Annual Report

2021

care

CLINIQUE DARNÉ by care

WELLKIN HOSPITAL by care

care CLINIC

lab

CONTENTS

HÉLÈNE ECHEVIN

Dear Shareholders,

On behalf of the Board of Directors, I am pleased to present to you the results for the financial year ended 30 June 2021.

This past year has been very challenging due to the ongoing Covid-19 pandemic and its enduring effect on our lives, on our economy, and mostly for us, on our operations. After having been Covid-free for several months, Mauritius was faced with a resurgence of the virus in March 2021 which had a lower national impact than the year before thanks to the successful vaccination campaign of the Government in which C-Care has participated.

DEMONSTRATING OUR RESILIENCE

The second national lockdown has had a significant lower negative impact on our Group, despite Clinique Darné having been in a Covid-19 red zone for few weeks. The Group managed to grow its turnover by 26% hence improving profit to Rs 276m from Rs 42m in FY 21. This performance was also boosted by the Covid-19 PCR tests, the additional rooms and better operational efficiency. This performance shows the extent to which our operations, and our organisation at large, can be resilient.

Thanks to the experience gathered and the strict protocols in place since the first lockdown in 2020, our staff, both medical and non-medical, were well prepared to effectively and efficiently manage the crisis. Our priority was to ensure that our patients and team members were working in a safe environment as far as possible. Once again, our team has demonstrated its commitment and passion to serve our patients in their best capacity despite the challenges and stress they were confronted to.

I also wish to highlight the good synergy that was reinforced between C-Care and the Ministry of Health and Wellness as well with the Government regarding important national health subjects. Indeed, as the leading private healthcare group in Mauritius, we worked very closely with the Government as we deemed that it was our responsibility to fully support the authorities and the Mauritian population.

In light of this commitment, the Group has been investing to improve its infrastructure as well as its testing capacity. With C-Lab, we are now able to collect samples at home, offices or even at hotels for patients who cannot move around, regardless of the region where they live.

The Group also partnered with public authorities to support the national vaccination campaign in a strong combined effort to rapidly achieve herd immunity. Clinique Darné and Wellkin Hospital, as well as C-Care Clinic Cap Tamarin and C-Care Clinic Grand Baie made the necessary arrangements to inoculate thousands of Mauritians.

COMPLETED PROJECTS

Despite the difficult context, we did our utmost best to deliver some important projects which will better serve the health landscape in Mauritius. This is how we have been able to successfully inaugurate our second satellite outpatient centre, C-Care Clinic in Tamarin in October 2020. The facility aims to provide our patients living in the region with the best healthcare services, thus allowing them to access medical consultations, including routine check-ups at their doorstep. At the same time, should there be any emergency, patients from C-Care Clinic Tamarin or Grand Baie will immediately be transferred to our main hospitals, Clinique Darné or Wellkin Hospital, where they will have access to our complete range of medical services for continuum of care. We have received great testimonials from people who acknowledged the importance of having this secondary medical facility, with a fully equipped emergency service, in their vicinity.

At Clinique Darné, we have introduced a new MRI in February 2021. This equipment, which required substantial investment, helps our doctors to provide our patients with a more precise diagnosis, and therefore most accurate treatment. Furthermore, renovation works were also carried out to uplift existing infrastructure with a view to offering quality care in a safe environment. At Wellkin Hospital, additional rooms were proposed to deliver on our commitment to better respond to our patients' needs.

IN THE PIPELINE

Extension at Clinique Darné:

We are committed to extend our existing service proposals at Clinique Darné by creating a Cancer Centre and a Wellness Centre. This new Cancer Unit is the next logical step following the launching of the C-Lab Molecular Laboratory Unit, thanks to which our medical staff are now able to devise bespoke and more effective treatment for cancer patients.

Relocation of C-Care Clinic in the North region:

In February 2021, we have signed a partnership agreement with Mont Choisy Group to develop a new state-of-the-art medical facility in Mont Choisy La Destination offering quality in-patient care. In fact, this project stems from our holistic approach and patient-centric culture.

Nursing School:

Training and development have also been an important area of focus, especially when it comes to tackling the issue of shortage of nursing officers. To that end, we have created a Medical School with the collaboration of Curtin Mauritius and signed a partnership agreement with Polytechnics Mauritius. The aim is to complement theoretical courses with on-the-job training and bring solutions to a fundamental need of additional nurses worldwide.

CHKS Accreditation:

We also acknowledge that healthcare is an ever-evolving sector, and that is why we are continuously investing to ensure we deliver quality care. We are currently working to obtain the Comprehensive Health Knowledge System (CHKS), a well-recognised UK certification, for all our facilities, including our C-Care clinics and C-Lab. We are confident that this will further improve the care we provide our patients with.

APPRECIATION

During this financial year, we have reassessed our operations and reviewed our Patient Promise, which now relies on five pillars namely: Right Medical Treatment, Safety, Caring, Clarity & Honesty and Simplicity. This sums up very well the C-Care way of doing things and daily commitment towards our patients and their relatives.

I wish to thank the entire C-Care family comprising of our Doctors, clinical and non-clinical staff for their commendable work and commitment.

I would like to reiterate our appreciation to our insurance partners for their assistance and collaboration. Thanks to them, many patients have been able to benefit from the best healthcare services available in Mauritius.

To conclude, I wish to extend my gratitude to all Board members for their contribution to our different committees as well as their support and guidance, without which I would not have been able to fulfil all my duties as Executive Chairperson of the leading private healthcare group in Mauritius.

Last but not least, I would like to thank our patients for trusting us and we renew our engagement as a Group to continue in this journey to continuously provide quality healthcare in Mauritius and in the region, always innovating.

Hélène Echevin
Chairperson

CORPORATE INFORMATION

BOARD OF DIRECTORS

DIRECTORS

Hélène Echevin, **Chairperson**
Guillaume Dalais
Yougendranath (Yogesh) Kissoondary
Deonanan (Raj) Makoond
Sylvain Pascal
Sukhmeet Singh Sandhu
Christine Sauzier
Michel Thomas
Jérôme Vidal

BOARD COMMITTEES

CORPORATE GOVERNANCE, ETHICS, REMUNERATION AND NOMINATION COMMITTEE

Deonanan (Raj) Makoond, **Chairperson**
Hélène Echevin
Sukhmeet Singh Sandhu
Christine Sauzier

AUDIT AND RISK COMMITTEE

Sylvain Pascal, **Chairperson**
Yougendranath (Yogesh) Kissoondary
Michel Thomas
Jérôme Vidal

CHIEF OFFICERS

Clive Chung, Chief Operating Officer: Clinique Darné
Thomas Mathew, Chief Operating Officer: Wellkin Hospital
Tina Sharma, General Manager, C-Lab

COMPANY SECRETARY

CIEL Corporate Services Ltd
5th Floor, Ebène Skies
Rue de l'Institut, Ebène
Mauritius
Tel: +230 404 2200
Fax: +230 404 2201

SHARE REGISTRY AND TRANSFER OFFICE

If you are a shareholder and have inquiries regarding your account, wish to change your name and address, or have questions about lost certificates, share transfers or dividends, please contact our Share Registry and Transfer Office:

MCB Registry & Securities Limited
Ground Floor, Raymond Lamusse Building
9-11, Sir William Newton Street, Port Louis
Tel: +230 202 5640

REGISTERED OFFICE

5th Floor, Ebène Skies
Rue de l'Institut, Ebène
Mauritius
Tel: +230 404 2200
Fax: +230 404 2201

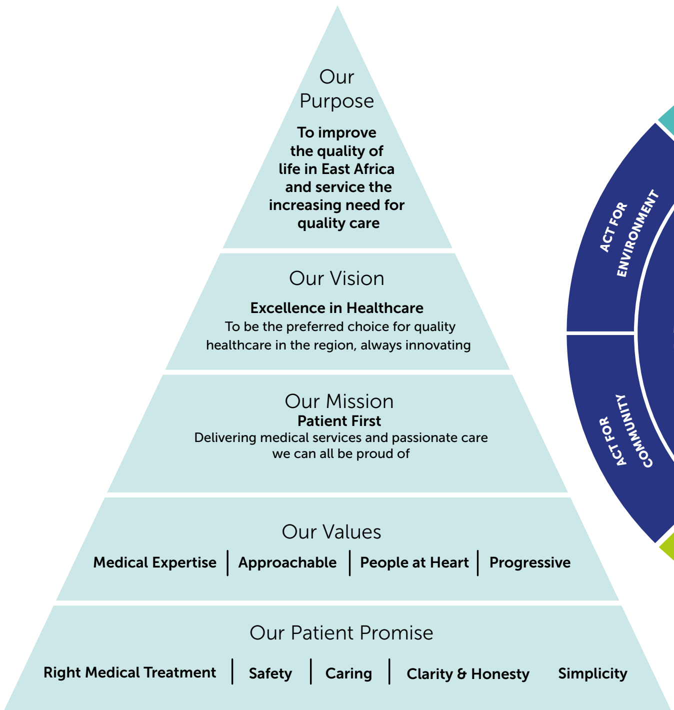
BANKERS

AfrAsia Bank Limited
Bank One Limited
The Mauritius Commercial Bank Limited

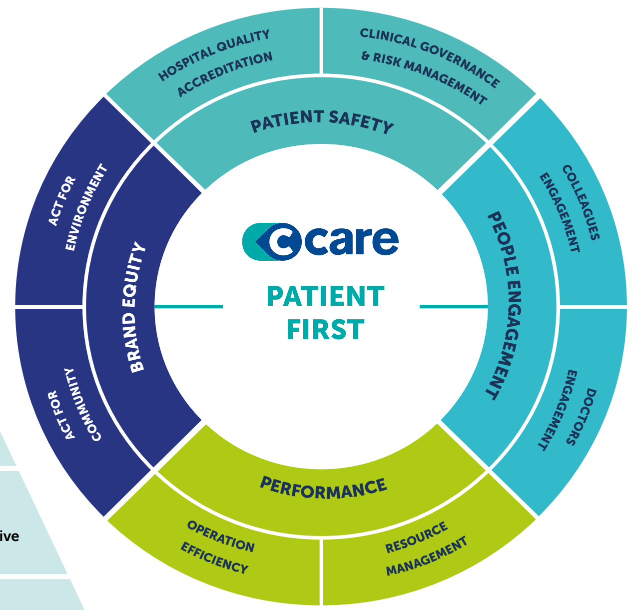
OPERATIONS REVIEW

C-Care (Mauritius) Ltd, the leading private healthcare group in Mauritius, has continuously been identifying strategies to allow our medical institutions to manage their operations despite the current prevailing situation that the world is facing, achieve long-term sustainability and provide accessible and quality care to the population. While so doing, we have defined our brand promise to our patients translated into 5 pillars and the main objective is to showcase our C-Care way of doing things in order to provide quality care to our patients and stakeholders. The 5 pillars are as follows:

ORGANISATIONAL STRATEGY BELONG TO SOMETHING



SUSTAINABILITY STRATEGY



OUR QUEST TOWARDS EXCELLENCE IN HEALTHCARE

1. First endoscopic lumbar discectomy – Minimally Invasive Spine Surgery at Wellkin Hospital

This is a medical first at Wellkin Hospital, and great news for patients with a herniated disc. The team of surgeons at Wellkin Hospital, led by Dr Karunagaran, successfully operated on a patient by performing an endoscopic lumbar discectomy. The operation took place on May 22, 2021.

In fact, minimally invasive surgery significantly shortens the recovery period and increases the patient's chances of recovery. It also helps limit bleeding during the procedure and damages little soft tissue. In this patient's case, an incision of only 8mm was necessary to insert the endoscope and remove the hernia, freeing the stuck nerve root and thus removing the pain associated with the compression. The operation lasted only a few hours and the patient was able to leave the clinic after only 2 days.

Patients with a herniated disc most often have pain in the lower back, legs, buttocks, and even numbness and tingling in these parts of the body. It should be noted that this surgery is not the first line treatment for a herniated disc. It is only offered when the patient's pain is debilitating.

Patient's testimonial: "I lived with this pain for a while, but it had become unbearable. Dr. Karunagaran took a long time to explain to me how the operation would go. Before that, I had never heard of this technique. After the surgery, I immediately felt better. I can now walk again, even though I was in a wheelchair not so long ago. I hope to return to work in the coming weeks and even start driving again," says the patient, who is 50 years old.

2. Introduction of new C-Lab collection centres

C-Lab keeps growing! C-Lab has opened 2 new collection centres at Port-Louis and Flacq. In line with the C-Care Vision of being Approachable, C-Lab has launched those 2 centres and will for sure not stop in extending its services across the island making it simple for the population to access quality care and service.

3. Introduction of new rooms

At Wellkin Hospital, 11 newly designed private rooms have been implemented on the 3rd floor. This is to better respond to our current local market needs and for a better patient experience.

4. Medical Conferences for continuous education

- Wellkin Hospital in collaboration with Cardiovascular Society of Mauritius has organised a Medical Conference 2020 to mark the World Heart Day on 29th of September 2020. Our team of medical experts spoke on new developments in the field of Cardiac sciences such as Acute Coronary Syndrome, AI ECG: A New Diagnostic Tool.
- To mark the World Diabetes Day, Wellkin Hospital conducted a seminar on Thursday 26th of November 2020 at Caudan Arts Centre, attended by over 100 doctors. Doctors in the field of Diabetology and General Surgery spoke at this conference. Interesting topics such as Metabolic Surgery for Remission of Diabetes Type II were presented.

5. New service – The Cardisiography

Wellkin Hospital launched Cardisiography (also known as Cardisio), a highly accurate and non-invasive Artificial Intelligence (AI) based ECG. This ECG uses German technology algorithm and cloud to determine risk factors for coronary heart disease. The test is quickly performed, within 30 minutes.

6. Launch of the Molecular Laboratory

The objective is clear: to improve the medical care of patients, particularly for those having cancer. Officially launched on Friday July 16, 2021, C-Lab's molecular biology unit offers a series of new tests using cutting-edge equipment and innovative techniques. They can detect different genetic abnormalities in patients of all ages, including during pregnancy in unborn children. Through this innovation, we seek to improve the quality of the services offered to patients which will help to further refine the medical diagnosis for many pathologies. During the Covid-19 pandemic, outsourcing samples to other countries became more difficult and this launch ensured self-reliance.

7. Launch of the online Learning platform to all C-Care employees:

The Learning & Development department has launched an online platform to ensure that all C-Care employees have opportunities to learn and access educational materials at any time, any place and from any device (mobile phone, tablet, computer etc.). Through this initiative, all employees are encouraged to continuously improve their knowledge and competencies to provide the best of care to our patients.

8. Introduction of Colibri

C-Care has launched Colibri which is our onboarding programme designed for our employees. The main objective is to embark our new and existing employees on the C-Care journey and to better understand and live our values.

9. New MRI at Clinique Darné

Clinique Darné has invested in a new MRI 1.5 Tesla. Through this new machine, Doctors will be able to receive precise diagnostics for better treatment and quality care. The time taken for a diagnostic is reduced by 50%. We have at heart the well-being of our patients and believe that this do also happen through innovation.

10. C-Care Clinic Grand Baie soon at Mont Choisy Smart City

A strategic agreement was signed between C-Care (Mauritius) Ltd and the Mont Choisy Group on the 25th of February 20201 to present the new project of C-Care Clinic Grand Baie which will be relocated to Mont Choisy smart city by 2023. The new clinic will offer a wider range of services than those already offered at C-Care Clinic Grand Baie currently situated at La Croisette, which meanwhile will remain operational until the opening of the new centre. This new clinic will house several services such as emergencies, medical imaging, general medicine, dermatology, gynaecology, dentistry and cardiology, among others.

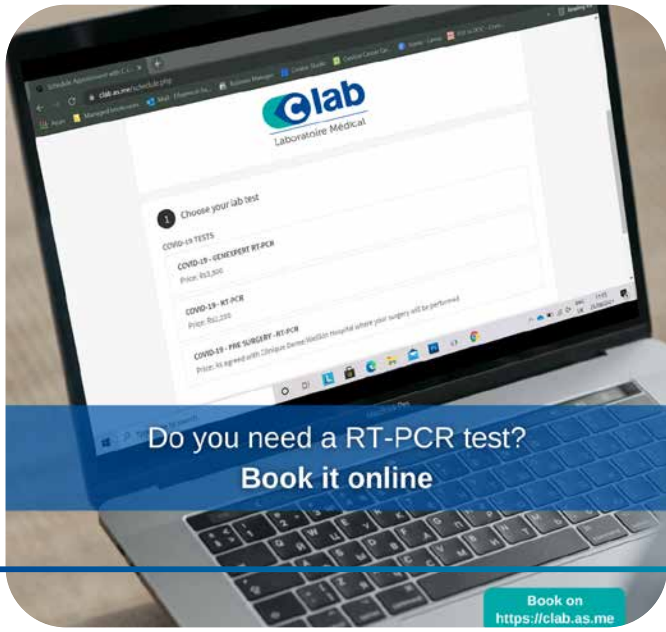
OUR NEW NORMAL

1. C-Care Vaccination Centres

C-Care successfully launched 4 vaccination centres at Clinique Darné, Wellkin Hospital, C-Care Clinic Grand Baie and Cap Tamarin since March 2021 to support the national vaccination campaign initiated by the Ministry of Health & Wellness. A dedicated team of doctors, nurses, healthcare assistants and admin staff have provided a seamless vaccination service to public and corporates in a record time. We have been vaccinating more than 29,000 Mauritians so far. Easily book your appointment by going on our website page www.c-care.mu.

2. PCR Testing

Since the beginning of the pandemic, C-Care through its laboratory services, C-Lab, has been providing PCR testing services. We do also provide for home collection service by simply dialing 86888.



3. Online booking platform for Covid-19 tests

Patients today value convenience. In fact, patients list convenience and access as the most important healthcare factors influencing their decision. Thus, C-Care has launched an online booking platform hence prioritising convenience when it comes to patient scheduling, too.

Please read this before entering our facility to make certain it is a safe place for all.

ALL PATIENTS AND VISITORS

Must wear a mask at all times	Must undergo a temperature check	Must sanitise their hands	Will go through a screening process

REQUIRED FOR ACCESS:	PATIENTS: OUTPATIENT (ER, Consultation, Lab, Pharmacy, Radiology or any other medical treatment)	PATIENTS: INPATIENT (Medical cases & Non Invasive Treatments)	PATIENTS: INPATIENT (Surgery, Maternity & Invasive treatments)	PATIENTS: EMERGENCY (Maternity & Invasive Treatments)	VISITORS: NEXT OF KIN (Accompanying patient > 2hrs)	VISITORS: VISITOR (To a patient < 2hrs)	VISITORS: SUPPLIER OR CONTRACTOR
Vaccination Card	√* *Advisable	√* *Advisable	√* *Advisable	√* *Advisable	√* *Advisable	√	√ or
RT-PCR Test (Valid 7 days)		√* *Doctor to advise or	√	√			√
Rapid Antigen Test		√			√		
C-Care Authorisation Letter					√	√	

4. New C-Care policy for accessing our medical facilities

With the new normal and C-Care having at heart the safety of each and every one, we have reviewed our policies for accessing our different units. This is to make sure that we provide quality care in a safe environment while respecting the strict imposed Health and Safety protocols in line with the World Health Organisation.

COMMUNITY OUTREACH AND CONTRIBUTIONS

1. On International Childhood Cancer Day 15th February, Sun Resorts in partnership with C-Care, invited children from the Cancer Ward of Victoria Hospital to spend a day at Sugar Beach. Little patients were able to participate in creative, fun and entertaining workshops with art therapy at the hotel's Kids Club. An agreement was signed between C-Care and the NGO, Enn Rev Enn Sourir.

2. C-Lab has been providing support to Thalassemia Society and APSA by offering services at preferential rates as we do believe that healthy people create a healthy society.

3. Free screening at Montagne Blanche Social Security Centre

C-Lab in collaboration with the NEF has been providing free screening to the residing population. Approximately 70 persons have been screened.

4. C-Care's support towards the shipwreck of Wakashio

Following the oil spill crisis that happened in August 2020, the C-Care team joined the CIEL initiative to participate in the national effort. Colleagues and volunteers went at Falaise Rouge and Anahita and happily helped to manufacture the floating booms and help contain the oil reaching the shores. Our medical team with our ambulance was on-site for any emergency management.

SPONSORING EVENTS

1. C-Care was the official medical provider for several major sporting events on the island. To name a few, the CIEL Ferney trail held on the 12th of September 2020 and the Moka Trail held on 8th of October 2020. Both sporting events were successfully managed by the emergency medical teams of C-Care. Each event had over 3000 participants.

CORPORATE GOVERNANCE

C-Care (Mauritius) Ltd ("C-Care" or the "Company")

COMPANY PROFILE

Name

- The Company changed its name from The Medical and Surgical Centre Limited to C-Care (Mauritius) Ltd, as evidenced by a Certificate of Incorporation on Change of Name issued by the Registrar of Companies ("ROC"), Mauritius on 6 June 2019, by way of a Special Resolution.

Status

- Public company limited by shares incorporated on 17 July 1972 with ROC.
- Ordinary shares of no-par value listed on the Development and Enterprise Market ("DEM") of the Stock Exchange of Mauritius Ltd ("SEM") since August 2006.
- Reporting Issuer with the Financial Services Commission ("FSC") since the promulgation of the Securities Act 2005 and Public Interest Entity as defined by the Financial Reporting Act 2004.

Business Activity

- Provision of medical facilities under the umbrella of two private hospitals namely Clinique Darné ("CD") and Wellkin Hospital ("Wellkin") and two-Day Care Centres, C-Care Clinic Grand Baie and C-Care Clinic Cap Tamarin; medical laboratories under the umbrella of C-Lab; retail pharmacies; and nursing/clinical training.

COMPLIANCE WITH THE NATIONAL CODE OF CORPORATE GOVERNANCE FOR MAURITIUS (2016)

- C-Care is committed to maintaining the highest standards of corporate governance throughout its operations and to ensuring that all of its practices are conducted transparently, ethically and efficiently. The Company believes that continual review of all aspects of its businesses by analysing and improving its procedures will result in the continued success of the Company and improve shareholder value.

- This Corporate Governance Report describes the key elements of C-Care's corporate governance framework and how the Board of Directors of the Company (the "Board") has applied the eight principles of the National Code of Corporate Governance for Mauritius (2016) (the "Code") and has complied with its provisions, for the financial year ended 30 June 2021, other than the statutory disclosures of the Companies Act 2001.

PRINCIPLE 1: GOVERNANCE STRUCTURE

Governance structure

By putting in place the right governance framework, the Board has set a culture of integrity, transparency, and accountability that prevails throughout the Company and its subsidiaries (commonly known as the "Group"). The Board believes that such a framework is the roadmap to achieve the Group's strategic objectives within compliance requirements and by balancing the interests of the stakeholders, minimising, and avoiding conflicts of interest, and practising good corporate behaviour.

Annual Meeting of Shareholders

Company Secretary

Board of Directors

- Hélène Echevin, **Chairperson**
- Guillaume Dalais
- Yogesh Kissoondary
- Raj Makoond
- Sylvain Pascal
- Sukhmeet Singh Sandhu
- Christine Sauzier
- Michel Thomas
- Jérôme Vidal

Audit and Risk Committee ("ARC")

- Sylvain Pascal, **Chairman**
- Yogesh Kissoondary
- Michel Thomas
- Jérôme Vidal

External auditor

- PricewaterhouseCoopers Ltd ("PWC")

Internal auditor

- Ernst & Young ("EY")

Corporate Governance, Ethics, Remuneration and Nomination Committee ("CGERNC")

- Raj Makoond, **Chairman**
- Hélène Echevin
- Christine Sauzier
- Sukhmeet Singh Sandhu

Executive Chairperson of C-Care

Executive Team of C-Care

CLINIQUE DARNÉ by C-care

WELLKIN HOSPITAL by C-care

C-care CLINIC

C-lab

The role of the Board

Each member of the Board is collectively responsible and accountable to the Company's shareholders and stakeholders for the long-term success of the Group. Through the Board's leadership and direction, management runs the Group's day-to-day business. The Board leads and oversees the management of the Company by focusing and reserving its powers in the most significant matters of the Group, including:

- Driving C-Care's strategy.
- Accountable to shareholders and other stakeholders for the performance of the Company and its subsidiaries.
- Providing effective leadership based on an ethical foundation of responsibility, accountability, fairness, and transparency.
- Ensuring that that the Company strategy, risk, performance, and sustainability are managed in an integrated way that creates sustainable value for the Group and its stakeholders.
- Instructing and overseeing the organisation's management and control structure.
- Setting performance goals and managing and monitoring their achievement.
- Overseeing the preparation and fair presentation of the Company's annual financial statements and other key information presented to shareholders.
- Approving the Company's annual budget and capital expenditure.

Other than the Board Charter[1] which details the composition, scope of authority, responsibilities, powers and functioning of the Board, the Board also ensures adherence to the Constitution[2] of the Company, the provisions of the Companies Act 2001, the Code, the DEM Rules and other applicable laws, rules, and regulations.

1. *The Board Charter was updated and approved by the Board on 20 February 2020 and can be found in the Investors' corner of the Company's website.*

2. *The Constitution of the Company is in conformity with the provisions of the Companies Act 2001 and the DEM Rules. There are no clauses deemed material enough for special disclosure. A copy is available upon written request to the Company Secretary or is available for consultation on the website of the Company.*

Responsibilities and Accountabilities

To clarify the roles and responsibilities of directors and management, and to assist the Board in discharging its responsibilities, the Company operates within a clearly defined governance framework, as illustrated above, which sets out the functions reserved to the Board and provides for the delegation of functions to Board Committees and to senior management as considered appropriate.

Chairperson

- Responsible for leading the Board, ensuring its effectiveness in all aspects of its role and for setting the Board agenda in conjunction with the COOs and Company Secretary.
- Promotes effective communication with the shareholders.
- Facilitates the contribution of the Directors through a culture of openness and debate and ensures constructive relations between the Board and the COOs/management team.

Chief Officers

- Responsible for the day-to-day management of the Group and executing the strategy, once agreed by the Board.
- Creates a framework of strategy, values, planning and objectives to ensure the successful delivery of results and allocates decision making and responsibilities accordingly.
- Manages the risk profile in line with the risk appetite identified and accepted by the Board.
- Takes a leading role, with the Chairperson, in the relationship with all external agencies and in promoting C-Care.

The roles of the Chairperson of the Board and the Chief Officers are separate and clearly defined.

Code of Business Conduct and Ethics, Values and Purpose Statement

Conducting business in an honest, fair, and legal manner is a fundamental guiding principle in C-Care, which is actively endorsed by the Board and management, ensuring that the highest standards are maintained in all dealings with stakeholders. The Company's commitment to ethical standards is set out in its values and is supported by the Company's Code of Business Ethics which articulates the Company's policy regarding conflicts of interest, gifts & entertainment, donations, anti-bribery, insider trading, raising concerns, fair dealing, theft/misuse of the Company's property; the workplace culture; health and safety responsibility and quality of care; data privacy and data protection; reputation & goodwill; and environmental & social values.

This Code of Business Ethics has been updated and finetuned by the team of Human Resources of C-Care and thereafter approved by the Board of C-Care on 15 June 2021 upon the recommendation of its Corporate Governance, Ethics, Remuneration and Nomination Committee. It applies to Directors, Executives, management, employees, and any other person seen as representing or being associated with the Company. New staff members/Directors are briefed on this key document as part of their induction process.

C-care has been unveiled as the new brand identity of the Company and its business units on 11 April 2019.

C-Care's vision:

Excellence in Healthcare – to be the preferred choice for quality healthcare in the region, always innovating.

C-Care's mission:

Patient first – delivering medical services and passionate care we can all be proud of.

C-Care's values:

- **Medical Expertise**
- **Approachable**
- **People at Heart**
- **Progressive**

The key documents articulating the governance structure of the Company are available in the Investors' corner of the Company's website accessible on: **http://www.c-care.mu**

PRINCIPLE 2: STRUCTURE OF THE BOARD AND ITS COMMITTEES

Board Size and Structure as date of the report

Unitary Board Structure	Board Tenure	Board Balance	Areas of Expertise
1 Executive Chairperson 5 Non-Executive Directors 3 Independent Directors	0-2 years: 4 2-4 years: 3 4-6 years: 1 6+ years: 1	2 Women 7 Men	Healthcare, Legal, Financial services, Food sciences and technology, Tourism planning

Composition of the Board and Profiles of the Directors as at date of the report

HÉLÈNE ECHEVIN

Executive Chairperson, appointed Director and Chairperson as from 5 June 2017

Age: 44

Nationality/Country of Residency: Mauritian/Mauritius

Committee membership: Corporate Governance, Ethics, Remuneration and Nomination Committee

Skills and Experience:

- Holder of a degree in Food Sciences and Technology from Polytech Engineering School, Montpellier, France and followed by Management Executive Program at INSEAD.
- Joined CIEL Group in March 2017 as Chief Officer – Operational Excellence after 17 years of working experience in similar position and on 1 July 2019, was designated as Chief Executive Officer of CIEL Healthcare Ltd which regroups all healthcare activities of the CIEL Group including IMG (Uganda) and Hygeia (Nigeria).
- Sits on the Board of Directors of CIEL Healthcare Ltd.
- Played a key role developing the healthcare cluster of CIEL Group and leading CIEL's operational excellence journey.
- Been the first lady President of the Mauritius Chamber of Commerce in Industry in 2015/2016.
- Also, sits on the Board of Directors of some subsidiary companies of CIEL Group.

Directorships in other listed companies of the SEM*: Sun Limited

GUILLAUME DALAIS

Non-Executive Director,
appointed Director on 22 September 2020

Age: 39

Nationality/Country of Residency:
Mauritian/Mauritius

Committee membership: None

Skills and Experience:

- Holder of a Master 2 from Ecole Superieure de Gestion (now Paris School of Business) in Finance and Accounting, Paris, France; also completed HEC Paris Executive Education.
- Former experience in the investment Banking sector by working at Métier Investments & Advisory Services in South Africa and CIEL Capital Limited in Mauritius.
- Joined the CIEL Textile Group in 2010.
- Appointed Executive Director of the Knits Cluster of the CIEL Textile Group in 2012.
- Chief Executive Officer of the Knitwear cluster of the CIEL Textile Group from July 2016 to 30 June 2020.
- CEO of CIEL Properties since 01 July 2020.
- Also, a member of the Board of Directors of other companies in Mauritius, including those of CIEL Group.

Directorships in other listed companies of the SEM*: CIEL Limited and Sun Limited

YOGESH KISSOONDARY

Non-Executive Director,
appointed Director on 22 September 2020

Age: 41

Nationality/Country of Residency:
Mauritian/Mauritius

Committee membership: Audit and Risk Committee

Skills and Experience:

- Fellow of the Association of Chartered Certified Accountants (ACCA), holder of an Executive MBA as well as an Advance Certificate in an energy concerned economy from HEC – Paris, France and completed Level 2 of the Chartered Financial Analysts.
- Joined CIEL Group in May 2017 as Group Head of Corporate Finance. Leads investment and Mergers and Acquisitions strategies across the Group, other than project manages transition and integration plan for new acquisitions.
- Sits on the Board of Directors of various subsidiary companies of CIEL Group as Director/Alternate Director.
- Highly qualified entrepreneurial and operational finance professional with extensive experience in leading financial strategies to facilitate company's growth plans.

Directorships in other listed companies of the SEM*: Not applicable

RAJ MAKOOND

Independent Director,
appointed Director on 25 February 2019

Age: 69

Nationality/Country of Residency:
Mauritian/Mauritius

Committee memberships: Corporate Governance, Ethics, Remuneration and Nomination Committee (Chairperson)

Skills and Experience:

- Holder of a BA (Hons) in Economics and an MSC in Tourism Planning.
- Program Director of Eclosia Group.
- Chairman of the Financial Services Institute (FSI); the University of Technology of Mauritius (UTM); and the Business Mauritius Regional Energy Working Group.
- Member of the Research and Development Working Group of the Mauritius Research and Innovation Council.
- Board Member of Rogers Co Ltd and Les Moulins de la Concorde Ltée.
- Was previously the Chief Executive Officer of Business Mauritius, the coordinating body of the Mauritius private sector.
- Prior to joining Business Mauritius, been Director of the Joint Economic Council (1994-2015); Deputy Secretary-General of the Mauritius Chamber of Commerce and Industry (1991-1994); and Senior Economist at the Ministry of Economic Planning and Development (1975-1991).
- Co-chaired a number of joint Government/Private Sector Committees, Task Force and Working Groups, namely the joint Public Private Business Facilitation Task Force, the Steering Committee on Global Financial Crisis, the Textile Emergency Support Team, the National Computer Proficiency Programme, the Collaborative Research and Innovative Grant Scheme and the National Skills Development Programme.
- Been a Director of the European Centre for Development Policy Management (ECDPM); a Member of the Board of Investment (2001-2014), Statistics Mauritius (2014-2018), Mauritius Africa Fund (2014-2018) and Financial Services Commission (2001-2015).

Directorships in other companies listed on the SEM*: Rogers and Company Limited and Les Moulins de la Concorde Ltée

SYLVAIN PASCAL

Independent Director,
appointed Director on 23 August 2019

Age: 66

Nationality/ Country of Residency:
Mauritian/Mauritius

Committee memberships: Audit and Risk Committee (Chairperson)

Skills and Experience:

- Holder of a master's in business administration from the Witwatersrand Business School.
- Been the Managing Director of Medscheme (Mauritius) Ltd.
- Been involved in various executive positions as well as directorships in the insurance sector.
- Been the Executive Secretary of the Association of Private Health Plans and Administrators from June 2011 till June 2019.
- Member of the Committee preparing National Health Accounts (under the aegis of the Ministry of Health) since inception in 2006.
- Non-Executive Director of Island Life Assurance Co. Ltd and Spice Finance Ltd.

Directorship in other listed companies of the SEM*: Not applicable

SUKHMEET SINGH SANDHU

Non-Executive Director, appointed Director on 22 September 2020

Age: 59

Nationality/Country of Residency: Indian/ Uganda

Committee membership: Corporate Governance, Ethics, Remuneration and Nomination Committee

Skills and Experience:

- Dynamic and seasoned senior professional with 38 years' rich experience in Business Development, Business Operations, Hospital Administration, Sales & Marketing and Retail Value Management with two leading Indian Brands in their respective industry - Fortis Healthcare Limited and Tata Steel Limited.
- Has exposure of Indian and overseas markets in healthcare delivery domain. Took active part in Acquisition process of leading Indian brands like Escorts, Wockhardt and Hiranandani hospitals by Fortis. Led O&M strategy and business model for emerging markets with both greenfield and expansion formats.
- Currently Chief Executive Officer of the International Medical Group Limited ("IMG"), Kampala, Uganda.
- Formerly the Chief Executive Officer of Nairobi West Hospital – Kenya.
- Been the Head – International Operations, responsible for Expansion and International operations of Fortis Healthcare Limited and been the Chief Executive Officer of C-Care.

Directorships in other listed companies of the SEM*: Not applicable

CHRISTINE SAUZIER

Non-Executive Director, appointed Director on 4 June 2014 and Chairperson as from 10 June 2015 up to 5 June 2017

Age: 55

Nationality/Country of Residency: Mauritian/Mauritius

Committee memberships: Corporate Governance, Ethics, Remuneration and Nomination Committee

Skills and Experience:

- Qualified Attorney-at-Law since 1994 having more than 15 years' experience in private practice and nearly 14 years as in-house lawyer. Holder of an LLB (Hons) from the University of Mauritius and a Licence en droit privé from the Faculté des Sciences Juridiques, Université de Rennes, France, Attorney- at- Law.
- Group General Counsel, CIEL Group. Advising the Board on compliance, deal structuring and shareholder matters, while also liaising with international and local lawyers in drafting, reviewing, and negotiating commercial contracts and other legal documents.
- Been instrumental in dealings with the regulators like Bank of Mauritius, Financial Services Commission and with the SEM. Been involved in various Mergers & Acquisitions transactions for the Group with exposure to diverse industries like Banking, Hotels, Property, Healthcare, Private Equity, Textile, Agro Business, and Fiduciary.
- Been involved in cross border deals in various countries notably in Sub-Saharan Africa, Indian Ocean and Asia.
- Been appointed Director on the Board of Bank of Mauritius and a member of the Monetary Policy Committee of Bank of Mauritius since 4 March 2020.
- Chairperson of the Mauritius Institute of Directors.
- Member of Business Mauritius Council.
- Member of the Financial Reporting Council.

Directorships in other companies listed on the SEM*: IPRO Growth Fund Ltd

MICHEL THOMAS

Non-Executive Director,
appointed Director on 25 May 2009

Age: 62

Nationality/Country of Residency:
Mauritian/Mauritius

Committee memberships: Audit and Risk Committee

Skills and Experience:

- Holder of a Master of Laws (UK), Fellow of the Chartered Insurance Institute (UK), Associate member of the Chartered Institute of Arbitrators, Chartered Insurer (UK) and Member of the British Insurance Law Association.
- Chief Operations Officer (COO) as well as a board member of Swan General Limited.
- Responsible for the Short-Term Operations of the Swan Group.
- Principal areas of specialisation: Insurance and Reinsurance contract law including policy drafting.
- Having extensive experience and skill in the handling of complex liability claims including medical negligence/malpractice claims.
- Been working with international law firms and barristers on a variety of high value casualty and engineering claims as well as on reinsurance conflict of laws and coverage issues.
- Been specialising in arbitration law and alternative dispute resolution (ADR) procedures.

Directorships in other companies listed on the SEM*: Swan General Ltd

JÉRÔME VIDAL

Independent Director,
appointed Director on 19 November 2019

Age: 58

Nationality/Country of Residency:
French/France

Committee memberships: Audit and Risk Committee

Skills and Experience:

- Holder of a master's in management business Unit from HEC.
- Chief Executive Officer of AKOYA, a consulting and interim management company specialising in the healthcare sector in France.
- Having more than 17 years of experience as Managing Director of Medical and Surgery clinics.
- Having extensive experience and skill in leading or assisting organisations in the health sector facing turnaround, reorganisation, or development critical phases.
- Having entrepreneurship/Mergers and Acquisitions/Negotiation and Change management experience.
- Having finance expertise.
- Organisation and Performance optimisation through Information System.

Directorships in other listed companies of the SEM*: Not applicable

** The Board of Directors of C-Care has decided to disclose only directorships in listed companies.*

- The Board complies with the Code's recommendation that it should include an appropriate combination of executive, non-executive, and independent directors; and with its current composition, the Board considers itself as effective, well-balanced, and complementary for the nature, complexity, and strategic demands of the business.
- With her close involvement in the operations of the Company as Chief Executive Officer of the Healthcare cluster of CIEL Group, the Chairperson of the Company, Mrs. Hélène Echevin, assumes the role of an Executive Director; yet strives to bring independence of mind and honesty to her role as Chairperson of the Board of Directors of the Company, in the best interest of the Company and its stakeholders.

Company Secretary

By virtue of the service agreement entered into by CIEL Corporate Services Ltd, the Company and its controlling shareholder, CIEL Healthcare Limited, the duties and responsibilities of the Company Secretary are delivered by CIEL Corporate Services Ltd. The Company Secretary:

- works closely with the Chairperson, Board Committee Chairs, and management team in setting the rolling calendar of agenda items for the meetings of the Board and its Committees;
- ensures accurate, timely and appropriate information flows within the Board, the Committees and between the Directors and Senior Management; and
- provides advice on Board matters, legal and regulatory issues, corporate governance, Listing Rules compliance and best practice.

Position Statement

The role of the Chairperson and that of the Company Secretary are set out in more details in the Position Statement which has been adopted by the Board on 12 November 2018 and is available for consultation on the website of the Company.

Board Meetings

Board meetings provide a forum for challenging and constructive debates. The Board usually meets at least four times during the financial year and on ad hoc basis. Board decisions are also approved by way of written resolutions, signed by all Directors in accordance with Clause 7 of the Eighth Schedule of the Companies Act 2001.

Quorum in line with the Constitution of the Company: "Fixed by the Board and if not so fixed, shall be a majority of the directors."

Key activities in the FY 2021:

- Reports from the Chairpersons of the respective Board Committees with respect to key agenda items debated at these committee meetings
- Approval of the audited accounts for the financial year ended 30 June 2020 and its abridged version as well as the unaudited quarterly/half-yearly accounts and the corresponding abridged versions
- Review of operations
- Update on C-Care projects
- Impact of Covid-19 on the operations of C-Care
- Approval of dividend policy and dividend payment
- Approval of the issue of a new class of shares – 500 Redeemable Preference Shares at an issue price of Rs 100,000 per Redeemable Preference Share

Board Committees

The Board of Directors delegates certain responsibilities to the Board Committees, namely the Audit and Risk Committee and the Corporate Governance, Ethics, Remuneration and Nomination Committee to enhance business efficacy and operational efficiency.

These two committees have written terms of reference and the Board receives reports of their proceedings and deliberations. A summary of the responsibilities of each Board Committee is shown in the table below:

Committee	**Audit and Risk Committee ("ARC")**	**Corporate Governance, Ethics, Remuneration and Nomination Committee ("CGERNC")**
Composition as at 30 June 2021	• **4 members** 2 Non-Executive Directors 2 Independent Directors	• **4 members** 1 Executive Director 2 Non-Executive Directors 1 Independent Director
Members as at 30 June 2021	• Sylvain Pascal, **Chairman** • Yogesh Kissoondary • Michel Thomas • Jérôme Vidal	• Raj Makoond, **Chairman** • Hélène Echevin • Christine Sauzier • Sukhmeet Sandhu
Regular attendees by invitation	• Chief Officers • Chief Finance Officer of CIEL Healthcare Limited • Data Protection Officer/ Risk Officer • Internal auditor of the Company *When deemed necessary:* • Financial Controllers of CD and Wellkin • Head of other departments • External auditor of the Company	• Group Head of Human Resources, CIEL Group • Chief Operating Officers of CD and Wellkin • Head of Human Resources of C-Care • Head of Learning, Leadership and Talent, C-Care
Quorum	**2 members**	
Summarised Terms of Reference	• Reviewing the Company's interim and audited financial statements, accounting policies and any formal announcements relating to the Company's financial performance before submission to the Board for approval. • Reviewing the effectiveness of the Company's internal control and risk management systems. • Overseeing relations with the external auditors. • Monitoring and reviewing the effectiveness of the Company's internal audit function; approving the appointment/termination of the internal auditors. • Maintaining lines of communication between the Board and the internal/external auditors.	• Determining, agreeing, and developing the Company's and Group's general policies and strategies on corporate governance in accordance with the recommendations of the Code. • Reviewing the Board structure, size and composition and making recommendations to the Board with regards to any adjustments that are deemed necessary. • Determine specific remuneration packages for the medical and non-medical staff of the Company, including but not limited to basic salary, benefits in kind, any annual bonuses, performance-based incentives, share incentive pensions and other benefits.

Number of meetings held during the FY 30 June 2021	4 meetings	3 meetings
Key activities during the FY 30 June 2021	• Financial review/Audited accounts for the FY 30 June 2020/Quarters ended 30 September 2020/31 December 2020/31 March 2021 and Abridged versions of these accounts • Management letter/ Audit report from PwC • Meeting with the external auditor without management's presence • Follow up on outstanding internal audit points remaining to be closed • Internal audit plan for the FY 30 June 2021 and internal audit reports –Review of HR Processes, Review of the Finance Processes and Review of Operation Theatre, Emergency Room and Outpatient (Radiology) processes • Risk reporting • Update on GDPR/Data Protection Act 2017 of Mauritius • Update on Frauds, thefts, and major incidents; Legal cases; and Whistleblowing cases	• Corporate Governance Report for the FY 30 June 2020 • Review of Board and Board Committee Composition • Salary review of Executives • Update on Collective Bargaining • Presentation from new Onboarding Programme • Impact of Covid-19 on HR costs • HR Budget guidelines • Salary Increment and Performance Bonus for 2021-2022 • New recruits at Executive level of C-Care including updated organigramme • Review of C-Care's Code of Ethics and revised Whistleblowing policy

Each Committee confirmed that it has discharged its responsibilities for the year under review in compliance with its terms of reference.

Other Committees

C-Care's governance structure is supplemented with other in-house committees which have been set up and aligned at both CD and Wellkin and governed by proper terms of reference. These sub-committees have a direct reporting line to the Medical Executive Committee which has been constituted at the level of C-Care. The purpose of these sub-committees is to promote cross-synergies and best clinical and operational governance practices across the units of C-Care.

Attendance at meetings

It is expected that all directors attend Board meetings, Committee meetings and the Annual Meeting of Shareholders unless they are prevented from doing so by prior commitments. Where directors are unable to attend meetings, they receive the documents for that meeting giving them the opportunity to raise any issues and give any comments to the Chairperson in advance of the meeting.

The following table shows the number of Board and Board committees meetings held during the financial year ended 30 June 2021 and the attendance record of the individual directors.

Board/Board Committee Member	Board Meetings	ARC Meetings	CGERNC Meetings
Hélène Echevin, Chairperson	5 out of 5	-	3 out of 3
Andre Ackerman[1]	1 out of 5	-	-
Guillaume Dalais[2]	4 out of 5	-	-
Jérôme De Chasteauneuf[3]	1 out of 5	1 out of 4	-
Yogesh Kissoondary[2]	4 out of 5	3 out of 4	-
Raj Makoond	5 out of 5	-	3 out of 3
Sylvain Pascal	5 out of 5	4 out of 4	-
Sukhmeet Sandhu[2]	4 out of 5	-	1 out of 3
Christine Sauzier	5 out of 5	-	3 out of 3
Michel Thomas	5 out of 5	4 out of 4	-
Jérôme Vidal	5 out of 5	1 out of 4	-

1. Resigned on 1 September 2020
2. Appointed on 22 September 2020
3. Resigned on 22 September 2020

Executive Management team

The senior management team of C-Care serves an executive function and is the custodian of C-Care's strategy as approved by the Board and is responsible for its execution. The team provides the Board and the Board Committees with sound information, advice and recommendations on the organisational structure, objectives, strategies, plans and policies of C-Care to enable the Board and its Board Committees to make informed decisions.

With the support of the Chairperson, the organisational structure of the Executive team of C-Care has been finetuned to ensure adequate segregation of roles and responsibilities for efficient deliverables in the best interest of all the stakeholders of the Company as below:

Board of Directors of C-Care

↑

Executive Chairperson of C-Care
Mrs. Hélène Echevin

↑

Executive Team of C-Care*

* The Executive team of C-Care is composed of the following members and each member has been assigned with clearly defined job objectives reviewed by the CGERNC of C-Care and is subject to annual performance appraisal with measurable KPIs overseen by the Chairperson of C-Care.

- Chief Finance Officer of CIEL Healthcare Limited: Mr. Ravin Kistoo (leading the finance team of C-Care)
- Chief Operating Officer of CD: Mr. Clive Chung
- Chief Operating Officer of Wellkin: Mr. Thomas Mathew
- General Manager of C-Lab: Mrs. Tina Sharma
- Head of Projects and Cost Optimisation of C-Care: Mr. Patrick Boullé
- Head of HR of C-Care: Mrs. Joelle Hitie-Baillache
- Head of Learning, Quality & Continuous Improvement of C-Care: Mrs. Annabelle Lonborg-Nielsen
- Head of Transformation and Digitalisation of C-Care: Mr. Jean-Yves Bestel
- Head of Marketing and Sales of C-Care: Mrs. Shalini Bunwaree-Nagdan

Click on http://www.c-care.mu to view the following documents:

- Profiles of the Directors
- Position statement of the Chairperson and Company Secretary
- Profiles of the executive management team of C-Care
- Terms of Reference of the Board committees

PRINCIPLE 3: DIRECTOR APPOINTMENT PROCEDURES

Appointment of Directors

Considering the existing composition of the Board and the requirement of new director to fill a vacancy or act as additional director, if any, the CGERNC of C-Care reviews potential candidates in terms of their expertise, skills, attributes, personal and professional backgrounds. The CGERNC then recommends the said appointment to the Board for consideration. If the Board approves, the person is appointed as a Director of C-Care, subject to the approval of the shareholders at the next Annual Meeting of the Company.

For the financial year ended 30 June 2021, the CGERNC recommended the following changes in the Board/Board Committees composition which were approved by the Board of Directors of C-Care at the Board Meeting of 22 September 2020:

At the level of the Board:

Resignation of:

- Mr. André Ackerman, effective as from 01 September 2020
- Mr. Jérôme De Chasteauneuf, effective as from 22 September 2020

Appointment of:

- Mr. Guillaume Dalais as Non-Executive Director
- Mr. Yogesh Kissoondary as Non-Executive Director
- Mr. Sukhmeet Sandhu as Non-Executive Director

At the level of the ARC:

With the resignation of Mr. De Chasteauneuf,

- Mr. Sylvain Pascal has been nominated as Chairman of the ARC in his capacity as Independent Director of C-Care; henceforth complying with the recommendation of the Code.
- Mr. Yogesh Kissoondary has been appointed as Member of the ARC.

At the level of the CGERNC:

- The appointment of Mr. Sukhmeet Sandhu as additional Member of the CGERNC.

The nomination of the new Directors was then submitted for approval by the shareholders at the Annual Meeting of the shareholders of the Company held on 15 December 2020.

Re-election of Directors

In compliance with the Company's Constitution, the Directors, including the Chairperson, will seek re-election at the forthcoming Annual Meeting of shareholders.

Director Independence

The Board considers that it can exercise its judgement in an independent and unfettered manner, provide independent and effective oversight of management and is highly effective in promoting the interests of shareholders. All members of the Board, whether independent Directors or not, exercise independent judgement in making decisions in the best interest of the Company.

To assist the Board in determining the independence status of its directors, in line with the Code, the relevant Independence criteria has been determined, documented, and subsequently approved by the Board.

C-Care is compliant with the recommendation of the Code with at least two independent directors.

Time commitments

The Directors of C-Care may serve on other boards of directors, if they can demonstrate that any such appointment will not interfere with their time commitment to the Company.

Induction of Directors/Ongoing training and development

New Directors receive a comprehensive and tailored induction programme on joining the Board to facilitate them in understanding the Company and the key drivers of the business performance, including:

- Meetings with the Chairperson and other Board members as well as debrief from the Company Secretary.
- Induction pack detailing the fiduciary and statutory duties as Directors; relevant statutory documents and policies of the Company; Board and Board Committees' papers; and Company Profile.
- Visit the Company's clinics/business units and meetings with the Chief Operating Officers and other members of the Executive team of C-Care.

On joining the Board, the Company Secretary confirmed that the new Directors were provided with an induction programme which has helped the new appointees to grasp a full understanding of the Company and Group, including the business, culture and values, strategy, governance, and financial position.

Directors' Development and Training

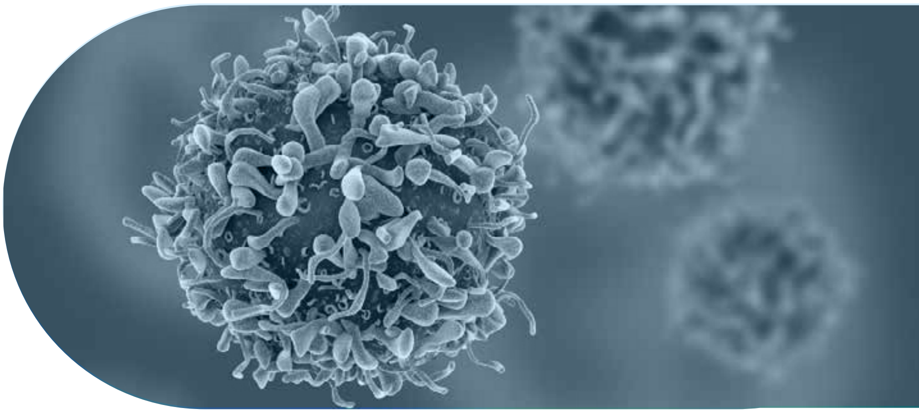
All Directors have opportunity for ongoing development and support through:

- Reviews with the Chairperson to earmark any potential training needs.
- Regular updates/advice on governance, regulatory and legislative changes affecting the business or their duties as Directors from the Company Secretary.
- Access to independent professional advice at the Company's expense.

Succession planning

The CGERNC has been mandated to support the Board in having the right people and skills on board to ensure smooth continuous business operations in the best interest of the Company and its stakeholders.

PRINCIPLE 4: DIRECTORS' DUTIES REMUNERATION AND PERFORMANCE



Legal duties

The Company Secretary is responsible for ensuring that directors are kept abreast of relevant legislative and regulatory developments as well as significant information impacting the Company's operating environment to help them in discharging their fiduciary and statutory duties ethically.

The Board is ultimately responsible for overseeing the Company's compliance with laws, rules, codes and relevant standards and procedures.

Conflicts of Interest/Related Party Transactions

In accordance with the Companies Act 2001 and the Company's Constitution, in situations where Directors may have a direct or indirect interest that conflicts with the Company's interest, such Directors may attend the Board or Board Committee meeting but shall neither be included among the Directors present at the meeting for the purpose of a quorum nor be allowed to vote on that transaction and, if he/she does vote, his/her vote shall not be counted. Any declaration of interest proclaimed by a particular Director is then entered into the Company's Interest register which is safeguarded by the Company Secretary. The Company Secretary also ensures that Directors complete detailed interest disclosures on appointment which are thereafter reviewed annually or when a change has occurred.

The Interest register is available for consultation upon written request to the Company Secretary.

The Company has also adequate procedures for the purpose of identification and monitoring of related party transactions. All transactions entered with related parties during the financial year were in the ordinary course of business. There were no transactions with related parties during the year under review which conflicted with the interest of the Company.

The details of the related party transactions are discussed in detail in the 'Notes' section of the Financial Statements.

To ensure adherence to the recommendations of the Code, the Board has subsequently approved a Conflict of Interest/Related Party Transactions Policy, which may be viewed from the website of the Company.

Directors' dealings in the Company's securities

The Company has in place a Share Dealing policy under which, all Directors and employees are prohibited from dealing (or causing or encouraging a third party to deal) in the Company's shares at any time while they are in possession of price-sensitive information. The Company Secretary ensures that the Directors are made aware of these price-sensitive or closed periods.

As at 30 June 2021, none of the Directors of C-Care held any shares in the Company.

Information, Information Technology, and Information Security Governance

The Head of Transformation and Digitalisation of C-Care, with the support of the respective team of both CD and Wellkin, ensures that there is an adequate system of checks and balances in place which curtails and protects the IT framework of C-Care. He also oversees all the IT projects of the Company with much focus on cost/time effectiveness. An amount, as determined by the immediate requirements of the Company, is budgeted annually to cater for any expenses pertaining to information technology.

To improve on its IT systems and promote good governance and best IT practices, management adheres to the following processes/guidelines:

- **IT Steering Committee at the level of CIEL:** Proactively manages IT risk and IT governance within a defined strategy, which aims to improve business outcomes across all the subsidiary companies of CIEL.
- **IT Policy of CIEL:** Provides a governance and management foundation for C-Care to define its customised IT policy in line with its business operations.
- **IT Department of C-Care:** The IT department, under the supervision of the Head of Transformation and Digitalisation, is responsible for the IT governance strategy, which includes defining the information architecture, acquiring the necessary hardware and software to execute the Company's strategy, managing projects, ensuring continuous service, and monitoring the performance of the IT systems.

With the support of the service-provider "ESS", C-Care has successfully implemented its new Hospital Information System (HIS). The focus was currently on validating and implementing the change requests which was being followed up by a distinct committee recently set up with a clearly defined governance structure. Once completed, a survey would then be launched to assess the feedback of the users. In parallel, ongoing training was being delivered to the medical/non-medical personnel of C-Care, including the doctors.

The expertise of EY has also been solicited to review all Standard Operating Procedures ("SOPs") which have/would be then clearly documented for reference, as an initiative to further enhance the IT framework of the Company. EY, in its capacity as internal auditor of the Company, also provided the relevant assurance to the ARC/Board on the design and operating effectiveness of the controls implemented over the IT processes at C-Care by earmarking any potential anomalies prone to risks through their audit reviews and the recommended remedial actions to mitigate those risks.

In line with the new EU GDPR regulations and the Data Protection Act 2017 of Mauritius, the Board has approved the Data Privacy Policy and Personal Data Breach Policy; statutory documents which have then been relayed to each employee of C-Care for adherence. Management also has recourse to EY to carry out a data privacy gap assessment exercise to assess the extent to which C-Care was compliant with the new laws and regulations as well as best practices. To address the shortfalls which have been highlighted from this exercise, several activities, as corrective measures, have been earmarked with a proper implementation roadmap. A project team has then been set up to drive the implementation process of these projects with quarterly reporting to the ARC and subsequently to the Board. So far, management has succeeded to complete 75% of the recommended activities.

In addition, continuous awareness and training sessions were being run, not only for the employees but also for the doctors. Corrective/disciplinary actions were also being taken for any non-adherence as part of the educative journey on avoiding any potential breach of data.

Board Information

The Board is provided with regular and timely information on the Company's operational and financial performance, amongst other matters pertaining to the business operations of the Company.

The Company Secretary, being the secretary to the Board and Board Committees, ensures that the relevant papers are made available to the Directors, sufficiently in advance of each meeting. All Directors have access to the services of the Company Secretary and may seek independent professional advice, in connection with their role as Directors, at the expense of the Company.

Directors' and Officers' Liability Insurance

A Directors' and Officers' insurance has been established for all Directors and Officers to provide cover against their reasonable actions on behalf of the Company. A group cover has been subscribed by CIEL Limited covering its subsidiaries, including C-Care.

Board evaluation and development

One of the recommendations stipulated in the Code is the formal evaluation of the Board performance and that of its committees. The Company Secretary worked on a tailor-made Assessment Questionnaire template as the operations of the Company and its Board Committees whereby the sets of questions have been thoroughly validated by the CGERNC of C-Care.

As a starting point, the Company Secretary confirmed an evaluation of the Board performance was conducted for the financial year ended 30 June 2020 covering the following areas: **Board efficiency and effectiveness; Board-Management relationship; Effectiveness of Board processes and meetings; Size, Composition, and Independence of the Board; and the Chairperson.** An action plan was then worked out to address the shortfalls which have been identified during this evaluation process and has been duly validated by both the CGERNC and Board of C-Care for implementation. With the support of the Company Secretary and under the guidance of the Chairperson, management has successfully deployed the relevant action points with the objective of improving Board's procedures and effectiveness, except for some training sessions which have been postponed due to the sudden outbreak of the Covid-19 pandemic in Mauritius.

With the change in the Board and the Board Committees composition during the year under review, the next Board/Board Committees Effectiveness reviews would be conducted in the financial year ending 30 June 2022; exercise which would be run and followed up by the Company Secretary.

Statement of remuneration

The Company acknowledges the importance of having a formal and transparent policy for remunerating its employees, including the Executive team, the empaneled doctors, and the Directors' fees. In that respect, a distinct Remuneration policy, as annexed to the Terms of Reference of the CGERNC of the Company, has been implemented which aims to attract, retain, and motivate the employees by linking reward to performance.

For the year under review, the following factors have been taken into consideration when reviewing the remuneration packages:

- Impact of Covid-19 on the HR costs
- Impact of the new Workers' Rights Act 2019
- Collective Bargaining with the trade unions
- Statutory increase by the Government of Mauritius
- Individual performance as well as that of the Company

Directors' Emoluments

The fees paid/payable to the Directors of C-Care for the FY 30 June 2021 were as follows:

Name of Director	Fees paid / payable for the FY 30 June 2021 (Gross pay)
Raj Makoond, Independent	Rs 350,000
Sylvain Pascal, Independent	Rs 375,000
Michel Thomas, Non-Executive	Rs 300,000
Jérôme Vidal, Independent	Rs 225,000

No fees were paid to the other Directors of C-Care.

PRINCIPLE 5: RISK GOVERNANCE AND INTERNAL CONTROL

Internal Control and Risk Management

Risks are inherent in every business and the challenge is in identifying and managing them so that they are managed, mitigated, transferred, avoided, or understood and accepted. Effective risk management is and has been an integral part of the overall achievement of the Company's strategic objectives.

The Board of C-Care acknowledges that it is ultimately responsible for establishing and maintaining appropriate risk management and internal control systems for the business of the Group and to assess their effectiveness on a regular basis. To achieve this, the Board ensures that there is a robust framework of ongoing risk management process in identifying, evaluating, and managing significant risk faced by the Company to promote its long-term success.

The Board has delegated the responsibility for overseeing the adequacy and effectiveness of risk management and internal controls to the ARC of C-Care.

The Company's governance structure of risk management is illustrated below:

Accountability for monitoring ↑ | Responsibility for implementing ↓

Board of Directors	Responsible for the Company's system of corporate governance, strategy, risk management and financial performance
Audit and Risk Committee	Responsible for reviewing and approving the adequacy and effectiveness of the Company's risk management and internal controls
Risk Oversight Committee	Supports the Executive team in managing the Company's business and activities
Operating platforms/ Risk Champions	Responsible for identifying, assessing, implementing, and managing risks within their departments

During the year under review, the Risk Oversight Committee reviewed all principal risks in detail and provided oversight of how all the Company's inherent risks are managed. In addition, a risk register is maintained that ensures a 'top down' and 'bottom up' assessment of risks which is presented at each ARC meeting.

The Board receives updates on risk management and internal controls from the Chairperson of the ARC in his reporting who confirms that the ARC has reviewed the effectiveness of the system of internal controls and has ensured that any required remedial action on any identified weaknesses has been or is being deployed.

With the implementation of the Enterprise-wide Risk Management System, the Board acknowledges that this system has been designed to manage rather than eliminate the risk of failure to achieve business objectives and can only provide reasonable and not absolute assurance against material misstatement or loss.

Some of the prominent risks faced by the Company in its daily operational activities are summarised as:

- **Financial:** Financial risks, market risks including currency risks and price risks, credit risks and liquidity risks as detailed under the 'Notes' section of the Financial Statements.
- **Climate:** Risk resulting from climate change, affecting systems and regions. A changing climate is a threat to the quality and continuity of care provided at healthcare facilities due to more frequent and severe extreme weather events and increased health risks from a range of other climate hazards including food, water, vector-borne and zoonotic diseases and poor air quality. Hence, healthcare facilities are increasingly vulnerable to impacts from climate change without adaptation. The facilities within the Company are encouraged to train their healthcare professionals and equip their facilities to diagnose and treat new and emerging diseases and to respond to a wider range of climate-related public health emergencies.
- **Medical malpractice:** Any act or omission by a physician during treatment of a patient that deviates from accepted norms of practice in the medical community and causes an injury to the patient.
- **Operational:** Risks of loss and/or opportunity foregone resulting from inadequate or failed internal processes, people, and systems or from external events.
- **Compliance:** Risks to which the Company is exposed for not complying with laws, regulations, and policies.
- **Reputational:** Risks of losses due to unintentional or negligent failure to meet a professional obligation towards stakeholders.
- **Strategic:** Risks relating to the uncertainties and untapped opportunities embedded in the corporate strategy.
- **Pandemic Risks:** Pandemic risk is driven by the combined effects of spark risk (where a pandemic is likely to arise) and spread risk (how likely it is to diffuse broadly through human populations). Pandemics can cause sudden, widespread morbidity and mortality as well as social, political, and economic disruption. The facilities of C-Care are likely to be impacted by a pandemic in terms of reduced occupancy in the event of confinements or overflow of patients if allowed to treat patients. Hence, hospitals within C-Care need to devise a plan to be prepared to deal with such cases.

Whistleblowing

The Company has an internal whistleblowing policy to ensure that an appropriate process exists that supports the resolution of matters raised in response to any disclosure of wrongdoings or any irregularities in a matter which is fair, expedient, and discreet.

The Whistleblowing policy has been validated by the members of the CGERNC and thereafter approved by the Board on 15 June 2021.

PRINCIPLE 6: REPORTING WITH INTEGRITY

The Board confirms that it considers the Annual Report and accounts for the FY 30 June 2021, taken as a whole, is fair, balanced, and understandable and provides the information necessary for shareholders to assess the Company's position and performance, business model and strategy. This statement is acknowledged by a signed Statement of Directors' responsibilities which is included in the Annual Report.

Environment, Health and Safety

Being a healthcare service provider, C-Care recognises its role in providing a healthy, sound, safe and secure environment for all its patients, employees, visitors, and any authorised parties on its premises. Environmental and safety implications are strongly considered before any operational and strategic decisions.

In compliance with the Health and Safety legislation, the Company has implemented the recommended policies and practices to ensure that the plants, machinery, and equipment are safe to operate; information, instructions and training are provided to enable its employees to perform their duties efficiently and safely; its patients are treated and served in the best conditions; and continuous improvement in the performance of its Health and Safety management system are maintained.

Overview of the external environment

P.E.S.T.L.E

	Change Factor	Opportunity	Threat
Political	New budget	Overseas Treatment Scheme: • The income eligibility criteria for households will be increased from Rs 50,000 to Rs 100,000; • A framework will be established with private clinics to allow patients to undergo treatment locally under the scheme, if treatment is not available in public hospitals • A special zero-interest loan to patients undergoing treatment in private hospitals will be introduced • Private health institutions will also benefit from a double deduction for expenses related to international accreditation	Government is investing MUR 14.5 b in the public health sector out of which Rs 2.3 billion for the construction of: • A Cancer Centre at Solferino • A new hospital at Flacq • An Eye Hospital at Reduit • 6 mediclinics at Quartier Militaire, Stanley, Coromandel, Bel Air, Grand Bois and Chemin Grenier; • 5 Community Health Centres at St Francois Xavier, Roche Bois, Grand Baie, Pointe aux Sables, and Trou d'Eau Douce • 4 Area Health Centres at Henrietta, Cap Malheureux, New Grove, and Plaine Magnien; and A modern Cardiac Centre at Cote d'Or The acquisition of 80 Haemodialysis equipment for the Souillac Hospital and the five regional hospitals
Economic	New budget	Establish Mauritius as a medical hub Closing of frontiers with Covid-19	Mauritius GDP forecast expected to approximately 6.5% ave. in 22 (IMF 20) Inflation: to increase from 2.52% to 2.58% Unemployment rate 10.9% Recruitment of medical and non-medical personnel Covid-19 closure of frontiers with no international patients
Social	Covid-19 Pandemic Ageing population; declining birth rate Construction of Royal Green project Change in lifestyle trends	Population increasingly health conscious Potential market for IVF (1250 couples/yr) Market likely to grow with increasing health concerns: homecare	Negative impact of Covid-19 pandemic on standard of living Home visit below income threshold More pressure on customer service Increased need for price transparency and education
Technology	Free Access to internet	New market through digitalisation	The acquisition of high-tech medical equipment including a CT-Scan for Souillac Hospital Introduction of a Cyberknife Robotic Radiosurgery System for advanced cancer treatment will be installed in the New Cancer Centre
Environment	Increased interest in bio products Growing environmental and community awareness	Interest for sustainability programs Economic opportunities to market	Global warming
Legal	New budget	A Medical Products Regulatory Authority Bill will be introduced. The Human Tissue Act will be fully proclaimed. A regulatory framework will be set up for telemedicine platforms.	The Medical Council Act and Dental Council Act will be amended to facilitate registration of foreign practitioners Quarantine Act 2020 with impact on access policy into hospitals Companies engaged in the medical, biotechnology and pharmaceutical sector will be taxed 3% instead of 15%

Business Model

Our outcome deliverables	World-class Clinical Results		World-class Patient Experience	Sustainable Financial Results
What we will focus on for now to build our reputation	Medical Programs, Clinical Outcomes		Build Centres of Reference	Deliver cost savings, eliminate waste, and improve operational efficiency
Our internal process priorities-the processes we must excel at internally	Optimise processes focusing on the C-Care continuum of care + Nursing strategy			
	Build strategic partnerships - with doctors and partner organisations			
	Quality accreditation (CHKS) & continuous patient safety			
	Marketing: Reposition C-Care as one brand building on the new patient experience promise			
	Patien focused transformation and digitalisation strategy			
Our people priorities	Recruit Retain and develop our talent	Promote staff engagement and communicate effectively	Patient - First Service Culture	
Our values and behaviours	Medical Expertise, Approachable, People at Heart, Progressive			

Sustainability

Sustainability is a rapidly growing trend in the world of healthcare with patients and other stakeholders being increasingly mindful of 'Green' living, reduction of plastic consumption and ethical recycling. The Company's commitment to social, environmental, and economic sustainability is therefore central to its business culture and underpins all its activities.

The overseeing of the sustainable development of the Company is championed by CIEL Healthcare Limited. Discussions/debates are collectively taken up at the level of the holding company, CIEL Limited which has established a distinct Corporate Sustainability Committee to ensure compliance with the relevant sustainability policies and practices.

Donations

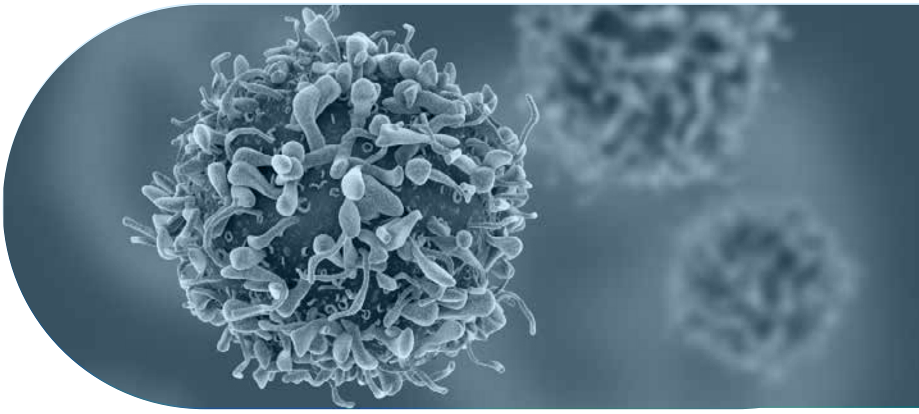
For the year under review, C-Care made no contribution to CIEL Foundation, the CSR arm of the CIEL Group. CIEL Foundation has been involved over the past years in community development projects throughout the island, focusing on children in distress, including those who grow up in the streets and those facing difficult family situations.

No funds were allocated to any political parties.

C-Care also contributed to the CIEL Covid-19 Fund either directly or indirectly through its personnel (management team/Directors) which has been set up for a common, cross-cluster and coordinated effort to support the CIEL employees/business units who have been affected by the Covid-19 crisis.

A copy of the Corporate Governance Report, included in the full set of the Annual Report of the Company for the financial year ended 30 June 2021, is available for consultation on the Company's website: http://www.c-care.mu

PRINCIPLE 7: AUDIT



Internal Audit

The Internal Audit function provides independent assurance to the Board and other key stakeholders over the adequacy and effectiveness of the Company's system of internal controls, the governance model, and the Enterprise-wide Risk Management Framework. The internal auditor of the Company is EY. To ensure that the internal auditor remains independent and sufficiently objective, and meets its responsibilities, the internal audit team reports systematically to the ARC and has unrestricted access to all company records and employees, including the Company's Executive team, the Chairperson of C-Care's Board, and the Chair and members of the ARC.

As a recurrent agenda item on the agenda of the ARC meetings, the members of the ARC are updated on the audit findings arising from the last internal audit reports which remain to be addressed and closed. The internal auditor also conducts desktop followup reviews on those audit exercises conducted to ensure that the necessary remedial action points have been duly implemented.

For the financial year ended 30 June 2021, the following audit reviews were performed and presented to the ARC:

- Review of HR Processes
- Review of the Finance Processes
- Review of Operation Theatre, Emergency Room and Outpatient (Radiology) processes

New internal audit mandate

The internal audit contract with EY ended on 31 June 2021. A tender exercise has been launched at the level of CIEL Limited and there was a consensus to reappoint EY as internal auditor of CIEL Limited and its subsidiaries, including C-Care, for a second mandate of 3 years.

This decision was validated by the ARC members of C-Care at a meeting held on 7 May 2021 and ratified by the Board at the meeting of 15 June 2021.

Internal Audit Fees

Audit fees payable by the Company in respect of the internal audit for the year under review were as per table below:

	The Company	
	Rs	Rs
	2020/2021	2019/2020
Internal Audit fees to:		
Ernst & Young	**900,000**	1,149,043
Fees paid for other services provided by:		
Ernst & Young	**-**	-

External audit

PricewaterhouseCoopers Ltd ("PwC") was appointed external auditor of the Company, in replacement of EY, at the last Annual Meeting of shareholders ("AMS") of the Company held in December 2017.

In accordance with Section 200 of the Companies Act 2001, PwC was re-appointed external auditor of the Company for the financial year ended 30 June 2021 at the last AMS of the Company held in December 2020.

The Board and the ARC are satisfied that PwC has adequate policies and safeguards in place to ensure that auditor objectivity and independence are maintained. A report on the audit of the Consolidated and Separate Financial Statements of C-Care, signed off by PwC, is included in the set of audited accounts confirming their opinion and independence.

To ensure compliance with the new and revised Auditor Reporting Standards, the auditor's report also includes the Key Audit Matters ("KAMs") which are those matters that, in the external auditor's professional judgement, are of the most significance in the audit of the financial statements. Potential KAMs as well as critical policies, judgements and estimates earmarked by the auditors during their audit review are discussed with the ARC members in the presence of the management team prior to finalising.

The Company Secretary also confirms that the ARC members meet with the external auditor, once a year, without management being present, to discuss the auditor's remit and any issues arising from the audit.

External Audit Fees

External audit fees payable during the year were as follows

	The Company	
	Rs	Rs
	2020/2021	2019/2020
Audit fees to:		
PwC	**1,465,563**	1,332,330
Fees paid for other non-audit services provided by:		
PwC	**305,000**	165,370

Note: Fees are exclusive of VAT

The non-audit fees paid to PwC for the FY 2020/2021 referred to Taxation: Rs 125,000 and VAT Filing: Rs 180,000– fees exclusive of VAT

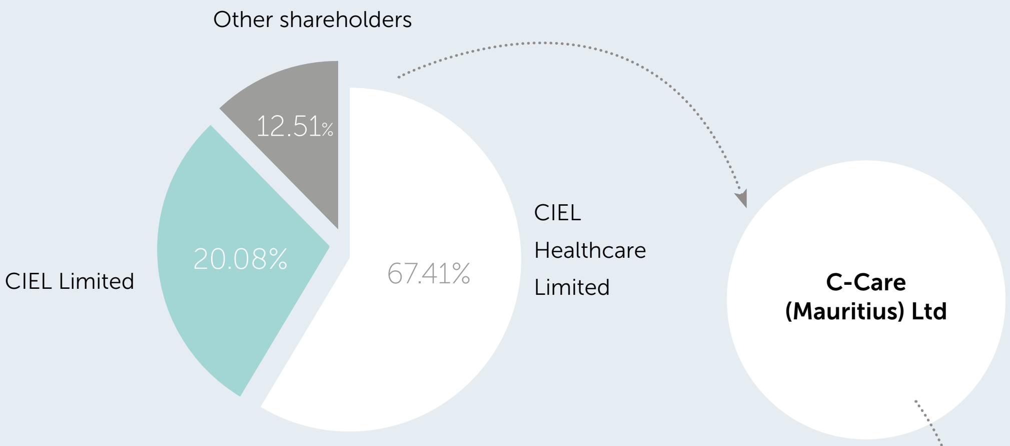
PRINCIPLE 8: RELATIONS WITH SHAREHOLDERS AND OTHER KEY STAKEHOLDERS

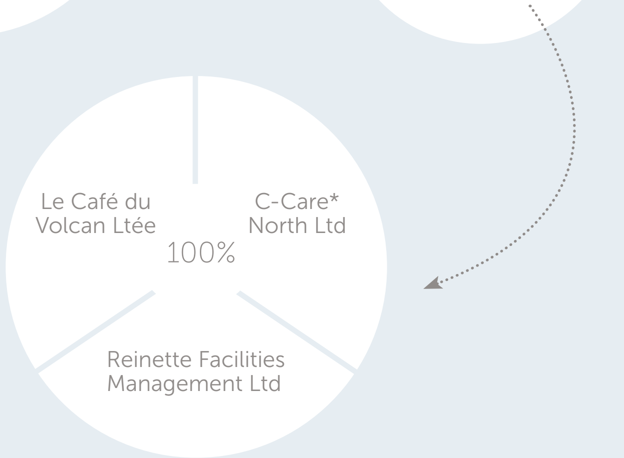
Shareholding

- Register date: 30 June 2021
- Issued share capital: 569,940,822 no par value ordinary shares worth in total Rs 289,801,318/-

Holding structure of C-Care

The holding structure of C-Care as at 30 June 2021 was as follows:





* C-Care North Ltd was incorporated on 12 April 2021 with the Registrar of Companies, Mauritius and having as business activity, medical clinic.

Common Directors

The common Directors within the holding structure of the Company, as at 30 June 2021, were as follows:

Name of Directors of C-Care	CIEL Healthcare Limited	CIEL Limited
Hélène Echevin	√	-
Christine Sauzier	√	-
Guillaume Dalais	-	√

Substantial Shareholders

As at 30 June 2021, the shareholders holding more than 5% of the issued share capital of the Company were:

Shareholders	Number of shares owned	% Holding
CIEL Healthcare Limited	384,213,693	67.41%
CIEL Limited	114,461,596	20.08%

Shareholding profile

The share ownership and a breakdown of the category of shareholders as at 30 June 2021 was as below tables:

Number of shareholders	Size of shareholding	Number of shares owned	% Holding
152	1-500 shares	21,835	0.0038
43	501 - 1,000 shares	39,061	0.0069
75	1,001 - 5,000 shares	214,281	0.0376
30	5,001 - 10,000 shares	243,030	0.0426
37	10,001 - 50,000 shares	843,991	0.1481
8	50,001 - 100,000 shares	590,500	0.1036
6	100,001 - 250,000 shares	930,595	0.1633
3	250,001 - 500,000 shares	1,144,620	0.2008
11	> 500,001 shares	565,912,909	99.2933
365		**569, 940,822**	**100.00**

Number of shareholders	Category of shareholders	Number of shares owned	% Holding
320	Individuals	2,350,604	0.4124
2	Insurance and Assurance Companies	30,000,000	5.2637
18	Investment and Trust Companies	19,271,275	3.3813
3	Pension and Provident Funds	189,100	0.0332
22	Other Corporate Bodies	518,129,843	90.9094
365		**569,940,822**	**100.00**

The above number of shareholders is indicative, due to consolidation of multi portfolios for reporting purposes.

The total number of active shareholders as at 30 June 2021 was 369.

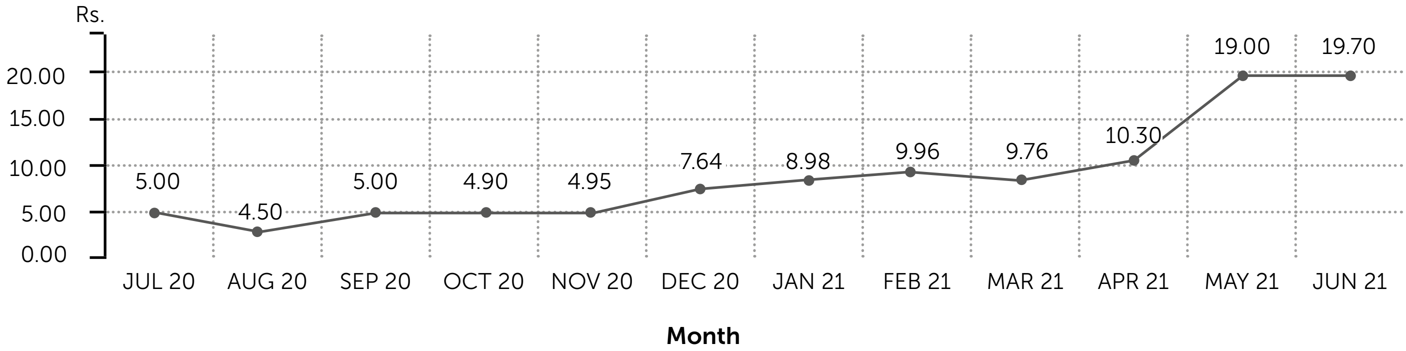
Shares in public hands

In accordance with the DEM rules of the SEM, more than 10% of the shareholding of C-Care is in the hands of the public.

Share Price Information

The price movement of the Company's ordinary shares which are listed on the DEM since August 2006 for the financial year ended 30 June 2021 is graphically represented as follows:

Share Price Information



Redeemable Preference Share Scheme

- At the Board Meeting of C-Care of 22 February 2021, the Board was introduced to a distinct share scheme to be proposed to certain doctors and senior management of C-Care to participate in the performance of the Company, alongside its ordinary shareholders, pursuant to the Securities (Preferential Offer) Rules 2017, the Financial Services Act 2007, and the Constitution of the Company (the "Redeemable Preference Share Scheme").
- The support of KICK Advisory Services was solicited to help management in devising such scheme.
- The Company would offer up to a maximum of 500 Redeemable Preference Shares at an issue price of MUR 100,000 per Redeemable Preference Share (the "Redeemable Preference Shares") under a private placement to Eligible Practicing Doctors as well as to Eligible Senior Management of C-Care (the "Private Placement"), as per defined criteria.
- The relevant terms and conditions of the Private Placement have been defined in an Offer Document (the "Preferential Offer Document") which have then been approved by the Board of C-Care on 9 June 2021.
- On 25 June 2021, the shareholders of the Company have approved the issue of up to a maximum of 500 Redeemable Preference Share at an issue price of MUR 100,000 per Redeemable Preference Share (the "Redeemable Preference Shares"), by way of private placement.
- By virtue of Section 117 of the Companies Act 2001, the approval of the shareholders has been sought by written resolution signed by the substantial shareholders of the Company, namely CIEL Limited and CIEL Healthcare Limited representing a total shareholding of 87.49% in C-Care and a copy of the signed resolution was then forwarded to the remaining shareholders of the Company.
- The Redeemable Preference Shares would not be listed on the Stock Exchange of Mauritius Ltd.
- The Opening of the subscription to Eligible Practicing Doctors and Senior Management was on 25 June 2021 and would be closed by end of September 2021.

Stakeholders' Relations and Communications

C-Care believes that regular and ongoing engagement with its key stakeholders, as categorised below and its shareholders is extremely important for good corporate governance.

C-Care's key stakeholders

Patients

- C-Care strives to constantly improve its services to live up to the trust that the patients place in its hands.

C-Care's Personnel

- C-Care strongly believes that its personnel is its pride, the pillar of patient experience.

Suppliers

- C-Care recognises that it can make a difference working with its suppliers through regular meetings and adopting a professional, yet cordial relationship to improve on the supply chain.

Local Communities and Non-Governmental Organisations ("NGOs")

- C-Care believes that the long-term success of its business is closely tied to the success of the communities in which it operates.

Regulators

- C-Care ensures that it is compliant to the rules and regulations issued by the regulators by regularly reviewing its governance framework including the documented policies to ensure best practices.

Government

- Engaging / Partnering with the public sector to promote a healthy environment in the best interest of the public at large.

Shareholders

- The Annual Meeting of the Shareholders ("AMS") remains the primary platform engaging the shareholders to communicate directly with the Directors/external auditor and management team of the Company. Shareholders are thus encouraged to attend the AMS which is usually held in the month of December. The minutes of the last AMS are available for inspection by the shareholders who may also opt for a copy by written request to the Company Secretary, CIEL Corporate Services Ltd, 5th Floor, Ebène Skies, Rue de l'Institut, Ebène. Other than the Annual Report, pursuant to the DEM rules and the Securities Act 2005, the Company publishes abridged versions of its quarterly /yearly financial results, dividend declarations and other shares-related information in the press. The publication of these documents are also the relevant avenues to strengthen the collaboration of the shareholders / investors.

Role of C-Care during the outbreak of the second wave of Covid-19 in Mauritius

Following the outbreak of the second wave of the Covid-19 pandemic in Mauritius as from March 2021, as a healthcare service provider, C-Care actively carried on with its initiatives to help in fighting and controlling this unprecedent challenge in the society:

- C-Lab continuously conducting the RT-PCR tests.
- CD and Wellkin embarking on the vaccination campaigns with a dedicated set up in line with the relevant sanitary protocols.
- Strengthening the sanitary measures/guidelines pertaining to admissions / outpatient consultations and visitors as per the Ministry of Health.
- Reminding both the medical and non-medical personnel of the relevant Health and Safety protocols which have been defined and implemented in line with the recommendations of the World Health Organisation to mitigate any potential risk of contamination.
- Stressing on immediate reporting of any suspected cases of Covid-19 to the management team.

Indicative calendar planning for the financial year ending 30 June 2022:

September 2021	Publication of audited accounts for the year ended 30 June 2021
November 2021	Publication of unaudited accounts for the quarter ending 30 September 2021
December 2021	Annual Meeting of Shareholders
December 2021	Declaration of Interim Dividend*
January 2022	Payment of Interim Dividend*
February 2022	Publication of unaudited accounts for the six months ending 31 December 2021
May 2022	Publication of unaudited accounts for the nine months ending 31 March 2022
May/June 2022	Declaration of Final Dividend*
June/July 2022	Payment of Final Dividend*

* Subject to the approval of the Board of Directors

Dividend

On 28 October 2020, by way of written resolution, the Board of C-Care has approved a Dividend Policy wherein it is stated that the Company shall endeavour to maintain a dividend pay-out ratio of not less than 60% of profit after tax. Decision to declare and pay dividends shall be approved by the Board of the Directors of the Company subject to satisfying the solvency test pursuant to Section 61(3) of the Companies Act 2001. The following dividends were declared and paid during the year under review.

- At the Board Meeting of the Company held on 22 September 2020, a dividend of Rs 0.20 (20 cents) was declared per ordinary share for the FY 30 June 2020; and paid on 23 October 2020.
- At the Board Meeting of the Company held on 15 June 2021, a dividend of Rs 0.27 (27 cents) was declared per ordinary share for the FY 30 June 2021; and paid on 14 July 2021.

C-Care, being a listed company, has issued a Dividend Announcement for each above-mentioned dividend declaration, in line with DEM Rule 23 and Rule 5 of the Securities (Disclosure Obligations of Reporting Issuers) Rules, detailing the dividend amount per share, the closure date and the payment date; and published in two widely read newspapers.

Share Registry and Transfer Office

For enquiries about share transfer and registration and/or change in name or address, and / or questions about lost share certificates, share transfers or dividends, shareholders are kindly invited to contact the Company's Share Registry and Transfer Office:

MCB Registry & Securities
2nd Floor, MCB Centre
9-11 Sir William Newton Street
Port Louis

Tel: +230 202 5397
Fax: +230 208 1167

Shareholders' agreements

There is a Share Purchase Agreement in place between the two substantial shareholders of the Company namely CIEL Limited and CIEL Healthcare Limited.

Other Agreements

The Company holds the following agreements with:

- Azur Financial Services Limited for its treasury management services.
- CIEL Healthcare Limited for the provision of the following services either directly or through the support of CIEL Corporate Services Ltd:
  Strategic support & Group Strategy and Harmonisation; Corporate Governance; Company Secretary; Legal Support; Corporate Finance; Corporate Sustainability; Communication Support; Human Resources Support; and Payroll.
- MCB Registry & Securities Ltd for the administration of the Company's Share Registry and Transfer department.
- National Insurance Co Ltd for the sublease of the land and the lease of the Hospital Building and Infrastructure in respect of Wellkin Hospital – the Lease and Sublease Agreement.

The Company did not enter into any other major agreements other than those in the ordinary course of business during the year under review. Save for the above, the Company is not aware of any agreement which affects the governance of the Company by the Board.

This report has been approved by the Board upon recommendation of the Corporate Governance, Ethics, Remuneration and Nomination Committee.

Hélène Echevin
Chairperson

Sylvain Pascal
Chairman of the ARC

Date: 21 September 2021

Other Statutory Disclosures

(Pursuant to Section 221 of the Companies Act 2001)

Nature of Business

C-Care (Mauritius) Ltd is a public company incorporated and domiciled in Mauritius. The registered office of the Company is 5th Floor, Ebène Skies, Rue de l'Institut, Ebène. C-Care is engaged in the provision of the best healthcare services across Mauritius through highly trained and motivated staff, state-of-the art equipment, progressive clinical care, and collaborative teamwork.

Directorship of Subsidiaries as at date of the report

The following companies are wholly owned subsidiaries of C-Care.

Name	Le Café du Volcan Ltée	Reinette Facilities Management Ltd	C-Care North Ltd	Centre de Radiotherapie de l'Ocean Indien Ltd*
Type of company	Private Company limited by shares			
Business Activity	Responsible for catering needs of the visitors and staff in general of Clinique Darné.	Responsible for catering needs of the patients, staff, and visitors in general of Wellkin Hospital.	Medical clinic	Medical clinic
Directors	Hélène Echevin Clive Chung	Hélène Echevin Yogesh Kissoondary	Hélène Echevin Patrick Boullé	Hélène Echevin Clive Chung Ravin Kistoo Mickael Begue Youssef Slama

***** *Centre de Radiotherapie de l'Ocean Indien Ltd has been incorporated with the Registrar of Companies, Mauritius, on 27 July 2021.*

During the year under review, none of the Independent, Executive and Non-Executive Directors who served as directors of the subsidiaries received any emolument from C-Care or these subsidiaries.

Directors' Service Contracts

There was no service contract between the Company / subsidiaries of the Company and any of the respective Directors during the year under review.

Contract of Significance

There was no contract of significance subsisting during the year to which C-Care or its subsidiaries was a party and in which a Director of C-Care or subsidiaries of C-Care was materially interested, either directly or indirectly.

Employee Share Option Scheme

The Company has no specific employee share option plan. A Redeemable Preference Share Scheme has been devised and proposed to the Senior Management team of C-Care as per a defined eligibility criterion.

Appreciation

The Board expresses its appreciation and thanks to all those involved for their contribution during the year.

ON BEHALF OF THE BOARD

....	....
Hélène Echevin	Sylvain Pascal
Chairperson	Chairman of the ARC

Dated this: 21 September 2021

STATEMENT OF DIRECTORS' RESPONSIBILITIES

Directors acknowledge their responsibilities for:

(i) adequate accounting records and maintenance of effective internal control systems;

(ii) the preparation of financial statements which fairly present the state of affairs of the Company as at the end of the financial year and the cash flows for that period and which comply with International Financial Reporting Standard (IFRS) and Companies Act 2001;

(iii) the use of appropriate accounting policies supported by reasonable and prudent judgements and estimates.

The external auditors are responsible for reporting on whether the financial statements are fairly presented.

The Directors report that:

(i) adequate accounting records and an effective system of internal controls and risk management have been maintained;

(ii) appropriate accounting policies supported by reasonable and prudent judgements and estimates have been used consistently;

(iii) International Financial Reporting Standards have been adhered to. Any departure has been disclosed, explained and quantified.

(iv) the Code of Corporate Governance has been adhered to in all material aspects and reasons provided for non-compliance.

ON BEHALF OF THE BOARD

....	....
Hélène Echevin	Sylvain Pascal
Chairperson	Chairman of the ARC

Dated this: 21 September 2021

COMPANY SECRETARY'S CERTIFICATE

In our capacity as Company Secretary of C-Care (Mauritius) Ltd ("the Company"), we hereby confirm that, to the best of our knowledge and belief, the Company has lodged with the Registrar of Companies as at 30 June 2021, all such returns as are required for a company in terms of the Companies Act 2001, and that such returns are true, correct and up to date.

CIEL Corporate Services Ltd
Company Secretary

Registered Office:
5th Floor, Ebène Skies
Rue de l'Institut
Ebène
Mauritius

Dated this: 21 September 2021

STATEMENT OF COMPLIANCE

(Section 75(3) of the Financial Reporting Act)

Name of Public Interest Entity ("PIE"): C-Care (Mauritius) Ltd

Reporting Period: 1 July 2020 to 30 June 2021

On behalf of the Board of Directors of C-Care (Mauritius) Ltd, we confirm, to the best of our knowledge that the PIE was compliant with the obligations and requirements under the National Code of Corporate for Mauritius (2016).

....	....
Hélène Echevin	Sylvain Pascal
Chairperson	Chairman of the ARC

Dated this: 21 September 2021

Independent Auditor's Report

REPORT ON THE AUDIT OF THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

Our Opinion

In our opinion, the consolidated and separate financial statements give a true and fair view of the financial position of C-Care (Mauritius) Ltd (the "Company") and its subsidiaries (together the "Group") and of the Company standing alone as at 30 June 2021, and of their financial performance and their cash flows for the year then ended in accordance with International Financial Reporting Standards and in compliance with the Mauritian Companies Act 2001.

What we have audited

C-Care (Mauritius) Ltd's consolidated and separate financial statements set out on pages 63 to 109 comprise:

- the consolidated and separate statements of financial position as at 30 June 2021;
- the consolidated and separate statements of profit or loss and other comprehensive income for the year then ended;
- the consolidated and separate statements of changes in equity for the year then ended;
- the consolidated and separate statements of cash flows for the year then ended; and
- the notes to the financial statements, which include significant accounting policies and other explanatory information

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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Group in accordance with the International Code of Ethics for Professional Accountants (including International Independence Standards) issued by the International Ethics Standards Board for Accountants (the "IESBA Code"). We have fulfilled our other ethical responsibilities in accordance with the IESBA Code.

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 financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matters relating to the consolidated and separate financial statements	How our audit addressed the key audit matters
1. Impairment of goodwill	
As detailed in Note 25 of the consolidated and separate financial statements, the Group's and the Company's goodwill is allocated to cash generating units (CGUs) that are identified as being the Wellkin Hospital and the Department of Cardiac Science and Critical Care. This is an area of focus because the valuation and recoverability of goodwill involves complex judgements and estimates, including projections of future income, terminal growth rate assumptions, and discount rates. These assumptions and estimates can have a material impact on the valuations and impairment decisions reflected in the consolidated and separate financial statements.	We tested the principles and integrity of the discounted cash flow models that supports the recoverable value calculations in order to assess the appropriateness of the methodology applied in the annual impairment assessments. We tested the reasonableness of the methodology and assumptions used including projections on future income (including a comparison of last year's forecast to actual results), terminal growth rate assumptions, discount rates and sensitivity analysis to determine the impact of those assumptions. We assessed whether appropriate disclosures were made by management in the financial statements with regards to the inherent uncertainties in the calculation. We engaged our internal valuation experts to assist in the testing of the discount rates and terminal growth rates.
2. IFRS 16 - Lease modification	
As detailed in Note 29 of the consolidated and separate financial statements, the incremental borrowing rate (IBR) of the land and building lease was calculated at 5.35% following a lease modification. The IBR was previously at 7.63% at the date of initial recognition. The lease modification resulted in material adjustments on the consolidated statement of financial position as the right-of-use assets and lease liabilities increased by Rs 130M. We focused on this area because of the significant judgement involved in determining the assumptions being applied under IFRS 16 and the sensitivity of the amounts recorded in the consolidated financial statements from changes in these assumptions and estimates.	We updated our understanding of leases held by the Group, including the process of identifying lease contracts and other contracts that contain lease elements. We tested the calculation of the lease modification and its impact on right-of-use assets and lease liabilities. We assessed the appropriateness of the IBR applied at the date of modification. We engaged our internal valuation experts to assist in the testing of the IBR. We tested the subsequent measurement impact on the interest expense generated by the lease liabilities and the depreciation charge of the right-of-use assets. We assessed whether the related disclosures are consistent with the requirements of IFRS 16.

Other Information

The directors are responsible for the other information. The other information comprises the corporate governance report, the statement of directors' responsibilities, the company secretary's certificate and the statement of compliance 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 identified above 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 on the other information, 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.

In addition to the responsibilities described above and our work undertaken in the course of the audit, the Mauritian Financial Reporting Act 2004 requires us to report certain matters as described below.

Corporate Governance Report

Our responsibility under the Mauritian Financial Reporting Act 2004 is to report on the compliance with the Code of Corporate Governance ("Code") 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 Company has, pursuant to section 75 of the Mauritian Financial Reporting Act 2004, complied with the requirements of the Code.

Responsibilities of the 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 International Financial Reporting Standards and in compliance with the Mauritian Companies Act 2001, and 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 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 scepticism 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 Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- 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 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 consolidated and separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

We communicate with the directors 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.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the consolidated and separate financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Mauritian Companies Act 2001

The Mauritian Companies Act 2001 requires that in carrying out our audit we consider and report to you on the following matters. We confirm that:

(a) we have no relationship with or interests in the Company or any of its subsidiaries other than in our capacity as auditor and tax advisor of the Company and dealings in the ordinary course of business;
(b) we have obtained all the information and explanations we have required; and
(c) in our opinion, proper accounting records have been kept by the Company as far as appears from our examination of those records.

Other Matter

This report, including the opinion, has been prepared for and only for the Company's shareholders, as a body, in accordance with Section 205 of the Mauritian Companies Act 2001 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

PricewaterhouseCoopers

Olivier Rey, licensed by FRC

Dated this: 21 September 2021

FINANCIAL STATEMENT

		THE GROUP		THE COMPANY	
	Notes	**2021**	2020	**2021**	2020
		Rs	Rs	**Rs**	Rs
ASSETS					
Non-current assets					
Property, plant and equipment	4	**893,643,180**	806,053,723	**893,441,073**	805,170,112
Right-of-use-assets	29	**835,953,954**	715,395,805	**835,953,954**	715,395,805
Intangible assets	5	**373,906,221**	383,003,998	**373,906,221**	382,914,415
Investment in subsidiary	6	**-**	-	**250,000**	275,000
Deferred tax assets	14	**91,483,822**	95,464,655	**91,483,822**	95,464,655
		2,194,987,177	1,999,918,181	**2,195,035,070**	1,999,219,987
Current assets					
Inventories	7	**109,468,675**	132,936,245	**109,468,675**	132,064,415
Trade and other receivables	8	**274,760,081**	248,477,783	**280,516,819**	255,090,900
Cash in hand and at banks	9	**241,758,356**	157,315,875	**240,556,882**	147,357,717
		625,987,112	538,729,903	**630,542,376**	534,513,032
Total assets		**2,820,974,289**	2,538,648,084	**2,825,577,446**	2,533,733,019
Equity and liabilities					
Equity					
Issued capital	10	**289,801,318**	289,801,318	**289,801,318**	289,801,318
Revaluation reserve		**265,494,770**	265,454,220	**265,494,770**	265,454,220
Retained earnings		**269,900,116**	247,296,012	**274,847,725**	247,904,084
Total equity		**825,196,204**	802,551,550	**830,143,813**	803,159,622
Non-current liabilities					
Other payables	15	**13,830,000**	-	**13,830,000**	-
Loans and borrowings	12	**287,425,558**	365,353,693	**287,425,558**	365,353,693
Lease liabilities	29	**890,864,612**	774,524,362	**890,864,612**	774,524,362
Employee benefit liabilities	13	**74,804,119**	80,719,649	**74,804,119**	80,719,649
		1,266,924,289	1,220,597,704	**1,266,924,289**	1,220,597,704
Current liabilities					
Trade and other payables	15.1	**633,043,307**	436,249,248	**632,698,855**	430,726,111
Provisions	15.2	**19,600,000**	19,600,000	**19,600,000**	19,600,000
Lease liabilities	29	**9,174,163**	9,666,650	**9,174,163**	9,666,650
Loans and borrowings	12	**67,036,326**	49,982,932	**67,036,326**	49,982,932
		728,853,796	515,498,830	**728,509,344**	509,975,693
Total liabilities		**1,995,778,085**	1,736,096,534	**1,995,433,633**	1,730,573,397
Total equity and liabilities		**2,820,974,289**	2,538,648,084	**2,825,577,446**	2,533,733,019

These financial statements were approved by the Board of Directors on 21 September 2021

Hélène Echevin
Chairperson

Sylvain Pascal
Director/Chairman of the ARC

The notes on pages 63 to 109 form an integral part of these financial statements.

CONSOLIDATED AND SEPARATE STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED 30 JUNE 2021

		THE GROUP		THE COMPANY	
	Notes	**Year ended 30 June 2021**	Year ended 30 June 2020	**Year ended 30 June 2021**	Year ended 30 June 2020
		Rs	Rs	**Rs**	Rs
Revenue	16	**2,518,843,347**	1,992,102,839	**2,515,632,259**	1,978,143,443
Cost of sales		**(1,598,154,900)**	(1,313,933,908)	**(1,593,548,443)**	(1,311,919,186)
Gross profit		**920,688,447**	678,168,931	**922,083,816**	666,224,257
Other operating income	17	**11,388,584**	12,732,331	**14,342,428**	4,935,868
Administrative expenses	18	**(582,247,287)**	(525,672,734)	**(581,832,997)**	(507,624,219)
Impairment of financial assets	8	**(14,458,815)**	(49,512,197)	**(14,458,815)**	(49,512,197)
Operating profit		**335,370,929**	115,716,331	**340,134,432**	114,023,709
Finance income	19	**4,271,632**	5,180,978	**4,271,632**	5,180,978
Finance costs	20	**(62,233,747)**	(78,798,267)	**(62,233,730)**	(78,798,267)
Profit before tax		**277,408,814**	42,099,042	**282,172,334**	40,406,420
Income tax expense	21(a)	**(723,821)**	117,286	**(1,147,804)**	415,244
Profit for the period		**276,684,993**	42,216,328	**281,024,530**	40,821,664
Other comprehensive Income:					
Other comprehensive Income not to be reclassified to profit or loss in subsequent periods:					
Revaluation gain on land and buildings	4	**48,855**	-	**48,855**	-
Tax effect of revaluation gain on land and buildings	14(b)	**(8,305)**	-	**(8,305)**	-
Re-measurement (loss)/gain on defined benefit obligations	13	**16,616,021**	(19,919,809)	**16,616,021**	(19,919,809)
Tax effect of re-measurement loss on defined benefit obligations	14(b)	**(2,824,724)**	3,386,368	**(2,824,724)**	3,386,368
		13,831,847	(16,533,441)	**13,831,847**	(16,533,441)
Total comprehensive income for the period, attributable to equity holders		**290,516,840**	25,682,887	**294,856,377**	24,288,223
Basic and diluted earnings per share (Rs)	22	**0.49**	0.07		

The notes on pages 63 to 109 form an integral part of these financial statements.

	Issued Capital (Note 10)	Revaluation reserve (Note 11)	Retained earnings	Total
	Rs	Rs	Rs	Rs
THE GROUP				
At 1 July 2019	289,801,318	265,454,220	221,613,125	776,868,663
Profit for the year	-	-	42,216,328	42,216,328
Other comprehensive income	-	-	(16,533,441)	(16,533,441)
Total comprehensive income	-	-	25,682,887	25,682,887
At 30 June 2020	289,801,318	265,454,220	247,296,012	802,551,550
At 1 July 2020	**289,801,318**	**265,454,220**	**247,296,012**	**802,551,550**
Profit for the year	**-**	**-**	**276,684,993**	**276,684,993**
Other comprehensive income	**-**	**40,550**	**13,791,297**	**13,831,847**
Total comprehensive income	**-**	**40,550**	**290,476,290**	**290,516,840**
Dividend declared (Note 29)	**-**	**-**	**(267,872,186)**	**(267,872,186)**
At 30 June 2021	**289,801,318**	**265,494,770**	**269,900,116**	**825,196,204**
THE COMPANY				
At 1 July 2019	289,801,318	265,454,220	223,615,861	778,871,399
Profit for the year	-	-	40,821,664	40,821,664
Other comprehensive loss	-	-	(16,533,441)	(16,533,441)
Total comprehensive income	-	-	24,288,223	24,288,223
At 30 June 2020	289,801,318	265,454,220	247,904,084	803,159,622
At 1 July 2020	**289,801,318**	**265,454,220**	**247,904,084**	**803,159,622**
Profit for the year			**281,024,530**	**281,024,530**
Other comprehensive income		**40,550**	**13,791,297**	**13,831,847**
Total comprehensive income	**-**	**40,550**	**294,815,827**	**294,856,377**
Dividend declared (Note 29)	-	-	(267,872,186)	(267,872,186)
At 30 June 2021	**289,801,318**	**265,494,770**	**274,847,725**	**830,143,813**

		THE GROUP		THE COMPANY	
	Notes	**Year ended 30 June 2021**	Year ended 30 June 2020	**Year ended 30 June 2021**	Year ended 30 June 2020
		Rs	Rs	**Rs**	Rs
Operating activities					
Profit before tax		**277,408,814**	42,099,042	**282,172,334**	40,406,420
Non-cash adjustment to reconcile profit before tax to net operating cash flows:					
Depreciation of property, plant and equipment		**89,384,226**	87,083,818	**89,324,325**	86,886,467
Depreciation of right use of assets	29	**21,871,063**	16,206,459	**21,871,063**	16,206,459
Amortisation of intangible assets	5	**12,201,377**	10,559,472	**12,201,377**	10,559,473
Gain on acquisition		**-**	(7,605,367)	**-**	-
Scrap/disposal of plant and equipment	4	**4,237,500**	275,143	**4,237,500**	275,143
Movement in employee benefit liability	13	**13,729,283**	11,283,763	**13,729,283**	11,283,763
Impairment of investment		**-**	-	**25,000**	-
Impairment of receivables	8	**14,458,815**	49,512,197	**14,458,815**	49,512,197
Impairment of inventory	7	**22,056,666**	-	**22,056,666**	-
Finance income	19	**(4,271,632)**	(5,180,978)	**(4,271,632)**	(5,180,978)
Finance costs	20	**62,233,747**	78,798,267	**62,233,730**	78,798,267
Working capital adjustments					
- Inventories	7	**1,410,904**	(52,043,362)	**539,074**	(52,188,452)
- Trade and other receivables		**(40,741,113)**	22,680,091	**(39,884,734)**	11,958,630
- Trade and other payables		**96,521,869**	(23,399,397)	**101,276,590**	(18,354,816)
		570,501,519	230,269,148	**579,969,391**	230,162,573
Defined benefits paid	13	**(3,028,792)**	(4,577,613)	**(3,028,792)**	(4,577,613)
Interest paid		**(10,539,712)**	(20,226,078)	**(10,539,712)**	(20,226,078)
Interest received		**4,271,632**	5,180,978	**4,271,632**	5,180,978
Interest portion of lease payment		**(51,694,035)**	(39,003,871)	**(51,694,035)**	(39,003,871)
Net cash flows from operating activities		**509,510,612**	171,642,564	**518,978,484**	171,535,989
Investing activities					
Purchase of property, plant and equipment	4	**(181,162,328)**	(85,838,896)	**(181,783,931)**	(85,632,877)
Purchase of intangible asset	5	**(3,103,600)**	(850,400)	**(3,193,183)**	(850,400)
Acquisition of subsidiary		**-**	6,690,103	**-**	(250,000)
Proceeds from disposal of property, plant and equipment		**-**	160,000	**-**	160,000
Net cash flows used in investing activities		**(184,265,928)**	(79,839,193)	**(184,977,114)**	(86,573,277)
Financing activities					
Payment of lease liabilities		**(45,939,298)**	(1,842,291)	**(45,939,298)**	(1,842,291)
Repayment of borrowings		**(67,154,660)**	(35,592,043)	**(67,154,662)**	(35,592,043)
Repayment of other payables		**(20,000,000)**	(20,000,000)	**(20,000,000)**	(20,000,000)
Dividends paid	29	**(113,988,164)**	- .	**(113,988,164)**	- .
Net cash used in financing activities		**(247,082,122)**	(57,434,334)	**(247,082,124)**	(57,434,334)
Net increase/(decrease) in cash and cash equivalents		**78,162,562**	34,369,037	**86,919,246**	27,528,378
Cash and cash equivalents at 1 July		**156,688,986**	122,319,949	**146,730,828**	119,202,450
Cash and cash equivalents at 30 June	9	**234,851,548**	156,688,986	**233,650,074**	146,730,828

The notes on pages 63 to 109 form an integral part of these financial statements.

1 CORPORATE INFORMATION

The financial statements of C-Care (Mauritius) Ltd (the "Company") and its subsidiaries (the "Group") for the year ended 30 June 2021 were authorised for issue in accordance with a resolution of the Directors on 21 September 2021. C-Care (Mauritius) Ltd is a limited liability company incorporated and domiciled in Mauritius, whose shares are publicly traded on the Stock Exchange of Mauritius (Development Enterprise Market). The address of its registered office is 5TH Floor, Ebene Skies, Rue De L'Institut, Ebene, Mauritius. The activities of the Group are to provide healthcare services and cafeteria sales at the clinic.

2 ACCOUNTING POLICIES

2.1

2.1 BASIS OF PREPARATION

The financial statements of C-Care (Mauritius) Ltd (the "Company") and its subsidiaries (the "Group") have been prepared in accordance with International Financial Reporting Standards ("IFRS"), as issued by the International Accounting Standards Board (IASB).

During the year, the Group and the Company made a profit of **Rs 276,684,993** (2020 –Rs 42,216,328) and **Rs 282,172,334** (2020 – Rs 40,821,664) respectively. At the statement of financial position date, the Group and the Company were in a net current liability position of **Rs 102,866,686** (2020 – net current asset: Rs 23,231,073) and **Rs 93,515,892** (2020 – net current asset: Rs 24,537,339) respectively.

The financial statements have been prepared on the going concern basis, which assumes that the Group will continue in operational existence for the foreseeable future.

Covid-19 represents an unprecedented period of uncertainty and risk for business organisations worldwide. The Group has taken key measures focusing on maximising revenue growth, exploring new business opportunities and cost optimisation to be able to meet its obligations in the short term.

Based on its current projections, the Group will be able to operate in the foreseeable future. The going concern of the Group has not been affected by Covid-19 pandemic. The Group is also expected to invest in capital items and in projects which will be partly financed through external borrowings.

During this financial year, the Group's performance has improved compared to last year as a result of increased activities specially from additional rooms at Wellkin and laboratory services relating to the current Covid-19 pandemic conjuncture. Furthermore, with the closure of borders the loss in revenue from regional sales was outweighed by the capture of local cases which would have been treated outside Mauritius in normal circumstances.

The consolidated financial statements have been prepared on a historical cost basis, except for land and buildings that have been measured at fair value. The consolidated financial statements are presented in Mauritian Rupees ('Rs'), and all values are rounded to the nearest rupee, except where otherwise indicated.

2.1 BASIS OF PREPARATION (CONTINUED)

2.1

Basis of consolidation

The consolidated financial statements comprise the financial statements of C-Care (Mauritius) Ltd and its subsidiaries as at 30 June 2021.

Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns

When the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee
- Rights arising from other contractual arrangements
- The Group's voting rights and potential voting rights

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies in line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

A change in the ownership interest of a subsidiary, without a change of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it:

- Derecognises the assets (including goodwill) and liabilities of the subsidiary
- Derecognises the carrying amount of any non-controlling interest
- Derecognises the cumulative translation differences, recorded in equity
- Recognises the fair value of the consideration received
- Recognises the fair value of any investment retained
- Recognises any surplus or deficit in profit or loss
- Reclassifies the parent's share of components previously recognised in other comprehensive income to profit or loss or retained earnings as appropriate.

2.2 NEW AND AMENDED STANDARDS ADOPTED BY THE GROUP AND THE COMPANY

2.2

International Financial Reporting Standards and amendments effective for the first time for June and September 2021 year-ends

Number	Effective date	Executive summary
Amendment to IFRS 3, 'Business combinations' Definition of a business	Annual periods on or after 1 January 2020 (Published October 2018)	This amendment revises the definition of a business. According to feedback received by the IASB, application of the current guidance is commonly thought to be too complex, and it results in too many transactions qualifying as business combinations. More acquisitions are likely to be accounted for as asset acquisitions. To be considered a business, an acquisition would have to include an input and a substantive process that together significantly contribute to the ability to create outputs. The new guidance provides a framework to evaluate when an input and a substantive process are present (including for early stage companies that have not generated outputs). To be a business without outputs, there will now need to be an organised workforce.
Amendment to IAS 1, 'Presentation of financial statements' and IAS 8, 'Accounting policies, changes in accounting estimates and errors' on the definition of material.	Annual periods on or after 1 January 2020 (Published October 2018)	These amendments to IAS 1 and IAS 8 and consequential amendments to other IFRSs: • use a consistent definition of materiality through IFRSs and the Conceptual Framework for Financial Reporting; • clarify the explanation of the definition of material; and • incorporate some of the guidance in IAS 1 about immaterial information. The amended definition is: "*Information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements, which provide financial information about a specific reporting entity.*"
IFRS 16, 'Leases' Covid-19-Related Rent Concessions Amendment	Annual periods on or after 1 January 2020 (early adoption is permitted) (Published June 2020)	The IASB has provided lessees (but not lessors) with relief in the form of an optional exemption from assessing whether a rent concession related to Covid-19 is a lease modification, provided that the concession meets certain conditions. Lessees can elect to account for qualifying rent concessions in the same way as they would if they were not lease modifications. In many cases, this will result in accounting for the concession as a variable lease payment.

2.3

2.3 NEW STANDARDS, AMENDMENTS AND INTERPRETATIONS ISSUED BUT NOT EFFECTIVE FOR THE FINANCIAL YEAR BEGINNING AFTER 1 JULY 2020 AND NOT ADOPTED EARLY

International Financial Reporting Standards, interpretations and amendments issued but not effective

Number	Effective date	Executive summary
Amendments to IFRS 9 'Financial Instruments', IAS 39 'Financial Instruments: Recognition and Measurement', IFRS 7 'Financial Instruments: Disclosures', IFRS 4 'Insurance Contracts' and IFRS 16 'Leases' – interest rate benchmark (IBOR) reform (Phase 2)	Annual periods beginning on or after 1 January 2021 (Published August 2020)	The Phase 2 amendments address issues that arise from the implementation of the reform of an interest rate benchmark, including the replacement of one benchmark with an alternative one.
Amendment to IAS 1 'Presentation of Financial Statements' on Classification of Liabilities as Current or Non-current	Annual periods beginning on or after 1 January 2022 (Published January 2020)	The amendment clarifies that liabilities are classified as either current or non-current, depending on the rights that exist at the end of the reporting period. Classification is unaffected by expectations of the entity or events after the reporting date (for example, the receipt of a waiver or a breach of covenant). At the end of the reporting period, for liabilities classified as current none of them carries the right to defer settlement for at least 12 months after the reporting period.
Amendment to IFRS 3, 'Business combinations'	Annual periods beginning on or after 1 January 2022 (Published May 2020	The Board has updated IFRS 3, 'Business combinations', to refer to the 2018 Conceptual Framework for Financial Reporting, in order to determine what constitutes an asset or a liability in a business combination. In addition, the Board added a new exception in IFRS 3 for liabilities and contingent liabilities. The exception specifies that, for some types of liabilities and contingent liabilities, an entity applying IFRS 3 should instead refer to IAS 37, 'Provisions, Contingent Liabilities and Contingent Assets', or IFRIC 21, 'Levies', rather than the 2018 Conceptual Framework. The Board has also clarified that the acquirer should not recognise contingent assets, as defined in IAS 37, at the acquisition date. The amendments shall apply to business combinations for which the acquisition date is on or after the beginning of the first annual reporting period beginning on or after 1 January 2022 and hence there is no impact on the current financial statements.

2.3 NEW STANDARDS, AMENDMENTS AND INTERPRETATIONS ISSUED BUT NOT EFFECTIVE FOR THE FINANCIAL YEAR BEGINNING AFTER 1 JULY 2020 AND NOT ADOPTED EARLY (CONTINUED)

2.3

Amendments to IAS 16 'Property, Plant and Equipment' on Proceeds before Intended Use	Annual periods beginning on or after 1 January 2022 (Published May 2020)	The amendment to IAS 16 prohibits an entity from deducting from the cost of an item of PPE any proceeds received from selling items produced while the entity is preparing the asset for its intended use (for example, the proceeds from selling samples produced when testing a machine to see if it is functioning properly). The proceeds from selling such items, together with the costs of producing them, are recognised in profit or loss. The amendments shall be applied prospectively and does not impact the current financial statements
Amendments to IAS 37 'Provisions, Contingent Liabilities and Contingent Assets' on Onerous Contracts—Cost of Fulfilling a Contract	Annual periods beginning on or after 1 January 2022 (Published May 2020)	The amendment clarifies which costs an entity includes in assessing whether a contract will be loss-making. This assessment is made by considering unavoidable costs, which are the lower of the net cost of exiting the contract and the costs to fulfil the contract. The amendment clarifies the meaning of 'costs to fulfil a contract'. Under the amendment, costs to fulfil a contract include incremental costs and the allocation of other costs that relate directly to fulfilling the contract. The amendments shall be applied prospectively and does not impact the current financial statements
Annual improvements cycle 2018 -2020	Annual periods beginning on or after 1 January 2022 (Published May 2020)	These amendments include minor changes to: • IFRS 1, 'First time adoption of IFRS' has been amended for a subsidiary that becomes a first-time adopter after its parent. The subsidiary may elect to measure cumulative translation differences for foreign operations using the amounts reported by the parent at the date of the parent's transition to IFRS. • IFRS 9, 'Financial Instruments' has been amended to include only those costs or fees paid between the borrower and the lender in the calculation of "the 10% test" for derecognition of a financial liability. Fees paid to third parties are excluded from this calculation. • IFRS 16, 'Leases', amendment to the Illustrative Example 13 that accompanies IFRS 16 to remove the illustration of payments from the lessor relating to leasehold improvements. The amendment intends to remove any potential confusion about the treatment of lease incentives.

2.4 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.4

(a) Business combination and goodwill

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred, which is measured at acquisition date fair value, and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred and included in administrative expenses.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

Any contingent consideration to be transferred by the acquirer will be recognised at fair value at the acquisition date. Contingent consideration recognised as an asset or liability that is a financial instrument and within the scope of IFRS 9 Financial Instruments: Recognition and Measurement, is measured at fair value with the changes in fair value recognised in profit or loss.

Goodwill is initially measured at cost (being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests and any previous interest held over the net identifiable assets acquired and liabilities assumed). If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognised at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognised in profit or loss.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

Where goodwill has been allocated to a cash-generating unit (CGU) and part of the operation within that unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash-generating unit retained.

(b) Foreign currencies

The consolidated financial statements are presented in Mauritian Rupee. Each entity in the Group determines its own functional currency and items included in the financial statements of each entity are measured using that functional currency, which is the Mauritian Rupee.

Transactions and balances

Transactions in foreign currencies are initially recorded by the Group's entities at their respective functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of gain or loss on change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in other comprehensive income or profit or loss are also recognised in other comprehensive income or profit or loss, respectively).

2.4 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.4

(c) Property, plant and equipment

Property, plant and equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the property, plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of property, plant and equipment are required to be replaced at intervals, the Group recognises such parts as individual assets with specific useful lives and depreciates them separately. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

Land and buildings are measured at fair value less accumulated depreciation on buildings and impairment losses recognised at the date of revaluation. Valuations are performed every year and management makes an assessment of revaluation of land and buildings to ensure that the fair value of a revalued asset does not differ materially from its carrying amount.

A revaluation surplus is recorded in other comprehensive income and credited to the asset revaluation reserve in equity. However, to the extent that it reverses a revaluation deficit of the same asset previously recognised in profit or loss, the increase is recognised in profit or loss. A revaluation deficit is recognised in profit or loss, except to the extent that it offsets an existing surplus on the same asset recognised in the asset revaluation reserve.

Additionally, accumulated depreciation as at the revaluation date is eliminated against the gross carrying amount of the asset and the net amount is restated to the revalued amount of the asset. Upon disposal, any revaluation reserve relating to the particular asset being sold is transferred to retained earnings.

Depreciation is calculated on a straight line basis over the useful life of the assets as follows:

Freehold Buildings – 2%-10%
Furniture and fittings – 10%-25%
Equipment – 10-50%
Motor Vehicles – 10%-25%

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

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

(d) Investment in subsidiary

Subsidiary is an entity (including structured entities) over which the Group has control. Subsidiary is fully consolidated from the date on which control is transferred to the Group. It is deconsolidated from the date that control ceases.

2.4 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.4

(e) Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is the fair value as at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and any accumulated impairment losses. Internally generated intangible assets, excluding capitalised development costs, are not capitalised and expenditure is charged against profits in the year in which the expenditure is incurred.

The useful lives of intangible assets are assessed to be either finite or indefinite. Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life is reviewed at least at each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortisation period or method, as appropriate, and treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the profit or loss in the expense category consistent with the function of the intangible asset.

Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

The estimated useful lives of intangible assets with finite useful lives are as follows:

Computer software - 4 years

(f) Financial instruments

(i) Financial assets recognition and derecognition

Regular way purchases and sales of financial assets are recognised on trade-date, the date on which the group commits to purchase or sell the asset. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the group has transferred substantially all the risks and rewards of ownership.

The Group's financial assets include cash in hand and at banks and trade and other receivables, which are classified as financial asset at amortised cost.

(ii) Measurement

At initial recognition, the group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss (FVPL), transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVPL are expensed in the statement profit or loss and other comprehensive income.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

(iii) Subsequent measurement

The measurement at initial recognition did not change on adoption of IFRS 9. Subsequent to the initial recognition, loans and receivables were carried at amortised cost using the effective interest method.

2.4 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.4

(iv) Impairment of financial assets

The group assessed at the end of each reporting period whether there was objective evidence that a financial asset or group of financial assets was impaired. A financial asset or a group of financial assets was impaired and impairment losses were incurred only if there was objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset (a 'loss event') and that loss event (or events) had an impact on the estimated future cash flows of the financial asset or group of financial assets that could be reliably estimated. In the case of equity investments classified as available-for-sale, a significant or prolonged decline in the fair value of the security below its cost was considered an indicator that the assets are impaired.

(v) Trade receivables

Trade receivables are amount due from customers for goods and services sold in the ordinary course of business. If collection is expected in one year or less (or in the normal operating cycle of the business if longer), they are classified as current assets. If not, they are presented as non-current asset. Trade receivables are recognised initially at the amount of consideration that is unconditional unless they contain significant financing components, when they are recognised at fair value. The Group holds trade receivables with the objective to collect the contractual cash flows and therefore measure them subsequently at amortised cost using the effective interest method.

The carrying amount of trade and other receivables approximate their fair value.

(vi) Impairment of trade receivables

Expected credit losses ('ECL') were determined using a provision matrix by estimating expected cash flows to be received from customers. The Group has elected the simplified approach in measuring ECL for trade receivables resulting in calculating ECLs on a lifetime basis. Forward-looking information was estimated with reference to the different industries in which the Company's customers operate and the macroeconomic factors that impact those industries.

The impairment loss is recognised in profit or loss. When the trade receivable is considered uncollectable, it is written off against the allowance account for trade and other receivables. Subsequent recoveries of amounts previously written off are credited against impairment in profit or loss.

(vii) Financial liabilities recognition and derecognition

An entity shall recognise a financial liability in its statement of financial position when, and only when, the entity becomes party to the contractual provisions of the instrument. A financial liability is derecognised when the debtor either discharges the liability by paying the creditor, normally with cash, other financial assets, goods or services; or is legally released from primary responsibility for the liability either by process of law or by the creditor.

(viii) Measurement

An entity shall classify all financial liabilities as subsequently at amortised cost except for:

a) Financial liabilities at fair value through profit or loss;
b) Financial liabilities that arise when a transfer of a financial asset does not qualify for derecognition or when the continuing involvement approach applies;
c) Financial guarantee contract;
d) Commitments to provide a loan at a below-market interest rate and
e) Contingent consideration recognised by an acquirer in a business combination to which IFRS 3 applies.

2.4 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.4

(g) Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period. External valuers are involved for valuation of significant assets, such as land and buildings. Involvement of external valuers is decided upon every year. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained. The Group decides, after discussions with their external valuers, which valuation techniques and inputs to use for each case.

(h) Impairment of non-financial assets

The Group assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

Impairment losses of continuing operations, including impairment on inventories are recognised in profit or loss in those expense categories consistent with the function of the impaired asset, except for property previously revalued where the revaluation was taken to other comprehensive income. In this case, the impairment is also recognised in other comprehensive income up to the amount of any previous revaluation.

2.4 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.4

For assets excluding goodwill, an assessment is made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. If such indication exists, Group estimates the asset's or cash–generating unit's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in profit or loss unless the asset is carried at revalued amount, in which case the reversal is treated as a revaluation increase.

The following asset has specific characteristics for impairment testing:

Goodwill

Goodwill is tested for impairment annually and when circumstances indicate that the carrying value may be impaired.

Impairment is determined for goodwill by assessing the recoverable amount of the cash-generating unit (or group of cash-generating units), to which the goodwill relates. Where the recoverable amount of the cash-generating unit (or group of cash-generating units) is less than their carrying amount, an impairment loss is recognised. Impairment losses relating to goodwill cannot be reversed in future periods.

(i) Inventories

Inventories are valued at the lower of cost and net realisable value. Costs incurred in bringing each product to its present location and condition are accounted at purchase cost on a first in, first out basis.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

(j) Cash and cash equivalents

Cash and short-term deposits in the statement of financial position comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less. Cash and cash equivalents are measured at amortised cost.

For the purpose of the consolidated statement of cash flows, cash and cash equivalents consist of cash and cash equivalents as defined above, net of outstanding bank overdrafts.

(k) Retirement Benefit Obligations

The Group operates both a defined contribution plan and a defined benefit plan.

Defined benefits schemes

The Group participates in United Mutual Fund and the Swan Defined Contribution Scheme , a pension plan registered under the Private Pension Schemes Act 2012, the assets of which are held independently. The pension plan is funded by payments from the employees and the Group, taking into account the recommendations of independent qualified actuaries.

The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method.

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding net interest and the return on plan assets (excluding net interest with a corresponding debit or credit to retained earnings through OCI in the period in which they occur.

2.4 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.4

Re-measurements are not reclassified to profit or loss in subsequent periods.
Past service costs are recognised in profit or loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Group recognises restructuring-related costs

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Group recognises the following changes in the net defined benefit obligation under 'administration expenses' in consolidated statement of profit or loss (by function):

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and nonroutine settlements
- Net interest expense or income.

Other retirement benefits

The present value of other retirement benefits in respect of the Employment Rights Act 2008 is recognised in the statement of financial position as a non current liability. Actuarial gain or losses are recognised using the same policy as described above.

(l) Taxes

Current income tax

Current income tax assets and liabilities for the current period are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Group operates and generates taxable income.

Current income tax relating to items recognised directly in equity or in other comprehensive income is recognised directly in equity or in other comprehensive income and not in profit or loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred income tax is provided using the liability method on taxable temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- where the deferred income tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss;
- in respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred income tax assets are recognised for all deductible temporary differences, carry-forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry-forward of unused tax credits and unused tax losses can be utilised, except:

- where the deferred income tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss;

2.4 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.4

- in respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred income tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised. Unrecognised deferred income tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred tax relating to items recognised in other comprehensive income is recognised in other comprehensive income. Deferred tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Corporate Social Responsibility

In line with the definition within the Income Tax Act 1995, Corporate Social Responsibility (CSR) is regarded as a tax and is therefore subsumed with the income tax shown within the Statement of Profit or Loss and Other Comprehensive Income and the income tax liability on the Statement of Financial Position.

The CSR charge for the current period is measured at the amount expected to be paid to the Mauritian tax authorities. The CSR rate and laws used to compute the amount are those charged or substantively enacted by the reporting date.

(m) Leases

The Group leases various motor vehicles, buildings and land. Rental contracts are typically made for fixed periods of 2 to 50 years but may have extension options. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease agreements do not impose any covenants, but leased assets may not be used as security for borrowing purposes. Leases are recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the Group.

Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease agreements do not impose any covenants other than the security interests in the leased assets that are held by the lessor. Leased assets may not be used as security for borrowing purposes.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable
- variable lease payment that are based on an index or a rate, initially measured using the index or rate as at the commencement date
- amounts expected to be payable by the group under residual value guarantees
- the exercise price of a purchase option if the group is reasonably certain to exercise that option, and
- payments of penalties for terminating the lease, if the lease term reflects the group exercising that option.

Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability.

Company applies the cost model subsequent to the initial measurement of the right-of-use assets.

2.4 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Depreciation of ROU

Subsequent to initial measurement, the right-of-use assets are depreciated on a straight-line basis over the remaining term of the lease or over the remaining economic life of the asset should this term be shorter than the lease term unless ownership of the underlying asset transfers to the Company at the end of the lease term, whereby the right of use assets are depreciated on a straight-line basis over the remaining economic life of the asset. This depreciation is recognised as part of depreciation on right-of-use asset in profit or loss.

Termination of leases

When the Company or lessor terminates or cancels a lease, the right-of-use asset and lease liability are derecognised. On derecognition of the right of use asset and lease liability, any difference is recognised as a derecognition gain or loss in profit or loss.

Reassessment and modification of leases

Reassessment of lease terms and lease modifications that are not accounted for as a separate lease:

When the Company reassesses the terms of any lease (i.e. it re-assesses the probability of exercising an extension or termination option) or modifies the terms of a lease without increasing the scope of the lease or where the increased scope is not commensurate with the stand-alone price, it adjusts the carrying amount of the lease liability to reflect the payments to be made over the revised term, which are discounted at the applicable rate at the date of reassessment or modification. The carrying amount of lease liability is similarly revised when the variable element of future lease payments dependent on a rate or index is revised.

For reassessments to the lease terms, an equivalent adjustment is made to the carrying amount of the right-of-use asset, with the revised carrying amount being depreciated over the revised lease term. However, if the carrying amount of the right-of-use asset is reduced to zero any further reduction in the measurement of the lease liability is recognised in profit or loss.

For lease modifications that are not accounted for as a separate lease, an equivalent adjustment is made to the carrying amount of the right-of-use asset, with the revised carrying amount being depreciated over the revised lease term. However, for lease modifications that decrease the scope of the lease the carrying amount of the right-of-use asset is decreased to reflect the partial or full termination of the lease, with any resulting difference being recognised in profit or loss as a gain or loss relating to the partial or full termination of the lease.

Lease modifications that are accounted for as a separate lease:

When the Company modifies the terms of a lease resulting in an increase in scope and the consideration for the lease increases by an amount commensurate with a stand-alone price for the increase in scope, the Company accounts for these modifications as a separate new lease. This accounting treatment equally applies to leases which the Company elected the short-term lease exemption and the lease term is subsequently modified.

Refer to note 2.2 for more details on the new accounting policies under IFRS 16.

(n) Revenue recognition

The Group recognises revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duty. The specific recognition criteria described below must also be met before revenue is recognised.

2.4 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.4

(i) Sale of goods

Sales of goods are recognised when control of the products has transferred, being when the products are delivered to the customer, usually on delivery of the goods for pharmaceutical products and sales of food and beverages. A receivable is recognised when the goods are delivered as this is the point in time that the consideration is unconditional because only passage of time is required before the payment is due.

(ii) Rendering of services

Revenue from providing services is recognised in the accounting period in which the services are rendered by reference to the stage of completion.

Revenue is recognised as and when services are provided to the patient when control of the services are transferred to the customer at an amount that reflects the condition to which the company expects to be entitled in exchange for those services. At year end, ungenerated revenue from patients who were admitted prior to year end but not yet discharged at year end are recognised as revenue. Revenue from hospital services are considered as point in time except for rental of hospital rooms which are considered as over time.

(iii) Rental income

Rental income arising from operating leases is accounted for on a straight-line basis over the lease terms and is included in other operating income due to its operating nature.

(iv) Interest income

Interest income is recognised as it accrues (taking into account the effective interest rate on the asset).

(o) Operating segment

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating decision-maker. The Group presents segmental information using business segments as its primary reporting format.

(p) Related parties

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

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including any director (whether executive or otherwise) of that entity.

(q) Grants

Grants are accounted once there is firm commitment from the other party that the grants will be received. Non-refundable grants are accounted in other income and refundable grants are treated as a liability.

3 SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES

The preparation of the Group's consolidated financial statements requires management to make judgements, estimates and assumptions that affect the reported amount of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities, at the reporting date. However, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in future periods.

Judgements

In the process of applying the Group's accounting policies, management has made the following judgement, apart from those involving estimations, which has the most significant effect on the amounts recognised in the financial statements.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Group based its assumptions and estimates on parameters available when the consolidated financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

Employee benefits obligations

The cost of defined benefit pension plans and related provision, as disclosed in Note 13 to the financial statements requires the use of actuarial valuations. The actuarial valuation involves the use of significant estimate in respect of inter-alia, discount rate, future salary increases, mortality rate and future pension increases. Due to the complexity of the valuation, the underlying assumptions and its long-term nature of these plans, such estimates are subject to significant uncertainty. The net employee liability at 30 June 2021 is Rs 75M (2020: Rs 81 M). Further details are set out in Note 13. In determining the carrying amount of goodwill, the Group carries out the test on impairment of goodwill on an annual basis. This exercise requires the value in use of the cash generating units to which goodwill is allocated.

The value in use calculation requires management to estimate the future cash flows expected to arise from the cash generating units and a suitable discount rate in order to calculate present value.

Estimated impairment of goodwill

These calculations use cash flow projections based on financial budgets approved by management. Cash flows are extrapolated using the estimated growth rates. Management does not expect the growth rate to exceed the long term average growth rate in which the CGU operates. Management believe that any reasonably possible change in key assumptions on which recoverable amount is based would not cause the aggregate carrying amount to exceed the aggregate recoverable amount of the cash generating unit. Management have reviewed the carrying amount of the goodwill at the end of the reporting period and is in the opinion that they have not been impaired. Further details are provided in Note 25.

3

Leases

In determining the lease term, management considers all facts and circumstances that create an economic incentive to exercise an extension option, or not exercise a termination option. Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated). The lease term is reassessed if an option is actually exercised (or not exercised) or the group becomes obliged to exercise (or not exercise) it. The assessment of reasonable certainty is only revised if a significant event or a significant change in circumstances occurs, which affects this assessment, and that is within the control of the lessee. The lease rate is determined at the initial recognition stage or after a lease modification and is based on the government bond and a pricing supplement based on crediting rating and location.

At initial measurement of a lease liability, a lessee is required to discount the lease liability using the interest rate implicit in the lease if that rate can be readily determined. If the interest rate implicit in the lease cannot be readily determined, then the lessee should use its incremental borrowing rate. Depending on the nature of the underlying asset and the terms and conditions of the lease, a lessee may be able to refer to a rate that is readily observable as a starting point when determining its incremental borrowing rate for a lease (for example, the rate that a lessee has paid, or would pay, to borrow money to purchase the type of asset being leased, or the property yield when determining the discount rate to apply to property leases). The incremental borrowing rate used to recognise the right of use asset has been determined by extrapolating the long-term interest rate on government of Mauritius bond and adjustments made for financial spread of C-Care and based on location of the asset. The directors have assessed the extension options of the land and building and have considered all relevant facts and circumstances that create an economic incentive for the Group to exercise the full extension period of 40 years.

Allowance for doubtful debts

A provision for impairment of trade receivables is established when there is objective evidence that the Group will not be able to collect amounts due according to the original terms of the receivables. The Group applies the IFRS 9 simplified approach in measuring ECL which uses a lifetime expected loss allowance for trade receivables. The expected loss rates are based on the payment profiles of debtors and the corresponding historical credit losses experienced within this period. The historical loss rates are adjusted to reflect current and forward-looking information on macro-economic factors affecting the ability of the customers to settle the receivables. Bad debts are written off in the year in which they are identified. When a trade receivable is not collectible, it is written off against the allowance account of trade receivables. Subsequent recoveries of amounts previously written off are credited against impairment of non financial asset in the statement of comprehensive income. Further details are provided in Note 8.

Provision for stock write off

In preparing the financial statements, the Group estimates the net realisable value of inventories. The difference between costs and net realisable value is recorded as provision for impairment of inventory in the income statement. The group estimates the net realisable value of inventory based on last 12-month consumption pattern and based on the expiry date of the item. Any excess stock that will not be consumed before expiry is regarded as value at risk and is provisioned for.

Revaluation of property, plant and equipment

The Group measures land and buildings at revalued amounts with changes in fair value being recognised in other comprehensive income. The Group engaged independent valuation specialists to determine fair value. The valuations are strictly based on the definition of the open market value, taking full cognisance of transactions taking place in the locality. The key assumptions used to determine the fair value of the land and buildings are provided in Note 4.

3

Recognition of deferred tax assets

Deferred tax assets are recognised for all unused tax losses to the extent that is probable that taxable profit will be available against which losses can be utilised. Significant management judgment is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and level of future taxable profits together with future tax planning strategies. Please refer to Note 14 for more details.

4(a) PROPERTY, PLANT AND EQUIPMENT

THE GROUP	Freehold Land	Freehold Buildings	Furniture & Fittings	Equipment	Motor Vehicles	Asset in progress	Total
COST or VALUATION	**Rs**	**Rs**	**Rs**	**Rs**	**Rs**	**Rs**	**Rs**
At 1 July 2019	109,800,000	345,040,000	100,079,032	735,388,710	25,977,643	2,697,070	1,318,982,455
Additions	-	470,178	4,261,115	60,676,646	1,110,708	19,320,249	85,838,896
Acquisition of subsidiary	-	-	13,500	668,143	-	-	681,643
Disposal	-	-	-	(344,500)	-	-	(344,500)
Scrapped	-	-	-	(7,683,111)	(2,781,400)	-	(10,464,511)
Transfer from work in progress	-	-	-	2,697,070	-	(2,697,070)	-
Transfer from intangible	-	-	-	393,956	-	-	393,956
At 30 June 2020	109,800,000	345,510,178	104,353,647	791,796,914	24,306,951	19,320,249	1,395,087,939
At 1 July 2020	**109,800,000**	**345,510,178**	**104,353,647**	**791,796,914**	**24,306,951**	**19,320,249**	**1,395,087,939**
Additions	**-**	**7,089,085**	**19,386,555**	**134,540,796**	**3,368,337**	**16,777,555**	**181,162,328**
Disposal	**-**	**-**	**-**	**(5,650,000)**	**-**	**-**	**(5,650,000)**
Scrapped	**-**	**-**	**-**	**(1,533,600)**	**-**	**-**	**(1,533,600)**
Revaluation	**-**	**48,855**	**-**	**-**	**-**	**-**	**48,855**
Transfer from work in progress	**-**	**-**	**18,459,623**	**-**	**-**	**(18,459,623)**	**-**
At 30 June 2021	**109,800,000**	**352,648,118**	**142,199,825**	**919,154,110**	**27,675,288**	**17,638,181**	**1,569,115,522**
DEPRECIATION							
At 1 July 2019	-	-	43,758,539	448,074,765	20,490,962	-	512,324,266
Charge for the year	-	-	11,891,560	71,092,171	3,959,735	-	86,943,466
Acquisition of subsidiary	-	-	1,800	138,552	-	-	140,352
Disposal	-	-	-	(200,958)	-	-	(200,958)
Scapped	-	-	-	(7,391,510)	(2,781,400)	-	(10,172,910)
At 30 June 2020	-	-	55,651,899	511,713,020	21,669,297	-	589,034,216
At 1 July 2020	**-**	**-**	**55,651,899**	**511,713,020**	**21,669,297**	**-**	**589,034,216**
Charge for the year	**-**	**7,559,262**	**14,956,717**	**64,088,467**	**2,779,780**	**-**	**89,384,226**
Disposal	**-**	**-**	**-**	**(1,412,500)**	**-**	**-**	**(1,412,500)**
Scrapped	**-**	**-**	**-**	**(1,533,600)**	**-**	**-**	**(1,533,600)**
At 30 June 2021	**-**	**7,559,262**	**70,608,616**	**572,855,387**	**24,449,077**	**-**	**675,472,342**
NET BOOK VALUES							
At 30 June 2021	**109,800,000**	**345,088,856**	**71,591,209**	**346,298,723**	**3,226,211**	**17,638,181**	**893,643,180**
At 30 June 2020	109,800,000	345,510,178	48,701,748	280,083,894	2,637,654	19,320,249	806,053,723

Asset in progress of Rs **17,368,181** (2020: Rs 19,320,249 - Medical Equipment) comprises refurbishment expenses incurred on new rooms before year end, rooms were not ready for use as at year end.

4(b) PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

THE COMPANY	Freehold Land	Freehold Buildings	Furniture & Fittings	Equipment	Motor Vehicles	Asset in progress	Total
	Rs	Rs	Rs	Rs	Rs	Rs	Rs
COST or VALUATION							
At 1 July 2019	109,800,000	345,040,000	99,981,723	734,634,785	25,977,643	2,697,070	1,318,131,221
Additions	-	470,178	4,261,115	60,596,335	985,000	19,320,249	85,632,877
Disposal	-	-	-	(344,500)	-	-	(344,500)
Scrapped	-	-	-	(7,683,111)	(2,781,400)	-	(10,464,511)
Transfer from work in progress	-	-	-	2,697,070	-	(2,697,070)	-
Transfer from intangible	-	-	-	393,956	-	-	393,956
At 30 June 2020	109,800,000	345,510,178	104,242,838	790,294,535	24,181,243	19,320,249	1,393,349,043
At 1 July 2020	**109,800,000**	**345,510,178**	**104,242,838**	**790,294,535**	**24,181,243**	**19,320,249**	**1,393,349,043**
Additions	**-**	**7,089,085**	**19,400,055**	**135,148,899**	**3,368,337**	**16,777,555**	**181,783,931**
Disposal	**-**	**-**	**-**	**(5,650,000)**	**-**	**-**	**(5,650,000)**
Scrapped	**-**	**-**	**-**	**(1,533,600)**	**-**	**-**	**(1,533,600)**
Revaluation	**-**	**48,855**	**-**	**-**	**-**	**-**	**48,855**
Transfer from work in progress	**-**	**-**	**18,459,623**	**-**	**-**	**(18,459,623)**	**-**
At 30 June 2021	**109,800,000**	**352,648,118**	**142,102,516**	**918,259,834**	**27,549,580**	**17,638,181**	**1,567,998,229**
DEPRECIATION							
At 1 July 2019	-	-	43,715,817	447,459,553	20,490,962	-	511,666,332
Charge for the year	-	-	11,891,560	71,092,172	3,902,735	-	86,886,467
Disposal	-	-	-	(200,958)	-	-	(200,958)
Scrapped	-	-	-	(7,391,510)	(2,781,400)	-	(10,172,910)
At 30 June 2020	-	-	55,607,377	510,959,257	21,612,297	-	588,178,931
At 1 July 2020	**-**	**-**	**55,607,377**	**510,959,257**	**21,612,297**	**-**	**588,178,931**
Charge for the year	**-**	**7,559,262**	**14,950,921**	**64,034,362**	**2,779,780**	**-**	**89,324,325**
Disposal	**-**	**-**	**-**	**(1,412,500)**	**-**	**-**	**(1,412,500)**
Scrapped	**-**	**-**	**-**	**(1,533,600)**	**-**	**-**	**(1,533,600)**
At 30 June 2021	**-**	**7,559,262**	**70,558,298**	**572,047,519**	**24,392,077**	**-**	**674,557,156**
NET BOOK VALUES							
At 30 June 2021	**109,800,000**	**345,088,856**	**71,544,218**	**346,212,315**	**3,157,503**	**17,638,181**	**893,441,073**
At 30 June 2020	109,800,000	345,510,178	48,635,461	279,335,278	2,568,946	19,320,249	805,170,112

Asset in progress of Rs **17,368,181** (2020: Rs 19,320,249 - Medical Equipment) comprises refurbishment expenses incurred on new rooms before year end, rooms were not ready for use as at year end.

PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

4(b)

Assets pledged as security

The carrying amounts of assets pledged as security for current and non-current borrowings are:

	THE GROUP AND THE COMPANY	
	2021	2020
	Rs	Rs
Non-Current		
Land & Buildings	**454,888,856**	455,310,178
Equipment	**172,111,144**	171,689,822
Total Assets pledged as security	**627,000,000**	627,000,000

Borrowings are guaranteed by a floating charges over the assets of the Group for an amount of Rs 627,000,000

4(c)

Revaluation of land and buildings

The revalued land and buildings consist of office and clinic premises. Management determined that these constitute one class of assets under IFRS 13, based on the nature, characteristics and risks of the property.

The group's land and building are stated at their revalued amounts. The land and building were valued in June 2021. The valuation was performed by an independent valuer Noor Dilmohamed & Associates, Certified Practising Valuer, who has the appropriate qualification and experience in the fair value measurement of properties in the relevant location. Valuation is performed by the valuer using on-market comparable method for Land & Cost approach for building.

Buildings	**2021**	2020
Significant unobservable valuation input:	**Range (Rs)**	Range (Rs)
Price per metre square	**3,000-28,500**	3,000-28,500

The following summarises the quantitative information about the significant unobservable inputs used in recurring level 3 fair value measurements:

	Valuation technique and key inputs	**Sensitivity used**	**Effect on fair value**
Buildings 30 June 2021	Depreciated replacement cost approach	1% increase in current cost of replacing property	**3,450,889**
	Depreciated replacement cost approach	1% decrease in current cost of replacing property	**(3,450,889)**
Buildings 30 June 2020	Depreciated replacement cost approach	1% increase in current cost of replacing property	3,455,102
	Depreciated replacement cost approach	1% decrease in current cost of replacing property	(3,455,102)

PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

Below is the fair value measurement hierarchy for assets as at 30 June,

THE GROUP AND THE COMPANY	Fair value measurement using:		
	Level 1	Level 2	Level 3
	Rs	Rs	Rs
2021			
Revalued land and buildings	**-**	**109,800,000**	**345,088,856**
	Fair value measurement using:		
2020			
Revalued land and buildings	-	109,800,000	345,510,178

The reconciliation is shown below:

	2021	2020
	Rs	Rs
At 1 July	**455,310,178**	454,840,000
Additions	**7,089,085**	470,178
Depreciation	**(7,559,262)**	-
Fair value movement	**48,855**	-
At 30 June	**454,888,856**	455,310,178

4(d) If land and buildings were stated at historical cost, the carrying amount would have been as follows:

THE GROUP AND THE COMPANY	2021	2020
	Rs	Rs
Cost	**290,875,408**	283,786,323
Accumulated depreciation	**(108,344,197)**	(100,784,935)
Net carrying amount	**182,531,211**	183,001,388

5 INTANGIBLE ASSETS

	THE GROUP				THE COMPANY			
	Goodwill	Computer software	Asset in progress	Total	Goodwill	Computer software	Asset in progress	Total
COST	**Rs**	**Rs**	**Rs**	**Rs**	**Rs**	**Rs**	**Rs**	**Rs**
At 1 July 2019	350,566,929	47,747,195	17,168,528	415,482,652	350,566,929	47,620,195	17,168,528	415,355,652
Additions	-	850,400	-	850,400	-	850,400	-	850,400
Reclassifications	-	17,168,528	(17,168,528)	-		17,168,528	(17,168,528)	-
Transfer to Property Plant & Equipment	-	(393,956)	-	(393,956)	-	(393,956)	-	(393,956)
Acquisition of subsidiary	-	100,332	-	100,332	-	-	-	-
At 30 June 2020	350,566,929	65,472,499	-	416,039,428	350,566,929	65,245,167	-	415,812,096
At 1 July 2020	**350,566,929**	**65,472,499**	**-**	**416,039,428**	**350,566,929**	**65,245,167**	**-**	**415,812,096**
Additions	**-**	**3,103,600**	**-**	**3,103,600**	**-**	**3,193,183**	**-**	**3,193,183**
At 30 June 2021	**350,566,929**	**68,576,099**	**-**	**419,143,028**	**350,566,929**	**68,438,350**	**-**	**419,005,279**
AMORTISATION								
At 1 July 2019	-	22,465,208	-	22,465,208	-	22,338,208	-	22,338,208
Charge for the period	-	10,559,472	-	10,559,472	-	10,559,473	-	10,559,473
Acquisition of subsidiary	-	10,750	-	10,750	-	-	-	-
At 30 June 2020	-	33,035,430	-	33,035,430	-	32,897,681	-	32,897,681
At 1 July 2020	**-**	**33,035,430**	**-**	**33,035,430**	**-**	**32,897,681**	**-**	**32,897,681**
Charge for the year	**-**	**12,201,377**	**-**	**12,201,377**	**-**	**12,201,377**	**-**	**12,201,377**
At 30 June 2021	**-**	**45,236,807**	**-**	**45,236,807**	**-**	**45,099,058**	**-**	**45,099,058**
NET BOOK VALUES								
At 30 June 2021	**350,566,929**	**23,339,292**	**-**	**373,906,221**	**350,566,929**	**23,339,292**	**-**	**373,906,221**
At 30 June 2020	350,566,929	32,437,069	-	383,003,998	350,566,929	32,347,486	-	382,914,415

For impairment assessment of goodwill, refer to Note 25.

6

INVESTMENT IN SUBSIDIARY

	THE COMPANY	
	2021	2020
	Rs	Rs
At 01 Jul	275,000	25,000
Additions	-	250,000
Impairment	(25,000)	-
At 30 Jun	**250,000**	275,000

Details of the subsidiaries included in the Group financial statements are as follows:

Name	% holding	Class of shares held	Issued capital	Country of incorporation	Main business
			Rs		
Le Café du Volcan Ltée	100%	Ordinary	25,000	Mauritius	Sale of food and beverages
Reinette Facilities Management Limited	100%	Ordinary	200,000	Mauritius	Sale of food and beverages

At the reporting date, the directors have considered internal and external sources of information and have fully impaired the investment in Le Café du Volcan Ltée.

7

INVENTORIES

	THE GROUP		THE COMPANY	
	2021	2020	**2021**	2020
	Rs	Rs	**Rs**	Rs
Drugs and consumables	**136,725,562**	138,136,466	**136,725,562**	137,264,636
Provision for stock write off	**(27,256,887)**	(5,200,221)	**(27,256,887)**	(5,200,221)
	109,468,675	132,936,245	**109,468,675**	132,064,415

There is an amount of **Rs 9,164,974** written down inventories recognised as an expense in the cost of sales (2020: Rs 2,394,178). The closing inventory includes Rs 2.1M (2020: Rs 35M) worth of stock acquired due to Covid-19.

Inventories recognised as an expense during the year ended 30 June 2021 amounted to Rs 707,761,006 (2020: Rs 551,172,601). These were included in cost of sales.

There is a significant increase in the amount of provision for stock write off in this financial year following the implementation of a stock provisioning policy. In prior years, there were no formal stock provision policy. Refer to significant account policies for details of provisioning policy.

8 TRADE AND OTHER RECEIVABLES

	THE GROUP		THE COMPANY	
	2021	2020	**2021**	2020
	Rs	Rs	**Rs**	Rs
Trade receivables	**238,279,233**	278,408,146	**238,279,233**	278,408,146
Provision for impairment*	**(74,352,880)**	(79,213,431)	**(74,352,880)**	(79,213,431)
Net trade receivables	**163,926,353**	199,194,715	**163,926,353**	199,194,715
Other receivables	**88,443,988**	43,453,875	**88,284,729**	42,978,780
Prepayments	**17,389,740**	5,829,193	**17,389,740**	5,829,193
Amount receivable from related party (Note 23)	**5,000,000**	-	**10,915,997**	7,088,212
	274,760,081	248,477,783	**280,516,819**	255,090,900

The fair value of trade and other receivables approximate their carrying amount due to their short term nature.

The maximum exposure to credit risk at the end of the reporting period is the carrying value of each class of receivables mention above.

Other receivables are unsecured, non-interest bearing and have an average term of 3 months. They include part payments made in respect of purchase of property, plant and equipment which have not yet been delivered at year end. Prepayment relates mainly to payments made in advance for insurance, licence fees and maintenance fees. For terms and conditions relating to related party, refer to Note 23. Given there is no history of default, the loss given default for these balances are deemed to be low and consequently the expected credit losses as immaterial. Trade receivables are unsecured, non-interest bearing and are generally on 55-day terms. Movement in the provision for impairment of receivables:

Provision for impairment*	THE GROUP AND THE COMPANY	
	2021	2020
	Rs	Rs
At 1 July	**79,213,431**	29,701,234
Charge for the year	**14,458,815**	49,512,197
Write off during the year	**(19,319,366)**	-
At 30 June	**74,352,880**	79,213,431

The amount written off relates to outstanding amount by individual patients for the years 2016 to 2019. The recovery procedures have proven to be unsuccessful and the cost of recovering the debt outweighs the benefits. Following board approval, the outstanding amounts were written off.

8.TRADE AND OTHER RECEIVABLES (CONTINUED)

At 30 June, the ageing analysis of trade receivables is as follows:

	Current	More than 30 days past due	More than 60 days past due	More than 90 days past due	More than 180 days past due	More than 365 days past due	More than 547 days past due	Total
2021	**Rs'000**	**Rs'000**	**Rs'000**	**Rs'000**	**Rs'000**	**Rs'000**	**Rs'000**	**Rs'000**
Expected loss rate	**5.58%**	**4.24%**	**6.16%**	**44.16%**	**88.19%**	**98.10%**	**97.91%**	**31.20%**
Gross carrying amount - trade receivables	**105,043**	**35,363**	**17,802**	**20,933**	**13,119**	**14,531**	**31,489**	**238,279**
Provision for impairment of trade receivables	**(5,857)**	**(1,499)**	**(1,097)**	**(9,244)**	**(11,569)**	**(14,255)**	**(30,832)**	**(74,353)**
2020								
Expected loss rate	2.32%	3.94%	7.92%	18.21%	47.14%	69.86%	85.27%	28.45%
Gross carrying amount - trade receivables	83,351	32,683	14,570	51,677	33,401	24,652	38,074	278,408
Provision for impairment of trade receivables	(1,932)	(1,288)	(1,154)	(9,408)	(15,744)	(17,221)	(32,466)	(79,213)

As at 30 June 2021, amount receivable from related party was neither past due nor impaired (2020: nil).

9 CASH IN HAND AND AT BANKS

	THE GROUP		THE COMPANY	
	2021	2020	**2021**	2020
	Rs	Rs	**Rs**	Rs
Cash in hand and at banks	**241,758,356**	157,315,875	**240,556,882**	147,357,717

Cash at banks earn interest at floating rates based on daily bank deposit rates. The Group manages risk by banking with reputable financial institutions which have a good credit rating. As such, the loss given default is deemed to be low and consequently the expected credit losses as immaterial.

Cash at banks includes a balance of **Rs 186,830,972** (2020: Rs 107,767,524) which relates to deposit with a related party (Note 23).

For the purpose of the statement of cash flow, cash and cash equivalents comprise the following as at 30 June:

	THE GROUP		THE COMPANY	
	2021	2020	**2021**	2020
	Rs	Rs	**Rs**	Rs
Cash in hand and at banks	**241,758,356**	157,315,875	**240,556,882**	147,357,717
Bank overdrafts (Note 12)	**(6,906,808)**	(626,889)	**(6,906,808)**	(626,889)
	234,851,548	156,688,986	**233,650,074**	146,730,828

At 30 June 2021, the Group had available **Rs 69M** (2020: Rs 75M) of undrawn bank overdraft facility.

10 ISSUED CAPITAL

	THE GROUP AND COMPANY			
Authorised, Issued and fully paid	**2021**	2020	**2021**	2020
Ordinary shares at no par value	**Number**	Number	**Rs**	Rs
At 30 June,	**569,940,822**	569,940,822	**289,801,318**	289,801,318

11 REVALUATION RESERVE

The revaluation reserve is principally used to record changes in the fair value of land and buildings as a result of revaluation exercise performed by an independent valuer. An increase in fair value is recognised in other comprehensive income and accumulated in equity under the heading of 'revaluation surplus'. However, the increase shall be recognised in profit or loss to the extent that it reverses a revaluation decrease of the same asset previously recognised in profit or loss.

12 LOANS AND BORROWINGS

		Effective interest rate (%)	Maturity	THE GROUP AND COMPANY	
				2021	2020
Current				**Rs**	Rs
Bank overdraft	(b)	6.25%	-	**6,906,808**	626,889
Bank loan	(a)	2.55%	2021	**60,129,518**	49,356,043
				67,036,326	49,982,932
Non-current					
Bank loan	(c)	2.55%	2027	**287,425,558**	365,353,693
				287,425,558	365,353,693
Total borrowings				**354,461,884**	415,336,625

12. LOANS AND BORROWINGS(CONTINUED)

NET DEBT RECONCILIATION The Group and Company	The Group 2021 Rs	The Group 2020 Rs	The Company 2021 Rs	The Company 2020 Rs
Cash and cash equivalent (Note 9)	**(241,758,356)**	(157,315,875)	**(240,556,882)**	(147,357,717)
Bank Overdrafts	**6,906,808**	626,889	**6,906,808**	626,889
Borrowings - repayable within one year	**60,129,518**	49,356,043	**60,129,518**	49,356,043
Borrowings - repayable after one year	**287,425,558**	365,353,693	**287,425,558**	365,353,693
Leases - repayable within one year	**9,174,163**	9,666,650	**9,174,163**	9,666,650
Leases - repayable after one year	**890,864,612**	774,524,362	**890,864,612**	774,524,362
Net debt	**1,012,742,303**	1,042,211,762	**1,013,943,777**	1,052,169,920

THE COMPANY	Cash/bank overdraft	Leases within 1 year	Leases after 1 year	Borrowings due within 1 year	Borrowings due after 1 year	Total
Net debt as at 30 June 2019	(119,202,450)	255,143	46,637	47,456,985	402,543,015	331,099,330
Cashflows	(27,528,378)	-	(40,846,162)	-	(55,818,121)	(124,192,661)
New leases	-	-	766,464,984	-	-	766,464,984
Other non-cash movements	-	9,411,507	48,858,903	1,899,058	18,628,799	78,798,267
Net debt as at 30 June 2020	(146,730,828)	9,666,650	774,524,362	49,356,043	365,353,693	1,052,169,920
Cashflows	**(86,919,246)**	**(9,666,650)**	**(36,272,648)**	**-**	**(77,694,374)**	**(210,552,918)**
New leases	**-**	**-**	**12,889,101**	**-**	**-**	**12,889,101**
Other non-cash movements	**-**	**9,174,163**	**139,723,797**	**10,773,475**	**(233,761)**	**159,437,674**
Net debt as at 30 June 2021	**(233,650,074)**	**9,174,163**	**890,864,612**	**60,129,518**	**287,425,558**	**1,013,943,777**
THE GROUP						
Net debt as at 30 June 2019	(122,319,949)	255,143	46,637	47,456,985	402,543,015	327,981,831
Cashflows	(34,369,037)	-	(40,846,162)	-	(55,818,121)	(131,033,320)
New leases	-	-	766,464,984	-	-	766,464,984
Other non-cash movements	-	9,411,507	48,858,903	1,899,058	18,628,799	78,798,267
Net debt as at 30 June 2020	(156,688,986)	9,666,650	774,524,362	49,356,043	365,353,693	1,042,211,762
Cashflows	**(78,162,562)**	**-**	**(36,272,648)**	**-**	**(77,694,374)**	**(192,129,584)**
New leases	**-**	**-**	**12,889,101**	**-**	**-**	**12,889,101**
Other non-cash movements	**-**	**(492,487)**	**139,723,797**	**10,773,475**	**(233,761)**	**149,771,024**
Net debt as at 30 June 2021	**(234,851,548)**	**9,174,163**	**890,864,612**	**60,129,518**	**287,425,558**	**1,012,742,303**

(b) Bank overdraft

The bank overdraft arose mainly on cheques drawn at year end that are subsequently cleared by the bank.

(c) Bank loan

In prior year, the Group has taken a loan of Rs 450m mainly to finance the acquisition of Wellkin Hospital (Ex-Apollo Bramwell Hospital). The loan is for a period of 10 years with a moratorium period of 2 years. Interest is payable on a monthly basis on amount outstanding from the date of first distribution until end of moratorium period. The interest rate is variable and is market related.

13 EMPLOYEE BENEFIT LIABILITIES

(a) Pension scheme

The Group contributes in pension funds as follows:

The Group participates in the United Mutual Superannuation Fund, a pension plan registered under the Private Pension Schemes Act 2012, the assets of which are held independently. The pension plan is funded by payments from the employees and the Group, taking into account the recommendations of an independent actuary, Swan Life Ltd. After 31 December 2007, the Group shifted from a defined benefit plan to a defined contribution plan, with a residual defined benefit top up arrangement for those employees who were members of the previous defined benefit scheme.

During the year ended 30 June 2020, the previous independent actuary, Feber Associates Limited was replaced by Swan Life Ltd.

The Group's obligations under the defined benefit plan are only for employees under the scheme up to 31 December 2007.

The Pension schemes and the other post-retirement benefits are governed by the Trust Deed dated 22 February 2007 which stipulates that BAI Group Pension Fund was established between British American Hospitals Enterprise Ltd (BAHEL) and trustees of BAI Group Pension Fund (BGPF). Following acquisition of Wellkin Hospital (Ex-Apollo Bramwell Hospital) by C-Care (Mauritius) Ltd, all employees of BAHEL who were in employment with the hospital as at 31 December 2016 were transferred to C-Care together with terms and conditions which were not less favorable than those enjoyed prior to the sale. Since January 2017, C-Care has continued to contribute to the BGPF on behalf of the employees.

The BAI Group Pension Fund has continued to be run by the Trustees of the Fund despite the events affecting the BAI Group in March/April 2015. There are two Defined-Benefit (DBBA and DBML) sections and one Defined-Contribution (DCUL) section.

The unfunded obligation relates to retirement gratuity in accordance with Workers' Rights Act 2019. It entitles the employee at retirement to 15/26 of the final monthly benefit for each year of service.

(b) The amounts recognised in the statement of financial position are as follows:

	THE GROUP AND COMPANY	
	2021	2020
	Rs	Rs
Defined benefit obligation	**81,638,422**	85,843,787
Fair value of plan assets	**(6,834,303)**	(5,124,138)
Net defined benefit liability	**74,804,119**	80,719,649

13. EMPLOYEE BENEFIT LIABILITIES (CONTINUED)

		THE GROUP AND COMPANY	
		2021	2020
		Rs	Rs
(c)	**Movement in the liability recognised in the statement of financial position:**		
	At 1 July	**80,719,649**	54,093,690
	Net Assets extinguished following closure of DB Plan		
	Amount recognised in profit or loss (note d)	**13,729,283**	11,283,763
	Amount recognised in other comprehensive income (Note e)	**(16,616,021)**	19,919,809
	Direct benefits paid	**(3,028,792)**	(4,577,613)
	Contributions paid	**-**	-
	At 30 June,	**74,804,119**	80,719,649
(d)	**The amounts recognised in profit or loss are as follows:**		
	Current service cost	**10,991,812**	8,184,554
	Net interest cost	**2,890,933**	3,099,209
	Interest income	**(153,462)**	-
	Net benefit expense	**13,729,283**	11,283,763
(e)	**The amounts recognised in other comprehensive are as follows:**		
	Actuarial gains/(losses) on obligation arising from financial assumptions	**14,987,197**	(20,657,375)
	Actuarial gains on plan assets arising from financial assumptions	**1,218,997**	737,566
	Liability experience losses	**409,827**	-
		16,616,021	(19,919,809)
(f)	**Movement in the fair value of plan assets are as follows:**		
	At 1 July,	**5,124,138**	5,687,571
	Employer contribution	**600,000**	-
	Interest income	**153,462**	925,550
	Benefits paid out of plan assets	**(262,294)**	(751,417)
	Actuarial gain on plan assets	**1,218,997**	(737,566)
	At 30 June,	**6,834,303**	5,124,138

The Company is expected to contribute around Rs 0.6m to the pension scheme for the year ending 01 July 2022. The weighted average duration of the liabilities at 30 June 2021 is 5 years.

		2021	2020
(g)	**Changes in present value of the defined benefit obligation are as follows:**		
	At 1 July,	**85,843,787**	59,781,261
	Current service cost	**10,991,812**	8,184,554
	Interest cost	**2,890,933**	3,099,209
	Benefits paid	**(2,691,086)**	(5,141,046)
	Experience losses	**(409,827)**	-
	Actuarial (gain)/loss on obligation	**(14,987,197)**	19,919,809
	At 30 June,	**81,638,422**	85,843,787
	Present value of the defined benefit obligation is as follows:		
	Funded portion	**6,834,303**	5,124,138
	Unfunded portion	**74,804,119**	80,719,649
	Present value of defined benefit obligation	**81,638,422**	85,843,787

13. EMPLOYEE BENEFIT LIABILITIES (CONTINUED)

(h) The major categories of plan assets of the fair value of total plan assets are as follows:

	2021	2020
	Rs	Rs
Local		
• Equities	**1,899,936**	912,097
• Debt maturity >12 months	**-**	512,414
• Cash & debts maturity, 12 months	**184,526**	138,352
Overseas (including direct holdings and related mutual funds)		
• Equities	**765,442**	573,903
• Debt maturity >=12 months	**3,984,399**	2,987,372
Total	**6,834,303**	5,124,138

(i) The principal actuarial assumptions used for accounting purposes were:

	2021	2020
	%	%
Discount rate:		
Wellkin	**5.2**	3.6
Darne - Funded	**3.1**	2.9
Darne - Unfunded	**4.7**	3.5
Future salary increases	**2.0**	1.5

(j) A quantitative sensitivity analysis for signifcant assumption as at 30 June 2021 and 2020 is shown as follows below:

Assumptions	**Discount rate**		**Future salary increase**	
	1%	**1%**	**1%**	**1%**
Sensitivity Level	**increase**	**decrease**	**increase**	**decrease**
	Rs	**Rs**	**Rs**	**Rs**
2021				
Impact on defined benefit obligation	**11,205,972**	**9,329,814**	**11,778,830**	**9,909,883**
2020				
Impact on defined benefit obligation	10,257,853	12,419,227	13,000,953	10,848,541

The sensitivity analysis above has been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

The average duration of the defined benefit plan obligation at the end of the reporting period is **5-13 years** (2020: 6-12 years).

The Covid-19 pandemic has negatively affected the discount rate. With the outbreak of the pandemic in 2020, there was a general decrease in interest rate globally and the discount rate used to assess the retirement benefit obligation in June 2020 was on the low side and thus a higher liability. For the year ended June 2021, most economies are recovering and interest rates have started to increase gradually. Hence the discount rate used to estimate the retirement benefit obligation as at 30 June 2021 was higher than last year and therefore a lower liability.

14 DEFERRED TAX (ASSETS)/LIABILITIES

14(a)

Deferred income taxes are calculated on all temporary differences under the liability method at 17% (2020: 17%).

The movement on the deferred tax account is as follows:	THE GROUP AND THE COMPANY	
	2021	2020
	Rs	Rs
At 1 July,	**(95,464,655)**	(91,663,043)
(Under)/over provision of deferred tax (Note 21)	**(3,420,408)**	(1,238,125)
Deferred tax charge for the year to income statement	**4,568,212**	822,881
Deferred tax charge for the year to other comprehensive income	**2,833,029**	(3,386,368)
At 30 June,	**(91,483,822)**	(95,464,655)

14(b)

Deferred income tax at 30 June relates to the following:

THE GROUP and COMPANY	Statement of financial position		Statement of profit or loss		Statement of other comprehensive income	
	2021	2020	**2021**	2020	**2021**	2020
	Rs	Rs	**Rs**	Rs	**Rs**	Rs
Deferred tax assets						
Retirement benefit obligation	**(12,716,700)**	(10,199,591)	**(5,341,833)**	(1,195,387)	**2,824,724**	(3,386,368)
Accelerated depreciation	**(6,793,647)**	(34,791,001)	**27,989,049**	(17,048,281)	**8,305**	-
Qualifying tax losses	**(43,171,566)**	(24,428,343)	**(19,167,205)**	38,447,290	**-**	-
Right of use	**142,112,172**	121,617,073	**20,495,099**	121,617,073	**-**	-
Lease liability	**(153,006,592)**	(133,312,472)	**(19,694,120)**	(133,312,472)	**-**	-
Provision for stock write offs	**(4,633,671)**	(884,038)	**(3,749,633)**	-	**-**	-
Provision for doubtful debts	**(13,273,818)**	(13,466,283)	**192,464**	(8,625,509)	**-**	-
	(91,483,822)	(95,464,655)	**723,821**	(117,286)	**2,833,029**	(3,386,368)
Net deferred tax assets	**(91,483,822)**	(95,464,655)				
Deferred income tax raised/released			**723,821**	(117,286)	2,833,029	(3,386,368)

14(c)

At the reporting date, the Company has unused tax losses of Rs 253,950,386 (30 June 2020: Rs 393,751,142) available for offset against future profits. The nature of the tax losses primarily consist of capital allowances which can be carried forward indefinitely.

15 (1) TRADE AND OTHER PAYABLES

		THE GROUP		THE COMPANY	
	Current	**2021**	2020	**2021**	2020
		Rs	Rs	**Rs**	Rs
(a)	Trade payables	**320,350,002**	296,822,418	**320,504,210**	296,822,425
(b)	Other payables and accruals	**158,267,733**	129,554,133	**157,769,073**	124,030,989
(c)	Amounts payable to related party (Note 23)	**154,425,572**	9,872,697	**154,425,572**	9,872,697
		633,043,307	436,249,248	**632,698,855**	430,726,111
	Non-Current				
(d)	Other payables	**13,830,000**	-	**13,830,000**	-
	Total Trade & Other Payables	**646,873,307**	436,249,248	**646,528,855**	430,726,111

(a) Trade payables are non-interest bearing and are normally settled on 60 days terms.

(b) Other payables and accruals are non-interest bearing. In addition to the above, they include mainly staff cost related payable of **Rs 90,999,001** (2020: Rs 41,691,428), payable for utilities of **Rs 3,128,029** (2020: Rs 3,620,710), maintenance fees of **Rs 7,370,135** (2020: Rs 3,838,079), professional fees of Rs **7,052,371** (2020: Rs 18,166,318), amount outstanding on purchase of **MRI Rs 27,960,000 (2020: Rs Nil)** .

(c) For terms and conditions relating to related party, refer to Note 23.

(d) Relates to outstanding amount on purchase of MRI repayable after 1 year.

15 (2) PROVISIONS

	THE GROUP		THE COMPANY	
	2021	2020	**2021**	2020
	Rs	Rs	**Rs**	Rs
Provisions	**19,600,000**	19,600,000	**19,600,000**	19,600,000

Relates to provision made on legal cases for which the probability of success is less than 50%.

16

REVENUE

2021	Healthcare services	Sales of food and beverages	Total
THE GROUP	**Rs**	**Rs**	**Rs**
Revenue	**2,495,839,190**	**23,004,157**	**2,518,843,347**
Timing of revenue recognition			
Over time	**403,939,353**	**-**	**403,939,353**
At a point in time	**2,091,899,837**	**23,004,157**	**2,114,903,994**
	2,495,839,190	**23,004,157**	**2,518,843,347**
THE COMPANY			
Revenue	**2,495,824,964**	**19,807,295**	**2,515,632,259**
Timing of revenue recognition			
Over time	**403,939,353**	**-**	**403,939,353**
At a point in time	**2,091,885,611**	**19,807,295**	**2,111,692,906**
	2,495,824,964	**19,807,295**	**2,515,632,259**
2020			
THE GROUP			
Revenue	1,978,143,443	13,959,396	1,992,102,839
Timing of revenue recognition			
Over time	380,578,670	-	380,578,670
At a point in time	1,597,564,773	13,959,396	1,611,524,169
	1,978,143,443	13,959,396	1,992,102,839
THE COMPANY			
Revenue	1,978,143,443	13,959,396	1,992,102,839
Timing of revenue recognition			
Over time	380,578,670	-	380,578,670
At a point in time	1,597,564,773	13,959,396	1,611,524,169
	1,978,143,443	13,959,396	1,992,102,839

17

OTHER OPERATING INCOME

	THE GROUP		THE COMPANY	
	2021	2020	**2021**	2020
	Rs	Rs	**Rs**	Rs
Rental income	**3,713,961**	3,623,209	**3,713,961**	3,623,209
Gain on acquisition of subsidiary	**-**	7,605,367	**-**	-
Grant received	**5,000,000**	-	**5,000,000**	-
Dividend Income	**-**	-	**2,953,844**	-
Insurance refund	**2,460,500**	-	**2,460,500**	-
Miscellaneous items	**214,123**	1,503,755	**214,123**	1,312,659
	11,388,584	12,732,331	**14,342,428**	4,935,868

Rental income relates to income received from the renting out of consultation rooms to doctors.

18 OPERATING PROFIT

		THE GROUP		THE COMPANY	
		2021	2020	**2021**	2020
		Rs	Rs	**Rs**	Rs
Included in cost of sales:					
Costs of sales		**1,150,364,829**	886,798,067	**1,145,758,372**	884,783,345
Staff costs	(a)	**447,790,071**	427,135,841	**447,790,071**	427,135,841
Included in administrative expenses:					
Staff costs	(a)	**287,608,224**	264,607,023	**286,916,340**	248,401,167
Depreciation on property, plant and equipment	4	**89,384,226**	86,943,466	**89,324,325**	86,886,467
Depreciation on right of use assets		**21,871,063**	16,206,459	**21,871,063**	16,206,459
Utilities		**85,747,272**	83,259,502	**86,234,280**	81,668,386
Management fees		**47,518,745**	35,075,000	**47,518,745**	35,075,000
Amortisation of intangible assets	5	**12,201,377**	10,559,472	**12,201,377**	10,559,473
Retirement benefit expense	13 (d)	**13,729,283**	11,283,763	**13,729,283**	11,283,763

(a) Staff costs

Wages and salaries		**692,852,530**	653,884,485	**692,249,943**	638,548,409
Social security cost		**28,750,483**	27,743,219	**28,727,186**	27,111,529
Pension cost		**13,795,282**	10,115,160	**13,729,282**	9,877,070
		735,398,295	691,742,864	**734,706,411**	675,537,008

19 FINANCE INCOME

	THE GROUP AND THE COMPANY	
	2021	2020
	Rs	Rs
Interest income	**4,271,632**	5,180,978

20 FINANCE COSTS

	THE GROUP AND THE COMPANY	
	2021	2020
	Rs	Rs
Finance charges paid under finance leases	**-**	12,950
Interest on lease liabilities	**51,694,035**	58,572,189
Interest on bank overdraft	**70,967**	243,950
Interest on bank loan	**10,468,745**	19,969,178
	62,233,747	78,798,267

21 TAXATION

The major components of income tax expense for the year ended 30 June 2021 and 30 June 2020 are:

	THE GROUP		THE COMPANY	
	2021	2020	**2021**	2020
	Rs	Rs	**Rs**	Rs
(a) Statement of profit or loss and other comprehensive income				
Deferred income tax charge:				
(Under)/over provision of deferred tax	**3,420,408**	(1,238,125)	**3,420,408**	(1,238,125)
Relating to origination and reversal of temporary differences	**(2,696,587)**	1,120,839	**(4,568,212)**	822,881
Income tax expense	**723,821**	(117,286)	**1,147,804**	(415,244)
(b) Reconciliation of accounting profit to income tax expense:				
Accounting profit before income tax	**277,408,814**	42,099,042	**282,172,334**	40,406,420
At statutory income tax rate of 17% (2020: 17%)	**47,159,498**	7,156,837	**47,969,297**	6,869,091
Expenses not deductible for tax purposes	**521,628**	(6,035,998)	**135,812**	(6,046,210)
Exempt income	**(1,083,095)**	-	**(1,083,095)**	-
(Under)/over provision of deferred tax	**(3,420,408)**	(1,238,125)	**(3,420,408)**	(1,238,125)
Unrecognised Tax losses now utilised	**(42,453,802)**	-	**(42,453,802)**	-
At the effective income tax rate	**723,821**	(117,286)	**1,147,804**	(415,244)

Expenses not deductible for tax purpose include mainly legal and professional fees, bad debts written off and marketing expenses.

22 EARNINGS PER SHARE

	2021	2020
	Rs	Rs
Profit/(Loss) attributable to equity holders	**276,684,993**	42,216,328
Average number of ordinary shares in issue	**569,940,822**	569,940,822
Profit/(Loss) per share (Basic and Diluted)	**0.49**	0.07

Basic earnings per share are calculated by dividing net profit for the year attributable to ordinary equity holders by the weighted average number of ordinary shares in issue. There have been no transactions involving ordinary shares or potential dilutive ordinary shares between the reporting date and date of authorisation of these financial statements.

23 RELATED PARTY DISCLOSURES

THE GROUP	Sales of goods or services	Management fees expenses	Amount owed to related parties	Amount owed by related parties	Deposits with related parties
	Rs	Rs	Rs	Rs	Rs
2021					
Ultimate Parent: Ciel Limited	**-**	**-**	**30,904,631**	**-**	**-**
Fellow related party: Ciel Healthcare Ltd	**-**	**47,333,328**	**103,737,697**	**5,000,000**	**139,243,396**
Fellow related party: Azur Financial	**-**	**749,713**	**199,049**	**-**	**47,587,576**
Minorities	**-**	**-**	**19,584,195**	**-**	**-**
2020	**-**	**48,083,041**	**154,425,572**	**5,000,000**	**186,830,972**
Fellow related party: Ciel Healthcare Ltd	-	30,500,000	9,731,397	-	107,767,524
Fellow related party: Azur Financial Services	-	662,221	141,300	-	-
	-	31,162,221	9,872,697	-	107,767,524
THE COMPANY					
30 June 2021					
Ultimate Parent: Ciel Limited	**-**	**-**	**30,904,631**	**-**	**-**
Fellow related party: Ciel Healthcare Ltd	**-**	**47,333,328**	**103,737,697**	**5,000,000**	**139,243,396**
Fellow related party: Azur Financial	**-**	**749,713**	**199,049**	**-**	**47,587,576**
Subsidiary: Café du Volcan	**-**	**-**	**19,584,195**	**5,915,997**	**-**
Minorities					
	-	**48,083,041**	**154,425,572**	**10,915,997**	**186,830,972**
30 June 2020					
Fellow related party: Ciel Healthcare Ltd	-	30,500,000	9,731,397	-	107,767,524
Fellow related party: Azur Financial Services	-	662,221	141,300	-	-
Subsidiary: Café du Volcan	4,845,219	1,800,000	-	7,088,212	-
	4,845,219	32,962,221	9,872,697	7,088,212	107,767,524

The Group's parent company is CIEL Healthcare Limited and ultimate parent company is CIEL Limited. The nature of transactions between the group and the parent company relates to management fees and interest income on deposits. There has been no transaction between the group and the ultimate parent other payment of dividend.

The intercompany receivables are not secured by any type security but they are repayable in full on demand.

There has been no guarantees provided or received for any related party receivables or payables. For the year ended 30 June 2021, the Group has not recorded any impairment of receivables relating to amount owed by related parties (2020: nil). The assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

23. RELATED PARTY DISCLOSURES (CONTINUED)

(a)

Key Management personnel compensation	2021	2020
	Rs	Rs
Salaries and short term employee benefits	**29,515,388**	21,161,263
Post retirement benefits	**663,945**	476,020
	30,179,333	21,637,283

24

BUSINESS COMBINATIONS

With effect from 1st December 2019, C-Care (Mauritius) Ltd has acquired the entire shares held by CIEL Properties Ltd in Reinette Facilities Management Ltd ("RMFL"). RMFL is responsible for the catering needs of patients, staff and visitors in general of Wellkin Hospital. As per the group policy, the operations of RMFL has been consolidated as from January 2020.

Assets & liabilities acquired are as follows:

Assets	**Rs**
Property, Plant & Equipment	681,644
Intangible Assets	100,332
Trade & Other Receivables	8,514,022
Inventory	787,282
Cash	6,690,103
	16,773,383
Trade & Other Payables	(9,168,016)
Gain on acquisition	7,605,367

25

IMPAIRMENT TESTING OF GOODWILL

Goodwill acquired through business combinations are allocated to
(i) the Department of Cardiac Sciences and Critical Care
(ii) Wellkin Hospital, which arose on acquisition of ABH

Carrying amount of goodwill

	Department of Cardiac Science and Critical Care	**Wellkin Hospital**	**Total**
2021	**Rs**	**Rs**	**Rs**
Goodwill	7,507,975	343,058,954	350,566,929
2020			
Goodwill	7,507,975	343,058,954	350,566,929

The recoverable amount of Department of Cardiac Sciences and Critical Care Cash Generating Unit has been determined based on its fair value less cost to sell. These calculations use cash flow projections based on financial budgets approved by senior management covering a five-year period. As a result of the analysis, management did not identify any impairment.

25. IMPAIRMENT TESTING OF GOODWILL (CONTINUED)

Wellkin Hospital

On 6 January 2017, the Company acquired the business operations of Ex-Apollo Bramwell Hospital ("ABH"), now known as Wellkin Hospital, which are run from premises located at Moka, Mauritius. It includes the acquisition of equipment, furniture and fittings, motor vehicles, hardware and software forming part of the IT Systems, consumable and inventories and patient data and employee database. The final consideration paid is Rs 619m. The fair values of the identifiable assets and liabilities of Wellkin Hospital as at the date of acquisition were Rs 276m, hence generating a goodwill of Rs 343m.

The recoverable amount of Wellkin Hospital has been determined based on fair value less cost to sell calculation using the cash flow projections from financial budgets approved by senior management covering a five -year period. The post-tax discount rate applied to cash flow projections is **9.25%** (2020: 8.9%). As a result of the analysis, management did not identify any impairment.

The key assumptions used for the impairment calculation are:

Discount rate: Discount rate represents the current market assessment of the risks specific to each CGU, taking into consideration the time value of money and specific risk of the underlying assets that have not been incorporated in the cash flow estimates. The discount rate calculation is based on specifc circumtances of the Company and its operating segments and is derived from its weighted average cost of capital (WACC). The WACC takes into consideration both debt and equity. The cost of equity is derived by using comparable industries data and adjust for the country risk and size for the company. The cost of debt is based on the interest bearing borrowings.

Growth rate estimates: Rates are based on management's best estimates of the Group's and industry's growth rate. Management has used a terminal rate of **3%** (2020: 2.4%)

	Department of Cardiac Science and Critical Care	Wellkin Hospital
	Rs 'M	Rs 'M
Sensitivity to changes in assumptions		
2021		
Discount factor +0.5% point	(6)	(227)
Discount factor -0.5% point	24	266
Growth rate +0.5% point	7	211
Growth rate -0.5% point	(7)	(180)
2020		
Discount factor +0.5% point	(6)	(156)
Discount factor -0.5% point	24	183
Growth rate +0.5% point	7	143
Growth rate -0.5% point	(7)	(123)

26

COMMITMENTS AND CONTIGENCIES

CAPITAL COMMITMENTS

The Group has no capital commitment at end of reporting date (2020: Rs. Nil).

CONTINGENT LIABILITY

At 30 June 2021, the Group has contingent liabilities in respect of bank and other guarantees of Rs 1,670,000 (30 June 2020: Rs 1,810,000).

A plaint with summons was served on the company by Metropolis Bramser Lab Services (Mtius) Ltd ("Metropolis") claiming compensation amounting to **Rs 150M** (30 June 2020: Rs 150M) for damages suffered as a result of inter alia an alleged wrongful termination of the contract between the company and Metropolis. The company is strongly disputing this claim and the case has been fixed for trial on 12 & 14 January 2022. Based on the legal advice obtained, management and the board have reasonable grounds to expect that no material financial impact will arise for the company.

There are also some legal cases regarding medical negligence against the Company for which judgement are yet to be delivered. The aggregate claims from plaintiffs for these legal cases amounts to **Rs 492M** (30 June 2020: Rs 130M).

27

FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's principal liabilities comprise of overdrafts, bank loans, finance leases and trade payables and other payables. The main purpose of these financial liabilities is to raise finance for the Group's operations. The Group has trade and other receivables and cash and deposits that are derived directly from its operations.

The Group is exposed to market risk, credit risk and liquidity risk. The Board of Directors reviews and agrees policies for managing each of these risks which are summarised below.

Financial assets and liabilities which are accounted for at amortised cost, except for bank loans, approximates their fair values due to short term nature. Bank loans' carrying amount approximates fair value due to the interest rate being variable and market related.

(i) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risks comprise three types of risk: interest rate risk, foreign exchange risk and other price risk, such as equity risk.

27. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

(ii) Interest rate risk

The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's long-term debt obligations with floating interest rates. The Group manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings.

The following table demonstrates the sensitivity to a reasonably possible change in interest rates, with all other variables held constant, of the Group's loss before taxation (through the impact of variable rate borrowing) and on equity. There is no tax impact on equity.

	Increase/(decrease) basis points	Increase/(decrease) on profit before tax
The Group		**Rs**
30 June 2021		
Interest-bearing loans and borrowings	+50	**(1,772,309)**
	-50	**1,772,309**
30 June 2020		
Interest-bearing loans and borrowings	+50	(2,076,683)
	-50	2,076,683
The Company		
30 June 2021		
Interest-bearing loans and borrowings	+50	**(1,772,309)**
	-50	**1,772,309**
30 June 2020		
Interest-bearing loans and borrowings	+50	(2,076,683)
	-50	2,076,683

(iii) Foreign exchange risk

The Group has transactions mainly in Mauritian Rupee. All financial assets and liabilities are in Rupee except for cash balance of **Rs 20,686** denominated in USD (2020: Rs 273,905) and **Rs 472,947** denominated in EUR (2020: Rs 753,807). Consequently, the Group's exposure to the risk that foreign exchange rate to Mauritian Rupee increases by 5%, assuming all other variable held constant,will have an effect of **Rs 24,682** on profit before tax (2020: Rs 51,386). An equal and opposite effect will occur with a 5% decrease. No foreign exchange impact has been performed as the amount will be immaterial.

(iv) Credit risk

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group's credit risk is primarily attributable to its trade receivables. The amounts presented in the statement of financial position are net of allowances for credit losses, estimated by the Group's management based on prior experience and the current economic environment. The Group has a dedicated debtors recovery team that monitors its debtors balances. Where applicable, the Group takes necessary legal actions in order to recover its balances from the debtors. The Group has no significant concentration of credit risk, with exposure spread over a number of counterparties.

27. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

With respect to credit risk arising from deposit and cash at bank, investment is made only with reputable financial institutions. The credit quality of the financial assets can be assessed by the historical information about the financial strengths of the financial institutions that the Group and the Company is dealing with. In the opinion of the directors, there is no associated risks as these are the reputable institutions in the industry. The Group's maximum exposure is the carrying amount of the financial assets as presented on the statement of financial position. As for financial guarantee, the maximum exposure is noted in note 27 (v). The Group and the Company held significant bank balances with Mauritian financial institutions whose economy is rated by an independent agency namely Moody's Investor Service. Its latest credit ratings were:

Rating Agencies	Rating	Outlook
Moody's Investor Centre	Baa	Stable

(v) Liquidity risk

The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts, bank loans and finance leases.

The table below summarises the maturity profile of the Group and the Company's financial liabilities based on contractual undiscounted payment.

	< 3 months	3 to 12 months	>1 yr < 5 yrs	> 5 yrs	Total
GROUP	**Rs**	**Rs**	**Rs**	**Rs**	**Rs**
30 June 2021					
Trade and other payables	**619,213,307**	**-**	**13,830,000**	**-**	**633,043,307**
Interest-bearing loans and borrowings	**23,827,381**	**50,761,718**	**271,067,692**	**34,122,952**	**379,779,743**
Lease Liabilities	**14,353,695**	**43,061,086**	**267,769,081**	**2,060,869,565**	**2,386,053,427**
Contigencies & Commitments	**-**	**19,600,000**	**-**	**1,670,000**	**21,270,000**
	657,394,383	**113,422,804**	**552,666,773**	**2,096,662,517**	**3,420,146,477**
30 June 2020					
Trade and other payables	436,249,248	-	-	-	436,249,248
Interest-bearing loans and borrowings	17,600,786	50,761,718	270,983,060	151,973,203	491,318,767
Lease Liabilities	7,086,541	62,509,622	313,315,346	2,430,000,000	2,812,911,509
Contigencies & Commitments	-	19,600,000	-	1,810,000	21,410,000
Other payables	-	20,000,000	-	-	20,000,000
	460,936,575	152,871,340	584,298,406	2,583,783,203	3,781,889,524
COMPANY					
30 June 2021					
Trade and other payables	**618,868,855**	**-**	**13,830,000**	**-**	**632,698,855**
Interest-bearing loans and borrowings	**23,827,381**	**50,761,718**	**271,067,692**	**34,122,952**	**379,779,743**
Lease Liabilities	**14,353,695**	**43,061,086**	**267,769,081**	**2,060,869,565**	**2,386,053,427**
Contigencies & Commitments	**-**	**19,600,000**	**-**	**1,670,000**	**21,270,000**
	657,049,931	**113,422,804**	**552,666,773**	**2,096,662,517**	**3,419,802,025**
30 June 2020					
Trade and other payables	430,726,111	-	-	-	430,726,111
Lease Liabilities	7,086,541	62,509,622	313,315,346	2,430,000,000	2,812,911,509
Interest-bearing loans and borrowings	17,600,786	50,761,718	270,983,060	151,973,203	491,318,767
Contigencies & Commitments	-	19,600,000	-	1,810,000	21,410,000
Other payables	-	20,000,000	-	-	20,000,000
	455,413,438	152,871,340	584,298,406	2,583,783,203	3,776,366,387

27. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

(vi) Fair values

Except where stated elsewhere, the fair values for both financial and non-financial assets and liabilities approximate their carrying values.

(vii) Capital Management

The primary objective of the Group, when managing capital is to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an adequate return to shareholders by pricing products and services commensurately with the level of risk.

The Group manages its capital structure and makes adjustments to it, in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders or sell assets to reduce debt.

The Group includes within net debt, interest bearing loans and borrowings, less cash and cash equivalents. Total capital is calculated as "equity" as shown in the statement of financial position. The group's strategy was to achieve a gearing ratio of 50% for the year ended 30 June 2021 (2020: 60%). The gearing ratios at 30 June 2021 and 2020 were as follows:

	THE GROUP		THE COMPANY	
	2021	2020	**2021**	2020
	Rs'000	Rs'000	**Rs'000**	Rs'000
Debt (Note 12)	**354,461,884**	415,336,625	**354,461,884**	415,336,625
Cash in hand and at bank (Note 9)	**(241,758,356)**	(157,315,875)	**(240,556,882)**	(147,357,717)
Net debt	**112,703,528**	258,020,750	**113,905,002**	267,978,908
Equity	**825,196,204**	802,551,550	**830,143,813**	803,159,622
Total capital plus debt	**937,899,732**	1,060,572,300	**944,048,815**	1,071,138,530
Gearing ratio	**12%**	24%	**12%**	25%

28 SEGMENT INFORMATION

30 June 2021	**Cafeteria**	**Healthcare**	**Total**
	Rs	**Rs**	**Rs**
Revenue	**23,004,157**	**2,495,839,190**	**2,518,843,347**
Operating profit/(loss)	**6,546,777**	**328,824,152**	**335,370,929**
Finance income	**-**	**4,271,632**	**4,271,632**
Finance cost	**(16)**	**(62,233,731)**	**(62,233,747)**
Segment assets			
Total assets	**8,896,781**	**2,812,077,508**	**2,820,974,289**
Segment liabilities			
Total liabilities	**5,915,997**	**1,989,862,088**	**1,995,778,085**
Other segment items			
Capital expenditure	**-**	**181,162,328**	**181,162,328**
Depreciation	**(450,366)**	**(88,933,860)**	**(89,384,226)**

28. SEGMENT INFORMATION (CONTINUED)

	Cafeteria	Healthcare	Total
	Rs	Rs	Rs
30 June 2020			
Revenue	13,959,396	1,978,143,443	1,992,102,839
Operating profit/(loss)	1,692,622	114,023,709	115,716,331
Finance income	-	5,180,978	5,180,978
Finance cost	-	(78,798,267)	(78,798,267)
Segment assets			
Total assets	16,757,407	2,521,890,677	2,538,648,084
Segment liabilities			
Total liabilities	17,083,264	1,719,013,270	1,736,096,534
Other segment items			
Capital expenditure	-	85,632,877	85,632,877
Depreciation	(57,000)	(86,886,467)	(86,943,467)

The Group has determined its operating segments based on reports reviewed by the Chief Operating officer that are used to make strategic decisions. An operating segment is a distinguishable component of an entity that is engaged in providing an individual product or service or a group of related products or services and that is subject to risks and returns that are different from those of other operating segments. Management monitors segment performance mainly on the revenue generated per segment. The Group has identified the following operating segments:-

(i) Cafeteria sales
(ii) Healthcare services

Cafeteria sales relate to revenue generated by the subsidiaries, Le Café du Volcan & Reinette Facilities Management Ltd. It represents the only difference between Group and Company's segment.

Segment assets consist primarily of property, plant and equipment, inventories, trade and receivables and prepayments and include cash and cash equivalents. All non current assets are located in the country of domicile.

Segment liabilities comprise operating liabilities and include items such as taxation. Capital expenditure comprises additions to property, plant and equipment.

All revenues from external customers are attributable to the country of domicile. There is no single customer who generates more than 10% of the revenues of the Group and the Company. There is no foreign revenue.

29 Leases

The group leases the Wellkin Hospital and various motor vehicles. The contract duration ranges from 5 years for the vehicles and 50 years for the land and building of the hospital. Until year 2018, the leases were treated as operating leases and as from July 2019, the leases for hospital building & motor vehicles are recognised as right-of-use assets and a corresponding liability at the date at which the leased asset is available for use. The discount rate used is **5.352%** to 7.631%.

In October 2020, further to an amendment in the Finance Act, Healthcare services has been classified from exempt to zero-rated for VAT purposes. Consequently, Healthcare service providers are now eligible to claim input VAT on purchase of goods and services which was not previously the case. As a result, the VAT element on the monthly rental for the hospital building can now be claimed from the Mauritius Revenue Authority. The monthly cost to C-Care has decreased from Rs 5M to **Rs 4.3M** this change triggered a lease modification and hence a reassessment of the discount rate. The impact on the lease recognised on the building is as follows:

(i) Right of use assets	**Rs**
Balance at the start of the year	715,395,805
Additions in the year	12,603,210
Remeasurement of right of use asset	129,826,002
Depreciation expense	(21,871,063)
Balance at end of the year	**835,953,954**
(ii) Lease liability	
Balance at the start of the year	784,191,012
Additions in the year	12,603,210
Remeasurement of right of use asset	129,826,002
Repayment in the year	(78,275,484)
Interest expense	51,694,035
Balance at end of the year	**900,038,775**

At the end of the reporting period, all leases were recognised as right of use except those which are short term.

(i) Amount recognised in the balance sheet

The balance sheet shows the following amounts relating to leases.

29. LEASES (CONTINUED)

	THE GROUP AND COMPANY	
	2021	2020
	Rs	Rs
Right of use assets		
Buidings	**834,015,218**	713,488,382
Vehicles	**1,938,736**	1,907,423
	835,953,954	715,395,805
Lease Liabilities		
Current	**9,174,163**	9,666,650
Non-Current	**890,864,612**	774,524,362
	900,038,775	784,191,012
(ii) Amount recognised in statement of profit or loss		
Buidings	**21,008,441**	15,343,837
Vehicles	**862,622**	862,622
	21,871,063	16,206,459
Interest expense in finance costs	**51,694,035**	58,572,189

The total cash flow for leases for the year ended 30 June 2021 was Rs 97,633,333 (2020: Rs40,846,162).

The lease liabilities are repayable as follows:

2021	**THE GROUP AND COMPANY**		
Repayable in	**Land & Building**	**Vehicle**	**Total**
Not later than 1 year	**8,437,976**	**736,187**	**9,174,163**
Later than 1 year and not later than 2 years	**8,733,700**	**1,202,549**	**9,936,249**
Later than 2 years and not later than 3 years	**6,388,301**	**-**	**6,388,301**
Later than 3 years and not later than 5 years	**11,808,035**	**-**	**11,808,035**
Later than 5 years	**862,732,027**	**-**	**862,732,027**
Total	**898,100,039**	**1,938,736**	**900,038,775**
2020			
Repayable in			
Not later than 1 year	8,979,070	687,581	9,666,651
Later than 1 year and not later than 2 years	12,954,783	736,187	13,690,970
Later than 2 years and not later than 3 years	2,105,189	1,202,549	3,307,738
Later than 3 years and not later than 5 years	4,722,688	-	4,722,688
Later than 5 years	752,802,965	-	752,802,965
Total	781,564,695	2,626,317	784,191,012

30 EVENTS AFTER THE REPORTING DATE

(a) On 14 July 2021, the board of directors of the C-Care (Mauritius) Ltd paid a final dividend of Rs 0.27 per share for the financial year ended 30 June 2021 (2020: Rs 0.20). The total dividend paid amounts to Rs 153,884,022.

(b) On 25 June 2021, the shareholders have approved the issue of up to a maximum of 500 Redeemable Preference share at an issue price of Rs 100,000 per Redeemable Preference Share, by way of private placement. The Redeemable Preference Shares would not be listed on the Stock Exchange of Mauritius Ltd.

There were no other events after the reporting date which require disclosures in or amendments to these financial statements.

NOTICE OF ANNUAL MEETING TO SHAREHOLDERS

Notice is hereby given that the Annual Meeting of the shareholders ("the Meeting") of C-Care (Mauritius) Ltd ("the Company") will be held on **15 December 2021 at 10.00 hours** at the Registered Office of the Company, 5th Floor, Ebène Skies, rue de l'Institut, Ebène to transact the following business:

1. To receive, consider and approve the Group's and the Company's Financial Statements for the financial year ended 30 June 2021, including the Annual Report and the Auditors' Report, in accordance with section 115(4) of the Companies Act 2001.

2. To re-elect, as Directors of the Company and by way of separate resolutions, to hold office until the next Annual Meeting, the following persons who offer themselves for re-election:

   2.1 Mrs. Hélène Echevin
   2.2 Mr. Guillaume Dalais
   2.3 Mr. Yougendranath Kissoondary
   2.4 Mr. Deonanan Makoond
   2.5 Mr. Sylvain Pascal
   2.6 Mr. Sukhmeet Singh Sandhu
   2.7 Mrs. Christine Sauzier
   2.8 Mr. Michel Thomas
   2.9 Mr. Jérôme Vidal

3. To take note of the automatic re-appointment of PricewaterhouseCoopers Ltd as auditor of the Company for the financial year ending 30 June 2022, in accordance with section 200 of the Companies Act 2001, and to authorise the Board of Directors of the Company to fix their remuneration.

4. To ratify the remuneration paid to the auditor for the financial year ended 30 June 2021.

By Order of the Board

Reshma Curpen, ACIS
For and on behalf of
CIEL Corporate Services Ltd
Company Secretary

Dated this: 22 October 2021

Notes:

A. A shareholder of the Company entitled to attend and vote at the Meeting may appoint a proxy, whether a member or not, to attend and vote in his/ her stead. A proxy need not be a shareholder of the Company.

B. Proxy forms should be deposited at the Share Registry and Transfer Office of the Company, MCB Registry & Securities Limited, Ground Floor, Raymond Lamusse Building, 9-11, Sir William Newton Street, Port-Louis, not less than twenty-four (24) hours before the Meeting, and in default, the instrument of proxy shall not be treated as valid.

C. A proxy form is included in the annual report and is also available at the Registered Office of the Company, 5th Floor, Ebène Skies, rue de l'Institut, Ebène.

D. For the purpose of this Annual Meeting, the Directors have resolved, in compliance with section 120(3) of the Companies Act 2001, that the shareholders who are entitled to receive notice and vote at the Meeting, shall be those shareholders whose names are registered in the share register of the Company as at 16 November 2021.

E. The minutes of proceedings of the Annual Meeting of the shareholders held on 15 December 2020 are available for consultation by the shareholders of the Company during normal trading office hours at the Registered Office of the Company.

F. The profiles and categories of the Directors proposed for appointment and re-election are available under the Corporate Governance section of the annual report.

G. For those shareholders who wish to attend the Meeting in person, please be reminded that strict sanitary measures will be applicable with the wearing of masks being compulsory at all times. One-meter social distancing shall be maintained and temperature screening will be done at the reception before accessing the lift/the building in an effort to keep all our guests safe.

PROXY FORM

I/We ....

of ....

being shareholder(s) of C-Care (Mauritius) Ltd ("the Company") do hereby appoint ....

....

of ....

or, failing him/her ....

of ....

or, failing him/her, the Chairman of the Meeting as my/our proxy to represent me/us and vote for me/us and on my/our behalf at the Annual Meeting of the shareholders of the Company ("the Meeting") to be held on 15 December 2021 at 10.00 hours at the Registered Office of the Company, 5th Floor, Ebène Skies, rue de l'Institut, Ebène and at any adjournment thereof.

I/We direct my/our proxy to vote in the following manner (Please vote with a tick).

	RESOLUTIONS	FOR	AGAINST
1.	To receive, consider and approve the Group's and the Company's Financial Statements for the financial year ended 30 June 2021, including the Annual Report and the Auditors' Report, in accordance with section 115(4) of the Companies Act 2001.		
2.	To re-elect, as Directors of the Company and by way of separate resolutions, to hold office until the next Annual Meeting, the following persons who offer themselves for re-election:		
2.1	Mrs. Hélène Echevin		
2.2	Mr. Guillaume Dalais		
2.3	Mr. Yougendranath Kissoondary		
2.4	Mr. Deonanan Makoond		
2.5	Mr. Sylvain Pascal		
2.6	Mr. Sukhmeet Singh Sandhu		
2.7	Mrs. Christine Sauzier		
2.8	Mr. Michel Thomas		
2.9	Mr. Jérôme Vidal		
3.	To take note of the automatic re-appointment of PricewaterhouseCoopers Ltd as auditor of the Company for the financial year ending 30 June 2022, in accordance with section 200 of the Companies Act 2001 and to authorise the Board of Directors of the Company to fix their remuneration.		
4.	To ratify the remuneration paid to the auditor for the financial year ended 30 June 2021.		

Signed this .... day of .... 2021.

Signature/s ....

Notes:

A. Any shareholder of the Company entitled to attend and vote at the Meeting, may appoint a proxy, whether a member or not, to attend and vote in his/her stead. A proxy need not be a shareholder of the Company.
B. If the instrument appointing the proxy is returned without an indication as to how the proxy shall vote on any particular resolution, the proxy will exercise his/her discretion as to whether, and, if so, how he/she votes.
C. The duly signed Proxy form shall be deposited at the Share Registry and Transfer Office of the Company, MCB Registry & Securities Limited, Ground Floor, Raymond Lamusse Building, 9-11, Sir William Newton Street, Port-Louis not less than twenty-four (24) hours before the Meeting, and in default, the instrument of proxy shall not be treated as valid.

APPLICATION FOR ELECTRONIC COMMUNICATION

Should you wish to receive by e-mail, future notice of shareholders' meetings, annual reports, accounts, credit advice and any other documents made available to you in your capacity as shareholder of C-Care (Mauritius) Ltd, thank you for filling the below section and return to:

C-Care (Mauritius) Ltd
C/o MCB Registry & Securities Ltd
Ground Floor, Raymond Lamusse Building,
9-11, Sir William Newton Street,
Port-Louis

Dear Sir/Madam,

Re: Authorisation to receive electronic communications

I/We,

....

Name of shareholder (primary shareholder in case of joint holding)

National Identity Card Number/Passport Number (for individuals)

Business Registration Number (for corporate bodies)

agree to receive by e-mail, notice of shareholders' meetings, annual reports, accounts, credit advice and other shareholder documents made available to me/us in my/our capacity as shareholder of C-Care (Mauritius) Ltd ("C-Care") and also agree to receive notification that documents such as annual reports and circulars have been posted on C-Care's website for consultation. I/we also agree to abide to the Terms and Conditions defined below.

Email address

Yours faithfully,

Name of signatory ....

Signature/s.. Contact number: .... Date: ....

Terms and Conditions:

- Upon approval of my/our request, issuance of paper notice of meetings, annual reports, accounts, credit advice and other shareholder documents shall be discontinued. However, in particular circumstances, I/we understand that C-Care reserves the right to send documents or other information to the shareholders in hard copy rather than by e-mail.
- C-Care cannot be held responsible for any failure in transmission beyond its control any more than it can for postal failures.
- My/our instruction will also apply to any shares that I/we may hold jointly.
- In case of joint holders, the person named first in the share register will be eligible to fill in and sign this document.
- In case of companies, the person/s authorised will be eligible to fill in and sign this document, and, as a corporate shareholder, we shall ensure that the e-mail address provided shall easily be read by/accessible to employees responsible for our shareholding in C-Care and that any de-activation of the said e-mail address will be notified promptly to C-Care, C/o MCB Registry & Securities Ltd, Ground Floor, Raymond Lamusse Building, 9-11, Sir William Newton Street, Port-Louis.
- I/We shall be responsible for updating the designated e-mail address details, as and when necessary, to C-Care, C/o MCB Registry & Securities Ltd, Ground Floor, Raymond Lamusse Building, 9-11, Sir William Newton Street, Port-Louis.
- I/We further undertake to hold C-Care and/or its agents harmless in the execution of my/our present instructions and not to enter any action against the aforesaid parties and hereby irrevocably renounce to any rights I/We might have accordingly.
- The present authorisation shall remain valid until written revocation by me/us is sent to C-Care, C/o MCB Registry & Securities Ltd, Ground Floor, Raymond Lamusse Building, 9-11, Sir William Newton Street, Port-Louis.
- This instruction supersedes any previous instruction given to C-Care regarding the dispatch of the documents mentioned above.

Care (Mauritius) Ltd
5th Floor, Ebène Skies, Rue de l'Institut, Ebène, Mauritius
BRN No: C07002054
www.c-care.mu