



**SEMARIS**  
Property Development

**Annual Meeting for the  
financial period ended  
30 June 2020**

**18 August 2021**



# Agenda

1. To consider the Annual Report for the year ended 30 June 2020.
2. To receive the report of the auditors of the Company.
3. To consider and approve the audited financial statements of the Company for the year ended 30 June 2020.

## Ordinary Resolution

“Resolved that the audited financial statements of the Company for the year ended 30 June 2020 be hereby approved.”

4. To elect Mr Marie Joseph Jean-Pierre Montocchio who retires by rotation in accordance with Section 25.9.3 of the Company’s Constitution and, being re-eligible, offers himself for re-election.

## Ordinary Resolution

“Resolved that Mr Marie Joseph Jean-Pierre Montocchio be hereby re-elected as Director of the Company in accordance with Section 25.9.3 of the Company’s Constitution.”

# Agenda

5. To re-appoint Mr Jean-Noël Wong Wan Khin, who has been appointed by the Board, as Director of the Company in accordance with Section 25.4.1 of the Company's Constitution.

## Ordinary Resolution

"Resolved that Mr Jean-Noël Wong Wan Khin be hereby re-appointed as Director of the Company in accordance with Section 25.4.1 of the Company's Constitution."

6. To take note of the automatic reappointment of BDO & Co. as auditors under Section 200 of The Companies Act 2001 and to authorise the Board to fix their remuneration.

## Ordinary Resolution

"Resolved that the Board of Directors be authorised to fix the remuneration of BDO & Co. who are being automatically appointed as auditors of the Company under Section 200 of The Companies Act 2001."

# MD's Report

1. Main salient points during financial period ended 30 June 2020
2. Audited Financial Statements for the financial period ended 30 June 2020
3. Projects update - August 2021

# Main salient points FY2020

## PRE COVID SITUATION

### **Mauritius – Les Salines :**

#### *PDS*

- MOU with Safran Landcorp for the joint development of the project with a Rs 500m equity injection from their side planned for the end of the financial period.
- EIA obtained in November 2019 and commercial launch forecasted for early 2021.
- Appeal against our EIA made by an association in December 2019.

#### *IHS*

- Commercial launch of 56 IHS units within the new upcoming Beachcomber Les Salines Resort expected for mid 2020.

### **Seychelles – Praslin**

- Active search of a financial partner to invest in the hospitality component.

### **Morocco – Domaine Palm Marrakech**

- Delivery of the seven last villas of phase 1 in progress and expected prior to the end of the financial period.
- Commercialisation of phase 2 Fairmont Branded Residences.
- Review of commercial network/partners with focus on core French and Middle East markets.
- Finalisation of the sale of four plots on Atlas zone.
- Improvement of our Golf course quality.
- Obtention of new Quitus from the Government, necessary for the sale of additional villas.

# Main salient points FY2020

## COVID IMPACT

### **Mauritius – Les Salines :**

#### *PDS:*

- Delay in the expected launch of our PDS project and in the injection of Rs500M equity from our partners Safran Landcorp.

#### *IHS*

- Beachcomber Les Salines Resort project on hold.

### **Seychelles – Praslin**

- Difficulty in finding a financial partner to invest in the hospitality component of the project.

### **Morocco – Domaine Palm Marrakech**

- Delay in the delivery of the seven last villas of phase 1.
- Commercial actions relating to phase 2 Fairmont Branded Residences put on hold with our commercial partners in France and the Middle East.
- Delay in the sale of the four plots on Atlas zone.

# MD's Report

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## GROUP ABRIDGED STATEMENT OF PROFIT OR LOSS

<b>Revenue</b>	
Operating expenses	
Staff costs	
Operating income	
<b>Loss from operating activities</b>	
Finance costs	
Finance revenue	
Finance costs on ROU	
Depreciation and amortisation	
Fair value loss on investment properties	
Gain on disposal of fixed assets	
Net impairment losses on financial assets	
Impairment losses	
Excess of fair value of net assets over consideration price	
<b>(Loss)/ profit before tax</b>	
Income tax	
<b>(Loss)/ profit for the period/ year</b>	
Basic (loss)/ earnings per share (Rs.)	

SEMARIS GROUP	
AUDITED	PRIOR YEAR
9 Months period ended 30 June 2020 Rs.'000	Year ended September 30 2019 Rs.'000
176,543	-
(210,617)	(17,810)
(30,416)	(110)
54,043	-
(10,448)	(17,920)
(81,568)	(7,351)
295	-
(6,497)	-
(24,308)	-
(205,353)	-
6	-
(552)	-
(457,003)	-
-	127,530
(785,428)	102,176
2,195	-
(783,233)	102,176
(1.38)	0.19

### Comments:

- No operations launched in Mauritius and Seychelles yet.
- 4 villas delivered in Marrakech and recognised in the P&L.
- Margins not sufficient to cover group's operational costs.
- Employees have taken voluntary salary reductions from May to December 2020.
- Negotiations with suppliers have resulted in further credit extension and repayment plans.
- Recurring finance costs mainly due to the amounts due to SBM and NMH with regards to the purchase of land at Les Salines in Mauritius.
- Fair value loss upon revaluation of investment properties in Morocco due to the Covid context.
- Noncash impairment on the value of our Golf course in Morocco due to a change in accounting policy and revised cash flow projections due to the Covid context.



GROUP CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

As at Oct 01, 2018

Issue of share

Share distribution

Profit during the year

Other comprehensive income

As at Sep 30, 2019

As at Oct 01, 2019

Profit during the year

Other comprehensive income

As at 31 JUNE 2020

	SHARE CAPITAL	RETAINED EARNINGS	FOREIGN CURRENCY RESERVE	TOTAL EQUITY
	MUR	MUR	MUR	MUR
As at Oct 01, 2018	1	(1,244)		(1,243)
Issue of share				-
Share distribution	3,594,999			3,594,999
Profit during the year		102,176		102,176
Other comprehensive income			(878)	(878)
As at Sep 30, 2019	<u>3,595,000</u>	<u>100,932</u>	<u>(878)</u>	<u>3,695,054</u>
As at Oct 01, 2019	3,595,000	100,932	(878)	3,695,054
Profit during the year	-	(783,233)	-	(783,233)
Other comprehensive income	-	-	254,127	254,127
As at 31 JUNE 2020	<u>3,595,000</u>	<u>(682,301)</u>	<u>253,249</u>	<u>3,165,949</u>

NAV and Share Price	Sep-19	Jun-20
Nb of Shares (million)	548	548
NAV (Rs M)	3,695	3,165
NAV/Share (Rs)	6.74	5.78
Listing Price/Share (Rs)	4.25	

Market Price/Share (Rs) as at 17.08.2021	0.97
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## GROUP ABRIDGED STATEMENT OF FINANCIAL POSITION

### ASSETS

#### Non-current assets

Property and equipment	452,607	800,088
Right of use asset	538,966	-
Investment in subsidiaries	-	-
Investment properties	756,718	883,412
Intangible assets	1,442	447,856
Deferred tax assets	3,029	-
Financial assets at amortised costs	332,634	-

#### Current assets

Inventories	3,771,080	3,603,525
Trade and other receivables	386,359	400,259
Financial assets at amortised costs	61,608	419,421
Prepayments	20,555	31,803
Cash in hand and at banks	159,591	131,541

### TOTAL ASSETS

### EQUITY AND LIABILITIES

Shareholders' interests	3,165,949	3,695,054
Non-current liabilities excl finance lease	2,168,250	2,191,404
Finance lease	100,309	2,310
Current liabilities	1,050,083	829,137
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>6,484,591</b>	<b>6,717,905</b>

SEMARIS GROUP	
AUDITED	PRIOR YEAR
30 JUNE 2020	30 SEPTEMBER 2019
Rs.'000	Rs.'000
	Restated
452,607	800,088
538,966	-
-	-
756,718	883,412
1,442	447,856
3,029	-
332,634	-
2,085,397	2,131,356
3,771,080	3,603,525
386,359	400,259
61,608	419,421
20,555	31,803
159,591	131,541
4,399,194	4,586,549
6,484,591	6,717,905

### Main Variances:

#### Non Current Assets

- Impairment of Golf Course at DPM
- Following adoption of IFRS 16, reclassification of Leasehold rights on Praslin and recognition of leasehold rights for Golf Course land in Morocco
- Fair value loss on Investment properties
- Reclassification of financial asset from Current to Non Current assets

#### Current Liabilities

- Delay in payments of suppliers in Morocco due to Covid context

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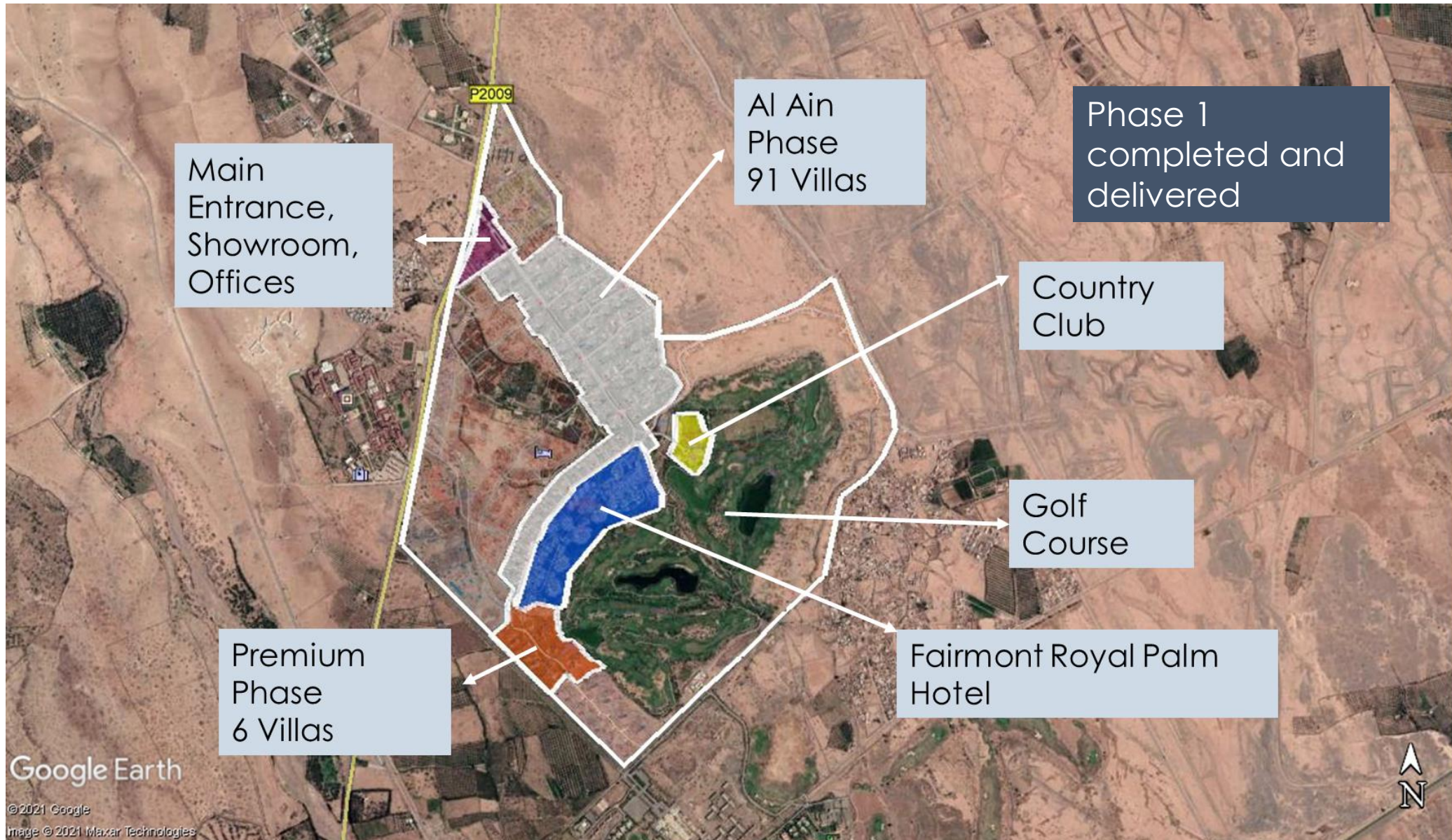


# Domaine Palm Marrakech



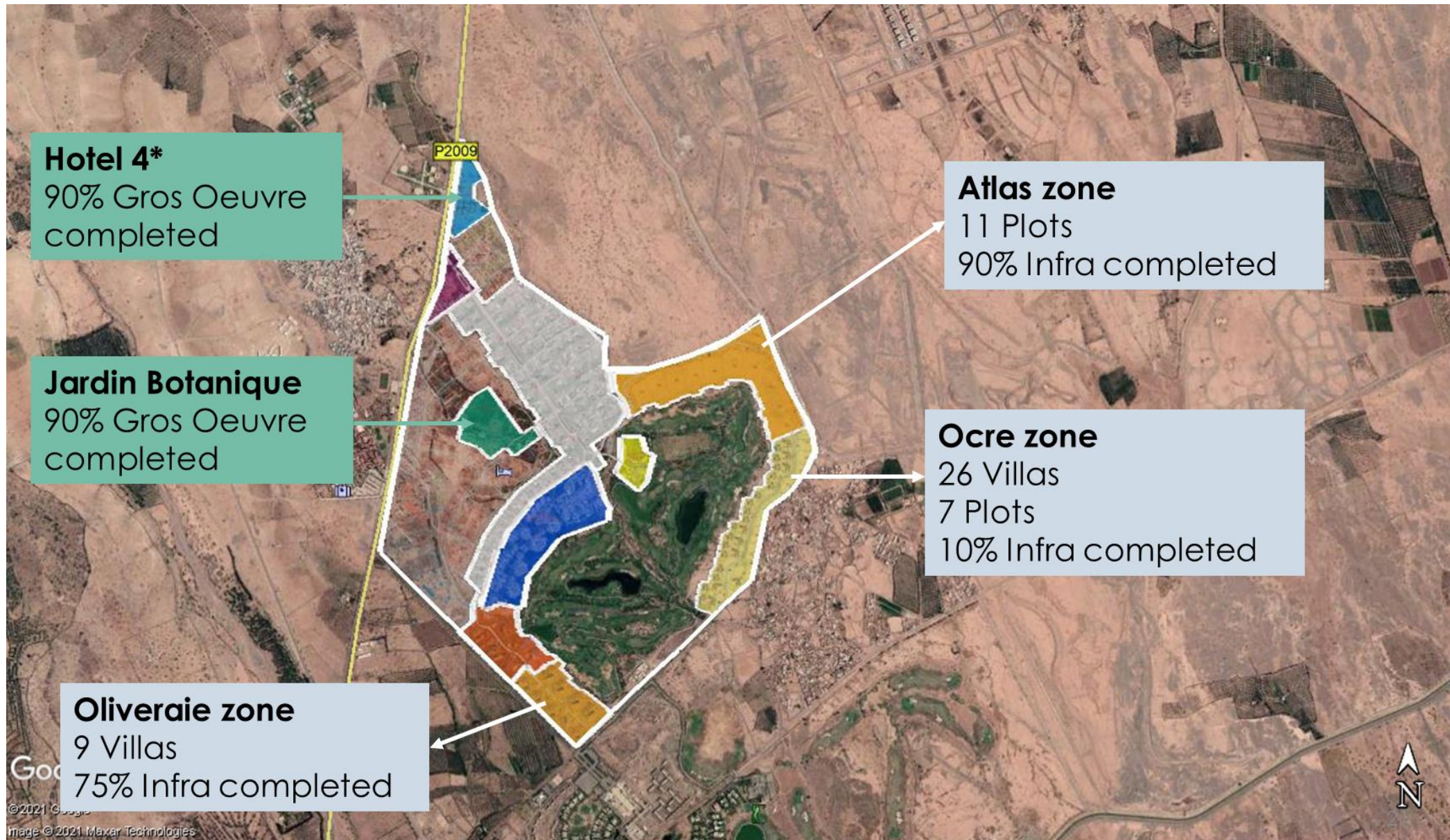


# Domaine Palm Marrakech – Phase 1





# Domaine Palm Marrakech – Phase 2





# Domaine Palm Marrakech – Phase 2

## ATLAS ZONE

FAIRMONT ESTATE  
11 SERVICED PLOTS

Average plot price  
MAD 20M (Rs 80M)

Legend:

DOS Signed

*Contrat de  
Réservation Signed*

Final negotiations in  
progress

Strong Lead





# Domaine Palm Marrakech – Phase 2



## OLIVERAIE ZONE

### FAIRMONT RESIDENCE 9 VILLAS

Average villa price  
MAD 20M (Rs 80M)

Legend:

VEFA Signed

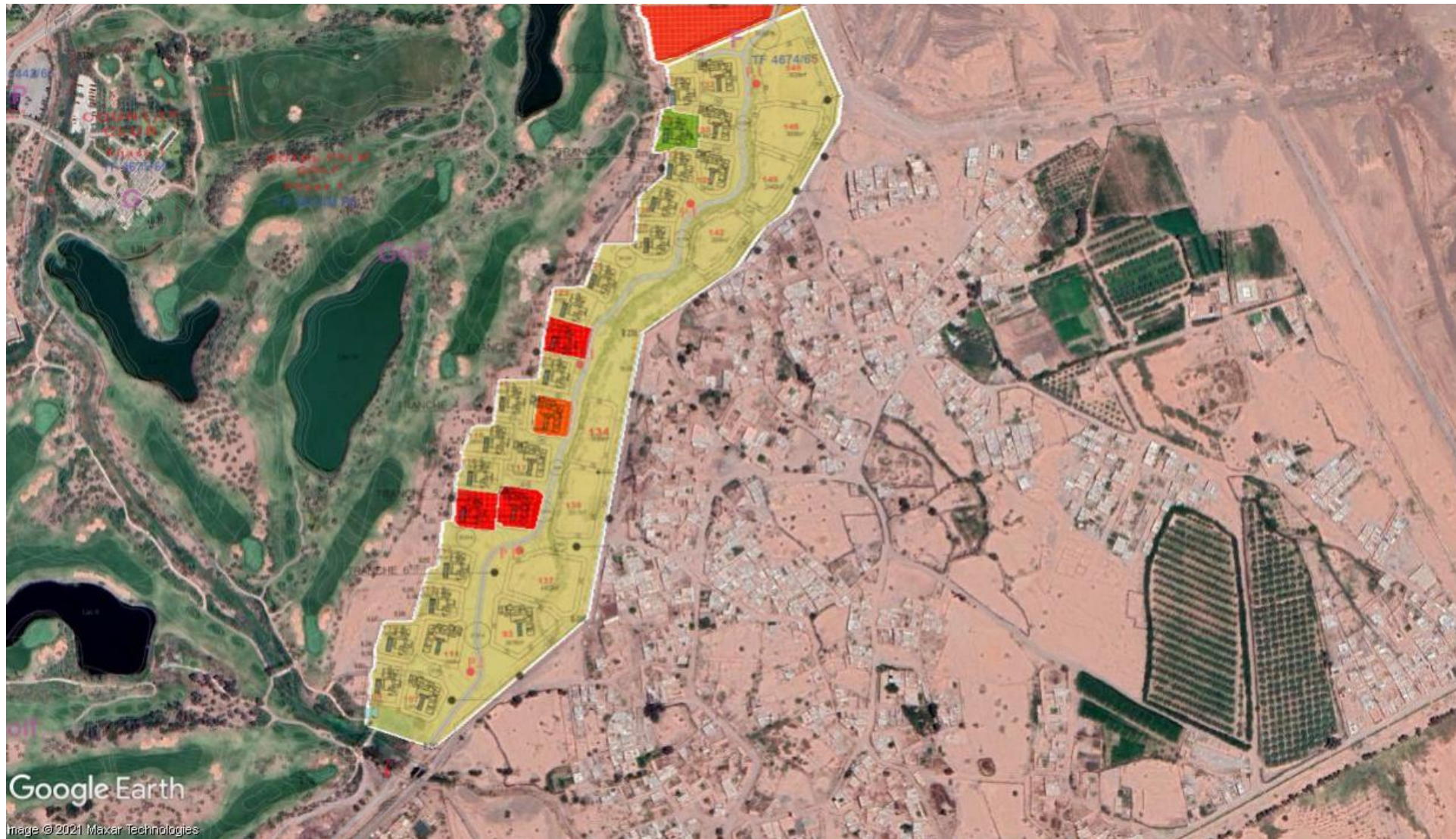
*Contrat de  
Réservation Signed*

Final negotiations in  
progress

Strong Lead



# Domaine Palm Marrakech – Phase 2



## OCRE ZONE

FAIRMONT RESIDENCE  
26 VILLAS

Average villa price  
MAD 10M (Rs 40M)

Legend:

VEFA Signed

*Contrat de  
Réservation Signed*

Final negotiations in  
progress

Strong Lead

\*Major infrastructure works not yet started in this zone



# Les Salines





# Les Salines PDS

1. We are keeping our existing PDS project for which we have an EIA and reviewing its positioning around **sustainability**.
2. We have formally ended our collaboration with Safran Landcorp.
3. We are designing a new smaller **Eco Conscious villa** of approximately 275m<sup>2</sup> to reduce the average price of the project from EUR 2M per villa to around EUR 1.2M per villa.
4. We intend to provide for 25% of the plots (55 units) to be sold as serviced plots at approximately Rs 50m/A.
5. We are renegotiating with the SBM and NMH for repayment terms and conditions.
6. We target to launch the project by the end of 2021 at latest.
7. Our Key selling point will be:

**'Become the owner of a unique eco-conscious villa on a large plot of over 2,000m<sup>2</sup> in an exclusive 150-hectare villa-only golf estate located in the famous Black River region and offering spectacular views of the Black River & Le Morne lagoons for EUR 1.2M'**

# Les Salines PDS





# Praslin



1. Discussions in progress with a potential partner.
2. Negotiations ongoing with the new Government with regards to the timing of our development.
3. Request made for an additional number of rooms for the hospitality component to make it more financially viable and in discussions with the Seychelles authorities.
4. Delay in project implementation has no impact on cashflow for our Group, but an impact on our P&L.

# Questions and Answers