

**Dolphin Offshore Enterprises (Mauritius) Private
Limited**

FINANCIAL STATEMENTS - YEAR ENDED

31 MARCH 2024

Dolphin Offshore Enterprises (Mauritius) Private Limited

FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2024

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CORPORATE DATA FOR THE YEAR ENDED 31 MARCH 2024

		Date of appointment	Date of resignation
DIRECTORS	: Harendra Mehta	31-Jan-23	
	Jagdish Suthar	31-Jan-23	
	Navpreet Singh	22-Jan-01	31-Jan-23
	Satpal Singh	22-Jan-01	31-Jan-23
	Dharam Prakash Tauckoor	31-Jan-23	23-Feb-24
	Kirpal Singh	06-May-14	31-Jan-23
	Bhoomija Juwahar	31-Jan-23	23-Feb-24
	Naziah Aulsoor	09-Feb-24	
Indranathsingh Seewocuttun	09-Feb-24		
ADMINISTRATOR AND SECRETARY	: (As from 09 February 2024) C/o Amicorp (Mauritius) Limited 6th Floor, Tower 1 Nexeracom Building, Ebene 72201 Republic of Mauritius		
	(up to 08 February 2024) Remesis Financial Services Ltd 2nd Floor, Suite 122, Harbour Front Building President John Kennedy Street, Port Louis, Mauritius		
REGISTERED OFFICE	: (As from 09 February 2024) C/o Amicorp (Mauritius) Limited 6th Floor, Tower 1 Nexeracom Building, Ebene 72201 Republic of Mauritius		
	(up to 08 February 2024) Remesis Financial Services Ltd 2nd Floor, Suite 122, Harbour Front Building President John Kennedy Street, Port Louis, Mauritius		
BANKS	: SBI International (Mauritius) Ltd 7th Floor, SBI Tower Mindspace Bhami Park 45 Cybercity Ebène Mauritius		
	: Emirates NBD Head Office, 11th Floor, Emirates NBD Group Headquarters Baniyas Road, Deira PO Box 777 Abu Dhabi United Arab Emirates		
AUDITOR	: Dhanjee & Associates 5th Floor, Goliva Court St Jean Road, Port Louis Mauritius		

COMMENTARY OF THE DIRECTORS FOR THE YEAR ENDED 31 MARCH 2024

The directors present their commentary together with the audited financial statements of Dolphin Offshore Enterprises (Mauritius) Private Limited (the "Company") for the year ended 31 March 2024.

NEW MANAGEMENT INTROUCTION

The company was under the Corporate Insolvency Resolution Process since July 2020. The National Company Law Tribunal ("NCLT"), Mumbai Bench, vide Order Dated 29th September 2022 approved the Resolution Plan. The resolution plan submitted by M/s Deep Industries Limited through its wholly owned subsidiary M/s Deep Onshore Services Private Limited (Resolution Applicant- RA) was approved by CoC. The application for Plan approval was filed with Hon'ble National Company Law Tribunal (NCLT) on February 16, 2022 and subsequently has been approved/allowed by the Hon'ble NCLT vide Order dated September 29, 2022.

PRINCIPAL ACTIVITY

The Company was incorporated on 3 November 2000 as a Category 1 Global Business Licence Company and its principal activity is shipping activities.

RESULTS AND DIVIDENDS

The results for the year are set out on page 6.

The directors do not recommend dividend for the year under review (2023: USD Nil).

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS

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

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

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

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Company. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

AUDITOR

The auditor, Dhanjee & Associates, has been appointed as auditor of the Company for the year ended 31 March 2024 and has indicated its willingness to continue in office and a resolution concerning its re-appointment will be proposed at the Annual Meeting of the shareholder.

SECRETARY'S CERTIFICATE FOR THE YEAR ENDED 31 MARCH 2024

We certify that to the best of our knowledge and belief, we have filed with the Registrar of Companies all such returns as are required of Dolphin Offshore Enterprises (Mauritius) Private Limited (the "Company") under the Companies Act 2001 for the period ended 31 March 2024.



Amicorp (Mauritius) Limited
Secretary
6th Floor, Tower 1
Nexteracom Building, Ebene 72201
Republic of Mauritius

Date: 2 May 2024

STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2024

ASSETS	Notes	2024	2023
Non-current assets			
Property, plant and equipment	5	525	5,431,228
Non-current receivable		-	-
		<u>525</u>	<u>5,431,228</u>
Current assets			
Inventories		-	-
Trade and other receivables	6	9,566,311	4,135,608
Cash and cash equivalents		18,514	18,514
Total current assets		<u>9,584,825</u>	<u>4,154,122</u>
Total assets		<u><u>9,585,350</u></u>	<u><u>9,585,351</u></u>
EQUITY AND LIABILITIES			
Equity			
Stated capital	7	25,000	25,000
Retained earnings		8,631,460	8,650,841
Total equity		<u>8,656,460</u>	<u>8,675,841</u>
LIABILITIES			
Current liabilities			
Borrowings		-	-
Trade and other payables	8	928,890	909,511
Total current liabilities		<u>928,890</u>	<u>909,511</u>
Total liabilities		<u>928,890</u>	<u>909,511</u>
Total equity and liabilities		<u><u>9,585,350</u></u>	<u><u>9,585,351</u></u>

The financial statements have been approved for issue by the Directors on: 2 May 2024
and signed on its behalf by:



DIRECTOR



DIRECTOR

**STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE YEAR
ENDED 31 MARCH 2024**

	Notes	2024 USD	2023 USD
INCOME			
Revenue		-	-
Interest income		-	-
		<u>-</u>	<u>-</u>
EXPENSES			
Operating expenses			-
Depreciation	5	-	-
Doubtful Debts W/ off		-	-
General and administrative expenses	9	17,380	-
Audit fees	8	2,000	-
		<u>19,380</u>	<u>-</u>
Loss before finance income / (costs)		(19,380)	-
Finance income/ (costs)			-
			<u>-</u>
LOSS BEFORE TAXATION		(19,380)	-
Taxation		-	-
		<u>-</u>	<u>-</u>
LOSS FOR THE PERIOD		<u>(19,380)</u>	<u>-</u>

STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 31 MARCH 2024

	Stated capital USD	Retained earnings USD	Total equity USD
Balance at 1 April 2022	25,000	44,696,228	45,515,502
Total comprehensive income up to Aug 23:	-	(36,045,387)	(36,045,387)
Balance at 31 March 2023	25,000	8,650,841	9,470,115
Balance at 1 April 2023	25,000	8,650,841	9,470,115
Total comprehensive income for the year:	-	(19,380)	(19,380)
Balance at 31 March 2024	25,000	8,631,460	8,656,460

The notes on pages 9 to 20 form an integral part of these financial statements.
Independent Auditor's report on pages 4 to 4(b).

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2024

	2024	2023
	USD	USD
<i>Operating activities</i>		
Loss before taxation	(19,380)	(36,045,388)
Adjustments for:		
Depreciation on property, plant and equipment	-	791,580
(Profit)/loss on sale of property, plant and equipment	-	-
Impairment losses	-	35,253,808
Interest income	-	-
<i>Changes in working capital:</i>		
Inventories	-	-
Trade and other receivables	(5,430,702)	-
Provision for doubtful debts	-	-
Trade and other payables	19,379	-
Cash used in operations	(5,430,703)	-
Interest received	-	-
Withholding tax	-	-
Net cash used in operating activities	(5,430,703)	-
<i>Investing activities</i>		
Purchase/(Sale) of property, plant and equipment	5,430,703	-
Net cash (used in)/generated from investing activities	5,430,703	-
<i>Financing activity</i>		
<i>Proceeds from borrowings</i>	-	-
Dividends paid	-	-
Net (decrease)/increase in cash and cash equivalents	0	-
<i>Movement in cash and cash equivalents</i>		
At 1 April 2023	18,514	18,514
Net (decrease)/increase in cash and cash equivalents	(0)	-
At 31 March 2024	18,514	18,514

1. REPORTING ENTITY

Dolphin Offshore Enterprises (Mauritius) Private Limited Limited (the "Company") was incorporated on 3 November 2000 as a private company with limited liability by shares and is domiciled in the Republic of Mauritius. The address of the Company's registered office is C/o Amicorp (Mauritius) Limited, 6th Floor, Tower 1, Nexteracom Building, Ebene 72201, Republic of Mauritius. The Company is engaged in shipping activities.

2. SIGNIFICANT ACCOUNTING POLICIES

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

(a) Basis of preparation

The financial statements have been prepared under the historical cost convention and in accordance with International Financial Reporting Standards (IFRS) and comply with the Companies Act 2001. Where necessary, comparative figures have been amended to conform with change in presentation in the current year.

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

Amendments to published Standards effective in the reporting period

Recognition of Deferred Tax Assets for Unrealised Losses (Amendments to IAS 12). The amendments clarify the accounting for deferred tax where an asset is measured at fair value and that fair value is below the asset's tax base. The amendment has no impact on the Company's financial statements.

Disclosure Initiative (Amendments to IAS 7). The amendments require the entity to explain changes in its liabilities arising from financing activities. This includes changes arising from cash flows (eg drawdowns and repayments of borrowings) and non-cash changes such as acquisitions, disposals, accretion of interest and unrealised exchange differences. The amendment has no impact on the Company's financial statements.

Annual Improvements to IFRSs 2014-2016 Cycle

IFRS 12 Disclosure of Interests in Other Entities. The amendments clarify that entities are not exempt from all of the disclosure requirements in IFRS 12 when entities have been classified as held for sale or as discontinued operations. The amendment has no impact on the Company's financial statements.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**(a) Basis of preparation (continued)***Standards, Amendments to published Standards and Interpretations issued but not yet effective*

Certain standards, amendments to published standards and interpretations have been issued that are mandatory for accounting periods beginning on or after 1 January 2018 or later periods, but which the Company has not early adopted.

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

IFRS 9 Financial Instruments

IFRS 15 Revenue from Contracts with Customers

Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (Amendments to IFRS 10 and IAS 28)

IFRS 16 Leases

Clarifications to IFRS 15 Revenue from Contracts with Customers

Classification and Measurement of Share-based Payment Transactions (Amendments to IFRS 2)

Applying IFRS 9 Financial Instruments with IFRS 4 Insurance Contracts (Amendments to IFRS 4)

Annual Improvements to IFRSs 2014-2016 Cycle

IFRIC 22 Foreign Currency Transactions and Advance Consideration

Transfers of Investment Property (Amendments to IAS 40)

IFRS 17 Insurance Contracts

IFRIC 23 Uncertainty over Income Tax Treatments

Prepayment Features with negative compensation (Amendments to IFRS 9)

Long-term Interests in Associates and Joint Ventures (Amendments to IAS 28)

Annual Improvements to IFRSs 2015-2017 Cycle

Plan Amendment, Curtailment or Settlement (Amendments to IAS 19)

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

(b) Property, plant and equipment

Property, plant and equipment is stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

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

Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(b) Property, plant and equipment (continued)

Depreciation is calculated on the straight-line method to write off the cost of the assets to their residual values over their estimated useful lives. The respective depreciation rates applied are as follows:

	%	
Vessels	7	
Office & computer equipment	50	(on the Reducing balance method)

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

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

Gains and losses on disposal of plant and equipment are determined by comparing proceeds with carrying amount and included in the statement of profit or loss.

Interest costs on borrowings to finance the construction of qualifying assets during the construction period are capitalised.

(c) Foreign currency

(i) *Functional and presentation currency*

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

(ii) *Transactions and balances*

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

(d) Revenue recognition

Charter Hire Income

Income arising out of the charter of vessels is recognised over the terms of the agreement at the applicable charter rate.

Other revenues earned by the company are recognised on the following bases:

- Interest income is recognised as it accrues unless collectibility is in doubt.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**(e) Expenses**

Expenses are accounted on an accrual basis.

(f) Deferred income taxes

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

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

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

(g) Financial instruments

The Company's accounting policies in respect of the main financial instruments are set out below:

(i) Trade and other receivables

Trade and other receivables are stated at fair value as reduced by appropriate allowances for estimated irrecoverable amounts less provision for impairment. A provision for impairment of trade receivables is established when there is objective evidence that the Company will not be able to collect all amounts due according to the original terms of receivables.

(ii) Trade and other payables

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

(iii) Cash and cash equivalents

Cash comprises cash at bank. Cash equivalents are short term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of change in value.

(h) Stated capital

Ordinary shares are classified as equity.

NOTES TO THE FINANCIAL STATEMENTS - FOR THE PERIOD ENDED 31 MARCH 2024

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**(i) Provisions**

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events and it is probable that an outflow of resources that can be reliably estimated will be required to settle the obligation.

(j) Impairment of financial assets assets

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

(k) Inventories

Inventories comprising of fuel and spares on board the vessels are are stated at the lower of cost and net realisable value. Net realisable value is the estimated selling price in the ordinary course of business.

(l) Long term receivable

Long term receivable with fixed maturity terms is measured at amortised cost using the effective interest rate method, less provision for impairment.

3. FINANCIAL RISK MANAGEMENT

3.1 *Financial risk factors*

The Company's activities expose it to a variety of financial risks: interest rate risk, liquidity risk and credit risk.

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

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

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of the financial instrument will fluctuate because of changes in market interest rates.

Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivery of cash on another financial assets. The Company aims at maintaining flexibility in funding by keeping committed credit lines available.

Currency risk

The Company has trade and other payables denominated in Great Britain Pound ("GBP"). Consequently, the Company is exposed to the risk that the exchange rate of the USD relative to GBP may change in a manner which have an effect on the reported value of the Company's trade payables denominated in GBP.

3.2 *Capital risk management*

The Company's objectives when managing capital are:

- to safeguard the entity's ability to continue as a going concern, so that it can continue to provide returns for shareholder and benefits for other stakeholders, and
- to provide an adequate return to its shareholder.

The Company sets the amount of capital in proportion to risk. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

4. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

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

Critical accounting estimates and assumptions

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

Asset lives and residual values

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

Depreciation policies

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

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

Impairment of assets

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

NOTES TO THE FINANCIAL STATEMENTS - FOR THE PERIOD ENDED 31 MARCH 2024

5. PROPERTY, PLANT AND EQUIPMENT

	Vessels	Office & Computer equipment	Work in progress	Total
COST	USD	USD	USD	USD
At 31 March 2022	28,915,440	98,161	-	29,013,601
Deletions	-	-	-	-
At 31 March 2023	28,915,440	98,161	-	29,013,601
Deletions	(28,915,440)	-	-	(28,915,440)
At 31 March 2024	(0)	98,161	-	98,161
DEPRECIATION				
At 31 March 2022	22,693,693	97,100	-	22,790,793
Charge for the year	791,044	536	-	791,580
At 31 March 2023	23,484,737	97,636	-	23,582,373
Charge/ Adjusted for the year	(23,484,737)	-	-	(23,484,737)
At 31 March 2024	-	97,636	-	97,636
NET BOOK VALUE				
At 31 March 2024	(0)	526	-	525
At 31 March 2023	5,430,703	526	-	5,431,228

6. TRADE AND OTHER RECEIVABLES	2024	2023
	USD	USD
Trade receivables	3,01,35,130	3,01,35,130
Interest receivable	41,20,302	41,20,302
Other receivables	25,60,061	25,60,061
Sales proceeds receivable from related party	25,73,923	25,73,923
Prepayments	-	-
Provision for doubtful debts	(3,52,53,807)	(3,52,53,807)
Receivable from Related Party	54,30,703	-
	<u>95,66,311</u>	<u>41,35,608</u>

7. STATED CAPITAL	2024	2023
	USD	USD
25,000 ordinary shares of USD 1 each	<u>25,000</u>	<u>25,000</u>

8. TRADE AND OTHER PAYABLES	2024	2023
Creditors	-	-
Amount payable to related parties	9,28,890	9,09,511
Accruals	-	-
	<u>9,28,890</u>	<u>9,09,511</u>

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

NOTES TO THE FINANCIAL STATEMENTS - FOR THE PERIOD ENDED 31 MARCH 2024

GENERAL AND ADMINISTRATIVE		
9. EXPENSES	2024	2023
	USD	USD
Professional fees	17,380	-
	<u>17,380</u>	<u>-</u>
10. RELATED PARTY TRANSACTIONS	2024	2023
	USD	USD
<u>Holding company</u>		
Amount payable	9,28,890	9,09,511
	<u>9,28,890</u>	<u>9,09,511</u>
<u>Related Party</u>		
Amount receivable	54,30,703	
Amount payable	<u>-</u>	<u>-</u>

Terms and conditions with related parties:

- (i) Outstanding balances at year-end are unsecured, interest free, except as described in note 6, and settlement occurs in cash.
- (ii) There has been no guarantees received for any outstanding balances.
- (iii) For the year ended 31 March 2024 & year ended 31 March 2023, the Company has not recorded any impairment of receivables relating to amounts owed by related parties. This assessment is undertaken each financial period through examining the financial position of the related party and the market in which the related party operates.

11. HOLDING COMPANY

The Company is a wholly owned subsidiary of Dolphin Offshore Enterprises (India) Limited, a company incorporated in India.