

McFaddens & Co Group Limited

**Financial Statements for the Year
Ending 31st March 2021**

M^cFADDENS &Co
Group Limited

M^cFADDENS & CO GROUP LIMITED

CONSOLIDATED FINANCIAL STATEMENTS

**FOR THE YEAR ENDED
31 MARCH 2021**

M^cFADDENS & CO GROUP LIMITED

CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2021

M^cFADDENS &Co
Group Limited

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M^cFADDENS & CO GROUP LIMITED

M^cFADDENS &Co
Group Limited

CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

COMPANY INFORMATION

Company Registration Number	:	IC20120875
Directors	:	Max Eppel
Secretary	:	Sterling Management Limited
Registered Office	:	19 th Floor, Business Centre Conrad Hotel Sheikh Zayed Road P O Box 125900 Dubai UAE
Auditor	:	BBK Partnership 1 Beauchamp Court 10 Victors Way Barnet Hertfordshire EN5 5TZ

**CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021****REPORT OF THE DIRECTORS**

The directors present their report and the Audited Consolidated Financial Statements for the year ended 31 March 2021.

Incorporation

McFaddens & Co Group Ltd ("the Company") was incorporated in the United Arab Emirates on 14 August 2012 and changed its name from ECB Services Ltd on 16 August 2020 for the purpose of becoming a holding company for the Group having a company number IC20120875.

Principal activities and review of the business

The Company is a private limited company incorporated and domiciled in the United Arab Emirates.

The principal activity of McFaddens & Co Group Ltd and its subsidiaries ("the Group") during the year was the provision of corporate services including asset management services and corporate advisory services. The Group holds private equity investments in growth companies via its subsidiary McFaddens Advisory AP Limited. Generally the Company will receive payments for services provided by way of shares in client companies which are predominantly growth companies. As the majority of the investments the Company is focusing on are in growth companies, the investments are typically held for 5-7 years prior to achieving ultimate liquidity.

The Company has a \$200,000 credit facility. At 31 March 2021, \$61,436 was used and there was \$138,564 available to draw down. Interest is charged at 6% per annum.

The Group derives revenues from providing asset management and management contracts for the provision of corporate advisory services. In addition revenues are derived from movement in fair value of investments which are reviewed regularly under the Company's impairment policy.

At 31 March 2021, the Group had \$329,234,750 of equity investments which are held in the Group's subsidiary McFaddens Advisory AP Limited. Profit for the year ended 31 March 2021 was \$26,669,308 of which \$6,693,383 was attributable to non-controlling interest and \$19,624,150 for the year ended 31 March 2020.

Results and dividends

The results for the year are set out on page 9. The directors do not recommend payment of a dividend.

Recent developments

The Company made acquisitions on 16 April 2020 and 30 June 2020 in order to expand its business offering into family office services enabling its subsidiaries to provide a range of family office services going forward. The Company's advisory practice will continue to provide a range of corporate services to clients. As at the 31 March 2021, the Group subscribed all of its private equity assets into McFaddens Advisory AP Ltd to increase the focus on its family office business.

**CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021****REPORT OF THE DIRECTORS****Future developments**

The Company will continue to expand its family office business by entering into joint venture agreements with synergistic partners and master license agreements in territories where it is not represented in order to increase its geographical footprint. In addition to this it will look to increase its product offering organically and through acquisitions in order to increase business from its existing clients base and in order to attract additional clients.

Business Relationships

The Company will not enter into business relationships with any entity or its management or its affiliates except where those relationships: involve the purchase of goods and services from the firm or the entity in the ordinary course of business and on an arm's length basis; or would be inconsequential to either party in the view of an objective, reasonable and informed third party.

Significant risks and uncertainties

At 31 March 2021, the Group had private equity investments to the value of \$329,234,750 held in its subsidiary McFaddens Advisory AP Ltd. The majority of these assets comprise equity investments in private companies and funds that are predominantly focused on long term growth. A failure of any of these companies could impact the Company's value and profitability.

- At any time a small number of equity investments could account for a large proportion of the Group's assets.
- Long term growth investments may need additional financing prior to achieving profitability.
- Growth companies can require a significant amount of capital to be raised. The ability to raise the required amount of capital could be adversely affected by a movement in global capital markets or the political stability of the geographical area in which investments are situated.
- There may be unforeseen changes in government policy or legislation.
- A portfolio company may not be able to secure additional funding required for its growth plans.
- Growth companies generally have a higher risk of failure than more established entities.
- Cash realisation from equity investments could vary significantly from year to year and this is more significant due to the majority of the Group's investments being held in growth companies, which could be illiquid.
- The Group has only minority shareholdings in its portfolio companies and it therefore has no direct control over their management.
- A global economic downturn could result in a significant drop in demand and therefore affect the short term viability of the Company's investments. The change in the global economic climate could also have a detrimental impact on the ability of a portfolio company to raise any additional growth capital required which could adversely affect the future viability of a portfolio company.
- Due to one or more of the above, a portfolio company could be forced to sell off its assets or cease further development or may be acquired by a third party at less than it is currently worth.

**CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021****REPORT OF THE DIRECTORS****Going concern**

The financial statements have been prepared on a going concern basis. The current pandemic caused by Covid-19 has triggered global uncertainty, the initial impact had a depressive effect on demand, but this has largely been offset now by strong growth in the commodity sectors where the Company operates. The directors continue to monitor the progress and effect of the spread of the virus, though they are unable to immediately quantify its impact on future commerciality. Strategies and policies to manage the evolving developments have been implemented by the directors, specifically:

- monitoring changes in fair value of investments in line with the valuation policy of the Company;
- monitoring the management responses of others holding similar investments;
- reviewing the impact on forecasts that may impact impairment evaluations.

The directors believe that the Group and the Company have sufficient resources to bear the global impact of Covid-19.

Directors

The following directors have held office during the year of these Consolidated Financial Statements:

Max Eppel	(Appointed 3 September 2020)
John Lister	(14 August 2012 – 20 March 2021)

Directors' interests

The Directors held the following shares in the company:

Max Eppel	- Nil
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There were no payments made to the directors during the year.

Substantial shareholders

The following shareholders held 3% or more of the total issued shares of 1,000 of M^cFaddens & Co Group Ltd as at 12 August 2021:

Shareholder Name	Number of Shares	Percentage
Sterling Management Ltd	1,000	100%

Directors' responsibilities

The directors are responsible for preparing the consolidated financial statements in accordance with applicable law and regulations.

**CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021**

REPORT OF THE DIRECTORS

The directors have prepared these consolidated financial statements for the financial year which give a true and fair view of the state of affairs of the Company and of the Group and of its Profit or Loss for the Group for the year. In preparing the consolidated financial statements, the directors have:

- a) selected suitable accounting policies and then applied them consistently;
- b) made judgements and estimates that are reasonable and prudent;
- c) prepared the consolidated financial statements on the going concern basis as the directors believe that the Company will continue in business.

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 support the transactions made by the Company in compliance with the UAE Commercial Law.

Corporate responsibilities

The Group seeks to ensure that best practices are followed in all its dealings with shareholders, clients and employees.

Disclosure of information to the auditors

We, the directors of the company who held office at the date of approval of these Consolidated Financial Statements as set out above each confirm, so far as we are aware, that:

- there is no relevant audit information of which the Group's auditors are unaware; and
- we have taken all the steps that we ought to have taken as directors in order to make ourselves aware of any relevant audit information and to establish that the Group's auditors are aware of that information.

Approved by the Board and signed by order of the Board.



Director

Dated: 12 August 2021

McFADDENS & CO GROUP LIMITED

CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2021

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF McFADDENS & CO GROUP LIMITED

Opinion

We have audited the financial statements of McFaddens & Co Group Limited (the 'Company') for the year ended 31 March 2021 which comprise Consolidated Statement of Comprehensive Income, Consolidated Statement of Financial Position, Consolidated Statement of Changes in Equity, Consolidated Statement of Cash Flow and Notes to the Consolidated Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union.

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 March 2021, and of its profit for the year then ended;
- have been properly prepared in accordance with IFRSs as adopted by the European Union; and

Separate opinion in relation to IFRSs as issued by the IASB

As explained in Note 2 to the financial statements, the Company in addition to complying with its legal obligation to apply IFRSs as adopted by the European Union, has also applied IFRSs as issued by the International Accounting Standards Board (IASB).

In our opinion the financial statements give a true and fair view of the financial position of the Company as at 31 March 2021 and of its financial performance and its cash flows for the year then ended in accordance with IFRSs as issued by the IASB.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. 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 are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

In forming our opinion on the financial statements, we have considered the adequacy of the disclosures made in note 3 on page 16-18 of the significant accounting policies referring to the valuation of unquoted equity investments and corresponding note 9 on page 24-25 which are mainly in development stage companies. In view of the significance of these investments we consider this note should be drawn to your attention, but our opinion is not qualified in this respect.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the director's use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Group's or Parent Company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

M'FADDENS & CO GROUP LIMITED

CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2021

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF M'FADDENS & CO GROUP LIMITED

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information.

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

In connection with our audit of the 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 we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement [set out on page 4], the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, 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.

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 a Report of the Auditors 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 (UK) 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.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

The Company is subject to law and regulations that directly affect the financial statements including financial legislation (including related companies' legislation), distributable profits legislation and taxation legislation and we assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items.

M^cFADDENS & CO GROUP LIMITED

CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2021

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF M^cFADDENS & CO GROUP LIMITED

We understood how the Company is complying with those legal and regulatory frameworks by enquiries to the management and those charged with governance. We identified whether there is culture of honesty and ethical behaviour and whether there is a strong emphasis of prevention and deterrence of fraud.

We assessed the susceptibility of the Company's financial statements of material misstatements, including how fraud might occur. Audit procedures performed by the Company's engagement team included:

- Understanding how those charged with governance considered and addressed the potential for override of controls or other inappropriate influence over the financial reporting process;
- Assessing matters reported through the Company's whistleblowing program and the result of management's investigation of such matters;
- Challenging assumptions and judgments made by management in its significant accounting estimates;
- Identifying and testing journal entries, in particular any journal entries posted with unusual combinations; and
- Assessing the extent of compliance with the relevant laws and regulations as part of our procedures on the related financial statement item.

We did not identify any key audit matters relating to irregularities, including fraud.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at www.frc.org.uk/auditorsresponsibilities. This description forms part of our Report of the Auditors.

Use of our report

This report is made solely to the Company's members and solely for the purpose of expressing a non-statutory audit opinion on the Company's records. Our report is not to be used for another purpose, recited or referred to in any document, copies or made available (in whole or part) to any other person without prior written express consent. We accept no duty, responsibility or liability to any party in connection with the report or this engagement.

BBK Partnership
Chartered Accountants & Statutory Auditors
1 Beauchamp Court
10 Victors Way
Barnet
Hertfordshire
EN5 5TZ

Date: 13/8/21



CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 MARCH 2021

INCOME STATEMENT	Note	GROUP Year Ended 31 Mar 21 US\$	GROUP Year Ended 31 Mar 20 US\$
Revenue			
Revenue from services		18,229,364	7,176,509
Increase in fair value of equity investments		10,781,214	9,138,447
Profit on sale of investments		7,990,329	5,524,939
		<u>37,000,907</u>	<u>21,839,895</u>
General and administrative expenses			
General and administrative expenses		3,385,643	2,241,950
Depreciation and amortisation		215,354	-
Total Operating Expenses		<u>3,600,997</u>	<u>2,241,950</u>
Profit from operations		<u>33,399,910</u>	<u>19,597,945</u>
Other income and (expenses)			
Loan interest income		212,508	106,400
Loan interest expense		(385,715)	(80,195)
Other expenses		(6,557,395)	-
Total other income / (expenses)		<u>(6,730,602)</u>	<u>26,205</u>
Profit for the year		<u>26,669,308</u>	<u>19,624,150</u>
Other comprehensive income (loss)			
Exchange differences on translating foreign operations		(411,118)	-
Total Comprehensive Profit For The Year		<u>26,258,190</u>	<u>19,624,150</u>
Attributable to:			
Equity holders of the Company		19,767,101	19,624,150
Non-controlling interest		6,491,089	-
		<u>26,258,190</u>	<u>19,624,150</u>
Earnings per Share			
Basic and diluted	6	\$21,622	\$126,607

There are no recognised gains or losses other than those passing through the Profit or Loss.

The above items relate entirely too continuing operations.

The accounting policies and notes set out on pages 13 to 28 form an integral part of these Financial Statements.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 MARCH 2021

	Notes	GROUP 31 Mar 21 US\$	GROUP 31 Mar 20 US\$	COMPANY 31 Mar 21 US\$	COMPANY 31 Mar 20 US\$
ASSETS					
Non-current assets					
Investment in subsidiaries	8	-	-	270,843,523	-
Equity investments	9	329,234,750	196,318,586	-	196,318,586
Intangible assets, net	10	646,061	-	-	-
Loans Receivable		-	3,146,400	-	3,146,400
		329,880,811	199,464,986	270,843,523	199,464,986
Current assets					
Cash and cash equivalents		-	-	-	-
Trade receivables		6,165,186	1,830,000	1,605,000	1,830,000
Loans receivable	11	3,358,908	-	3,358,908	-
Amounts due from subsidiaries		-	-	1,142,509	-
		9,524,094	1,830,000	6,106,417	1,860,000
Total assets		339,404,905	201,294,986	276,949,940	201,294,986
LIABILITIES AND SHAREHOLDERS' EQUITY					
LIABILITIES					
Current liabilities					
Trade and other payables	12	1,169,601	341,252	319,589	341,252
Loan payable	13	158,568	-	158,568	-
Amounts due to associates		-	-	6,449,094	-
		1,328,169	341,252	6,927,251	341,252
Non-current liabilities					
Loans payable	13	2,592,243	2,101,352	-	2,101,352
Note payable	14	71,752	67,478	71,752	67,478
		2,663,995	2,168,830	71,752	2,168,830
Total liabilities		3,992,164	2,510,082	6,999,003	2,510,082
Shareholders' equity					
Share capital	15	273	273	273	273
Share premium account		172,847,523	114,892,823	172,847,523	114,892,823
Treasury shares		-	(231)	-	(231)
Retained earnings		103,867,964	83,892,039	97,103,141	83,892,039
Other comprehensive losses		(411,118)	-	-	-
Total shareholders' equity		276,304,642	198,784,904	269,950,937	198,784,904
Non-controlling interest		59,108,099	-	-	-
Total equity		335,412,741	198,784,904	269,950,937	198,784,904
Total liabilities and shareholders' equity		339,404,905	201,294,986	276,949,940	201,294,986

The accounting policies and notes set out on pages 13 to 28 form an integral part of these Financial Statements.

The Financial Statements were approved by the Board of Directors on 12 August 2021 and signed on its behalf by:


Director

Dated: 12 August 2021

M^CFADDENS & CO GROUP LIMITED

M^CFADDENS & Co
Group Limited

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY AS AT 31 MARCH 2021

	<u>Common Stock</u>				Retained Earnings US\$	Accumulated Other Comprehensive Income/(Losses) US\$	Total Shareholders' Equity US\$	Total Non- Controlling Interests US\$	Total Equity US\$
	Shares	Amount US\$	Share Premium Account US\$	Treasury Shares US\$					
Balance at 31 March 2017	1,000	273	114,892,823	(231)	42,033,470	-	156,926,335	-	156,926,335
Net profit for the year ended 31 March 2018	-	-	-	-	11,676,781	-	11,676,781	-	11,676,781
Balance at 31 March 2018	1,000	273	114,892,823	(231)	53,710,251	-	168,603,116	-	168,603,116
Net profit for the year ended 31 March 2019	-	-	-	-	10,557,638	-	10,557,638	-	10,557,638
Balance at 31 March 2019	1,000	273	114,892,823	(231)	64,267,889	-	179,160,754	-	179,160,754
Net profit for the year ended 31 March 2020	-	-	-	-	19,624,150	-	19,624,150	-	19,624,150
Balance at 31 March 2020	1,000	273	114,892,823	(231)	83,892,039	-	198,784,904	-	198,784,904
Treasury shares used for the acquisition of subsidiary	-	-	6,553,070	10	-	-	6,553,080	-	6,553,080
3 for 1 bonus issue	-	-	(156)	156	-	-	-	-	-
Treasury shares used for the acquisition of investments	-	-	51,401,813	38	-	-	51,401,851	-	51,401,851
1 for 9 bonus issue	-	-	(27)	27	-	-	-	-	-
Acquisition of Associate	-	-	-	-	-	-	-	52,617,010	52,617,010
Other comprehensive losses during the year ended 31 March 2021	-	-	-	-	-	(411,118)	(411,118)	(202,294)	(613,412)
Net profit for the year ended 31 March 2021	-	-	-	-	19,975,925	-	19,975,925	6,693,383	26,669,308
890									
Balance at 31 March 2021	1,000	273	172,847,523	-	103,867,964	(411,118)	276,304,642	59,108,099	335,412,741

The accounting policies and notes set out on pages 13 to 28 form an integral part of these Financial Statements.

MCFADDENS & CO GROUP LIMITED
MCFADDENS &Co
Group Limited

**CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 MARCH 2021**

	GROUP Year Ended 31 Mar 21 US\$	GROUP Year Ended 31 Mar 20 US\$	COMPANY Year Ended 31 Mar 21 US\$	COMPANY Year Ended 31 Mar 20 US\$
Reconciliation of operating profit to net cash inflow from operating activities:				
Net profit for the year before tax	26,669,308	19,624,150	13,211,104	19,624,150
Adjustments to reconcile operating profit to net cash provided by (used in) operating activities:				
Add back payments received from trade debtors in equities	(13,087,866)	(15,689,996)	(3,900,000)	(15,689,996)
Payments to trade creditors in equities	2,384,308	4,940,593	978,752	4,940,593
Movement in fair value of equity investments	(10,781,214)	(9,138,447)	(7,062,463)	(9,138,447)
Profit on sale of equity investments	(7,990,329)	(5,524,939)	(6,576,298)	(5,524,939)
Addback write down of investment in subsidiaries	6,553,080	-	-	-
Effect of exchange rate movements	(411,118)	-	-	-
Addback amortisation expense during the year	215,354	-	-	-
Other changes that provided (used) cash in operating assets and liabilities:				
(Increase) decrease in trade receivables	(4,335,186)	8,513,487	225,000	8,513,487
Increase (decrease) in trade payables	785,835	(2,733,586)	(36,942)	(2,733,586)
Increase in accruals	42,514	12,500	15,280	12,500
Amount due to/from associates	-	-	5,306,585	-
Net cash from operating activities	44,686	3,762	2,161,018	3,762
Cash used in investing activities:				
Increase in loan note receivable	(212,508)	(3,146,400)	(212,508)	(3,146,400)
Proceeds from sale of equity investments	200,363,818	86,478,250	149,969,017	86,478,250
Acquisition of equity investments	(200,363,818)	(85,463,250)	(149,969,017)	(85,463,250)
Value of investments subscribed into subsidiaries	(19,052,055)	-	-	-
Investments acquired from acquisition of subsidiary	(32,987,158)	-	-	-
Acquisition of intangible assets	(861,415)	-	-	-
	(53,113,136)	(2,131,400)	(222,508)	(2,131,400)
Cash flow from financing activities:				
Proceeds from credit facility provider	4,274	26,286	4,274	26,286
Proceeds from loans payable	2,524,199	2,101,352	(1,942,784)	2,101,352
Repayments of loans payable	(1,874,740)	-	-	-
Movement in non-controlling interest from acquisitions made during the year.	52,414,717	-	-	-
Net cash provided by financing activities	53,068,450	2,127,638	(1,938,510)	2,127,638
Increase (Decrease) in Cash Flow during the year	-	-	-	-
Cash and cash equivalents at the beginning of the year	-	-	-	-
Cash and cash equivalents at the end of the year	-	-	-	-

The accounting policies and notes set out on pages 13 to 28 form an integral part of these Financial Statements.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021****1. General information**

McFaddens & Co Group Ltd ("the Company") is a private limited company, incorporated and domiciled in the United Arab Emirates on 14 August 2012 and changed its name from ECB Services Ltd on 16 August 2020 for the purpose of becoming a holding company for the Group having a company number IC20120875. The Company's registered office address can be found on the Company Information page.

The principal activity of McFaddens & Co Group Ltd and its subsidiaries ("the Group") during the year was the provision of corporate services including asset management services and corporate advisory services. The Group holds private equity investments in growth companies and in addition provides corporate consultancy services via its subsidiaries. Generally the Group receives payments for services provided by way of equity in client companies which are predominantly growth companies. As the majority of the investments the Group is focusing on are in growth companies, the investments are typically held for 5-7 years prior to achieving ultimate liquidity.

The Company commenced trading during April 2014. It is forecast that the various equity investments held by the Company will increase in value as the underlying businesses progress through various recognised milestones, resulting in the Company achieving fair value gains prior to ultimately selling the investments.

2. Basis of preparation

These Financial Statements have been prepared in accordance with International Financial Reporting Standards [IFRS's] as developed and published by the International Accounting Standards Board [IASB]. The Financial Statements have been prepared under the historical cost convention, as modified by the revaluation of certain assets.

The financial statements are presented in US Dollar (\$) which is the functional currency of the company.

The preparation of the financial statements requires management to make estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities at the date of the financial statements. If in the future such estimates and assumptions which are based on management's best judgement at the date of the financial statements, deviate from the actual circumstances, the original estimates and assumptions will be modified as appropriate in the year in which the circumstances change. Where necessary, the comparatives have been reclassified or extended from the previously reported results to take into account presentational changes.

Provisions

Provisions are recognised where a legal or constructive obligation has been incurred which will probably lead to an outflow of resources that can be reasonably estimated. Provisions are recorded for the estimated ultimate liability that is expected to arise, taking into account the time value of money. A contingent liability is disclosed where the existence of the obligations will only be confirmed by future events, or where the amount of the obligation cannot be measured with reasonable reliability.

Ordinary dividends

Ordinary dividends proposed by the Board of Directors are not recorded in the financial statements until they have been approved by the shareholders at the Annual General Meeting.

The significant accounting policies set out below have been consistently applied, except where stated.

3. Summary of significant accounting policies

The principal accounting policies applied in the preparation of these Consolidated Financial Statements are set out below and have been consistently applied to all the years presented.

The preparation of interim consolidated financial statements in compliance with IAS 34 requires the use of certain critical accounting estimates. It also requires Group management to exercise judgement in applying the Group's accounting policies. The areas where significant judgements and estimates have been made in preparing the financial statements and their effect are disclosed in Note 3.

There have been no material revisions to the nature and amount of changes in estimates of amounts reported in the 31 March 2020 Financial Statements.

Basis of Consolidation

The Consolidated Financial Statements incorporate the Financial Statements of the Company and all its subsidiaries made up to 31 March 2021. Subsidiaries are entities (including structured entities) controlled by the Group. The Group controls an entity when the Group has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain economic benefits from its activities. Subsidiaries are consolidated from the date on which control is transferred to the Group up to the effective date on which control ceases, as appropriate. Intragroup transactions, balances, income and expenses are eliminated on consolidation. Where necessary, adjustments are made to the Financial Statements of subsidiaries to ensure consistency of accounting policies with those of the Group.

(a) Business Combinations

Acquisitions of businesses are accounted for using the acquisition method. Under the acquisition method, the consideration transferred for acquisition of a subsidiary is the fair value of the assets transferred, liabilities incurred and the equity interests issued by the Group at the acquisition date. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Acquisition-related costs, other than the costs to issue debt or equity securities, are recognised in profit or loss when incurred. In a business combination achieved in stages, previously held equity interests in the acquiree are re-measured to fair value at the acquisition date and any corresponding gain or loss is recognised in profit or loss. Non-controlling interests in the acquiree may be initially measured either at fair value or at the non-controlling interests' proportionate share of the fair value of the acquiree's identifiable net assets at the date of acquisition. The choice of measurement basis is made on a transaction-by-transaction basis.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021**

The FRS requires that the consolidated Accounts prepared following a reverse acquisition shall be issued in the name of the legal parent (i.e. the accounting acquiree), but presented as a continuation of the Accounts of the legal subsidiary (i.e. the accounting acquirer).

The following principles have been applied:

- (i) The assets and liabilities of the legal subsidiary shall be recognised and measured in the Consolidated Financial Statements at their pre-combination carrying amounts;
- (ii) The assets and liabilities of the legal parent shall be recognised and measured in the Consolidated Financial Statements at their fair values at the acquisition date;
- (iii) The retained profits and other equity balances (such as revaluation reserves and foreign exchange reserves) recognised in the consolidated Financial Statements shall be the retained profits and other equity balances of the legal subsidiary immediately before the business combination;
- (iv) The amount recognised as issued equity instruments (i.e. share capital and share premium) in the Consolidated Financial Statements shall be determined by adding to the issued equity of the legal subsidiary immediately before the business combination the fair value of the legal parent (i.e. the deemed cost of the business combination); and
- (v) The equity structure appearing in the consolidated Financial Statements shall reflect the equity structure of the legal parent, including the equity instruments issued by the legal parent to effect the combination.

Intangible assets other than goodwill

Intangible assets, other than goodwill, are measured at cost less accumulated amortisation and accumulated impairment losses. Amortisation is charged so as to allocate the cost of assets less their residual values over their estimated useful lives, using the straight-line method.

Investments in Associates

Investments in associates are accounted for at cost less any accumulated impairment losses. However, investments for which a published price quotation exists are accounted for at fair value with changes in fair value recognised in profit or loss of the period of the change. Dividend income from associates is recognised when the shareholders' right to receive payment has been established and is shown as other income.

Equity investments

Investments are recognised and derecognised on the transaction date where a purchase or sale is under contract whose terms require delivery within the time frame established by the contract and are initially measured at fair value. The Company is operating in the business of investing in financial assets with a view to profiting from their total return in the form of dividends or increases in fair value in which they are designated at fair value through the Profit or Loss and are subsequently re-measured at reporting dates at fair value. The fair value of equity investments are calculated in accordance with the principles of valuation of equity investments set out below. Changes in the fair value of equity investments are recognised in the Profit or Loss.

Principles of valuation of quoted equity investments

The fair values of quoted equity investments are based on current bid prices at the balance sheet date.

Principles of valuation of unquoted equity investments**Unquoted equity investments – designated as ‘at fair value’ through the Profit or Loss**

The fair value of unquoted equity investments is established using International Private Equity and Venture Capital Valuation Guidelines (the “IPEVCV Guidelines”) endorsed by the British and European Venture Capital Associations.

The valuation methodology used most commonly by the Company is the ‘price of recent investment’ contained in the IPEVCV Guidelines. The following considerations are used when calculating the fair value using the ‘price of recent investment’ guidelines:

- Where the investment being valued was itself made recently, its cost will generally provide a good indication of fair value.
- Where there has been any recent investment by third parties, the price of that investment will provide a basis of the valuation.
- If there is no readily ascertainable value from following the ‘price of recent investment’ methodology, the Group considers alternative methodologies in the IPEVCV Guidelines, being principally discounted cash flows and price earnings multiples requiring management to make assumptions over the timing and nature of future earnings and cash flows when calculating fair value.
- Where a fair value cannot be estimated reliably, the investment is reported at the carrying value of the previous reporting date; unless there is evidence that the investment has since been impaired.

Unquoted equity investments – designated as ‘at fair value’ through the Profit or Loss (Continued)

Due to the nature of the majority of the Group’s investments being held in growth companies the shares are currently illiquid and are typically held for 5-7 years. There is no guarantee that there would be sufficient liquidity in the shares for the Group to liquidate its positions on a timely basis. In addition, if the Group were to attempt to liquidate its position in the short term, there is a possibility that this could adversely affect the valuation downwards.

Where there has been a recent investment by third parties, the price of that investment will provide a good indication of the fair value of the Group’s investee company. In addition, the Group’s policy is not to use the price of a third party’s recent investment unless the combined investment is equal to a minimum of 10% of the equity in the investee company. Where the investments have been valued at the “price of recent investment”, the Group has additionally used discounted cash flows and price earnings multiples requiring management to make assumptions over the timing and nature of future earnings and cash flows to support the fair value. When preparing this information, management take into account market conditions and use the latest available information. Where the discounted cash flows do not support the fair values derived from the “price of recent investment” methodology, the Group values the investment at the fair value as per the last reporting year unless there is evidence that the investment value has been impaired.

If the investment was not held at the prior reporting period, the investment will be carried at cost. The Group’s policy is that where there has been no “price of recent investment” in the company in which the Group holds equity in, then the Group values it’s investment at cost or the carrying value of the previous reporting date; unless there is evidence that the investment has since been impaired.

Although these investments are valued in line with established International Private Equity and Venture Capital Valuation Guidelines, management believes it is worth pointing out that these types of investments contain a degree of risk and that there can be no guarantee that the Group could dispose of these assets in a timely fashion as there is no readily available public market. However, there is also the potential for significant growth in the medium to long term. The value of these investments in the medium to long term could therefore be significantly higher or lower than their current fair values.

Information about the valuation techniques and inputs used in determining the fair value of various assets are disclosed in notes 7 and 12. Financial instruments that are measured subsequent to initial recognition at fair value are grouped into levels 1 to 3 based on the degree to which the fair value is observable:

Level 1 fair value measurements are those derived from inputs that are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date.

Level 2 fair value measurements for those derived from inputs other than quoted prices included within Level 1 that are observable for the assets or liability, either directly or indirectly.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021****Unquoted equity investments – designated as ‘at fair value’ through the Profit or Loss (Continued)**

Level 3 fair value measurements are those derived from inputs that are not based on observable market data. Level 3 inputs shall be used to measure fair value to the extent that relevant observable market data inputs are not available, thereby allowing for situations in which there is little market activity for the asset or liability at the measurement date. However, the fair value measurement objective remains the same, i.e. an exit price at the measurement date from the perspective of a market participant that holds the asset or owes the liability. Therefore, Level 3 inputs shall reflect the assumptions that market participants would use when pricing the asset or liability, including assumptions about risk.

At the balance sheet date all of the Company's financial assets fell into Level 3.

Trade and other receivables

Trade and other receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment. A provision for impairment of trade receivables is established when there is objective evidence that the Group will not be able to collect all amounts due according to the original terms of the receivables. Significant financial difficulties of the debtor probability that the debtor will enter bankruptcy or financial reorganisation and default, or delinquency in payments are considered indicators that the trade receivable is impaired.

The amount of any provision is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate. The carrying amount of the asset is reduced through the use of an allowance account, and the amount of the loss is recognised in the income statement within "administrative expenses". When a trade receivable is uncollectible, it is written off against the allowance account for trade receivables. Subsequent recoveries of amounts previously written off are credited against "administrative expenses" in the income statement.

Cash and cash equivalents

Cash comprises cash on hand and demand deposits. Cash equivalents are short term, highly liquid investments that are readily convertible to known amounts of cash.

Financial instruments

Financial assets and financial liabilities are recognised when the company becomes party to the contractual provisions of the instrument. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable (other than financial assets or liabilities at fair value through profit or loss) are added to or deducted from the fair value as appropriate on initial recognition.

Financial assets

Financial assets are subsequently classified into the following specified categories:

- financial assets at fair value through profit or loss, including held for trading;
- fair value through other comprehensive income; or
- amortised cost.

NOTES TO THE FINANCIAL STATEMENTS**FOR THE YEAR ENDED 31 MARCH 2021****Financial assets (continued)**

The classification depends on the nature and purpose of the financial asset (i.e. the Company's business model for managing the financial assets and the contractual terms of the cash flows) and is determined at the time of initial recognition.

Financial assets are classified as at fair value through other comprehensive income if they are held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets, and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. They are measured at amortised cost if they are held within a business mode whose objective is to hold financial assets in order to collect contractual cash flows and the contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets not held at amortised cost or fair value through other comprehensive income are held at fair value through profit or loss.

Financial liabilities

Debt and equity instruments are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements.

Equity instruments are any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments are recognised at proceeds received net of issue costs.

Financial liabilities are classified as either financial liabilities at fair value through profit or loss ("FVTPL") or financial liabilities at amortised cost, which are measured using the effective interest method. At present the company does not have any financial liabilities at FVTPL.

Fair values

Fair value is the amounts for which a financial asset, liability or instrument could be exchanged between knowledgeable and willing parties in an arm's length transaction. It is determined by reference to quoted market prices adjusted for estimated transaction costs that would be incurred in an actual transaction, or by the use of established estimation techniques. The fair values at the end of the reporting period are approximately in line with their reported carrying values unless specifically mentioned in the notes to the financial statements.

Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the debt instrument, or a shorter period, on the net carrying amount on initial recognition.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021****Significant judgements and estimates**

In the application of the Group's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of the assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant in line with the valuation policy of the Company. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis in line with the valuation policy of the Company. Revisions to accounting estimates are recognised in the period in which the estimates are revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

The critical judgment made by the management is to continue recognising the fair value of investments as permitted by the relevant accounting standards in line with the valuation policy of the Company.

Trade and other payables

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

Going concern

The financial statements have been prepared on a going concern basis. The current pandemic caused by Covid-19 has triggered global uncertainty, the initial impact had a depressive effect on demand, but this has largely been offset now by strong growth in the commodity sectors where the Company operates. The directors continue to monitor the progress and effect of the spread of the virus, though they are unable to immediately quantify its impact on future commerciality. Strategies and policies to manage the evolving developments have been implemented by the directors, specifically:

- monitoring changes in fair value of investments in line with the valuation policy of the Company;
- monitoring the management responses of others holding similar investments;
- reviewing the impact on forecasts that may impact impairment evaluations.

The directors believe that the Group and the Company have sufficient resources to bear the global impact of Covid-19.

Borrowings

Borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings are subsequently stated at amortised cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognised in the income statement over the period of the borrowings using the effective interest method.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least twelve months after the balance sheet date.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021****Revenue recognition**

Revenue from services is derived from the provision of corporate consultancy services. Other Revenues are derived from dividends received from various investments and the gains on disposal of the investments. Gains on disposal of equity investments represent the surplus over carrying value on the disposal of equity investments. Revenues are also derived from movements in fair value of equity investments represented by revaluation gains and losses on the Group's portfolio of equity investments. 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.

Expenses

All expenses are accounted for on an accruals basis.

Foreign currency translation**(a) Functional and presentation currency**

The financial information is presented in United States Dollars (\$), which is the Group's functional and presentation currency.

(b) Transactions and balances

Changes in fair value of equity investments represent revaluation gains and losses on the Group's portfolio of equity investments. Gains on disposal of equity investments represent the surplus over carrying value on the disposal of equity investments.

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the date 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 Profit or Loss.

Translation differences on equity investments held at fair value through the Profit or Loss are recognised in the Profit or Loss as part of the fair value gain or loss.

New and revised IFRSs in issue but not yet effective

The company has not applied the following new and revised IFRSs that have been issued but are not yet effective:

<u>Standard</u>	<u>Effective Date</u>
IFRS 16 - Covid-19-Related Rent Concessions (Amendment to IFRS 16)	1 June 2020
IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS 16	
Interest Rate Benchmark Reform — Phase 2	1 January 2021

New standards, interpretations and amendments not yet effective

No new standards, interpretations and amendments not yet effective are expected to have a material effect on the Group's future financial statements.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021**

4. Taxation

The Company is exempt from the provisions of the Income Tax Ordinance of the United Arab Emirates.

5. Profit before tax

Profit before tax, all of which arises from the Group's principal activities, is stated after charging:

	Group Year Ended 31 Mar 21 US\$	Group Year Ended 31 Mar 20 US\$
Auditors' remuneration: audit services	30,000	12,500
Finance costs: Loan Payable and Note Payable interest expense	385,715	80,195

There has been no remuneration paid to the auditors in respect of non-audit services in any of the years covered by this report.

The Company has not presented its own separate income statement. The profit for the Company included in the Consolidated Income Statement is \$13,211,102 for the year ended 31 March 2021 and \$19,624,150 for the year ended 31 March 2020.

The Company has no direct employees and the directors are the only key management personnel of the Company.

6. Earnings per Share

The calculation of the basic earnings per share is based on the earnings attributable to ordinary shareholders divided by the weighted average number of shares in issue during the period. The calculation of diluted earnings per share is based on the basic earnings per share adjusted to allow for the issue of shares on the assumed conversion of all dilutive options.

	Group Year Ended 31 Mar 21	Group Year Ended 31 Mar 20
Profit from Continuing Operations attributable to equity holders of the Company	\$ 19,767,101	\$ 19,624,150
Weighted average number of shares - Basic and Diluted	914	155
Earnings per share	\$ 21,622	\$ 126,607

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021**

7. Other operating income
Continuing operations

	Group Year Ended 31 Mar 21 US\$	Group Year Ended 31 Mar 20 US\$
Profit on sale of equity investments	7,990,329	5,524,939
Increase in fair value of equity investments held at fair value through the Profit and Loss	10,781,214	9,138,447
Net foreign exchange gains / (losses)	(411,118)	-
	<u>18,360,425</u>	<u>14,663,386</u>

All the other operating income of \$18,360,425 for the year ended 31 March 2021 and \$14,663,386 for the year ended 31 March 2020 were derived from continuing operations.

8. Investment in subsidiaries

	Company 31 Mar 21 US\$	Company 31 Mar 20 US\$
McFaddens Advisory AP Ltd	210,534,418	-
McFaddens & Co (Australia) Pty Ltd	60,299,105	-
McFaddens & Co Advisory Ltd	10,000	-
McFaddens & Co plc	-	-
Closing balance	<u>270,843,523</u>	<u>-</u>

Name of Subsidiary	Type of Company	Country of Incorporation	% Ownership
McFaddens & Co plc	Advisory Services	England and Wales	99.996%
McFaddens & Co (Australia) Pty Ltd	Advisory Services	Australia	51.53%
McFaddens Advisory AP Ltd	Private Equity Holdings	Marshall Islands	63.14%
McFaddens & Co Advisory Ltd	Advisory Services	Marshall Islands	100%

On 31 March 2021, McFaddens & Co Group Ltd subscribed \$210,534,418.21 of assets into McFaddens Advisory AP Ltd for 142,252,985 shares. The shareholders of McFaddens Advisory AP Ltd as at 31 March 2021 were McFaddens & Co Group Ltd 63.14% and McFaddens & Co (Australia) Pty Ltd 36.86%.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021

9. Equity Investments

Unquoted equity investments – designated as “at fair value through the profit or loss”

	Group Year Ended 31 Mar 21 US\$	Group Year Ended 31 Mar 20 US\$	Company Year Ended 31 Mar 21 US\$	Company Year Ended 31 Mar 20 US\$
Opening Balance	196,318,586	171,920,797	196,318,586	171,920,797
Cost of investments acquired during the year	200,363,818	85,463,250	149,969,017	85,463,250
Investments acquired from acquisition of Subsidiary	32,987,158	-	-	-
Value of investments subscribed into the Company	51,401,850	-	51,401,850	-
Value of investments subscribed into subsidiary	19,052,055	-	-	-
Payments from trade debtors in equities	13,087,866	15,689,996	3,900,000	15,689,996
Cost of investments sold during the year	(192,373,489)	(80,953,311)	(143,427,488)	(80,953,311)
Cost of investments subscribed into subsidiary by McFaddens & Co Group Ltd	-	-	(53,711,382)	-
Value of investments transferred to subsidiary	-	-	(210,534,294)	-
Payments to trade creditors in equities	(2,384,308)	(4,940,593)	(978,752)	(4,940,593)
Movement in fair values	10,781,214	9,138,447	7,062,463	9,138,447
Closing Balance	329,234,750	196,318,586	-	196,318,586

The Group had no significant investments in Assets classified as Equity Investments where it held 25% or more of the issued share capital of the companies. Where the Group held 25% or more of the issued share capital of the companies these investments have been classified as investments in associates.

The Group holds equity investments in various companies which have their assets in Asia, the Middle East and Africa, Europe and Canada.

Fair value information

Unquoted investments at 31 March 2021 have been measured on a Level 3 basis as no observable market data was available.

Financial instruments that are measured subsequent to initial recognition at fair value are grouped into levels 1 to 3 based on the degree to which the fair value is observable:

- Level 1 fair value measurements are those derived from inputs that are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date.
- Level 2 fair value measurements for those derived from inputs other than quoted prices included within Level 1 that are observable for the assets or liability, either directly or indirectly.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021

Fair value information (continued)

- Level 3 fair value measurements are those derived from inputs that are not based on observable market data. Level 3 inputs shall be used to measure fair value to the extent that relevant observable market data inputs are not available, thereby allowing for situations in which there is little market activity for the asset or liability at the measurement date. However, the fair value measurement objective remains the same, i.e. an exit price at the measurement date from the perspective of a market participant that holds the asset or owes the liability. Therefore, Level 3 inputs shall reflect the assumptions that market participants would use when pricing the asset or liability, including assumptions about risk.

At the balance sheet date all of the Company's financial assets fell into Level 3.

10. Intangible Assets

	Group 31 Mar 21 US\$	Group 31 Mar 20 US\$
<u>Cost:</u>		
Opening Balance	-	-
Additions	861,415	-
Closing Balance	861,415	-
<u>Amortisation:</u>		
Opening Balance	-	-
Amortisation charge	215,354	-
Closing Balance	215,354	-
Net Book Value	646,061	-

During the year ended 31 March 2021 the Group acquired the rights to various Advisory Contracts. The directors believe that this acquisition will provide a benefit to the Group for a minimum of three years. The asset has thus been amortised over three years.

11. Loans Receivable

	Group 31 Mar 21 US\$	Group 31 Mar 20 US\$	Company 31 Mar 21 US\$	Company 31 Mar 20 US\$
Loan receivable – principal	3,040,000	3,040,000	3,040,000	3,040,000
Loan receivable – interest	318,908	106,400	318,908	106,400
Closing Balance	3,358,908	3,146,400	3,358,908	3,146,400

The Loan is for a term of 2 years and is due for repayment in full on 30 September 2021. Interest is charged at 7% p.a.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021**

12. Trade and other payables

	Group 31 Mar 21 US\$	Group 31 Mar 20 US\$	Company 31 Mar 21 US\$	Company 31 Mar 20 US\$
Trade payables	1,089,587	303,752	266,809	303,752
Accruals	80,014	37,500	52,780	37,500
Other current liabilities	-	-	-	-
Closing Balance	1,169,601	341,252	319,589	341,252

Included in trade payables are \$822,788 of creditors owed by a subsidiary of the Company.

13. Borrowings – Loan Payable

Current	Group 31 Mar 21 US\$	Group 31 Mar 20 US\$	Company 31 Mar 21 US\$	Company 31 Mar 20 US\$
Loan payable – principal	150,260	-	150,260	-
Loan payable – interest	8,308	-	8,308	-
Closing Balance	158,568	-	158,568	-

The loan payable by the Company attracts interest at 10% p.a. and US\$1,874,740 was repaid during the year.

Non-Current	Group 31 Mar 21 US\$	Group 31 Mar 20 US\$	Company 31 Mar 21 US\$	Company 31 Mar 20 US\$
Loan payable – principal	2,345,952	2,025,000	-	2,025,000
Loan payable – interest	246,291	76,352	-	76,352
Closing Balance	2,592,243	2,101,352	-	2,101,352

Non-Current loan payable as at 31 March 2021 consisted of a loan payable of \$2,345,952 of principal and \$246,291 of interest taken out by a subsidiary of the Company. The rate of interest on the loan is 15% per annum and the loan is repayable on 30 September 2022.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021**

14. Borrowings – Note Payable

	Group 31 Mar 21 US\$	Group 31 Mar 20 US\$	Company 31 Mar 21 US\$	Company 31 Mar 20 US\$
Note payable – principal	61,436	61,303	61,436	61,303
Note payable – interest	10,316	6,175	10,316	6,175
Closing Balance	71,752	67,478	71,752	67,478

The Group has a \$200,000 credit facility. At 31 March 2021 the amount still available to be drawn down was \$138,564. Interest is charged at 6% p.a.

15. Share capital

As at 31 March 2021	US\$
Authorised	
1,000 ordinary shares of AED 1.00	273
Allotted, called up and fully paid	
1,000 ordinary shares of AED 1.00	273
Own shares held in treasury - nil ordinary shares of AED 1.00	-
As at 31 March 2020	
Authorised	
1,000 ordinary shares of AED 1.00	273
Allotted, called up and fully paid	
1,000 ordinary shares of AED 1.00	273
Own shares held in treasury - 845 ordinary shares of AED 1.00	231

During April 2020, the Company transferred 35 shares from treasury for the acquisition of McFaddens & Co plc and subsequently performed a 3 for 1 bonus issue of 571 shares from treasury. During June 2020, the Company transferred a further 140 shares from treasury for the acquisition of equity investments and the completed a 1 for 9 bonus issue of 99 shares from treasury. As at 31 March 2021 Sterling Management Ltd held 156 shares in escrow with regards to the acquisition of McFaddens & Co Plc and 156 shares in escrow with regards to the purchase of assets on 29 June 2020.

16. Ultimate and Immediate Parent Company

Sterling Management Limited, a company incorporated in the United Arab Emirates is the immediate and ultimate controlling party.

17. Capital commitments

There were no commitments at 31 March 2021 or at 31 March 2020.

18. Contingent liabilities

There were no contingent liabilities at 31 March 2021 or at 31 March 2020.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021****19. Related parties**

During the period the Company provided a loan to Trinus Impact Capital Limited. The Company also had a contract to provide consultancy services to Trinus Impact Capital Limited at a rate of \$45,000 per month. Fees charged during the 12 months ended 31 March 2021 were \$540,000. The balance outstanding to the Company from Trinus Impact Capital Limited in relation to fees as of 31 March 2021 was \$180,000. The balance outstanding to the Company from Trinus Impact Capital Limited in relation to the loan as of 31 March 2021 was \$3,358,908 which includes interest of \$318,908. Trinus Impact Capital Limited is deemed a related party to the Company as the Company is a shareholder of Trinus Impact Capital Limited and the Company has significant influence over Trinus Impact Capital Limited.

During the period the Company had a consultancy contract with EAA Holdings Limited where EAA Holdings Limited were charged fees of \$250,000 a month. Fees charged in relation to this contract were \$3,000,000 for the 12 months ended 31 March 2021 with a balance outstanding to the Company from EAA Holdings Limited of \$750,000 as of 31 March 2021. EAA Holdings Limited is deemed a related party as the controller of EAA Holdings Limited has significant influence over the Company.

20. Events after the reporting date

The directors have agreed to change the share structure to increase the number of issued shares from 1,000 shares to 15,797,788 issued shares.

On 31 March 2021, the Company vended its investment portfolio into McFaddens Advisory AP Limited as McFaddens Advisory AP Limited is planning to list as a public private equity fund in the fiscal year ending 31 March 2022.

Subsequent to the year end the Company continued with its strategy of expanding its family office business.

In July 2021, the Company announced that it has entered into a joint venture with China International Industry & Commerce Co. Ltd. ("CIIC Group") to launch a multi-family office network in both mainland People's Republic of China and Hong Kong.

Through the joint venture, McFaddens and CIIC Group will establish a multi-family office network as well as fund management and advisory services to address the significant opportunity of the rapidly growing family office sector in China - one of the most buoyant in the world. Founded in 1988, Beijing-based CIIC Group is a privately-owned multinational enterprise group operating in the fields of finance, technology and real estate, with business in more than 30 countries and regions including the United States, Russia, Europe and Africa with assets in the region of \$15bn.

The announcement of this partnership followed the announcement in May 2021 that McFaddens has completed the establishment of the McFaddens & Co UAE operation, expanding the Group's presence in the fast-growing and underserved EMEA market.

The management and staff of the Company continue to observe the restrictions imposed with regards to Covid-19 as relevant to the business of the Company.