Minervest Limited
(Registration number 197277)
Financial statements
for the year ended 31 December 2019

General Information

Country of incorporation and domicile	Seychelles
Nature of business and principal activities	Minervest was established in the Seychelles under the International Business Companies Act, to hold and facilitate investments in finanacial assets. The company was publicly listed on the MERJ Exchange Limited in November 2019.
Directors	Werner Fuls Justyna Wojcik
Registered office	Global Gateway 8 Rue de La Perle Providence, Mahe Seychelles
Business address	Global Gateway 8 Rue de La Perle Providence, Mahe Seychelles
Auditors	PKF (Seychelles) Chartered Accountants Limited
Secretary	PKF Registrars
Company registration number	197277
Level of assurance	These financial statements have been audited in compliance with the applicable requirements of the International Business Companies Act of 2016.
Issued	29 May 2020

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The reports and statements set out below comprise the financial statements presented to the sharholders:

The following supplementary information does not form part of the financial statements and is unaudited:

Directors' Responsibilities and Approval

The directors are required in terms of the International Business Companies Act of 2016 to maintain adequate accounting records and are responsible for the content and integrity of the financial statements and related financial information included in this report. It is their responsibility to ensure that the financial statements fairly present the state of affairs of the company as at the end of the financial year and the results of its operations and cash flows for the period then ended, in conformity with International Financial Reporting Standards. The external auditors are engaged to express an independent opinion on the financial statements.

The financial statements are prepared in accordance with International Financial Reporting Standards and are based upon appropriate accounting policies consistently applied and supported by reasonable and prudent judgements and estimates.

The directors acknowledge that they are ultimately responsible for the system of internal financial control established by the company and place considerable importance on maintaining a strong control environment. To enable the directors to meet these responsibilities, the directors sets standards for internal control aimed at reducing the risk of error or loss in a cost effective manner. The standards include the proper delegation of responsibilities within a clearly defined framework, effective accounting procedures and adequate segregation of duties to ensure an acceptable level of risk. These controls are monitored throughout the company and all employees are required to maintain the highest ethical standards in ensuring the company's business is conducted in a manner that in all reasonable circumstances is above reproach. The focus of risk management in the company is on identifying, assessing, managing and monitoring all known forms of risk across the company. While operating risk cannot be fully eliminated, the company endeavours to minimise it by ensuring that appropriate infrastructure, controls, systems and ethical behaviour are applied and managed within predetermined procedures and constraints.

The directors are of the opinion, based on the information and explanations given by management, that the system of internal control provides reasonable assurance that the financial records may be relied on for the preparation of the financial statements. However, any system of internal financial control can provide only reasonable, and not absolute, assurance against material misstatement or loss.

The directors have reviewed the company's cash flow forecast for the year to 31 December 2020 and, in light of this review and the current financial position, they are satisfied that the company has or had access to adequate resources to continue in operational existence for the foreseeable future.

The external auditors are responsible for independently auditing and reporting on the company's financial statements. The financial statements have been examined by the company's external auditors and their report is presented on pages 7 to 9.

The financial statements set out on pages 10 to 26, which have been prepared on the going concern basis, were approved by the directors on 27 May 2020 and were signed by:

Approval of financial statements

Werner Fuls

Justyna Wojcik

Directors' Report

The directors have pleasure in submitting their report on the financial statements of Minervest Limited for the year ended 31 December 2019.

1. Incorporation

The company was incorporated on 07 September 2017 and obtained its certificate to commence business on the same day. The company was dormant from incorporation date and started trading on 07 November 2019.

2. Nature of business

Minervest Limited was incorporated in Seychelles with interests in financial assets, managing a family office and will expand operations into property holding in the foreseeable future. The company operates in Seychelles.

Minervest Limited was established in the Seychelles under the International Business Companies Act of 2016, to hold and facilitate investments in financial assets. The Company was publicly listed on the MERJ Exchange Limited in November 2019.

3. Review of financial results and activities

The financial statements have been prepared in accordance with International Financial Reporting Standards and the requirements of the International Business Companies Act of 2016.

Full details of the financial position, results of operations and cash flows of the company are set out in these financial statements.

4. Share capital

Authorised	2019 Number of shares
Ordinary shares	50 000 000

Issued	2019 $	2019 Number of shares
Ordinary shares of $0,01 each.	15 200	1 520 000

5. Dividends

The company's dividend policy is to consider an interim and a final dividend in respect of each financial year. At its discretion, the directors may consider a special dividend, where appropriate. Depending on the perceived need to retain funds for expansion or operating purposes, the directors may pass on the payment of dividends.

The directors did not recommend the declaration of a dividend for the year.

6. Directorate

The directors in office at the date of this report are as follows:

Directors	Designation	Nationality	Changes
Werner Fuls	Executive	South African	Appointed 13 August 2019
Justyna Wojcik	Executive	Polish	Appointed 13 August 2019
Melanie Stravens	Executive	Seychellois	Resigned 13 August 2019
Malcolm Fock Tave	Executive	Seychellois	Resigned 13 August 2019

Directors' Report

7. Directors' interests in shares

As at 31 December 2019, the directors of the company held indirect beneficial interests in of 4.6% of its issued ordinary shares, as set out below.

Interests in shares

Directors	2019 Indirect
Werner Fuls	70 000

The register of interests of directors and others in shares of the company is available to the shareholder on request.

There have been no changes in beneficial interests that occurred between the end of the reporting period and the date of this report.

8. Directors' interests in contracts

During the financial year, no contracts were entered into which directors or officers of the company had an interest and which significantly affected the business of the company.

9. Events after the reporting period

The directors are not aware of any material event which occurred after the reporting date and up to the date of this report except for the following's events noted:

During January 2020 the World Health Organisation declared the COVID 19 virus an international pandemic. The virus spread throughout the world with stock market crashes identified during the beginning of March 2020. During the end of March 2020 multiple countries including Seychelles, Mauritius, The United States of America, most European countries, South Africa and numerous other countries went into national military enforced shut down. These lock downs will put significant strain on the world economy and on companies world-wide. This could lead to an international recession and will cause strain on the company's ability to gain financing and find active real estate developments to invest is.

Management is aware of the COVID 19 pandemic and has factors in place that will ensure that the company continues.

Managing financial assets will not require management to be physically present at the office to perform their duties and ensure continued profitability of the company. Even with the travel restrictions implemented globally due to COVID 19, management will still be able to perform their duties and manage the financial assets.

10. Going concern

The directors believe that the company has adequate financial resources to continue in operation for the foreseeable future and accordingly the financial statements have been prepared on a going concern basis. The directors have satisfied themselves that the company is in a sound financial position and that it has access to sufficient borrowing facilities to meet its foreseeable cash requirements. The directors are not aware of any new material changes that may adversely impact the company. The directors are also not aware of any material non-compliance with statutory or regulatory requirements or of any pending changes to legislation which may affect the company.

11. Secretary

The company secretary is PKF Registrars.

Business address:	104 Waterside Property Eden Island Seychelles

12. Date of authorisation for issue of financial statements

The financial statements have been authorised for issue by the directors on Friday, 29 May 2020. No authority was given to anyone to amend the financial statements after the date of issue.

Directors' Report

13. Sponsor Advisor

PKF Capital Markets (Seychelles) Limited acts as sponsor to the company in terms of MERJ Exchange Limited's regulations.

14. Auditors

PKF (Seychelles) Chartered Accountants Limited was appointed as auditors for the company.
At the AGM, the shareholders will be requested to reappoint PKF (Seychelles) Chartered Accountants Limited as the independent external auditors of the company and to confirm Mr Henico Schalekamp as the designated lead audit partner for the 2020 financial period.

PKF (Seychelles) Chartered Accountants Limited
A member firm of PKF International Limited

chartered accountants
& business advisers

INDEPENDENT AUDITOR'S REPORT

TO THE SHAREHOLDERS OF MINERVEST LIMITED

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

OPINION

We have audited the financial statements of Minervest Limited set out on pages 10 to 25, which comprise the statement of financial position as at 31 December 2019, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the financial statements present fairly, in all material respects, the financial position of Minervest Limited as at 31 December 2019, and its financial performance and cash flows for the year then ended in accordance with International Financial Reporting Standards and the requirements of the International Business Companies Act of 2016.

BASIS FOR OPINION

We conducted our audit in accordance with International Standards on Auditing. 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 International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) (Parts 1 and 3) (IESBA Code) and other independence requirements applicable to performing audits of financial statements in Seychelles. We have fulfilled our other ethical responsibilities in accordance with the IESBA Code and in accordance with other ethical requirements applicable to performing audits in Seychelles. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

EMPHASIS OF MATTER – EVENTS AFTER THE REPORTING PERIOD

We draw attention to note 9 in the directors' report and note 17 in the financial statements. Subsequent to 31 December 2019 there has been a worldwide escalation in the number of COVID-19 cases which could potentially have a negative impact on Seychelles businesses in general including Minervest Limited. Minervestt Limited is principally an investment management company which invests in financial assets for family offices. We consider the impact of the COVID-19 pandemic to be minimal as Minervest Limited can continue with its operations and ordinary business regardless of travel restrictions and lockdown procedures put in place by countries around the world. Our opinion is not modified in respect of this matter.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matter	How the matter was addressed in the audit
Valuation of investments	
The fair value of the investment was $1,355,851 at 31 December 2019 which represents 94.83% of the total assets.	We confirmed through inspection of the valuation model as applied by management that the approach management used is consistent with IFRS and industry norms for valuing investments.
The revaluation of these investments to fair market value is considered to be a key audit matter due to the large degree of subjectivity, estimation and judgement required to value the investments. The increase in value of the investments has a significant impact on the net asset value of the company, which is a key assessment indicator to the shareholders.	We evaluated the judgements applied in determining the fair value, in particular: • The model used by management; and • The significant assumptions including, net income used, discount rates, and any other adjustment factors.

The details of the investment is disclosed in note 4.	We confirmed through inspection of the valuation model as applied by management that the approach management used is consistent with IFRS and industry norms for valuing investments.

OTHER INFORMATION

The directors are responsible for the other information. The other information comprises the information included in the document titled "Minervest Limited financial statements for the year ended 31 December 2019", which includes the Directors' Report as required by the International Business Companies Act of 2016 and the Detailed Income Statement, which we obtained prior to the date of this report. The other information does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express an audit opinion or 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, 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 THE DIRECTORS FOR THE FINANCIAL STATEMENTS

The directors are responsible for the preparation and fair presentation of the financial statements in accordance with International Financial Reporting Standards and the requirements of the International Business Companies Act of 2016, 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 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 International Standards on Auditing 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.

As part of an audit in accordance with International Standards on Auditing, we exercise professional judgement and maintain professional skepticism 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.

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PKF (Seychelles) Chartered Accountants Limited • A member of PKF International Ltd
Partners • H Schalekamp • MA Schalekamp

• 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 company's internal control.

• Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

• Conclude on the appropriateness of the directors' use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the 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.

• Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the Consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

REPORT ON OTHER LEGAL AND REGULATORY REQUIRMENTS

We report that PKF (Seychelles) Chartered Accountants Limited has been the auditor of Minervest Limited for one year.

PKF (Seychelles) Chartered Accountants Limited
Per: Henico Schalekamp
Director
Registered Auditor

29 May 2020

Statement of Financial Position as at 31 December 2019

Figures in American Dollar	Note(s)	2019
Assets		
Non-Current Assets		
Investment in subsidiary	4	100
Loan to group company	5	6 000
Investments at fair value	6	1 355 851
		1 361 951
Current Assets		
Trade and other receivables	7	67 800
Total Assets		**1 429 751**
Equity and Liabilities		
Equity		
Share capital	8	1 367 839
Retained income		(233)
		1 367 606
Liabilities		
Current Liabilities		
Trade and other payables	9	62 145
Total Equity and Liabilities		**1 429 751**

Statement of Profit or Loss and Other Comprehensive Income

Figures in American Dollar	Note(s)	2019
Other operating income		194 351
Other operating expenses		(194 584)
Loss for the year		**(233)**
Other comprehensive income		-
Total comprehensive loss for the year		**(233)**

Statement of Changes in Equity

Figures in American Dollar	Share capital	Share premium	Total share capital	Retained income	Total equity
Loss for the year	-	-	-	(233)	(233)
Other comprehensive income	-	-	-	-	-
Total comprehensive Loss for the year	**-**	**-**	**-**	**(233)**	**(233)**
Issue of shares	514 500	1 352 639	1 867 139	-	1 867 139
Share buy back	(499 300)	-	(499 300)	-	(499 300)
Balance at 31 December 2019	**15 200**	**1 352 639**	**1 367 839**	**(233)**	**1 367 606**
Note	8	8	8		

Statement of Cash Flows

Figures in American Dollar	Note	2019
Cash flows from operating activities		
Cash used in operations	11	(5 888)
Other non-cash item		(100)
Net cash from operating activities		**(5 988)**
Cash flows from investing activities		
Loan advanced to group company		(6 000)
Investments acquired		(1 355 851)
Net cash from investing activities		**(1 361 851)**
Cash flows from financing activities		
Proceeds on share issue	8	1 867 139
Shares re-acquired by share buy back transaction	8	(499 300)
Net cash from financing activities		**1 367 839**
Total cash at end of the year		**-**

Accounting Policies

1. Significant accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below.

1.1 Basis of preparation

The financial statements have been prepared on the going concern basis in accordance with, and in compliance with, International Financial Reporting Standards ("IFRS") and International Financial Reporting Interpretations Committee ("IFRIC") interpretations issued and effective at the time of preparing these financial statements and the International Business Companies Act of 2016.

The financial statements have been prepared on the historic cost convention, unless otherwise stated in the accounting policies which follow and incorporate the principal accounting policies set out below. They are presented in American Dollars, which is the company's functional currency.

1.2 Significant judgements and sources of estimation uncertainty

The preparation of financial statements in conformity with IFRS requires management, from time to time, to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenses. These estimates and associated assumptions are based on experience and various other factors that are believed to be reasonable under the circumstances. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

Critical judgements in applying accounting policies

Management did not make critical judgements in the application of accounting policies, apart from those involving estimations, which would significantly affect the financial statements.

Key sources of estimation uncertainty

Impairment of financial assets

The impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the company’s past history, existing market conditions as well as forward looking estimates at the end of each reporting period. For details of the key assumptions and inputs used, refer to the individual notes addressing financial assets.

1.3 Investment in subsidiary

Investment in subsidiary are carried at cost less any accumulated impairment losses. This excludes investments which are held for sale and are consequently accounted for in accordance with IFRS 5 Non-current Assets Held for Sale and Discontinued Operations.

1.4 Financial instruments

Financial instruments held by the company are classified in accordance with the provisions of IFRS 9 Financial Instruments.

Broadly, the classification possibilities, which are adopted by the company ,as applicable, are as follows:

Financial assets which are equity instruments:
- Mandatorily at fair value through profit or loss; or
- Designated as at fair value through other comprehensive income. (This designation is not available to equity instruments which are held for trading or which are contingent consideration in a business combination).

Financial assets which are debt instruments:
- Amortised cost. (This category applies only when the contractual terms of the instrument give rise, on specified dates, to cash flows that are solely payments of principal and interest on principal, and where the instrument is held under a business model whose objective is met by holding the instrument to collect contractual cash flows); or
- Fair value through other comprehensive income. (This category applies only when the contractual terms of the instrument give rise, on specified dates, to cash flows that are solely payments of principal and interest on principal, and where the instrument is held under a business model whose objective is achieved by both collecting contractual cash flows and selling the instruments); or
- Mandatorily at fair value through profit or loss. (This classification automatically applies to all debt instruments which do not qualify as at amortised cost or at fair value through other comprehensive income); or

1.4 Financial instruments (continued)

- Designated at fair value through profit or loss. (This classification option can only be applied when it eliminates or significantly reduces an accounting mismatch).

Derivatives which are not part of a hedging relationship:

- Mandatorily at fair value through profit or loss.

Financial liabilities:

- Amortised cost; or
- Mandatorily at fair value through profit or loss. (This applies to contingent consideration in a business combination or to liabilities which are held for trading); or
- Designated at fair value through profit or loss. (This classification option can be applied when it eliminates or significantly reduces an accounting mismatch; the liability forms part of a group of financial instruments managed on a fair value basis; or it forms part of a contract containing an embedded derivative and the entire contract is designated as at fair value through profit or loss).

Note 15 Financial instruments and risk management presents the financial instruments held by the company based on their specific classifications.

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

The specific accounting policies for the classification, recognition and measurement of each type of financial instrument held by the company are presented below:

Loans receivable at amortised cost

Classification

The loan to the group company (note 5) is classified as financial assets subsequently measured at amortised cost.

They have been classified in this manner because the contractual terms of these loans give rise, on specified dates to cash flows that are solely payments of principal and interest on the principal outstanding, and the company's business model is to collect the contractual cash flows on these loans.

Recognition and measurement

Loans receivable are recognised when the company becomes a party to the contractual provisions of the loan. The loans are measured, at initial recognition, at fair value plus transaction costs, if any.

They are subsequently measured at amortised cost.

The amortised cost is the amount recognised on the loan initially, minus principal repayments, plus cumulative amortisation (interest) using the effective interest method of any difference between the initial amount and the maturity amount, adjusted for any loss allowance.

Accounting Policies

1.4 Financial instruments (continued)

Trade and other payables

Classification

Trade and other payables (note 9), excluding VAT and amounts received in advance, are classified as financial liabilities subsequently measured at amortised cost.

Recognition and measurement

They are recognised when the company becomes a party to the contractual provisions, and are measured, at initial recognition, at fair value plus transaction costs, if any.

They are subsequently measured at amortised cost using the effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the amortised cost of a financial liability.

Trade and other payables expose the company to liquidity risk and possibly to interest rate risk. Refer to note 15 for details of risk exposure and management thereof.

Derecognition

Refer to the "derecognition" section of the accounting policy for the policies and processes related to derecognition.

Derecognition

Financial assets

The company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the company retains substantially all the risks and rewards of ownership of a transferred financial asset, the company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

Financial liabilities

The company derecognises financial liabilities when, and only when, the company obligations are discharged, cancelled or they expire. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

1.5 Share capital and equity

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities.

Ordinary shares are recognised at par value and classified as 'share capital' in equity. Any amounts received from the issue of shares in excess of par value is classified as 'share premium' in equity. Dividends are recognised as a liability in the company in which they are declared.

Notes to the Financial Statements

2. Earnings per share

Earnings and headline earnings per share are calculated using the weighted average number of relevant ordinary shares in issue during the year. The weighted average number of shares in issue during the year for both basic earnings per share and diluted earnings per share at 31 December 2019:

Number of shares in issue: 1 520 000

Weighted number of shares: 45 749 669

Basic earnings: ($233)

The entity has no reason to exclude any amounts form basic earnings per share.

The basic and diluted earnings per share as at 31 December 2019 was ($0.000005)

3. New Standards and Interpretations

3.1 Standards and interpretations effective and adopted in the current year

In the current year, the company has adopted the following standards and interpretations that are effective for the current financial year and that are relevant to its operations:

Standard/ Interpretation:	Effective date: Years beginning on or after	Expected impact:
• Uncertainty over Income Tax Treatments	01 January 2019	The impact of the amendments is not material.
• IFRS 16 Leases	01 January 2019	The impact of the amendments is not material.

3.2 Standards and interpretations not yet effective or relevant

The following standards and interpretations have been published and are mandatory for the company's accounting periods beginning on or after 01 January 2020 or later periods but are not relevant to its operations:

Standard/ Interpretation:	Effective date: Years beginning on or after	Expected impact:
• Accounting Policies, Changes in Accounting Estimates and Errors: Disclosure initiative	01 January 2020	Unlikely there will be a material impact
• Accounting Policies, Changes in Accounting Estimates and Errors: Disclosure initiative	01 January 2020	Unlikely there will be a material impact

The aggregate impact of the initial application of the statements and interpretations on the group's financial statements is expected to be immaterial.

Notes to the Financial Statements

4. Interest in subsidiary

The following table lists the entity which is controlled directly by the company, and the carrying amounts of the investments in the company's separate financial statements.

Name of company	Held by	% holding 2019	Carrying amount 2019	Carrying amount 2018
Tropic Management Incorporated	Minervest Limited	100.00 %	100	-

5. Loans to group companies

Subsidiaries

Tropic Management Incorporated This loan is unsecured, bears no interest and no fixed term of repayment has been agreed upon.	6 000

6. Investments at fair value

Investments held by the company which are measured at fair value, excluding derivatives are as follows:

Equity investments at fair value through profit or loss	1 255 851
Debt investments at fair value through profit or loss	100 000
	1 355 851

Designated at fair value through profit or loss:	
FAVO Investment	100 000
Mandatorily at fair value through profit or loss:	
Hedge fund investment - PGG Wealth Investment	1 255 851
	1 355 851

Split between non-current and current portions

Non-current assets	1 355 851

Fair value information

Refer to note 16 Fair value information for details of valuation policies and processes.

Risk exposure

The investments held by the company expose it to various risks, including credit risk, currency risk, interest rate risk and price risk. Refer to note 15 Financial instruments and risk management for details of risk exposure and the processes and policies adopted to mitigate these risks.

IFRS 9 Financial Instruments was adopted in the current year and replaces IAS 39. This note reflects the application of IFRS 9 to the specified instruments.

Notes to the Financial Statements

Figures in American Dollar	2019

7. Trade and other receivables

Non-financial instruments:	
Prepayments	67 800
Total trade and other receivables	**67 800**

Split between non-current and current portions

Current assets	67 800

Financial instrument and non-financial instrument components of trade and other receivables

Non-financial instruments	67 800

8. Share capital

Authorised	
50 000 000 Ordinary shares with a par value of $0,01 each	500 000
Reconciliation of number of shares issued:	
Reported as at 01 January 2019	50 000 000
Share buy back	(49 930 000)
Issue of shares – ordinary shares	1 450 000
	1 520 000
Issued	
1 520 000 Ordinary shares at $0.01	15 200
Share premium	1 352 639
	1 367 839

During the year 50,000,000 shares were issued at $1,867,139 and a share buy back transaction of $499,300 occured.

9. Trade and other payables

Financial instruments:	
Trade payables	62 145

Exposure to currency risk

Refer to note 15 Financial instruments and financial risk management for details of currency risk management for trade payables.

Exposure to liquidity risk

Refer to note 15 Financial instruments and financial risk management for details of liquidity risk exposure and management.

Fair value of trade and other payables

The fair value of trade and other payables approximates their carrying amounts.

Notes to the Financial Statements

Figures in American Dollar	2019

10. Operating profit (loss)

Operating loss for the year is stated after charging (crediting) the following, amongst others:

Remuneration, other than to employees	
Administrative and managerial services	57 145
Consulting and professional services	19 839
	76 984
Employee costs	
Salaries, wages, bonuses and other benefits	10 000
Other	
Other operating gains (losses)	100 000
Listing and pre-trade expenses	69 100

11. Cash used in operations

Loss before taxation	(233)
Changes in working capital:	
Trade and other receivables	(67 800)
Trade and other payables	62 145
	(5 888)

12. Related parties

Relationships	
Subsidiaries	Tropical Management Incorporated
Executive directors	Werner Fuls
	Justyna Wojcik

Related party balances

Loan accounts - Owed by related parties	
Tropic Management Incorporated	6 000
Compensation to directors and other key management	
Short-term employee benefits	10 000

13. Directors' emoluments

Emoluments were paid to the directors or any individuals holding a prescribed office during the year.

Executive

2019

	Emoluments	Total
Werner Fuls	5 000	5 000
Justyna Wojcik	5 000	5 000
	10 000	**10 000**

14. Comparative figures

No comparative figures have been presented as these are the first financial statements of the company.

Notes to the Financial Statements

15. Financial instruments and risk management

Categories of financial instruments

Categories of financial assets

2019

	Note	Fair value through profit or loss - Mandatory	Fair value through profit or loss - Designated	Amortised cost	Total	Fair value
Loan to group company	5	-	-	6 000	6 000	-
Investments at fair value	6	1 255 851	100 000	-	1 355 851	1 355 851
		1 255 851	**100 000**	**6 000**	**1 361 851**	**1 355 851**

Categories of financial liabilities

2019

	Note	Amortised cost	Total	Fair value
Trade and other payables	9	62 145	62 145	62 145

Capital risk management

The company's objective when managing capital (which includes share capital, borrowings, working capital and cash and cash equivalents) is to maintain a flexible capital structure that reduces the cost of capital to an acceptable level of risk and to safeguard the company's ability to continue as a going concern while taking advantage of strategic opportunities in order to maximise stakeholder returns sustainably.

The company manages capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain the capital structure, the company may adjust the amount of dividends paid to the shareholder, return capital to the shareholder, repurchase shares currently issued, issue new shares, issue new debt, issue new debt to replace existing debt with different characteristics and/or sell assets to reduce debt.

The capital structure and gearing ratio of the company at the reporting date was as follows:

Trade and other payables	9	62 145
Equity		1 367 606
Gearing ratio		5 %

15. Financial instruments and risk management (continued)

Financial risk management

Overview

The company is exposed to the following risks from its use of financial instruments:
- Credit risk;
- Liquidity risk; and
- Market risk (currency risk, interest rate risk and price risk).

The directors has overall responsibility for the establishment and oversight of the company's risk management framework. The board has established the risk committee, which is responsible for developing and monitoring the company's risk management policies. The committee reports quarterly to the directors on its activities.

The company's risk management policies are established to identify and analyse the risks faced by the company, to set appropriate risk limits 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 the company's activities.

Credit risk

Credit risk is the risk of financial loss to the company if a customer or counterparty to a financial instrument fails to meet its contractual obligations.

The company is exposed to credit risk on loans receivable, debt instruments at fair value through other comprehensive income, trade and other receivables, contract receivables, lease receivables, cash and cash equivalents, loan commitments and financial guarantees.

Credit risk for exposures other than those arising on cash and cash equivalents, are managed by making use of credit approvals, limits and monitoring. The company only deals with reputable counterparties with consistent payment histories. Sufficient collateral or guarantees are also obtained when necessary. Each counterparty is analysed individually for creditworthiness before terms and conditions are offered. The analysis involves making use of information submitted by the counterparties as well as external bureau data (where available). Counterparty credit limits are in place and are reviewed and approved by credit management committees. The exposure to credit risk and the creditworthiness of counterparties is continuously monitored.

Credit loss allowances for expected credit losses are recognised for all debt instruments, but excluding those measured at fair value through profit or loss. Credit loss allowances are also recognised for loan commitments and financial guarantee contracts.

Liquidity risk

The company is exposed to liquidity risk, which is the risk that the company will encounter difficulties in meeting its obligations as they become due.

The company manages its liquidity risk by effectively managing its working capital, capital expenditure and cash flows. The financing requirements are met through a mixture of cash generated from operations and long and short term borrowings. Committed borrowing facilities are available for meeting liquidity requirements and deposits are held at central banking institutions.

The maturity profile of contractual cash flows of non-derivative financial liabilities, and financial assets held to mitigate the risk, are presented in the following table. The cash flows are undiscounted contractual amounts.

Interest rate risk

Fluctuations in interest rates impact on the value of investments and financing activities, giving rise to interest rate risk.

The debt of the company is comprised of different instruments, which bear interest at either fixed or floating interest rates. The ratio of fixed and floating rate instruments in the loan portfolio is monitored and managed, by incurring either variable rate bank loans or fixed rate bonds as necessary. Interest rate swaps are also used where appropriate, in order to convert borrowings into either variable or fixed, in order to manage the composition of the ratio. Interest rates on all borrowings compare favourably with those rates available in the market.

15. Financial instruments and risk management (continued)

The company policy with regards to financial assets, is to invest cash at floating rates of interest and to maintain cash reserves in short-term investments in order to maintain liquidity, while also achieving a satisfactory return for shareholders.

Price risk

The company is exposed to price risk because of its investments in equity instruments which are measured at fair value. The exposure to price risk on equity investments is managed through a diversified portfolio, and through the use of option contracts on relevant indexes, where necessary.

The company is not exposed to commodity price risk.

16. Fair value information

Fair value hierarchy

The table below analyses assets and liabilities carried at fair value. The different levels are defined as follows:

Level 1: Quoted unadjusted prices in active markets for identical assets or liabilities that the company can access at measurement date.

Level 2: Inputs other than quoted prices included in level 1 that are observable for the asset or liability either directly or indirectly.

Level 3: Unobservable inputs for the asset or liability.

Levels of fair value measurements

Level 1

Recurring fair value measurements

Assets	Note	
Financial assets mandatorily at fair value through profit or loss	6	
Hedge fund investment - PGG Wealth		1 255 851
Financial assets designated at fair value through profit (loss)	6	
FAVO Investment		100 000
Total		**1 355 851**

The fair value of the investments are assessed at each reporting date for increases in fair value, the underlying asset is a financial asset that increases in value.

17. Going concern

The financial statements have been prepared on the basis of accounting policies applicable to a going concern. This basis presumes that funds will be available to finance future operations and that the realisation of assets and settlement of liabilities, contingent obligations and commitments will occur in the ordinary course of business.

During January 2020 the World Health Organisation declared the COVID 19 virus an international pandemic. The virus spread throughout the world with stock market crashes identified during the beginning of March 2020. During the end of March 2020 multiple countries including Seychelles, Mauritius, The United States of America, most European countries, South Africa and numerous other countries went into national military enforced shut down. These lock downs will put significant strain on the world economy and on companies world-wide. This could lead to an international recession and will cause strain on the company’s ability to gain financing and find active real estate developments to invest is.

Management is aware of the COVID 19 pandemic and has factors in place that will ensure that the company continues.

Managing financial assets will not require management to be physically present at the office to perform their duties and ensure continued profitability of the company. Even with the travel restrictions implemented globally due to COVID 19, management will still be able to perform their duties and manage the financial assets.

Detailed Income Statement

Figures in American Dollar	Note	2019
Other operating income		
Realised gain on investment		194 351
Other operating expenses		
Consulting and accounting fees		19 839
Directors remuneration	13	10 000
Facilitation fee		38 500
Investment management fees		57 145
Listing and pre-trade expenses		69 100
		194 584
Loss for the year		**(233)**

The supplementary information presented does not form part of the financial statements and is unaudited