
SCRABBLE ENTERTAINMENT (MAURITIUS) LTD

**FINANCIAL STATEMENTS
FOR THE YEAR ENDED
31 MARCH 2023**

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FOR THE YEAR ENDED 31 MARCH 2023**

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SCRABBLE ENTERTAINMENT (MAURITIUS) LTD**COMPANY INFORMATION**

| | | Date of appointment | Date of resignation |
|------------------|------------------------|--------------------------------|--------------------------------|
| DIRECTORS | : Kapil Agarwal | 04 January 2012 | 17 June 2022 |
| | Devananda Naraidoo | 06 April 2015 | - |
| | Vashish Bisnathsing | 31 August 2020 | - |
| | Rajesh Bhagwati Mishra | 18 July 2022 | - |

**ADMINISTRATOR
AND SECRETARY**

: Ocorian Corporate Services (Mauritius) Limited
6th Floor, Tower A,
1, Exchange Square
Wall Street
Ebene
Mauritius, 72201

**REGISTERED
OFFICE**

: Ocorian Corporate Services (Mauritius) Limited
6th Floor, Tower A
1, Exchange Square
Wall Street
Ebene
Mauritius, 72201

AUDITORS

: UHY & Co
Old Réduit Road
Bon Air
Moka
Republic of Mauritius

BANKER

: SBI (Mauritius) Ltd
SBI Tower Mindspace
45, CyberCity
Ebène
Republic of Mauritius

SCRABBLE ENTERTAINMENT (MAURITIUS) LTD**COMMENTARY OF THE DIRECTORS**

The directors are pleased to present their commentary together with the audited financial statements of Scrabble Entertainment (Mauritius) Ltd (the "Company") for year ended 31 March 2023.

PRINCIPAL ACTIVITIES

The principal activities of the Company are investment holding and the deployment of digital cinema equipment for distribution across all cinema theatres through its branch, Scrabble Entertainment (Mauritius) Ltd, in Israel.

RESULTS AND DIVIDENDS

The Company's profit for the year ended 31 March 2023 is **USD 1,341,859** (2022 - USD 1,164,907).

The directors have recommended a dividend payment of **USD 1,360,000** for the year under review (2022 – USD 1,500,000).

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 have been followed and complied with, 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 have confirmed that they have complied with the above requirements in preparing the financial statements.

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

The directors have made an assessment of the Company's ability to continue as a going concern and have no reason to believe that the business will not be a going concern in the year ahead.

AUDITORS

The auditors, UHY & Co, have indicated their willingness to continue in office. They will be automatically re-appointed at the next Annual Meeting.

BY ORDER OF THE BOARD


SECRETARY

Fayaz DOOBARRY, ACCA
FOR
OCORIAN CORPORATE
SERVICES (MAURITIUS) LIMITED

Date: *22 May 2023*

OCORIAN CORPORATE SERVICES (MAURITIUS) LIMITED

**Tower A,
1 Exchange Square
Wall Street
Ebene
Mauritius
72201**

SECRETARY'S CERTIFICATE

TO THE MEMBERS OF SCRABBLE ENTERTAINMENT (MAURITIUS) LTD

UNDER SECTION 166 (d) OF THE COMPANIES ACT 2001

We certify, as secretary of Scrabble Entertainment (Mauritius) Ltd (the "Company"), that based on records and information made available to us by the directors and shareholder of the Company, the Company has filed with the Registrar of Companies for year ended 31 March 2023, all such returns as are required of the Mauritian Company under the Companies Act 2001.

Fayaz DOOBARRY, ACCA
FOR
OCORIAN CORPORATE
SERVICES (MAURITIUS) LIMITED

**OCORIAN CORPORATE SERVICES (MAURITIUS) LIMITED
COMPANY SECRETARY**

Date: 22 May 2023

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF

SCRABBLE ENTERTAINMENT (MAURITIUS) LTD

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Scrabble Entertainment (Mauritius) Ltd (the "Company") on pages 8 to 26 which comprise the statement of financial position at 31 March 2023 and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended and a summary of significant accounting policies and other explanatory notes.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Company at 31 March 2023 and of its financial performance and cash flows for the year then ended in accordance with International Financial Reporting Standards as modified by the exemption from consolidation in the Mauritian Companies Act 2001 for companies holding a Global Business Licence and comply with the Mauritian Companies Act 2001.

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 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 Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code.

Other Information

The directors are responsible for the other information. The other information comprises the Commentary of the Directors and the Secretary's Certificate, but does not include the financial statements and our auditor's report thereon.

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF
SCRABBLE ENTERTAINMENT (MAURITIUS) LTD**

Report on the Audit of the Financial Statements (continued)

Other Information (continued)

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Directors' Responsibilities for the Financial Statements

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

In preparing the financial statements, the directors are responsible for assessing 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 Company or to cease operations, or have no realistic alternative but to do so.

The directors are responsible for overseeing the financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 financial statements.

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF
SCRABBLE ENTERTAINMENT (MAURITIUS) LTD**

Report on the Audit of the Financial Statements (continued)

Auditor's Responsibilities for the Audit of the Financial Statements (continued)

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

- Identify and assess the risks of material misstatement of the 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 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 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 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 Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF

SCRABBLE ENTERTAINMENT (MAURITIUS) LTD

Report on Other Legal and Regulatory Requirements

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 other than in our capacity as auditor;
 - (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 members, 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.

UHY & Co

**Avinashsingh Mooruth, Licensed by FRC
Signing Partner**

Date:

SCRABBLE ENTERTAINMENT (MAURITIUS) LTD**STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 MARCH 2023**

| | Note | 2023 USD | 2022 USD |
|---|------|-------------------------|-------------------------|
| INCOME | | | |
| Dividend income | | 1,397,820 | 1,226,403 |
| Bank interest | | 24,458 | 56 |
| | | <u>1,422,278</u> | <u>1,226,459</u> |
| EXPENSES | | | |
| Administrative expenses | | 34,704 | 24,571 |
| | | <u>1,387,574</u> | <u>1,201,888</u> |
| OPERATING PROFIT | | | |
| Finance expenses | 5 | (1,265) | (949) |
| PROFIT BEFORE INCOME TAX | | <u>1,386,309</u> | <u>1,200,939</u> |
| Income tax | 10 | (44,450) | (36,032) |
| PROFIT FOR THE YEAR | | <u>1,341,859</u> | <u>1,164,907</u> |
| OTHER COMPREHENSIVE INCOME THAT MAY BE SUBSEQUENTLY RECLASSIFIED TO PROFIT OR LOSS | | | |
| Exchange difference on translation of foreign operations | | (5,456) | 2,282 |
| TOTAL COMPREHENSIVE INCOME FOR THE YEAR | | <u><u>1,336,403</u></u> | <u><u>1,167,189</u></u> |

The notes on pages 12 to 26 form an integral part of these financial statements.

SCRABBLE ENTERTAINMENT (MAURITIUS) LTD**STATEMENT OF FINANCIAL POSITION
AS AT 31 MARCH 2023**

| | Note | 2023 USD | 2022 USD |
|--|------|----------------|----------------|
| ASSETS | | | |
| Non-current assets | | | |
| Investments in subsidiaries | 6 | 735,495 | 735,495 |
| Current assets | | | |
| Accounts receivable | 7 | 882 | 404 |
| Cash and cash equivalents | | 167,806 | 183,968 |
| | | 168,688 | 184,372 |
| TOTAL ASSETS | | 904,183 | 919,867 |
| EQUITY AND LIABILITIES | | | |
| Equity | | | |
| Stated capital | 8 | 750,001 | 750,001 |
| (Accumulated losses) / retained earnings | | (28,568) | 161,794 |
| Translation reserve | | 112,418 | (54,347) |
| | | 833,851 | 857,448 |
| Current liabilities | | | |
| Accounts payable | 9 | 22,923 | 23,429 |
| Income tax payable | 10 | 47,409 | 38,990 |
| | | 70,332 | 62,419 |
| TOTAL EQUITY AND LIABILITIES | | 904,183 | 919,867 |

Approved by the Board on 22 May 2023 and signed on its behalf by:



DIRECTOR



DIRECTOR

The notes on pages 12 to 26 form an integral part of these financial statements.

SCRABBLE ENTERTAINMENT (MAURITIUS) LTD**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 MARCH 2023**

| | Stated capital USD | Retained earnings / (accumulated losses) USD | Translation reserve USD | Total USD |
|--|--------------------------|--|-------------------------------|--------------|
| At 01 April 2021 | 750,001 | 494,136 | (53,878) | 1,190,259 |
| Profit for the year | - | 1,164,907 | - | 1,164,907 |
| Exchange differences on translation of foreign operations | - | - | 2,282 | 2,282 |
| Total comprehensive income for the year | - | 1,164,907 | 2,282 | 1,167,189 |
| Dividend paid during the year | - | (1,500,000) | - | (1,500,000) |
| Transfer to retained earnings | - | 2,751 | (2,751) | - |
| At 31 March 2022 | 750,001 | 161,794 | (54,347) | 857,448 |
| Profit for the year | - | 1,341,859 | - | 1,341,859 |
| Exchange differences on translation of foreign operations | - | - | (5,456) | (5,456) |
| Total comprehensive income for the year | - | 1,341,859 | (5,456) | 1,336,403 |
| Dividend paid during the year | - | (1,360,000) | - | (1,360,000) |
| Transfer to retained earnings | - | (172,221) | 172,221 | - |
| At 31 March 2023 | 750,001 | (28,568) | 112,418 | 833,851 |

The notes on pages 12 to 26 form an integral part of these financial statements.

SCRABBLE ENTERTAINMENT (MAURITIUS) LTD**STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 MARCH 2023**

| | 2023 USD | 2022 USD |
|--|--------------------|--------------------|
| <i>Cash flows from operating activities</i> | | |
| Profit before income tax | 1,386,309 | 1,200,939 |
| <i>Adjustments for:</i> | | |
| Interest income | (24,458) | (56) |
| Exchange difference | (5,456) | 2,273 |
| Dividend income | (1,397,820) | (1,226,403) |
| | ----- | ----- |
| Operating loss before working capital changes | (41,425) | (23,247) |
| <i>Changes in working capital:</i> | | |
| Movement in accounts receivable | (478) | 557 |
| Movement in accounts payable | (506) | 2,864 |
| | ----- | ----- |
| Cash used in operations | (42,409) | (19,826) |
| Income tax paid - net | (36,031) | (2,365) |
| | ----- | ----- |
| Net cash used in operating activities | (78,440) | (22,191) |
| | ----- | ----- |
| <i>Cash flows from investing activities</i> | | |
| Dividend received | 1,397,820 | 1,226,403 |
| Interest received | 24,458 | 56 |
| | ----- | ----- |
| Net cash generated from investing activities | 1,422,278 | 1,226,459 |
| | ----- | ----- |
| <i>Cash flows from financing activities</i> | | |
| Dividend paid | (1,360,000) | (1,500,000) |
| | ----- | ----- |
| Net cash used in financing activities | (1,360,000) | (1,500,000) |
| | ----- | ----- |
| Net decrease in cash and cash equivalents | (16,162) | (295,732) |
| Cash and cash equivalents at beginning of the year | 183,968 | 479,700 |
| | ----- | ----- |
| Cash and cash equivalents at end of the year | 167,806 | 183,968 |
| | ===== | ===== |

The notes on pages 12 to 26 form an integral part of these financial statements.

SCRABBLE ENTERTAINMENT (MAURITIUS) LTD**NOTES TO THE FINANCIAL STATEMENTS – 31 MARCH 2023**

1 GENERAL INFORMATION

Scrabble Entertainment (Mauritius) Ltd (the “Company”) is a limited company which was incorporated on 26 September 2011. It holds a Global Business Licence under the Financial Services Act 2007 and is regulated by Financial Services Commission. The Company’s registered office is c/o Ocorian Corporate Services (Mauritius) Limited, 6th Floor, Tower A, 1, Exchange Square, Ebène, Republic of Mauritius.

On 12 March 2013, the Company set up a branch in Israel named Scrabble Entertainment (Mauritius) Ltd. The principal activities of the Company are investment holding and the deployment of digital cinema equipment for distribution across all cinema theatres in Israel through its branch in Israel.

2 SIGNIFICANT ACCOUNTING POLICIES

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

(i) Basis of preparation

The financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRS”) as modified by the exemption from consolidation in the Companies Act 2001 for companies holding a Global Business Licence (“IFRS as modified by Companies Act 2001”). The financial statements have been prepared under the historical cost basis.

The preparation of financial statements in conformity with IFRS as modified by Companies Act 2001 requires the use of certain critical accounting estimates. It also requires the directors to exercise their judgement in the process of applying the Company’s accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements are described in Note 3.

(ii) Changes in accounting policies and disclosures***Standards, amendments and Interpretations to published Standards effective during the current period***

The directors have assessed the relevance of Standards, Interpretations and amendments to existing Standards that have been published and are mandatory for the financial year beginning on 01 April 2022 and have concluded that they have no impact on the financial statements for the year ended 31 March 2023.

Standards, Amendments to published Standards and Interpretations issued but not yet effective

The following Standards and Interpretations, which were in issue, are relevant to the Company. The directors have not early adopted these Standards and Interpretations and are yet to assess the impact of their adoption on the financial statements of the Company.

Classification of liabilities as current or non-current – amendments to IAS 1 (effective 01 January 2023)

The narrow-scope amendments to IAS 1 *Presentation of Financial Statements* clarify 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 the entity’s expectations or events after the reporting date (e.g. the receipt of a waiver or a breach of covenant). The amendments also clarify what IAS 1 means when it refers to the ‘settlement’ of a liability.

NOTES TO THE FINANCIAL STATEMENTS – 31 MARCH 2023

2 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**(ii) Changes in accounting policies and disclosures (continued)*****Standards, Amendments to published Standards and Interpretations issued but not yet effective (continued)***Classification of liabilities as current or non-current – amendments to IAS 1 (effective 01 January 2023) (continued)

The amendments could affect the classification of liabilities, particularly for entities that previously considered management's intentions to determine classification and for some liabilities that can be converted into equity.

They must be applied retrospectively in accordance with the normal requirements in IAS 8 *Accounting Policies, Changes in Accounting Estimates and Errors*.

Disclosure of accounting policies – amendments to IAS 1 and IFRS Practice Statement 2 (effective 01 January 2023)

The IASB amended IAS 1 to require entities to disclose their material rather than their significant accounting policies. The amendments define what 'material accounting policy information' is and explain how to identify when accounting policy information is material. They further clarify that immaterial accounting policy information does not need to be disclosed. If it is disclosed, it should not obscure material accounting information.

To support this amendment, the IASB also amended IFRS Practice Statement 2 *Making Materiality Judgements* to provide guidance on how to apply the concept of materiality to accounting policy disclosures.

Definition of accounting estimates – amendments to IAS 8 (effective 01 January 2023)

The amendment to IAS 8 *Accounting Policies, Changes in Accounting Estimates and Errors* clarifies how companies should distinguish changes in accounting policies from changes in accounting estimates. The distinction is important, because changes in accounting estimates are applied prospectively to future transactions and other future events, but changes in accounting policies are generally applied retrospectively to past transactions and other past events as well as the current period.

(iii) Summary of significant accounting policies***Foreign currency translation*****(a) Functional and presentation currency**

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates (the "functional currency"). The financial statements are presented in United States Dollar ("USD"), which is the Company's functional and presentation currency. The USD is the currency that most faithfully reflects the underlying transactions, events and conditions that are relevant to the Company.

NOTES TO THE FINANCIAL STATEMENTS – 31 MARCH 2023

2 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**(iii) Summary of significant accounting policies (continued)*****Foreign currency translation (continued)*****(b) Transactions and balances**

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at 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 the statement of comprehensive income.

Non-monetary items measured at fair value in a foreign currency are translated using the exchange rate at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of their fair value gain or loss. Non-monetary items measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the initial transactions.

For the purpose of presenting the figures of the branch together with that of the Company, the assets and liabilities of the branch have been translated in USD using exchange rates prevailing at the reporting date. The results of the statement of comprehensive income of the branch have been translated at an average exchange rate prevailing during the year. The exchange differences arising from the translation of the results of the branch are taken to translation reserve.

Taxation

The tax expense for the year comprises of current and deferred tax. The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the reporting date in the country where the Company operates and generates taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is recognised in full, using the liability method, on all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements at the reporting date. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the end of the reporting date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

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

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

Investment in subsidiaries

Subsidiaries are all entities over which the Company has control. The Company controls an entity when the Company is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Company. They are deconsolidated from the date that control ceases.

SCRABBLE ENTERTAINMENT (MAURITIUS) LTD**NOTES TO THE FINANCIAL STATEMENTS – 31 MARCH 2023**

2 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**(iii) Summary of significant accounting policies (continued)*****Investment in subsidiaries (continued)***

Investment in subsidiaries is shown at cost. Where the carrying amount of the investment is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount and the difference is transferred to the statement of comprehensive income. On disposal of the investment, the difference between the net disposal proceeds and the carrying amount is charged or credited to the statement of comprehensive income.

Consolidated financial statements

The Company has taken advantage of the exemption provided by the Companies Act 2001 allowing a wholly owned or virtually owned subsidiary of any company holding a Global Business Licence not to present consolidated financial statements. The financial statements are for the Company only and do not consolidate the results of its subsidiaries. The Company is a wholly owned subsidiary of Scrabble Entertainment Limited which in turn is a wholly owned subsidiary company of UFO Moviez India Limited, a company incorporated in India which prepares consolidated financial statements in accordance with Indian GAAP. These consolidated financial statements are obtainable at Valuable Techno Park, Plot #53/1, Road #7, MIDC, Marol, Andheri (E), Mumbai.

Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets**(a) Classification and initial measurement**

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through OCI or through profit or loss); and
- those to be measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level.

The entity's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both.

At initial recognition, the Company 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 of comprehensive income.

SCRABBLE ENTERTAINMENT (MAURITIUS) LTD**NOTES TO THE FINANCIAL STATEMENTS – 31 MARCH 2023**

2 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**(iii) Summary of significant accounting policies (continued)*****Financial instruments (continued)******Financial assets (continued)*****(b) Subsequent measurement**

The Company has only one type of financial assets which it classifies as financial assets at amortised cost.

Financial assets at amortised cost

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in finance income using the effective interest rate method. Any gain or loss arising on derecognition is recognised directly in the statement of comprehensive income and presented in other gains/(losses) together with foreign exchange gains and losses. Impairment losses are presented as separate line item in the statement of comprehensive income.

The Company's financial assets at amortised cost includes accounts receivable and cash and cash equivalents which are subsequently measured as follows:

Accounts receivable

Accounts receivable are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less expected credit losses.

Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents include cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. The Company's cash and cash equivalents comprise of cash at bank.

(c) Expected credit losses

The Company assesses on a forward looking basis the expected credit losses associated with its debt instruments carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

The Company has only one financial asset which is classified as financial asset at amortised costs that is subject to the expected credit loss model.

While cash and cash equivalents are also subject to the impairment requirements of IFRS 9, the identified impairment loss was immaterial.

The Company applies the IFRS 9 simplified approach to measuring expected credit losses ("ECLs") which uses a lifetime expected loss allowance for trade receivables.

SCRABBLE ENTERTAINMENT (MAURITIUS) LTD**NOTES TO THE FINANCIAL STATEMENTS – 31 MARCH 2023**

2 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**(iii) Summary of significant accounting policies (continued)*****Financial instruments (continued)******Financial assets (continued)*****(c) Expected credit losses (continued)**

ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-month (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

(d) Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e., removed from the Company's statement of financial position) when:

- The rights to receive cash flows from the asset have expired; or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if, and to what extent, it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of its continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

SCRABBLE ENTERTAINMENT (MAURITIUS) LTD**NOTES TO THE FINANCIAL STATEMENTS – 31 MARCH 2023**

2 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**(iii) Summary of significant accounting policies (continued)*****Financial instruments (continued)******Financial liabilities*****(a) Initial recognition and measurement**

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss or at amortised cost.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include amount due to third party, other payables and accruals.

(b) Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Amount due to third party, other payables and accruals

Amount due to third party, other payables and accruals are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method.

(c) Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of comprehensive income.

Offsetting of financial instruments

Financial assets and liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Company has a legally enforceable right to offset the amounts and intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

Impairment of non-financial assets

The carrying amount of assets is assessed at each reporting date to determine whether there are any indications of impairment. If any such indication exists, the Company estimates the recoverable amount of the asset being the higher of the asset's value in use and its fair value less costs to sell, in order to determine the extent of the impairment loss (if any). An impairment loss is recognised for any excess of the asset's carrying amount over its recoverable amount and is taken directly to the statement of comprehensive income.

Stated capital

Stated capital is determined using the nominal values of shares that have been issued and is classified as equity.

SCRABBLE ENTERTAINMENT (MAURITIUS) LTD**NOTES TO THE FINANCIAL STATEMENTS – 31 MARCH 2023**

2 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**(iii) Summary of significant accounting policies (continued)*****Revenue recognition***

The Company recognises revenue when the amount of revenue can be reliably measured and it is probable that future economic benefits will flow to the entity and when specific criteria have been met for each of the Company's activities as described below:

Revenue from operations are recognised at a point in time in accordance with the substance of the relevant agreements.

Dividend income is recognised when the right to receive payment is established.

Interest income is recognised using the effective interest method.

Provisions

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

Expenses recognition

Expenses are accounted for in the statement of comprehensive income on the accrual basis.

3 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

The Company makes estimates and judgements that affect the reported amounts of assets and liabilities within the next year. Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Determination of functional currency

The Board of Directors considers the United States Dollar ("USD") as the currency that most faithfully represents the economic effect of the underlying transactions, events and conditions. The USD is the currency in which the Company measures its performance and reports its results, as well as the currency in which it receives subscriptions from its holding company.

Income taxes

The Company is subject to income taxes in Mauritius and on its branch in Israel. Significant judgement is required in determining the provision for income taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain. The Company recognises liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact on the current and deferred income tax assets and liabilities in the year in which such determination is made.

SCRABBLE ENTERTAINMENT (MAURITIUS) LTD**NOTES TO THE FINANCIAL STATEMENTS – 31 MARCH 2023****3 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS (CONTINUED)***Going concern*

The directors have made an assessment of the Company's ability to continue as a going concern taking into account all available information about the future including the analysis of the possible impacts in relation to COVID-19 and the conflict between Russia and Ukraine, which is at least, but is not limited to, twelve months from the date of approval of these financial statements and confirmed that they have not identified events or conditions that may cast significant doubt on the Company's ability to continue as a going concern.

4 FINANCIAL RISK MANAGEMENT**A. Financial risk factors**

The Company's activities expose it to a variety of financial risks: market risk (including currency risk, interest rate risk and price risk), credit risk and liquidity risk. This note presents information about the Company's exposure to each of the said risks, the Company's objectives, policies and processes for measuring and managing risk, and the Company's management of capital. Further quantitative disclosures are included throughout these financial statements.

The Board of Directors has the overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate measures and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and in the Company's activities.

The Company's exposure to the various types of risks associated to its activities and financial instruments is detailed below:

(a) Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

(i) Currency risk

Foreign exchange risk is the risk that the fair value of future cash flows of financial instruments will fluctuate because of changes in foreign exchange rates. The Company has financial assets and liabilities denominated in Israeli New Shekel ("ILS"). Consequently, the Company is exposed to the risk that the exchange rate of the USD relative to ILS may change in a manner which has a material effect on the reported value of the Company's assets and liabilities denominated in ILS.

The currency profile of the Company's financial assets and liabilities is summarised as follows:

| | 2023 ILS | 2023 USD | 2022 ILS | 2022 USD |
|------------------------------|-------------|-------------|-------------|-------------|
| Financial assets | | | | |
| Cash and cash equivalents | 41,413 | 126,393 | 46,868 | 137,100 |
| | ===== | ===== | ===== | ===== |
| Financial liabilities | | | | |
| Accounts payable | - | 8,301 | - | 8,807 |
| | ===== | ===== | ===== | ===== |

The remaining financial assets and liabilities (excluding prepayments) are denominated in USD and are thus not exposed to any foreign exchange risk.

SCRABBLE ENTERTAINMENT (MAURITIUS) LTD**NOTES TO THE FINANCIAL STATEMENTS – 31 MARCH 2023****4 FINANCIAL RISK MANAGEMENT (CONTINUED)****A. Financial risk factors (continued)****(a) Market risk (continued)****(i) Currency risk (continued)****Sensitivity analysis**

The following table indicates the approximate change in the Company's post-tax profit and equity in response to reasonable possible changes in the foreign exchange rates to which the Company has significant exposure at the reporting date, with all other variables held constant.

| | Increase/(decrease) in foreign exchange rates | 2023 USD | 2022 USD |
|---------------------|--|-------------|-------------|
| Depreciation of ILS | 5% | 2,071 | 2,343 |
| Appreciation of ILS | - 5% | (2,071) | (2,343) |

(ii) Interest rate risk

Interest rate risk arises from the possibility that changes in interest rates will affect future cash flows or the fair values of financial instruments. The Company has no exposure to interest-rate risk as it has no interest-bearing financial assets and liabilities at the end of the reporting date.

(iii) Price risk

Equity price risk is the risk of unfavorable changes in fair values of equities as a result of changes in the value of individual shares. The Company has no exposure to price risk at year end.

(b) Credit risk

The Company takes on exposure to credit risk, which is the risk that a counterparty will be unable to pay amounts in full when due. With respect to credit risk arising from financial assets which comprise of accounts receivable (excluding prepayments) and cash and cash equivalents, the Company's exposure arises from the default of the counterparty, with a maximum exposure equal to the carrying amount of these financial assets at the reporting date. There was no concentration of credit risk at the reporting date.

Credit risk from balances with banks is managed by the Company by carrying out transactions with banks of good standing and reputation. The Company also limits its credit exposure by transacting with related parties.

SCRABBLE ENTERTAINMENT (MAURITIUS) LTD**NOTES TO THE FINANCIAL STATEMENTS – 31 MARCH 2023****4 FINANCIAL RISK MANAGEMENT (CONTINUED)****A. Financial risk factors (continued)****(c) Liquidity risk**

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. The Company maintains adequate cash reserves to meet its obligations as they fall due and through financing from related parties.

The table below summarises the maturity profile of the Company's financial liabilities at 31 March 2023 and 31 March 2022 based on contractual undiscounted payments:

| | Due on demand USD | Within 1 year USD | Total USD |
|------------------|-------------------------|-------------------------|--------------|
| 2023 | | | |
| Accounts payable | 1 | 8,300 | 8,301 |
| | ===== | ===== | ===== |
| | Due on demand USD | Within 1 year USD | Total USD |
| 2022 | | | |
| Accounts payable | 1 | 8,806 | 8,807 |
| | ===== | ===== | ===== |

B. Financial instruments**(a) Categories of financial instruments**

| | At amortised cost | |
|------------------------------|-------------------|-------------|
| | 2023 USD | 2022 USD |
| Financial assets | | |
| Cash and cash equivalents | 167,806 | 183,968 |
| | ===== | ===== |
| | At amortised cost | |
| | 2023 USD | 2022 USD |
| Financial liabilities | | |
| Accounts payables | 8,301 | 8,807 |
| | ===== | ===== |

(b) Fair values of financial instruments

The carrying amounts of accounts receivable (excluding prepayments), cash and cash equivalents and accounts payable (excluding other payables) approximate their fair values.

SCRABBLE ENTERTAINMENT (MAURITIUS) LTD**NOTES TO THE FINANCIAL STATEMENTS – 31 MARCH 2023****4 FINANCIAL RISK MANAGEMENT (CONTINUED)****C. Capital management**

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to provide returns for the holding company and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

5 FINANCE EXPENSES

| | 2023 USD | 2022 USD |
|--------------|-------------|-------------|
| Bank charges | 1,265 | 949 |
| | ===== | ===== |

6 INVESTMENT IN SUBSIDIARIES

| | 2023 USD | 2022 USD |
|------------------------------|-------------|-------------|
| <i>At cost:</i> | | |
| At start and end of the year | 735,495 | 735,495 |
| | ===== | ===== |

Details of the investments in subsidiaries are given below:

| Name of investees | Country of incorporation | Type of shares held | % Holdings | Cost of investment | |
|-----------------------------------|-----------------------------|------------------------|---------------|--------------------|-------------|
| | | | | 2023 USD | 2022 USD |
| Scrabble Entertainment DMCC | Dubai | Ordinary | 90% | 735,494 | 735,494 |
| Scrabble Entertainment Israel Ltd | Israel | Ordinary | 100% | 1 | 1 |
| | | | | ----- | ----- |
| | | | | 735,495 | 735,495 |
| | | | | ===== | ===== |

At 31 March 2023, the directors have reviewed the financial performance and the future projects to be undertaken by the investees and are of the opinion that no provision for impairment is required.

SCRABBLE ENTERTAINMENT (MAURITIUS) LTD**NOTES TO THE FINANCIAL STATEMENTS – 31 MARCH 2023****7 ACCOUNTS RECEIVABLE**

| | 2023 | 2022 |
|-------------|-------------|-------|
| | USD | USD |
| Prepayments | 882 | 404 |
| | ===== | ===== |

8 STATED CAPITAL

| | Number of shares | | 2023 | 2022 |
|------------------------------|-------------------------|---------|----------------|---------|
| | 2023 | 2022 | USD | USD |
| <i>Issued and paid up</i> | | | | |
| At start and end of the year | 750,001 | 750,001 | 750,001 | 750,001 |
| | ===== | ===== | ===== | ===== |

The par value of each ordinary share is **USD 1**.

The holder of an ordinary share in the Company shall confer on the holder:

- (a) the right to one vote on a poll at a meeting of the Company on any resolution;
- (b) the right to an equal share in dividends authorised by the Board; and
- (c) the right to an equal share in the distribution of the surplus assets of the Company.

Translation reserve

The translation reserve comprises all foreign currency differences arising from the translation of the financial statements of foreign operations.

9 ACCOUNTS PAYABLE

| | 2023 | 2022 |
|---------------------------|---------------|--------|
| | USD | USD |
| Amount due to third party | 1 | 1 |
| Accruals | 8,300 | 8,806 |
| Other payables | 14,622 | 14,622 |
| | ----- | ----- |
| | 22,923 | 23,429 |
| | ===== | ===== |

The amount due to third party refers to consideration payable on the acquisition of shares in Scrabble Entertainment Israel Ltd.

SCRABBLE ENTERTAINMENT (MAURITIUS) LTD**NOTES TO THE FINANCIAL STATEMENTS – 31 MARCH 2023****10 INCOME TAX**

The Company is subject to income tax in Mauritius on its chargeable income at a rate of 15%. Capital gains of the Company are exempt from tax in Mauritius.

Post 30 June 2021 and under the new tax regime and subject to meeting the necessary substance requirements as required under the Financial Services Act 2007 (as amended by the Finance Act 2018) and such guidelines issued by the Financial Services Commission, the Company is entitled to either (a) a foreign tax credit equivalent to the actual foreign tax suffered on its foreign income against the Company's tax liability computed at 15% on such income, or (b) a partial exemption of 80% on some of the income derived, including but not limited to foreign source dividends or interest income.

The foregoing is based on current interpretation and practice and is subject to any future changes in Mauritian tax laws.

The Company operates through its branch in Israel. The tax rate in Israel is 23% (2022 - 23%).

The tax expense for the year comprises of:

| | 2023 USD | 2022 USD |
|---------------------|-----------------|-----------------|
| Current tax expense | 44,450 ===== | 36,032 ===== |

A reconciliation between the accounting profit and the actual income tax expense is presented below:

| | 2023 USD | 2022 USD |
|--|--------------------|--------------------|
| Profit before income tax | 1,386,309 ===== | 1,200,939 ===== |
| Applicable income tax at tax rate of 15% | 207,946 | 180,141 |
| <i>Impact of:</i> | | |
| Partially exempt income | (167,738) | (147,168) |
| Expenses incurred in the production of partially exempt income | 4,242 | 3,059 |
| Actual income tax expense | 44,450 ===== | 36,032 ===== |

Income tax payable

| | 2023 USD | 2022 USD |
|-------------------------------------|-----------------|-----------------|
| At start of the year | 38,990 | 5,332 |
| Charge for the year | 44,450 | 36,032 |
| Paid during the year - net | (36,031) | (2,365) |
| Exchange difference during the year | - | (9) |
| At end of the year | 47,409 ===== | 38,990 ===== |

SCRABBLE ENTERTAINMENT (MAURITIUS) LTD**NOTES TO THE FINANCIAL STATEMENTS – 31 MARCH 2023****11 RELATED PARTY TRANSACTIONS**

During the year under review, the Company had the following transactions with a related entity. The nature, volume of transactions and the balances with the entity are as follows:

| | 2023 | 2022 |
|--|------------------------|------------------------|
| | USD | USD |
| <i>(i) Fees to management entity of the Company – Ocorian Corporate Services (Mauritius) Limited</i> | | |
| Fees charged for the year | 27,988 ===== | 18,203 ===== |
| Fees accrued at end of the year | 3,234 ===== | 3,171 ===== |

The above services from Ocorian Corporate Services (Mauritius) Limited have been provided on commercial terms and conditions.

12 PARENT AND ULTIMATE PARENT

The directors consider Scrabble Entertainment Limited, a company incorporated in India, as the Company's parent and UFO Moviez India Limited, a company incorporated in India, as the Company's ultimate parent.

13 EVENTS AFTER THE REPORTING DATE

There are no material events after the reporting date which would require disclosure in or adjustments to the financial statements for the year ended 31 March 2023.

SCRABBLE ENTERTAINMENT (MAURITIUS) LTD
Level 6, Tower A, 1 Exchange Square, Wall Street
Ebene, Mauritius
Tel: +230 4036000 / Fax: +230 4036060

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22 May 2023

UHY & Co
Old Réduit Road
Bon Air
Moka
Mauritius

Dear Sirs

This representation letter is provided in connection with your audit of the financial statements of ~~Scrabble Entertainment (Mauritius) Ltd~~ (the "Company") ~~for the year ended 31 March 2023 for the purpose~~ of expressing an opinion as to whether the financial statements have been prepared in accordance with and comply with International Financial Reporting Standards as modified by the exemption from consolidation provided in the Companies Act 2001 to a wholly owned or virtually wholly owned parent company holding a Global Business Licence (the "Modified IFRS framework"), give a true and fair view of the matters to which they relate, and present fairly the financial position of the Company at 31 March 2023 and its financial performance, changes in equity and cash flows for the year ended on that date.

On behalf of the board of directors, we acknowledge our responsibility under the Companies Act 2001 for the fair presentation of the financial statements in accordance with the Modified IFRS framework.

We confirm, to the best of our knowledge and belief, the following representations:

1. We have reviewed the Company's accounting policies and estimation techniques and, having regard to the possible alternative policies and techniques, the accounting policies and estimation techniques selected for use in the preparation of the financial statements are the most appropriate to give a fair presentation of the Company's particular circumstances.
2. All the accounting records and supporting documentation have been made available to you for the purpose of your audit and all the transactions undertaken by the Company have been properly reflected and recorded in the accounting records. All other records and related information, including minutes of all management and shareholders' meetings, have been made available to you.
3. We are not aware of any accounts, transactions or agreements not fairly described and properly recorded in the accounting records underlying the financial statements.
4. The meetings and written resolutions which we have provided to you were the only meetings held and resolutions made in the period from 01 April 2022 to the date of this letter.
5. At the reporting date, there were:
 - a) no material contingent or potential liabilities under claims or pending or threatened litigation;
 - b) no other material contingent liabilities;
 - c) no material commitments under contracts placed for capital expenditure;
 - d) no guarantees given to third parties.

6. None of the liabilities was, at the reporting date, secured (otherwise than by the operation of law) on any assets of the Company, and the assets in the statement of financial position were then owned by the Company free of any charge in favour of third parties.
7. Events since the reporting date:
 - a) have been fully taken into account in so far as they have a bearing on the amounts attributable to assets or liabilities at that date and on the disclosures in the financial statements or notes thereto;
 - b) apart from changes in the ordinary course of business, have not made the present financial position substantially different from that shown by the statement of financial position.
8. There have been no irregularities involving management or employees who have a significant role in the accounting and internal control systems or that could have a material effect on the financial statements.
9. We confirm the completeness of the information provided regarding the identification of related parties. The identity of, and balances and transactions with, related parties have been properly recorded and adequately disclosed in the financial statements.
10. The financial statements are free from material misstatements, including omissions.
11. The Company has satisfactory title to all assets and there are no liens or encumbrances on the Company's assets.
12. No claims in connection with litigation have been or are expected to be received.
13. There are no formal or informal compensating balance arrangements with any of our cash and investment accounts. We have no line of credit arrangements.
14. We understand that the term "fraud" includes misstatements resulting from fraudulent financial reporting and misstatements resulting from the misappropriation of assets.
15. We acknowledge our responsibility for the implementation and operations of accounting and internal control systems that are designed to prevent and detect fraud and error.
16. We acknowledge our responsibility for ensuring that the Company's operations are conducted in accordance with all applicable laws and regulations. The responsibility for the prevention and detection of non-compliance rests with us.
17. The Company has complied with all aspects of contractual agreements that could have a material effect on the financial statements in the event of non-compliance.
18. There has been no non-compliance with the requirements of regulatory authorities that could have a material effect on the financial statements in the event of non-compliance.

19. There has been no communication from regulatory agencies concerning non-compliance with or deficiencies in financial reporting practices.
20. The Company has the intent and ability to take actions necessary to continue as a going concern. We have made available to you all relevant information on the Company's ability to continue as a going concern that could affect the financial statements, including the recoverability and classification of recorded assets or the amounts and classification of liabilities. Accordingly, the Company's financial statements are appropriately prepared on the going concern basis.

Yours faithfully



DIRECTOR



DIRECTOR

FOR AND ON BEHALF OF SCRABBLE ENTERTAINMENT (MAURITIUS) LTD