows:

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
Land and land improvements				
Cost	**8,870**	8,870	**8,870**	8,870
Accumulated depreciation	**(4,270)**	(4,270)	**(4,270)**	(4,270)
Net book value	**4,600**	4,600	**4,600**	4,600
Buildings				
Cost	**29,916**	29,916	**29,916**	29,916
Reclassification	**(6,410)**	(6,410)	**(6,410)**	(6,410)
Accumulated depreciation	**(20,793)**	(20,146)	**(20,793)**	(20,146)
Reclassification	**460**	460	**460**	460
Net book value	**3,173**	3,820	**3,173**	3,820

(g) Depreciation charge for the year can be analysed as follows:

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
Depreciation and amortisation (note 34):	**10,171**	**10,473**	**10,171**	**10,362**

(h) The directors have assessed that there is no impairment loss to be recognised at year end.

(i) The Group has pledged all its assets under property, plant and equipment to secure general banking facilities granted to the Group.

(j) At year end the Group carried out a review of the carrying value of its bearer biological assets and concluded that no impairment should be recognised for the current year. A reversal of impairment of an amount of Rs 2.107m has been credited to the income statement for the year ended December 31, 2023.

6. RIGHT-OF-USE ASSETS

THE GROUP	Motor vehicles Rs'000	**Total 2024 Rs'000**	Agricultural equipment Rs'000	Motor vehicles Rs'000	**Total 2023 Rs'000**
COST/VALUATION					
At January 1,	6,040	**6,040**	3,784	6,040	**9,824**
Additions	2,925	**2,925**	-	-	**-**
Transfer to property, plant and equipment (note 5)	-	-	(3,784)	-	**(3,784)**
At December 31,	**8,965**	**8,965**	**-**	**6,040**	**6,040**
DEPRECIATION					
At January 1,	2,542	**2,542**	2,081	1,333	**3,414**
Charge for the year	1,354	**1,354**	-	1,209	**1,209**
Transfer to property, plant and equipment (note 5)	-	-	(2,081)	-	**(2,081)**
At December 31,	**3,896**	**3,896**	**-**	**2,542**	**2,542**
NET BOOK VALUE					
At December 31,	**5,069**	**5,069**	**-**	**3,498**	**3,498**

THE COMPANY	Agricultural equipment Rs'000	Motor vehicles Rs'000	Total Rs'000
COST/VALUATION			
At January 1, 2024	-	6,040	6,040
Additions	-	2,925	2,925
At December 31, 2024	**-**	**8,965**	**8,965**
DEPRECIATION			
At January 1, 2024	-	2,542	2,542
Charge for the year	-	1,354	1,354
At December 31, 2024	**-**	**3,896**	**3,896**
NET BOOK VALUE			
At December 31, 2024	**-**	**5,069**	**5,069**

	Agricultural equipment Rs'000	Motor vehicles Rs'000	Total Rs'000
COST/VALUATION			
At January 1, 2023	3,784	6,040	9,824
Transfer to property, plant and equipment (note 5)	(3,784)	-	(3,784)
At December 31, 2023	**-**	**6,040**	**6,040**
DEPRECIATION			
At January 1, 2023	2,081	1,333	3,414
Charge for the year	-	1,209	1,209
Transfer to property, plant and equipment (note 5)	(2,081)	-	(2,081)
At December 31, 2023	**-**	**2,542**	**2,542**
NET BOOK VALUE			
At December 31, 2023	**-**	**3,498**	**3,498**

(a)

	THE GROUP		THE COMPANY	
	2024 Rs'000	2023 Rs'000	**2024 Rs'000**	2023 Rs'000
Total cash outflows for leases	**1,546**	2,093	**1,546**	1,406

(b) The Group leases several assets including agricultural equipment and motor vehicles. The average lease term is 5 years (2023: 5 years).

The Group has options to purchase agricultural equipment and motor vehicles for a nominal amount at the end of the lease term. The Group's obligations are secured by the lessors' title to the leased assets for such leases.

None of the 3 leases for agricultural equipment and motor vehicles have expired in the current financial year.

7. LEASE LIABILITIES

(a) THE GROUP

	Motor vehicles Rs'000	Total Rs'000
At January 1, 2024	3,609	3,609
Additions	2,925	2,925
Interest expense	241	241
Lease payments	(1,546)	(1,546)
At December 31, 2024	**5,229**	5,229
		1,693
Current		3,536
Non current		5,229

	Motor vehicles Rs'000	Total Rs'000
At January 1, 2023	5,409	5,409
Interest expense	293	293
Lease payments	(2,093)	(2,093)
At December 31, 2023	**3,609**	**3,609**
Current		1,205
Non current		2,404
		3,609

7. LEASE LIABILITIES (CONT'D)

(b) THE COMPANY

	Motor vehicles	Total
	Rs'000	Rs'000
At January 1, 2024	3,609	3,609
Additions	2,925	2,925
Interest expense	241	241
Lease payments	(1,546)	(1,546)
At December 31, 2024	**5,229**	**5,229**
Current		1,693
Non current		3,536
		5,229

	Motor vehicles	Total
	Rs'000	Rs'000
At January 1, 2023	4,745	4,745
Interest expense	270	270
Lease payments	(1,406)	(1,406)
At December 31, 2023	**3,609**	**3,609**
Current		1,205
Non current		2,404
		3,609

(c) There are no extension and termination options included in the property and equipment leases across the Group.

(d) The Group did not provide residual value guarantees in relation to equipment leases.

(e) Interest expense

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
Interest expense (included in finance costs)	**241**	293	**241**	270
	241	293	**241**	270

The total cash outflows for leases in 2024 was Rs.1.546 million both for the Group (2023: Rs.2.093 million) and the Company (2023: Rs.1.406 million) respectively.

(f) Depreciation charge for the year can be analysed as follows:

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
Depreciation and amortisation (note 34)	**1,354**	1,456	**1,354**	1,209

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
Maturity Analysis	**Rs'000**	Rs'000	**Rs'000**	Rs'000
Year 1	**1,984**	1,401	**1,984**	1,401
Year 2	**1,611**	1,400	**1,611**	1,400
Year 3	**712**	1,026	**712**	1,026
Year 4	**586**	126	**586**	126
Year 5	**586**	-	**586**	-
After year 5	**468**	-	**468**	-
	5,947	3,953	**5,947**	3,953
Less: Unearned interest	**(718)**	(344)	**(718)**	(344)
	5,229	3,609	**5,229**	3,609

8. INVESTMENT PROPERTIES

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
Fair value				
At January 1	**237,400**	61,576	**30,000**	13,746
Transfer from property, plant and equipment (note 5)	**-**	4,125	**-**	4,125
Fair value gain on revaluation	**-**	171,699	**-**	12,129
At December 31,	**237,400**	237,400	**30,000**	30,000

(a) The directors are of the opinion that investment properties valued by Chasteau Doger de Speville Ltd, an Independent Certified Practising Valuer on December 31, 2023 on the income approach and market approach remained unchanged at December 31, 2024.

Details of the Group's investment properties and information about the fair value hierarchy are as follows:

	THE GROUP			THE COMPANY		
	Level 2	Level 3	**Total**	Level 2	Level 3	**Total**
	Rs'000	Rs'000	**Rs'000**	Rs'000	Rs'000	**Rs'000**
December 31, 2024						
Land and buildings	202,800	34,600	**237,400**	-	30,000	**30,000**
December 31, 2023						
Land and buildings	202,800	34,600	237,400	-	30,000	30,000

At the end of the year, rented investment properties were revalued using the income approach hence the change in the level of the fair value hierarchy from level 2 to level 3.

8. INVESTMENT PROPERTIES (CONT'D)

(b) The Group has pledged all its investment properties to secure general banking facilities granted to the Group.

(c) The following amounts have been recognised in profit or loss:

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
Rental income	**2,461**	2,281	**2,145**	1,950

(d) Leasing arrangements - Lessor
The investment properties are leased to tenants under leases with rentals payable monthly. Lease payments for some contracts include CPI increases, but there are no other variable lease payments that depend on an index or rate. Where considered necessary to reduce credit risk, the Group may obtain bank guarantees for the term of the lease.

Although the Group is exposed to changes in the residual value at the end of the current leases, the Group typically enters into new leases and therefore will not immediately realise any reduction in residual value at the end of these leases. Expectations about the future residual values are reflected in the fair value of the property.

Minimum lease payments receivable on leases of investment properties are as follows:

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
Within 1 year	**2,584**	2,395	**2,252**	2,048

(e) Valuation techniques and key inputs

The fair value measurement of the investment properties revalued as per market approach have been categorised as Level 2 fair value based on the inputs used in the valuation technique and those revalued under the income approach have been categorised as level 3 based on unobservable input.

Market approach

GROUP **December 31, 2024**	Valuation technique	Range of observable input	+/-5% Sensitivity
			Rs'000
Agricultural land for development	Comparative method	Rs 0.750m - Rs 1m per arpent	95
Non-agricultural land	Comparative method	Rs 7.5m - Rs 12m per arpent	9,365

December 31, 2023	Valuation technique	Range of observable input	+/-5% Sensitivity
			Rs'000
Agricultural land for development	Comparative method	Rs 0.750m - Rs 1m per arpent	95
Non-agricultural land	Comparative method	Rs 7.5m - Rs 12m per arpent	9,365

Market approach (Cont'd)

COMPANY **December 31, 2024**	Valuation technique	Range of observable input	+/-5% Sensitivity
			Rs'000
Agricultural land for development	Comparative method	Rs 0.750m - Rs 1m per arpent	95
Non-agricultural land	Comparative method	Rs 7.5m per arpent	885

December 31, 2023	Valuation technique	Range of observable input	+/-5% Sensitivity
			Rs'000
Agricultural land for development	Comparative method	Rs 0.750m - Rs 1m per arpent	95
Non-agricultural land	Comparative method	Rs 7.5m per arpent	885

Income approach

GROUP **December 31, 2024**	Range of observable input	-1% Sensitivity	+1% Sensitivity
		Rs'000	Rs'000
Valuation technique - Income capitalisation method	Discount rate 4% - 15%	7,540	(5,195)

COMPANY **December 31, 2024**	Range of observable input	-1% Sensitivity	+1% Sensitivity
		Rs'000	Rs'000
Valuation technique - Income capitalisation method	Discount rate 4% - 15%	6,266	(4,412)

GROUP **December 31, 2023**	Range of observable input	-1% Sensitivity	+1% Sensitivity
		Rs'000	Rs'000
Valuation technique - Income capitalisation method	Discount rate 4% - 15%	7,540	(5,195)

COMPANY **December 31, 2023**	Range of observable input	-1% Sensitivity	+1% Sensitivity
		Rs'000	Rs'000
Valuation technique - Income capitalisation method	Discount rate 4% - 15%	6,266	(4,412)

9. LAND CONVERSION RIGHTS

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
At January 01,	**57,900**	57,900	**57,900**	57,900
Land Conversion Rights recognised	**123,777**	-	**123,777**	-
At December 31,	**181,677**	57,900	**181,677**	57,900

After impairment assessment, no further reduction in value of the Land Conversion Rights was accounted.

Union St Aubin Milling Co. Ltd (USAMCO) had incurred in the past significant costs in the centralisation process of milling activities in the south of the island and was thus eligible to LCRs. SUSA being a 80% shareholder of USAMCO was eligible to recover 80% of the LCRs of USAMCO on its winding up. In its turn, the Company was entitled to receive 60.54% of the LCRs relating to SUSA (91.65 Arpents). Accordingly, at 31 December 2024, the Company and the Group recognised the additional LCRs received in these financial statements.

10. INVESTMENTS IN SUBSIDIARY COMPANIES

THE COMPANY	2024 Unquoted	2024 Total	2023 Unquoted	2023 Total
	Rs'000	Rs'000	Rs'000	Rs'000
(a) **Cost less impairment**				
At January 1,	**6,860**	**6,860**	6,508	6,508
Additions	**-**	**-**	353	353
Adjustment	**-**	**-**	(1)	(1)
At December 31,	**6,860**	**6,860**	6,860	6,860

The Directors have assesed the recoverable amount of the investments and are of the opinon that the carrying amount has not suffered further impairment.

(b) The subsidiaries of The Union Sugar Estates Company Limited are as follows:

Name	Class of shares held	Year end	Stated capital	Proportion of direct ownership interest 2024	Proportion of direct ownership interest 2023	Proportion of indirect ownership interest 2024	Proportion of indirect ownership interest 2023	Country of incorporation and operation	Main business
			Rs'000	% Holding	% Holding	% Holding	% Holding		
Combo Property Company Ltd	Ordinary shares	December 31,	1	**N/A**	N/A	-	-	Mauritius	Defunct
Société Alef	Share of interest	December 31,	150	**100**	100	-	-	Mauritius	Dormant
Union Corporate Limited	Ordinary shares	December 31,	1,050	**100**	100	-	-	Mauritius	Dormant
Société Union St Aubin	Ordinary shares	December 31,	33,542	**60.54**	60.54	-	-	Mauritius	Rental of properties

(c) Combo Property Company Ltd has been deregistered and was defunct in 2023.

(d) **Subsidiaries with material non-controlling interests**

Details for subsidiaries that have non-controlling interests that are material to the entity:

Name	Profit allocated to non-controlling interests during the year 2024	Accumulated non-controlling interests at December 31, 2024	Profit allocated to non-controlling interests during the year 2023	Accumulated non-controlling interests at December 31, 2023
	Rs'000	Rs'000	Rs'000	Rs'000
Société Union St Aubin	**418**	**89,530**	**63,383**	**89,112**

On December 31,2023, the assets of Société Union St Aubin were revalued and a fair value gain of Rs 159.57m was recognised in the profit or loss. Accordingly, an amount of Rs 62.966m was allocated to non-controlling intrests (39.46%).

(e) **Summarised financial information on subsidiaries with material non-controlling interests**

(f) Summarised statement of financial position and statement of profit or loss and other comprehensive income:

Name	Current assets	Non-current assets	Current liabilities	Non-current liabilities	Equity attributable to the owners of the Company	Non-controliing interest	Revenue
	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
2024							
Société Union St Aubin	20,999	207,400	1,502	-	137,367	89,530	1,297

Name	Expenses (including tax)	Increase in fair value in investment properties	Profit attributable to Owners of the Company	Profit attributable to Non-controlling interest	Other Comprehensive Income attributable to Owners of the Company	Other Comprehensive Income attributable to Non-controlling interest	Total comprehensive Income attributable to Owners of the Company	Total comprehensive Income attributable to Non-controlling interest
	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
2024								
Société Union St Aubin	229	-	642	418	-	-	642	418

Name	Current assets	Non-current assets	Current liabilities	Non-current liabilities	Equity attributable to the owners of the Company	Non-controliing interest	Revenue
	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
2023							
Société Union St Aubin	19,741	207,400	1,304	-	136,725	89,112	1,326

Name	Expenses (including tax)	Increase in fair value in investment properties	Profit attributable to Owners of the Company	Profit attributable to Non-controlling interest	Other Comprehensive Income attributable to Owners of the Company	Other Comprehensive Income attributable to Non-controlling interest	Total comprehensive Income attributable to Owners of the Company	Total comprehensive Income attributable to Non-controlling interest
	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
2023								
Société Union St Aubin	269	159,570	97,244	63,383	-	-	97,244	63,383

11. INVESTMENTS IN ASSOCIATES

	2024	2023
	Rs'000	Rs'000
THE GROUP - UNQUOTED		
Group's share of net assets		
At January 1,	9,551	8,871
Share of result of associates	588	707
Share of other comprehensive income (remeasurement of RBO)	-	(27)
At December 31,	**10,139**	9,551

	2024	2023
	Rs'000	Rs'000
THE COMPANY		
Unquoted - cost		
At January 1,	9,339	9,339
At December 31,	**9,339**	9,339

The summarised financial information in respect of the Group's associates is set out below:

Name	Year end	Nature of business	Country of incorporation and operation	Current assets	Non-current assets	Current liabilities	Non-current liabilities	Revenue	Profit/ (loss)	Proportion of ownership interest Direct	Proportion of ownership interest Indirect
				Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	%	%
2024											
Copésud (Mauritius) Ltée	**December 31,**	**Sales of potatoes**	**Mauritius**	**113,150**	**11,386**	**82,193**	**1,403**	**101,066**	**2,264**	**25**	-
Gourmet Foods Ltd *	**June 30,**	**Production of foie-gras**	**Mauritius**	**121**	-	**24,035**	-	-	**(29)**	**50**	-
				113,271	**11,386**	**106,228**	**1,403**	**101,066**	**2,235**		
2023											
Copésud (Mauritius) Ltée	December 31,	Sales of potatoes	Mauritius	86,453	14,064	59,634	2,296	81,337	2,785	25	-
Gourmet Foods Ltd*	June 30,	Production of foie-gras	Mauritius	150	-	24,035	-	-	(73)	50	-
				86,603	14,064	83,669	2,296	81,337	2,712		

* As at 31 December 2020, Gourmet Foods Ltd ceased all its activities and is now a dormant company. No further liabilities will arise to The Union Sugar Estates Company Limited.

All of the above associates are accounted for using the equity method..

Results for the year and accumulated losses not recognised were as follows:

	Results of the year 2024	Results of the year 2023	Accumulated losses 2024	Accumulated losses 2023
	Rs'000	Rs'000	Rs'000	Rs'000
Gourmet Foods Ltd *	(15)	(37)	(22,660)	(22,645)
	(15)	(37)	(22,660)	(22,645)

** Union St Aubin Milling Co. Ltd has been wound-up and deregistered in 2023.

Reconciliation of summarised financial position

	Copésud (Mauritius) Ltée	Total
	Rs'000	Rs'000
2024		
Operating net assets/(liabilities)	**38,204**	**38,204**
Profit for the year	**2,264**	**2,264**
Other adjustments	**472**	**472**
Closing net (liabilities)/assets	**40,940**	**40,940**
Ownership interest (%)	**25.00**	-
Carrying value	**10,235**	**10,235**

	Copésud (Mauritius) Ltée	Total
	Rs'000	Rs'000
2023	35,876	35,876
Operating net assets/(liabilities)	2,785	2,785
Profit for the year	(457)	(457)
Other adjustments	38,204	38,204
Closing net (liabilities)/assets	25.00	-
Ownership interest (%)	9,551	9,551
Carrying value		

12. FINANCIAL ASSETS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

(i) Equity investments at fair value through other comprehensive income

	THE GROUP 2024	THE GROUP 2023	THE COMPANY 2024	THE COMPANY 2023
	Rs'000	Rs'000	Rs'000	Rs'000
At January 1,	1,464	1,415	1,464	1,415
Change in fair value recognised in other comprehensive income	(33)	49	(33)	49
At December 31,	**1,431**	1,464	**1,431**	1,464

12. FINANCIAL ASSETS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME (CONT'D)

(ii) Fair value through other comprehensive income financial assets include the following:

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
Quoted:				
Promotion and Development Ltd	**3**	3	**3**	3
Lux Island Resorts Ltd	**9**	9	**9**	9
BlueLife Limited	**2**	2	**2**	2
CIEL Limited	**105**	77	**105**	77
IBL Ltd	**5**	6	**5**	6
Innodis Ltd	**3**	3	**3**	3
ENL Limited	**3**	2	**3**	2
The United Basalts Products Ltd	**10**	11	**10**	11
The Bee Equity Partners Ltd	**-**	6	**-**	6
MCB Group Limited	**23**	17	**23**	17
MFD Group Ltd	**-**	-	**-**	-
Medine Ltd	**3**	2	**3**	2
Miwa Sugar Limited (value in USD $ 10.21)	**-**	1	**-**	1
Livestock Feed Limited (Ordinary)	**2**	2	**2**	2
New Mauritius Hotels Limited (Ordinary)	**2**	1	**2**	1
Tropical Paradise Co Ltd (Preference)	**906**	908	**906**	908
United Investments Ltd	**199**	246	**199**	246
Hotelest Limited	**65**	81	**65**	81
Excelsior United Development Companies Limited	**84**	80	**84**	80
Unquoted:				
Ecocentre Limitee (Preference)	**1**	1	**1**	1
The Raphael Fishing Company Limited	**5**	5	**5**	5
Les Lycees Associes Ltee (Preference)	**1**	1	**1**	1
	1,431	1,464	**1,431**	1,464

(iii) Financial assets measured at fair value through other comprehensive income consist of the Group's equity investments not held for trading. The Group has made an irrevocable election to classify the equity investments at fair value through other comprehensive income rather than fair value through profit or loss because the investments are held within a business model whose objective is achieved by both collecting contractual cash flows and selling the investments.

(iv) The fair value of quoted securities is based on published market prices.

(v) Quoted investments are categorised under level 1 and unquoted investments under level 3.

13. DEFERRED TAX

(a) Deferred taxes are calculated on all temporary differences under the liability method at 19% (2023: 17%).

There is a legally enforceable right to offset current tax assets against current tax liabilities and deferred tax assets and liabilities when the deferred taxes relate to the same fiscal authority on the same entity.

The following amounts are shown in the statements of financial position:

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
Net deferred tax assets	**-**	-	**-**	-
Net deferred tax liabilities	**(2,592)**	(128)	**(2,592)**	(128)
	(2,592)	(128)	**(2,592)**	(128)

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
Deferred tax assets	**13,650**	13,729	**13,726**	13,805
Deferred tax liabilities	**(16,242)**	(13,857)	**(16,318)**	(13,933)
	(2,592)	(128)	**(2,592)**	(128)

(b) The movement on the deferred tax account is as follows:

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
At January 1	**(128)**	3,023	**(128)**	3,099
(Charged) to profit or loss (note 20(b))	**(2,119)**	(928)	**(2,119)**	(1,004)
(Charged)/credited to other comprehensive income	**(1,086)**	(2,893)	**(1,086)**	(2,893)
Credited directly to equity	**741**	670	**741**	670
At December 31,	**(2,592)**	(128)	**(2,592)**	(128)

(c) The movement in deferred tax assets and liabilities during the year, without taking into consideration the offsetting of balances within the same fiscal authority on the same entity, is as follows:

(i) <u>Deferred tax liabilities</u>

	THE GROUP			
	Investment Properties	Bearer biological assets	Revaluation of assets	Total
	Rs'000	Rs'000	Rs'000	Rs'000
At January 1, 2023	**296**	**1,285**	**6,201**	**7,782**
(Credited)/charged to profit or loss	(6)	1,140	-	1,134
Credited to other comprehensive income	-	-	5,611	5,611
Credited directly to equity	-	-	(670)	(670)
At December 31, 2023	**290**	**2,425**	**11,142**	**13,857**
(Credited)/charged to profit or loss	27	1,829	1,270	3,126
Credited directly to equity	-	-	(741)	(741)
At December 31, 2024	**317**	**4,254**	**11,671**	**16,242**

13. DEFERRED TAX (CONT'D)

(ii) Deferred tax assets

	THE GROUP			
	Provision for bad debts	Accelerated tax depreciation	Retirement benefit obligations	Total
	Rs'000	Rs'000	Rs'000	Rs'000
At January 1, 2023	**77**	**4,360**	**6,368**	**10,805**
Credited/(charged) to profit or loss	-	1,423	(1,217)	206
Debited to other comprehensive income	-	-	2,718	2,718
At December 31, 2023	**77**	**5,783**	**7,869**	**13,729**
Charge to profit or loss	(77)	99	985	1,007
Credited to other comprehensive income	-	-	(1,086)	(1,086)
At December 31, 2024	**-**	**5,882**	**7,768**	**13,650**

(iii) Deferred tax liabilities

	THE COMPANY			
	Investment Properties	Bearer biological assets	Revaluation of assets	Total
	Rs'000	Rs'000	Rs'000	Rs'000
At January 1, 2023	**296**	**1,285**	**6,201**	**7,782**
Credited to profit or loss	(6)	1,216	-	1,210
Debited to other comprehensive income	-	-	5,611	5,611
Credited directly to equity	-	-	(670)	(670)
At December 31, 2023	**290**	**2,501**	**11,142**	**13,933**
Charge to profit or loss	27	1,829	1,270	3,126
Credited directly to equity	-	-	(741)	(741)
At December 31, 2024	**317**	**4,330**	**11,671**	**16,318**

(iv) Deferred tax assets

	THE COMPANY			
	Provision for bad debts	Accelerated tax depreciation	Retirement benefit obligations	Total
	Rs'000	Rs'000	Rs'000	Rs'000
At January 1, 2023	**77**	**4,436**	**6,368**	**10,881**
Charge to profit or loss	-	1,347	(1,141)	206
Debited to other comprehensive income	-	-	2,718	2,718
At December 31, 2023	**77**	**5,783**	**7,945**	**13,805**
(Charge)/credited to profit or loss	(77)	99	985	1,007
Credited to other comprehensive income	-	-	(1,086)	(1,086)
At December 31, 2024	**-**	**5,882**	**7,844**	**13,726**

(d) All tax losses have lapsed in 2024 as all shares previously held by Cecile Holding Ltd has been distributed to its individual investors following the amalgamation on 31 December 2024 hence, resulting in more than 50% change in the ultimate beneficial owner of the Company during the year.

14. INVENTORIES

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
Spare parts and fuel	**1,189**	765	**1,189**	765
Maintenance and consumables	**1,877**	2,292	**1,877**	2,292
	3,066	3,057	**3,066**	3,057

The cost of inventories recognised as expense and included in supplies and services amounted to Rs.12.377 million (2023: Rs.15.319 million) for the Group and the Company.

Bank loans and bank overdrafts are secured on the assets of the Group and the Company including inventories, amounting to Rs.3.066 million (2023: Rs.3.057 million) for the Group and the Company.

15. LAND DEVELOPMENT INVENTORIES

	THE GROUP AND THE COMPANY	
	2024	2023
	Rs'000	Rs'000
Land infrastructural development costs		
At January 1,	**167,961**	245,732
Assets transferred from property, plant and equipment (note 5)	**-**	1,649
Expenditure incurred during the year	**9,044**	30,425
Disposals:		
- Income from land development (note 30)	**(31,894)**	(109,845)
- Land handed-over to ex-employees (E.R.S. deal)	**(21,577)**	-
At December 31,	**123,534**	167,961

Land development inventories consists of cost of land and related expenditure incurred on conversion of land to saleable condition. Land development inventories is measured at the lower of cost or net realisable value.

16. CONSUMABLE BIOLOGICAL ASSETS

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
Standing cane at fair value	**Rs'000**	Rs'000	**Rs'000**	Rs'000
At January 1,	**47,650**	57,150	**47,650**	57,150
(Loss)/gain arising from changes in fair value	**(10,300)**	(9,500)	**(10,300)**	(9,500)
At December 31,	**37,350**	47,650	**37,350**	47,650
Number of hectares under cultivation at December 31,				
Standing cane	**656**	662	**656**	662

The fair value measurements for standing cane have been categorised as Level 3 fair value based on the inputs to the valuation techniques used.

16. CONSUMABLE BIOLOGICAL ASSETS (CONT'D)

At December 31, 2024, the most significant unobservable inputs used for the valuation are as follows:

Valuation technique - Discounted Cash flow

	Unobservable inputs			Effect on fair value	
Key unobservable input	**2024**	2023	Sensitivity	**2024**	2023
				Rs'000	Rs'000
Sugar cane yield - tons of sugar cane harvested per hectare	90.1	95.1	+5%	5,400	5,650
Extraction rate - % sugar produced to sugar cane crushed	9.75%	9.59%	+0.25%	2,550	2,650
Price of sugar per ton (Rs)	23,000	23,209	+5%	4,450	4,550
Discount rate	10.18%	10.65%	+1%	(650)	(750)

Climate-related risks

The Group's and the Company's sugarcane plantations are exposed to the risk of damage from extreme weather events such as storms, high winds and drought. Changes in global climate conditions could intensify one or more of these events. Periods of drought and associated high temperatures may increase the risk of sugarcane fires and insect outbreaks. In addition to their effects on sugarcane yields, extreme weather events may also increase the cost of operations. The Group and the Company have extensive processes in place aimed at monitoring and mitigating these risks through proactive management and early detection. Physical risks arising from fires and drought are to a great extent subject to risk transfer and thereby within the cover of the Group's property and business interruption insurance programmes. However, should the frequency and severity of these events increase as a result of climate change, the cost of such coverage may increase.

At the Group, 100 % of the harvesting is done mechanically using specialised industrial equipment. Traditionally, the cane was burnt before harvesting to remove leaves and other wastes which could impede milling. However, as a means to reduce herbicides, sugarcane are greenharvested, thus recycling nitrogen in the plant, keeping the humidity in the soil and avoiding the growth of weeds.

17. TRADE RECEIVABLES

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
Trade receivables - net	**56,881**	**57,907**	**56,881**	**57,907**

Loss allowance on trade receivables

The Group and the Company did not recognise any loss allowance on trade receivables during the reporting period as the directors consider the amount due from the Mauritius Sugar Syndicate (MSS) to be fully recoverable given that the final settlement of the sugar proceeds usually happens more than 90 days from invoice date and does not constitute a significant increase in credit risk or an event of default.

No ECL allowance was made for related party as there is a substantial payable balance at reporting date and the counter party is also in sound financial position and has sufficient liquid assets to settle its dues.

18. OTHER FINANCIAL ASSETS AT AMORTISED COST

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
Receivable from related parties (note 42)	**2**	448,339	**8,848**	457,105
Analysed as follows:				
- Non-current assets	**-**	-	**-**	-
- Current assets	**2**	448,339	**8,848**	457,105
	2	448,339	**8,848**	457,105

(a) *Fair values of financial assets at amortised cost*

The carrying amount of receivable from related parties is considered to be the same as their fair value.

(b) *Loss allowance and risk exposure*

Financial assets at amortised cost did not include any loss allowance at December 31, 2024 as based on the Group's and Company's impairment assessment for financial asset at amortised cost, the impairment loss is not material.

All of the financial assets at amortised cost are denominated in Mauritian Rupee. As a result, there is no exposure to foreign currency risk.

(c) During the year, Cecile Holding Ltd refunded a net amount of Rs 378m and the balance remaining was net-off on amalgamation.

19. OTHER CURRENT ASSETS

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
VAT receivable	**1,568**	3,138	**1,562**	3,101
Other receivables	**15,088**	7,125	**14,331**	6,314
	16,656	10,263	**15,893**	9,415

Due to the short-term nature of the current receivables, their carrying amount is considered to be the same as their fair value.

20. TAXATION

The Group is liable to income tax on its profits, as adjusted for income tax purposes, at the rate of 17%. This consists of 15% corporate income tax and 2% Corporate Social Responsability tax. The Finance (Miscellaneous Provisions) Act 2024, which was gazetted on 27 July 2024, introduced a new Corporate Climate Responsibility (CCR) Levy at 2% of the current year's chargeable income as from the year of assessment commencing on 01 July 2024. CCR is payable to the MRA by all companies where the turnover exceeds MUR 50M. This levy is recognised as part of income tax expense.

(a) Amounts recognised in the statements of financial position:

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
At January 1,	**192**	109	**187**	80
Current tax on the adjusted profit for the year at 15% (2023: 15%)	**-**	-	**-**	-
Tax refunded during the year	**(145)**	(53)	**(145)**	(53)
Tax paid during the year	**182**	136	**174**	160
At December 31,	**229**	192	**216**	187
Analysed as follows:				
- Current tax assets	**229**	192	**216**	187
- Current tax liabilities	**-**	-	**-**	-
	229	192	**216**	187

(b) Amounts recognised in the statement of profit or loss:

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
Current tax on the adjusted profit for the year at 15% (2023: 15%)	**-**	-	**-**	-
Deferred taxes (note 13(b))	**2,119**	928	**2,119**	1,004
(Credited)/charge for the year	**2,119**	928	**2,119**	1,004

(c) Amounts recognised in other comprehensive income:

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
Deferred taxes (note 13(b))	**1,086**	2,893	**1,086**	2,893
Charge for the year	**1,086**	2,893	**1,086**	2,893

(d **Tax reconciliation**

The tax on the Group's and the Company's loss before taxation differs from the theoretical amount that would arise using the basic tax rate of the Company as follows:

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
Profit before taxation	**20,528**	373,026	**18,278**	210,624
Tax calculated at a rate of 19% (2023: 15%)	**3,900**	55,954	**3,473**	31,593
Tax effects of:				
Income not subject to tax	**(5,674)**	(58,108)	**(5,337)**	(33,747)
Expenses not deductible for tax purposes	**2,595**	2,154	**2,595**	2,154
Tax differential - CCR & CSR (4%)	**(821)**	-	**(731)**	-
Tax losses on which no deferred tax were recognised	**-**	-	**-**	-
Deferred tax	**2,119**	928	**2,119**	1,004
Tax charge	**2,119**	928	**2,119**	1,004

21. ASSETS CLASSIFIED AS HELD FOR SALE

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
Land				
At January 1,	**455**	27,792	**455**	27,792
Expenditure incurred during the year	**-**	158	**-**	158
Disposals	**-**	(27,495)	**-**	(27,495)
At December 31,	**455**	455	**455**	455

22. AMALGAMATION

Amalgamation of The Union Sugar Estates Company Limited and Cecile Holding Ltd

At a Special Meeting of Shareholders held on 28 November 2024, the amalgamation of Cecile Holding Ltd with and into The Union Sugar Estates Company Limited (the "Company") was approved by a majority of shareholders. After obtaining the approval from the Registrar of Companies, the Company completed on December 31, 2024 the amalgamation of its holding (Cecile Holding Ltd) which held 60.72% of its issued shares with The Union Sugar Estates Company Limited being the surviving company. Upon amalgamation, the Company benefitted from an increase in capital of Rs 500m together with the transfer of a loan of Rs 950m. A debit Merger reserve of Rs 1,500.5m was created and included in 'Other Reserves' (see note 24) represented by the corresponding net liabilities of Cecile Holding Ltd being taken over by the surviving Company.

23. STATED CAPITAL

	THE GROUP AND THE COMPANY			
	Number of ordinary shares	**Amount**	Number of ordinary shares	Amount
	2024		2023	
		Rs'000		Rs'000
At January 1,	**18,900,000**	**1,890**	18,900,000	1,890
Amalgamation with holding company (Cecile Holding Ltd)	**-**	**500,000**	-	-
December 31,	**18,900,000**	**501,890**	18,900,000	1,890

(a) The total authorised number of ordinary share is 25,000,000 (2023: 25,000,000 shares) with no par value (2023: no par value). All issued shares are fully paid. The Company has one class of shares and each share carries a right to vote and a right to dividend.

(b) Shares buy-back
On December 31, 2024, The Union Sugar Estates Company Limited and its holding entity, Cecile Holding Ltd merged and a proposal was made to dissenting shareholders to buy back their shares. Eventually, 166,491 shares from those dissenting were bought back and put in treasury shares.

24. OTHER RESERVES

THE GROUP	Merger reserve	LCR reserve	Revaluation reserve on property, plant and equipment	Financial assets at FVOCI reserve	Actuarial losses	Total
	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
At January 1, 2024	-	-	3,064,103	(1,677)	(30,753)	3,031,673
Total comprehensive (loss)/income for the year	-	-	-	(33)	4,630	4,597
Amalgamation of USE/Cecile Holding Ltd (note 22)	(1,500,535)	-	-	-	-	(1,500,535)
Land Conversion Rights recognised (note 9)	-	123,777	-	-	-	123,777
Revaluation surplus released on acc.depreciation of buildings/roads	-	-	(3,379)	-	-	(3,379)
Revaluation surplus released on land disposals	-	-	(25,690)	-	-	(25,690)
Revaluation surplus released on land granted to ERS	-	-	(19,688)	-	-	(19,688)
At December 31, 2024	**(1,500,535)**	**123,777**	**3,015,346**	**(1,710)**	**(26,123)**	1,610,755
Analysed as follows:						
- The holding company	(1,500,535)	123,777	3,015,346	(1,710)	(22,613)	1,614,265
- Subsidiary companies	-	-	-	-	(3,510)	(3,510)
	(1,500,535)	123,777	**3,015,346**	**(1,710)**	**(26,123)**	1,610,755
At January 1, 2023	-	-	1,599,438	(1,726)	(17,455)	1,580,257
Total comprehensive income/(loss) for the year	-	-	1,584,860	49	(13,298)	1,571,611
Revaluation surplus released on land disposals	-	-	(116,925)	-	-	(116,925)
Revaluation surplus released on acc.depreciation of buildings/roads	-	-	(3,270)	-	-	(3,270)
At December 31, 2023	-	-	**3,064,103**	**(1,677)**	**(30,753)**	3,031,673
Analysed as follows:						
- The holding company	-	-	3,064,103	(1,677)	(27,243)	3,035,183
- Subsidiary companies	-	-	-	-	(3,510)	(3,510)
	-	-	**3,064,103**	**(1,677)**	**(30,753)**	3,031,673

THE COMPANY	Merger reserve	LCR reserve	Revaluation reserve on property, plant and equipment	Financial assets at FVOCI reserve	Actuarial losses	Total
	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
At January 1, 2024	-	-	3,064,103	(1,677)	(27,243)	3,035,183
Total comprehensive (loss)/income for the year	-	-	-	(33)	4,630	4,597
Amalgamation of USE/Cecile Holding Ltd (note 22)	(1,500,535)	-	-	-	-	(1,500,535)
Land Conversion Rights recognised (note 9)	-	123,777	-	-	-	123,777
Revaluation surplus released on acc.depreciation of buildings/roads	-	-	(3,379)	-	-	(3,379)
Revaluation surplus released on land disposals	-	-	(25,690)	-	-	(25,690)
Revaluation surplus released on land granted to ERS	-	-	(19,688)	-	-	(19,688)
At December 31, 2024	**(1,500,535)**	**123,777**	**3,015,346**	**(1,710)**	**(22,613)**	**1,614,265**
At January 1, 2023	-	-	1,599,438	(1,726)	(13,972)	1,583,740
Total comprehensive income/(loss) for the year	-	-	1,584,860	49	(13,271)	1,571,638
Revaluation surplus released on acc.depreciation of buildings/roads	-	-	(3,270)	-	-	(3,270)
Revaluation surplus released on land disposals	-	-	(116,925)	-	-	(116,925)
At December 31, 2023	-	-	**3,064,103**	**(1,677)**	**(27,243)**	**3,035,183**

Merger reserve
Merger reserve (negative) refers to a specific type of reserve created during the process of merging two companies. It represents the excess of the between assets and liabilities on amalgamation.

Land conversion rights (LCR) reserve
This reserve relates to the Group's entitlement to LCRs in respect to its subsidiary - SUSA

Revaluation reserve
The revaluation reserve relates to the revaluation surplus on property, plant and equipment.

Financial assets at FVOCI reserve
Financial assets at FVOCI reserve comprises gains/losses arising on financial assets at fair value through other comprehensive income.

Actuarial gains/(losses)
The actuarial gains/(losses) reserve represents the cumulative remeasurement of defined benefit obligations recognised.

25. BORROWINGS

	THE GROUP 2024 Rs'000	THE GROUP 2023 Rs'000	THE COMPANY 2024 Rs'000	THE COMPANY 2023 Rs'000
Non-current				
Bank loans	-	180,031	-	180,031
Bonds	**950,000**	-	**950,000**	-
	950,000	180,031	**950,000**	180,031
Current				
Bank overdrafts	-	18,136	-	18,136
Bank loans	-	63,589	-	63,589
Shareholders' loans	**67,109**	-	**67,109**	-
	67,109	81,725	**67,109**	81,725
Total borrowings	**1,017,109**	261,756	**1,017,109**	261,756

(a) (i) The bank loans are secured by floating charges on the assets of the Group and the Company including property, plant and equipment, investment properties and inventories (notes 5, 8 and 14). During the year, the rate of interest on these bank loans was 8.05% (PLR+1%) (2023: 7.9% to 8.05%).

(ii) *Bank loans covenant*
Gearing: Debt to equity ratio not exceeding 2:1 to be maintained over the whole tenor of the bank loans. The Group and the Company have complied with the gearing covenant as at year end.

(iii) The bonds are secured by fixed charges on the assets of the Company including property, plant and equipment and investment properties. The bonds are for a duration of 15 years and are repayable by three equal instalments every five years. The rate of interest during the year ranged from 6.825% to 7.325% (BOM Key rate + 2.825%).

(iv) *Bonds main covenants*
- The equity of USE shall be for a minimum of Rs 1,900m as from financial year June 2025.
- Based on the annual audited financial statements of the Company, its total liabilities to total assets shall be no greater than 60%.
- Based on the annual audited financial statements of the Company, its cash coverage ratio shall exceed 1.75 times.

(v) The shareholders' loans are unsecured and repayable at call. The applicable rate of interest is 7.325% per annum.

(b) The exposure of the Group's and the Company's borrowings to interest rate changes and the contractual repricing dates are as follows:

	6 months or less Rs'000	7 - 12 months Rs'000	1 - 5 years Rs'000	Over 5 years Rs'000	Total Rs'000
THE GROUP					
At December 31, 2024					
Total borrowings	**67,109**	**-**	**-**	**950,000**	**1,017,109**
At December 31, 2023					
Total borrowings	48,616	33,109	180,031	-	261,756
THE COMPANY					
At December 31, 2024					
Total borrowings	**67,109**	**-**	**-**	**950,000**	**1,017,109**
At December 31, 2023					
Total borrowings	48,616	33,109	180,031	-	261,756

(c) The maturity of non-current borrowings were as follows:

	THE GROUP 2024 Rs'000	THE GROUP 2023 Rs'000	THE COMPANY 2024 Rs'000	THE COMPANY 2023 Rs'000
After one year and before five years	-	180,031	-	180,031
After five years	**950,000**	-	**950,000**	-
	950,000	180,031	**950,000**	180,031

Non-current borrowings can be analysed as follows:

	THE GROUP 2024 Rs'000	THE GROUP 2023 Rs'000	THE COMPANY 2024 Rs'000	THE COMPANY 2023 Rs'000
After one year and before five years				
- Bank loans	-	180,031	-	180,031
- Other loans	**950,000**	-	**950,000**	-
	950,000	180,031	**950,000**	180,031

(d) The carrying amounts of non-current borrowings are not materially different from their fair values.

(e) The carrying amounts of short term borrowings approximate their fair values.

(f) The carrying amounts of the Group's and the Company's borrowings are denominated in Mauritian Rupees.

26. RETIREMENT BENEFIT OBLIGATIONS

	THE GROUP 2024 Rs'000	THE GROUP 2023 Rs'000	THE COMPANY 2024 Rs'000	THE COMPANY 2023 Rs'000
Amount recognised in the statements of financial position as non-current (asset)/liabilities:				
Retirement benefit asset	-	-	-	-
Retirement benefit obligations	**40,541**	46,736	**40,541**	46,736
	40,541	46,736	**40,541**	46,736
Defined pension benefits (note 26 (a)(ii))	**21,030**	31,845	**21,030**	31,845
Other post retirement benefits (note 26(b)(i))	**19,511**	14,891	**19,511**	14,891
	40,541	46,736	**40,541**	46,736
Amount charged to profit or loss:				
Defined pension benefits (note 26 (a) (vii))	**2,535**	(5,525)	**2,535**	(5,525)
Other post retirement benefits (note 26(b)(v))	**1,473**	1,328	**1,473**	1,328
	4,008	(4,197)	**4,008**	(4,197)
Amount charged to other comprehensive income:				
Defined pension benefits (note 26 (a)(viii))	**(10,154)**	14,888	**(10,154)**	14,888
Other post retirement benefits (note 26(b)(vi))	**4,438**	1,101	**4,438**	1,101
Share of other comprehensive income of associate (note 11)	**-**	27	**-**	-
	(5,716)	16,016	**(5,716)**	15,989

26. RETIREMENT BENEFIT OBLIGATIONS (CONT'D)

(a) **Defined pension benefits**

(i) The Group operates a defined benefit pension. The plan is a final salary plan, which provides benefits to members in the form of a guaranteed level of pension payable for 5 years. The level of benefits provided depends on members' length of service and their salary in the final years leading up to retirement.

The assets of the fund are held independently and administered by the Sugar Industry Pension Fund and a superannuation fund.

The most recent actuarial valuations of the plan assets and the present value of the defined benefit obligations were carried out on March 25, 2025 by AON Solutions Ltd (Actuarial Valuer). The present value of the defined benefit obligations, and the related current service cost and past service cost, were measured using the Projected Unit Credit Method.

(ii) The amounts recognised in the statements of financial position are as follows:

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
Present value of defined benefit obligations	**144,440**	145,172	**144,440**	145,172
Fair value of plan assets	**(123,410)**	(113,327)	**(123,410)**	(113,327)
Liability in the statements of financial position	**21,030**	31,845	**21,030**	31,845

(iii) The reconciliation of the opening balances to the closing balances for the net defined benefit liability is as follows:

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
At January 1,	**31,845**	23,130	**31,845**	23,367
Charged to profit or loss	**2,535**	1,910	**2,535**	(5,525)
Charged to other comprehensive income	**(10,154)**	7,690	**(10,154)**	14,888
Employer contributions	**(3,196)**	(885)	**(3,196)**	(885)
At December 31,	**21,030**	31,845	**21,030**	31,845

(iv) The movement in the defined benefit obligations over the year is as follows:

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
At January 1,	**145,172**	106,396	**145,172**	106,396
Interest expense	**7,462**	8,184	**7,462**	8,184
Current service cost	**940**	953	**940**	953
Past service cost	**-**	(7,435)	**-**	(7,435)
Employee contributions	**366**	128	**366**	128
Other benefits paid	**(8,895)**	28,099	**(8,895)**	28,099
Liability experience gain	**(2,037)**	(3,517)	**(2,037)**	(3,517)
Liability gain due to change in financial assumptions	**1,432**	12,364	**1,432**	12,364
At December 31,	**144,440**	145,172	**144,440**	145,172

(v) The movement in the fair value of plan assets of the year is as follows:

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
At January 1,	**113,327**	83,029	**113,327**	83,029
Interest income	**5,867**	7,227	**5,867**	7,227
Employer contributions	**3,196**	885	**3,196**	885
Employee contributions	**366**	128	**366**	128
Benefits paid	**(8,895)**	28,099	**(8,895)**	28,099
Return on plan assets excluding interest income	**9,549**	(6,041)	**9,549**	(6,041)
At December 31,	**123,410**	113,327	**123,410**	113,327

(vi) Reconciliation of the effect of asset ceiling

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
Opening balance	**-**	7,198	**-**	-
Amount recognised in other comprehensive income	**-**	(7,198)	**-**	-
Closing balance	**-**	-	**-**	-

(vii) The amounts recognised in profit or loss are as follows:

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
Current service cost	**940**	953	**940**	953
Past service cost	**-**	(7,435)	**-**	(7,435)
Net interest on net defined benefit liability	**1,595**	957	**1,595**	957
Total included in "employee benefit expense" (note 32)	**2,535**	(5,525)	**2,535**	(5,525)
Actual return on plan assets	**15,416**	1,186	**15,416**	1,186

(viii) The amounts recognised in other comprehensive income are as follows:

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
Return on plan assets above interest income	**(9,549)**	6,041	**(9,549)**	6,041
Change in effect of asset ceiling	**-**	(7,198)	**-**	(7,198)
Liability experience (gain)/loss	**(2,037)**	3,681	**(2,037)**	3,681
Liability gain due to change in financial assumptions	**1,432**	12,364	**1,432**	12,364
Total included in other comprehensive income	**(10,154)**	14,888	**(10,154)**	14,888

26. RETIREMENT BENEFIT OBLIGATIONS (CONT'D)

(a) **Defined pension benefits (cont'd)**

(ix) The allocation of plan assets at the end of the reporting period for each category, is as follows:

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
Equity - overseas quoted	**33,937**	30,945	**33,937**	30,945
Equity - local quoted	**32,704**	27,545	**32,704**	27,545
Debt - overseas quoted	**17,277**	14,004	**17,277**	14,004
Debt - local quoted	**6,171**	11,830	**6,171**	11,830
Debt - local unquoted	**10,490**	4,036	**10,490**	4,036
Property - local	**11,724**	20,434	**11,724**	20,434
Cash and other	**11,107**	4,533	**11,107**	4,533
Total	**123,410**	113,327	**123,410**	113,327

(x) The principal actuarial assumptions used for the purposes of the actuarial valuations were:

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
Discount rate	**5.3%**	5.3%	**5.2%**	5.3%
Future salary increases	**1.5%**	1.50%	**1.5%**	1.5%
Future pension increases	**0.0%**	0.0%	**0.0%**	0.0%
Average retirement age	**60/65**	60/65	**60/65**	60/65

(xi) Sensitivity analysis on defined benefit obligations at the end of the reporting date:

	THE GROUP		THE COMPANY	
	Increase	**Decrease**	**Increase**	**Decrease**
	Rs'000	**Rs'000**	**Rs'000**	**Rs'000**
December 31, 2024				
Discount rate (1% movement)	**15,234**	**12,834**	**15,234**	**12,834**
December 31, 2023				
Discount rate (1% movement)	15,535	13,076	15,535	13,076

An increase/decrease of 1% in other principal actuarial assumptions would not have a material impact on defined benefit obligations at the end of the reporting period.

The sensitivity above has been determined based on a method that extrapolates the impact on net defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period. The present value of the defined benefit obligation has been calculated using the projected unit credit method.

The sensitivity analysis may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

(xii) The defined benefit pension plan exposes the Group to actuarial risks such as investment risk, interest rate risk, longevity risk and salary risk.

Investment risk
The plan liability is calculated using a discount rate determined by reference to government bonds yield ; if the return on plan assets is below this rate, it will create a plan deficit and if it is higher, it will create a plan surplus.

Interest rate risk
A decrease in the bond interest rate will increase the plan liability. However, this may be partially offset by an increase in the return on the plan's debt investments and a decrease in inflationary pressures on salary and pension increases.

Longevity risk
The plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan liability.

Salary risk
The plan liability is calculated by reference to the future projected salaries of plan participants. As such, an increase in the salary of the plan participants above the assumed rate will increase the plan liability whereas an increase below the assumed rate will decrease the liability.

(xiii) The funding requirements are based on the pension fund's actuarial measurement framework set out in the funding policies of the plan.

(xiv) Expected contributions to post-employment benefit plans for the year ending December 31, 2025 are Rs. 3.244 millions for the Group and Company.

(xv) The weighted average duration of the defined benefit obligation is 10 years at the end of the reporting period.

(b) **Other post retirement benefits**

The liability relates to employees who are entitled to Retirement Gratuities payable under The Workers' Rights Act 2019. The latter provides for a lump sum at retirement based on final salary and years of service. Prior to implementation of the Portable Retirement Gratuity Fund (PRGF), these benefits were unfunded as at 31 December 2019. Moreover, employees who resign as from 2020, are eligible for a portable gratuity benefit based on service with the employer as from 1 January 2020 and remuneration at exit (same benefit formula as for retirement/death gratuity). As from January 2022, the Group has started to contribute to PRGF.

It also includes SIPF Defined Contribution Pension Fund which is administered by MUA as from July 1, 2022.

(i) The amount recognised in the statements of financial position is as follows:

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
Present value of unfunded obligations	**20,978**	15,795	**20,978**	15,795
Value of portable retirement gratuity fund assets	**(1,467)**	(904)	**(1,467)**	(904)
Liability in the statements of financial position	**19,511**	14,891	**19,511**	14,891

26. RETIREMENT BENEFIT OBLIGATIONS (CONT'D)

(b) **Other post retirement benefits (Cont'd)**

(ii) The movements in the statements of financial position are as follows:

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
At January 1,	**14,891**	14,094	**14,891**	14,094
Charge to profit or loss	**1,473**	1,328	**1,473**	1,328
Charge to other comprehensive income	**4,438**	1,101	**4,438**	1,101
Benefits paid	**(1,291)**	(1,632)	**(1,291)**	(1,632)
At December 31,	**19,511**	14,891	**19,511**	14,891

(iii) The movement in the defined benefit obligations over the year is as follows:

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
At January 1,	**15,795**	14,515	**15,795**	14,515
Current service cost	**717**	646	**717**	646
Interest expense	**818**	874	**818**	874
Past service cost	**-**	(151)	**-**	(151)
Other benefits paid	**(728)**	(1,149)	**(728)**	(1,149)
Liability experience gain	**3,754**	892	**3,754**	892
Liability (gain)/loss due to change in financial assumptions	**622**	168	**622**	168
At December 31,	**20,978**	15,795	**20,978**	15,795

(iv) Change in fair value of portable retirement gratuity fund assets:

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
At January 1,	**Rs'000**	Rs'000	**Rs'000**	Rs'000
Interest income	**904**	421	**904**	421
Employer contributions	**62**	41	**62**	41
Benefits paid	**1,291**	1,632	**1,291**	1,632
Return on plan assets excluding interest income	**(728)**	(1,149)	**(728)**	(1,149)
At December 31,	**(62)**	(41)	**(62)**	(41)
	1,467	904	**1,467**	904

(v) The amounts recognised in profit or loss are as follows:

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
Current service cost	**717**	646	**717**	646
Past service cost	**-**	(151)	**-**	(151)
Net interest on net defined benefit liability	**756**	833	**756**	833
Total included in "employee benefit expense" note (32)	**1,473**	1,328	**1,473**	1,328

(vi) The amounts recognised in other comprehensive income are as follows:

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
Return on plan assets above				
Interest income	**62**	41	**62**	41
Liability experience (gain)/loss	**3,754**	892	**3,754**	892
Liability (gain)/loss due to change in financial assumptions	**622**	168	**622**	168
Total included in other comprehensive income	**4,438**	1,101	**4,438**	1,101

(vii) Principal actuarial assumptions at end of period:

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
Discount rate	**5.2%**	5.3%	**5.2%**	5.3%
Future salary increases	**3.2%-6%**	3.2%-4.2%	**3.2%-6%**	3.2%-4.2%
Average retirement age	**65 years**	60/65 years	**65 years**	60/65 years

(viii) Sensitivity analysis on defined benefit obligations at end of the reporting date:

	THE GROUP		THE COMPANY	
	Increase	**Decrease**	**Increase**	**Decrease**
	Rs'000	**Rs'000**	**Rs'000**	**Rs'000**
December 31, 2024				
Discount rate (1% movement)	**1,642**	**1,415**	**1,642**	**1,415**
December 31, 2023				
Discount rate (1% movement)	1,281	1,087	1,281	1,087

An increase/decrease of 1% in other principal actuarial assumptions would not have a material impact on the defined benefit obligations at the end of the reporting period.

The sensitivity above has been determined based on a method that extrapolates the impact on net defined benefit obligations as a result of reasonable changes in key assumptions occurring at the end of the reporting period. The present value of the defined benefit obligation has been calculated using projected unit credit method.

The sensitivity analysis may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

(ix) Expected contributions to other retirement benefits for the year ending December 31, 2025 are Rs. 2.740 millions for the Group and Company.

(x) The weighted average duration of the other retirement benefits is between 5 and 27 years at the end of the reporting period.

27. TRADE AND OTHER PAYABLES

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
Trade payables	**22,931**	12,485	**21,660**	11,172
SIFB premium	**7,755**	8,980	**7,755**	8,980
Amounts due to related parties (note 42)	**-**	9,181	**33,801**	29,137
Accrued expenses	**59,641**	41,361	**51,717**	41,305
	90,327	72,007	**114,933**	90,594

The carrying amounts of trade and other payables approximate their fair values.

28. CONTRACT LIABILITIES

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
At January 1,	**76,822**	131,643	**76,822**	131,643
Deposits received	**63,256**	3,582	**63,256**	3,582
Recognised in revenue	**(70,505)**	(58,403)	**(70,505)**	(58,403)
At December 31,	**69,573**	76,822	**69,573**	76,822

For customer contracts, the right to payment or receive payment may be obtained prior to performing the related services under the contract. When the right to customer payments or receipt of payments precedes the Group's performance, a contract liability is recognised.

29. SUGAR PROCEEDS

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
Sugar:				
- Current year crop	**89,101**	111,077	**89,101**	111,077
- Previous year crop	**18,692**	14,862	**18,692**	14,862
Molasses:				
- Current year crop	**9,120**	11,206	**9,120**	11,206
- Previous year crop	**(339)**	1,365	**(339)**	1,365
Bagasse:				
- Current year crop	**11,509**	13,836	**11,509**	13,836
- Previous year crop	**(1,375)**	-	**(1,375)**	-
Fire insurance claim	**625**	2,446	**625**	2,446
	127,333	154,792	**127,333**	154,792
Timing of revenue recognition:				
At a point in time	**127,333**	154,792	**127,333**	154,792

30. INCOME FROM LAND DEVELOPMENT

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
Morcellement sales	**72,338**	252,984	**72,338**	252,984
Cost of sales (includes costs transferred from land development inventories (note 15) and other related costs)	**(36,141)**	(124,607)	**(36,141)**	(124,607)
	36,197	128,377	**36,197**	128,377
Timing of revenue recognition:				
At a point in time	**36,197**	128,377	**36,197**	128,377

31. OTHER OPERATING INCOME

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
Agricultural income	**35,766**	30,508	**35,766**	30,508
Rental income	**2,144**	1,950	**2,144**	1,950
Other operating income	**6,865**	5,706	**6,549**	5,375
	44,775	38,164	**44,459**	37,833

32. EMPLOYEE BENEFIT EXPENSE

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
- The Union Sugar Estates Company Limited	**45,581**	26,901	**45,581**	26,901
- Other subsidiary companies	**-**	-	**-**	-
	45,581	26,901	**45,581**	26,901
Employee benefit expense can be analysed as follows:				
Wages and salaries	**37,383**	30,074	**37,383**	30,074
Social security costs	**1,390**	1,024	**1,390**	1,024
Retirement benefit obligations (note 26)	**4,008**	(4,197)	**4,008**	(4,197)
	42,781	26,901	**42,781**	26,901
Termination benefits	**2,800**	-	**2,800**	-
	45,581	26,901	**45,581**	26,901

33. SUPPLIES AND SERVICES

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
Raw materials and other consumables used	**12,377**	15,319	**12,377**	15,319
Cultivation expenses	**68,785**	70,986	**68,785**	70,986
Electricity and water	**1,379**	1,271	**1,379**	1,250
Repairs and maintenance expenses	**11,782**	5,938	**11,714**	5,938
Transport expenses	**12,991**	12,283	**12,991**	12,283
Management fees *	**-**	18,064	**-**	17,864
Entertainment	**493**	87	**493**	87
Printing and stationery	**181**	242	**181**	242
Telephone and postage	**251**	245	**251**	245
Bank charges	**143**	200	**140**	194
Motor vehicle running expenses	**2,802**	2,516	**2,802**	2,498
Professional fees	**6,104**	2,706	**6,019**	2,602
Masterplanning costs	**2,167**	-	**2,167**	-
Security services	**1,206**	492	**1,206**	492
Directors fees	**4,476**	726	**4,476**	726
Others	**5,785**	4,982	**5,386**	3,956
	130,922	136,057	**130,367**	134,682

* Management fees to erstwhile holding company were discontinued as at October 31, 2023. No management fees was claimed by the new holding company Cecile Holding Ltd.

34. DEPRECIATION AND AMORTISATION

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
Depreciation and amortisation charge for the year:				
- Depreciation on property, plant and equipment (note 5 (g))	**10,171**	10,473	**10,171**	10,362
- Depreciation on right-of-use assets (note 6)	**1,354**	1,456	**1,354**	1,209
Depreciation and amortisation charge	**11,525**	11,929	**11,525**	11,571

35. OTHER INCOME

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
Interest income	**30,664**	20,383	**30,664**	20,383
Dividend income	**19**	28	**19**	28
Others	**-**	649	**-**	-
Profit on disposal of property, plant and equipment	**920**	1,909	**-**	-
	31,603	22,969	**30,683**	20,411

36. FINANCE COSTS

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
Interest expense:				
- bank and other loans repayable by instalments	**13,188**	21,695	**13,188**	21,695
- bank overdrafts	**454**	980	**454**	980
- leases	**241**	293	**241**	270
- current accounts	**-**	-	**981**	996
Finance costs	**13,883**	22,968	**14,864**	23,941

37. PROFIT ON DISPOSAL OF LAND

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
Profit on disposal of land under assets held for sale	**-**	75,533	**-**	75,533

38. PROFIT BEFORE TAXATION

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
Profit before taxation is arrived at after				
Crediting:				
Profit on disposal of property, plant and equipment	**920**	1,909	**-**	-
Reversal of impairment losses - Bearer plants	**-**	(2,107)	**-**	(2,107)
Dividends from equity investments held at FVOCI	**19**	28	**19**	28
And charging:				
Depreciation on property, plant and equipment	**10,171**	10,473	**10,171**	10,362
Depreciation on right-of-use assets	**1,354**	1,456	**1,354**	1,209
Asset scraped	**-**	5,003	**-**	5,003
Employee benefit expense	**45,581**	26,901	**45,581**	26,901
Increase in fair value in Investment Properties	**-**	171,699	**-**	12,129

39. EARNINGS PER SHARE

	THE GROUP	
	2024	2023
	Rs'000	Rs'000
Profit attributable to equity holders of the Company	**17,991**	308,715
Number of ordinary shares in issue	**18,900,000**	18,900,000
Treasury shares - buy-back (31 December 2024)	**(166,491)**	-
Dividend Stocks	**18,733,509**	18,900,000
Average number of shares for calculation of EPS	**18,900,000**	18,900,000
	Rs	Rs
Earnings per share (in Mauritian Rupees)	**0.95**	16.33

40. DIVIDENDS PER SHARE

	THE GROUP AND THE COMPANY	
	2024	2023
	Rs'000	Rs'000
Amounts recognised as distributions to equity holders in the year :		
Final dividend was declared and paid on 22 February 2024 for the year ended December 31, 2023 of Rs.1.587 per share (2022: Rs.1.587 per share)	**29,994**	-
Final dividend was declared for the year ended December 31, 2024 of Rs 3/- (2023: Rs 1.587) per share.	**56,201**	-
	86,195	-

41. NOTES TO THE STATEMENTS OF CASH FLOWS

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
(a) **Cash generated from/(used in) operations**				
Profit before taxation	**20,528**	201,327	**18,278**	198,492
Adjustments:				
Share of result of associates	**(588)**	(707)	**-**	-
Depreciation on property, plant and equipment	**10,171**	10,473	**10,171**	10,362
Depreciation of right-of-use assets	**1,354**	1,456	**1,354**	1,209
Retirement benefit obligations	**(479)**	(6,477)	**(479)**	(6,714)
Profit on disposal of land	**-**	(75,533)	**-**	(75,533)
Profit on disposal of property, plant and equipment	**(920)**	(1,909)	**-**	-
Reversal of impairment losses	**-**	(2,107)	**-**	(2,107)
Assets scrapped	**-**	5,003	**-**	5,003
Investment written-off	**-**	-	**-**	(1)
Loss on winding-up of subsidiary	**-**	119	**-**	-
Dividend income	**(19)**	(28)	**(19)**	(28)
Interest income	**(30,664)**	(20,383)	**(30,664)**	(20,383)
Interest expense	**13,883**	22,968	**14,864**	23,941
	13,266	133,964	**13,505**	134,241
Changes in working capital:				
- inventories	**(9)**	438	**(9)**	438
- land development inventories	**44,427**	79,420	**44,427**	79,420
- trade receivables	**1,026**	(11,523)	**1,026**	(11,523)
- other financial assets at amortised cost	**(34,632)**	(1,136)	**(34,712)**	(731)
- other current assets	**(6,393)**	(3,742)	**(6,478)**	(3,743)
- trade and other payables	**(29,250)**	(4,147)	**(23,231)**	(7,338)
- contract liabilities	**(7,249)**	(54,821)	**(7,249)**	(54,821)
- consumable biological assets	**10,300**	9,500	**10,300**	9,500
Cash (used in)/generated from operations	**(8,514)**	147,953	**(2,421)**	145,443

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
(b) **Non-cash transactions**				
Total acquisition of property, plant and equipment	**14,694**	14,141	**14,694**	14,141
Total acquisition of right-of-use assets	**2,925**	-	**2,925**	-
Less: financed by lease	**(2,925)**	-	**(2,925)**	-
Amount paid	**14,694**	14,141	**14,694**	14,141

(c) **Reconciliation of liabilities arising from financing activities**

THE GROUP	2023	Cash outflows	Cash additions	Non-cash changes Interest	Additions	Disposals	Amalgamation	Reclassification	2024
	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
2024									
Non-current liabilities	180,031	(180,031)	-	-	-	-	950,000	-	950,000
Long term borrowings	2,404	-	-	-	2,925	-	-	(1,793)	3,536
Lease liabilities	182,435	(180,031)	-	-	2,925	-	950,000	(1,793)	953,536
Current liabilities	63,589	(63,589)	-	-	-	-	-	-	-
Long term borrowings	1,205	(1,546)	-	241	-	-	-	1,793	1,693
Lease liabilities	64,794	(65,135)	-	241	-	-	-	1,793	1,693

	2022	Cash outflows	Cash additions	Non-cash changes Interest	Additions	Disposals	Amalgamation	Reclassification	2023
	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
2023									
Non-current liabilities	234,470	-	9,000	-	-	-	-	(63,439)	180,031
Long term borrowings	3,837	-	-	-	-	-	-	(1,433)	2,404
Lease liabilities	238,307	-	9,000	-	-	-	-	(64,872)	182,435
Current liabilities	57,514	(57,364)	-	-	-	-	-	63,439	63,589
Long term borrowings	1,572	(2,093)	-	293	-	-	-	1,433	1,205
Lease liabilities	59,086	(59,457)	-	293	-	-	-	64,872	64,794

THE COMPANY	2023	Cash outflows	Cash additions	Non-cash changes Interest	Additions	Disposals	Amalgamation	Reclassification	2024
	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
2024									
Non-current liabilities	180,031	(180,031)	-	-	-	-	950,000	-	950,000
Long term borrowings	2,404	-	-	-	2,925	-	-	(1,793)	3,536
Lease liabilities	182,435	(180,031)	-	-	2,925	-	950,000	(1,793)	953,536
Current liabilities	63,589	(63,589)	-	-	-	-	-	-	-
Long term borrowings	1,205	(1,546)	-	241	-	-	-	1,793	1,693
Lease liabilities	64,794	(65,135)	-	241	-	-	-	1,793	1,693

	2022	Cash outflows	Cash additions	Non-cash changes Interest	Additions	Disposals	Amalgamation	Reclassification	2023
	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000	Rs'000
2023									
Non-current liabilities	234,470	-	9,000	-	-	-	-	(63,439)	180,031
Long term borrowings	3,595	-	-	-	-	-	-	(1,191)	2,404
Lease liabilities	238,065	-	9,000	-	-	-	-	(64,630)	182,435
Current liabilities	57,514	(57,364)	-	-	-	-	-	63,439	63,589
Long term borrowings	1,150	(1,406)	-	270	-	-	-	1,191	1,205
Lease liabilities	58,664	(58,770)	-	270	-	-	-	64,630	64,794

41. NOTES TO THE STATEMENTS OF CASH FLOWS (CONT'D)

(d) **Cash and cash equivalents**

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
Cash in hand and at bank	**194,779**	111,030	**193,585**	105,636

While cash and cash equivalents are also subject to the credit loss requirements of IFRS 9, the risk has been assessed as low at reporting date as these are held with reputable financial banking institutions.

(e) Cash and cash equivalents and bank overdrafts include the following for the purpose of the statements of cash flows:

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
Cash and cash equivalents	**194,711**	111,030	**193,517**	105,636
Cash and cash equivalents acquired on amalgamation	**68**	-	**68**	-
Bank overdrafts (note 25)	**-**	(18,136)	**-**	(18,136)
	194,779	92,894	**193,585**	87,500

42. RELATED PARTY TRANSACTIONS

THE GROUP	Purchase of goods or services Rs'000	Sale of goods or services Rs'000	Management fees paid Rs'000	Finance income Rs'000	Finance costs Rs'000	Share of (loss)/ profit Rs'000	Loan to/ Amount owed by related parties Rs'000	Amount owed to related parties Rs'000
2024								
Trading transactions								
Erstwhile ultimate holding company								
Cecile Holding Ltd	**-**	**-**	**-**	**29,829**	**-**	**-**	**-**	**-**
Associates	**7,896**	**15,920**	**-**	**-**	**-**	**-**	**15,801**	**7,875**
Shareholders' loans	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**67,109**
	7,896	**15,920**	**-**	**29,829**	**-**	**-**	**15,801**	**74,984**
2023								
Trading transactions								
Ultimate holding company								
Cie de Beau Vallon Ltee (CBVL) - till Oct 31, 2023.	16,225	4,434	18,064	14,536	-	-	-	-
Cecile Holding Ltd - as from Nov 1, 2023.	-	-	-	5,833	-	-	448,477	-
Enterprise under common shareholding	-	2,489	-	-	-	-	-	-
Associates	9,181	2,375	-	-	-	-	2,235	9,181
	25,406	9,298	18,064	20,369	-	-	450,712	9,181

THE COMPANY	Purchase of goods or services Rs'000	Sale of goods or services Rs'000	Management fees paid Rs'000	Finance income Rs'000	Finance costs Rs'000	Share of profit Rs'000	Loan to/ Amount owed by related parties Rs'000	Amount owed to related parties Rs'000
2024								
Trading transactions								
Erstwhile ultimate holding company								
Cecile Holding Ltd	**-**	**-**	**-**	**29,829**	**-**	**-**	**-**	**-**
Subsidiary companies	**-**	**106**	**-**	**-**	**981**	**-**	**8,845**	**25,926**
Associates	**7,896**	**15,920**	**-**	**-**	**-**	**-**	**15,922**	**7,875**
Shareholders' loans	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**67,109**
	7,896	**16,026**	**-**	**29,829**	**981**	**-**	**24,767**	**100,910**
2023								
Trading transactions								
Ultimate holding company								
Cie de Beau Vallon Ltee (CBVL) till Oct 31, 2023.	16,225	2,162	17,864	14,536	-	-	-	-
Cecile Holding Ltd - as from Nov 1, 2023.	-	-	-	5,833	-	-	448,477	-
Enterprise under common shareholding	-	2,489	-	-	-	-	-	-
Subsidiary companies	-	-	-	-	996	-	8,628	19,956
Associates	9,181	2,373	-	-	-	-	2,373	9,181
	25,406	7,024	17,864	20,369	996	-	459,478	29,137

Additions in subsidiaries are disclosed in note 10.

The terms and conditions of the shareholders' loans can be found in Note 25.

There was no provision for loss allowance in respect of amounts owed by related parties for the year 2024 (2023: Nil).

There was no reversal of impairment losses in investment on associates during the year (2023: Nil).

The amounts outstanding from related parties are unsecured and will be settled in cash.

Key management personnel compensation, including directors remuneration and benefits

	THE GROUP		THE COMPANY	
	2024	2023	**2024**	2023
	Rs'000	Rs'000	**Rs'000**	Rs'000
Salaries and short-term employee benefits	**10,895**	3,349	**10,895**	3,349
Post-employment benefits	**925**	413	**925**	413
	11,820	3,762	**11,820**	3,762

43. SEGMENTAL INFORMATION

The Union Group reportable segments are strategic business units that offer different products and services. They are managed separately because each business requires different technology and marketing strategies. Most of the businesses were acquired as individual units.

The Union Group has two segments categorised as Agro and Property development :

- Agro: Planter of sugar cane for production of sugar and by-products of sugar namely molasses & bagasse and production of fruits and vegetables.

- Property development: Rental of assets and sale of land.

The accounting policies of the operating segments are the same as those described in the summary of material accounting policies. The Union Group evaluates performance on the basis of profit or loss from operations before tax expense. The Group accounts for intersegment sales and transfers as if the sales or transfers were to third parties, i.e. at current market prices.

	Agro	Property development	Total
	Rs'000	Rs'000	Rs'000
2024			
Total segment revenues	169,647	38,658	208,305
Inter-segment revenues	-	-	-
Revenues from external customers	169,647	38,658	208,305
Operating (loss)/profit	(27,524)	29,744	2,220
Other income (note 35)	30,683	920	31,603
Finance costs (note 36)	(13,883)	-	(13,883)
Share of result of associates (note 11)	588	-	588
Profit before taxation	(10,136)	30,664	20,528
Taxation	(2,119)	-	(2,119)
Profit for the year	(12,255)	30,664	18,409

	Agro	Property development	Total
	Rs'000	Rs'000	Rs'000
2023			
Total segment revenues	190,675	130,658	321,333
Inter-segment revenues	-	-	-
Revenues from external customers	190,675	130,658	321,333
Operating (loss)/profit	1,285	128,804	130,089
Other income (note 35)	20,411	2,558	22,969
Finance costs (note 36)	(22,945)	(23)	(22,968)
Share of result of associates (note 11)	707	-	707
Increase in fair value in Investment Properties	-	171,699	171,699
Assets written-off	-	(5,003)	(5,003)
Profit on disposal of land	-	75,533	75,533
Profit before taxation	(542)	373,568	373,026
Taxation	(1,010)	82	(928)
Profit for the year	(1,552)	373,650	372,098

	Agro	Property development	Total
	Rs'000	Rs'000	Rs'000
2024			
Interest revenue	30,664	-	30,664
Interest expense	13,883	-	13,883
Addition to non-current assets (other than financial instruments & deferred tax assets)	14,694	-	14,694
Depreciation of property plant and equipment	10,171	-	10,171
Depreciation of right-of-use assets	1,208	146	1,354
Segment assets	3,562,414	364,168	3,926,582
Associates	10,139	-	10,139
Segment liabilities	1,209,173	72,399	1,281,572

	Agro	Property development	Total
	Rs'000	Rs'000	Rs'000
2023			
Interest revenue	20,383	-	20,383
Interest expense	22,945	23	22,968
Addition to non-current assets (other than financial instruments & deferred tax assets)	14,142	-	14,142
Depreciation of property plant and equipment	10,362	111	10,473
Depreciation of right-of-use assets	961	248	1,209
Segment assets	3,985,011	225,047	4,210,058
Associates	9,551	-	9,551
Segment liabilities	458,508	2,550	461,058

44. CAPITAL COMMITMENTS

	THE GROUP		THE COMPANY	
	2024	2023	2024	2023
	Rs'000	Rs'000	Rs'000	Rs'000
Capital expenditure:				
Contracted for but not provided in the financial statements	-	1,965	-	1,965
Approved by the Directors but not contracted for	39,120	7,417	39,120	7,417
	39,120	9,382	39,120	9,382

The expenditure for property, plant and equipment and future projects will be financed by cash generated by the Group activities and from available banking facilities.

45. HOLDING COMPANY

Cecile Holding Ltd incorporated in Mauritius was the ultimate holding company of the Group. Its registered address was Union Ducray, Riviere des Anguilles. On December 31, 2024, Cecile Holding Ltd was amalgamated with its subsidiary, The Union Sugar Estates Company Limited, the surviving company where it held 60.72% of the issued shares and ceased to exist post-amalgamation.

46. EVENTS AFTER REPORTING PERIOD

There are no material events after reporting period to be disclosed.



The Union Sugar Estates Company Limited

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