



Our Human Capital, Our Success



**Annual
Report 2022**



Largest Fleet of Perishable Boats

Perishable goods require specialized transportation and handling to ensure that they are delivered in a timely and safe manner. Having a large fleet of boats that are equipped to transport perishable goods enables the company to provide efficient and reliable services to its customers. Centurion operates the largest fleet of perishable temperature controlled boats that help the company to grow its business and expand its market share in the transportation and logistics industry

Contents

About the Report	4
Performance Highlights	5-6
About Centurion Plc	8
Vision, Mission & Values	9
Group Structure	10
Subsidiary Company Review	11-13
Our Services	14-15
Board of Directors	16-19
Letter To Shareholders	20-21
Managing Director's Statement	22-23
Our Impact	25
Group Strategy	26
Directors Report	27-28
Stakeholder Engagement	29-32
Social and Relationship Capital (CSR)	33-39
Corporate Governance	40-48
Shareholder information	49
Acknowledgements	49
Risk Management	50-54
Operating Environment	55-62
Our Human Capital	63-67
Report of the Nominations, Remuneration & Corporate Governance Committee	68-69
Audit Committee Report	70-71
Summary Financial Information	72-73
Independent Auditors' Report & Financial Statements 2022	74-128
Corporate Information	129

Welcome to the fifth consecutive Annual Report of Centurion PLC.

The report provides an overview of the financial and non-financial information, key functions, strategic investments, and the main business segments of the Company. The Report also includes information regarding the return optimization process of CPLC, summarized in the Group Strategy Section, as well as the governance, performance, and the Company's efforts towards sustainability in a coherent manner.

Reporting Framework

This report has drawn on the concepts, principles, and guidelines described in the following sources;

Act No. 10/96; the companies Act of Maldives;

Corporate Governance Code issued by Capital Market Development Authority (CMDA);

Continuing disclosure obligations of issuer of CMDA;

Maldives Stock Exchange Listing Rules;

Accounting Standards (IAS) and International Financial Reporting Standards (IFRS);

Report Boundary and Reporting Period

The overall boundary of this Report includes both Centurion PLC (referred to as CPLC or Company) and its subsidiaries as listed in page 8 (collectively referred to as the "Group"). Both financial aspects and non-financial aspects are covered for Centurion PLC and its subsidiaries. Reporting period covers from 1 January 2022 to 31 December 2022.

External Assurance

The financial statements were audited by messrs KPMG Chartered Accountants.

Precautionary Principle

The company applies the precautionary principle in relation to social and environmental sustainability. The company is mindful of the impacts caused to society and environment by its operations and have taken necessary measures to mitigate any negative impacts and risks in operational planning and activities.

Forward-looking statements

The report includes forward-looking statements, which relate to the possible future financial position and results of the group's operations. These statements, by nature involve an element of risk and uncertainty, as they relate to events and depend on circumstances that may or may not occur in the future. However, the group does not wish to update or revise any of these forward-looking statements publicly, whether to reflect on new information or future events or otherwise.

Queries

Further queries regarding the Report or its contents should be addressed to the Corporate Secretary, Centurion PLC at corporate.affairs@centurion.mv

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This report is available in both print and HTML versions. The latter can be downloaded from the Company's website www.centurion.mv

Performance Highlights

Metric	2022	2021	Y-O-Y
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Financial Performance

Revenue	128,176,417	107,343,128	19%
EBITDA	16,792,980	14,997,951	12%
Profit before tax	6,323,276	3,868,745	63%
Profit after tax	5,353,270	2,590,209	107%
Gross profit margin	28.16%	28.79%	-2%
Operating profit margin	4.93%	3.60%	37%
EBITDA margin	13.10%	13.97%	-6%
Net profit margin	4.18%	2.41%	73%
Return on capital employed	4.40%	3.57%	23%

Working Capital Ratio

Inventory days	12	12	0%
Debtor days	33	32	1%
Payable days	94	137	-31%
Cash conversion cycle (working capital cycle)	(50)	(92)	-46%
Current ratio	0.95	0.99	-5%
Quick asset ratio	0.89	0.94	-5%

Financial Position

Total assets	251,059,454	253,705,422	-1%
Total liabilities	67,870,099	76,560,977	-11%
Shareholders funds	181,171,800	175,799,829	3%
Non controlling interest	2,017,555	1,344,616	50%
Total debt	16,844,278	28,083,871	-40%

Metric	2022	2021	Y-O-Y
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Shareholders Information

No of shares in issue	7,137,452	7,137,452	NA
Earnings per share	0.75	0.42	79%
Dividends per share	NA	1.75	NA
Net asset value per share	25.57	24.82	3%
Highest trading price	39.00	32.00	22%
Closing price	39.00	28.00	39%
Market capitalization	278,360,628	199,844,000	39%
P/E Ratio	51.82	66.67	-22%

Human Capital

Total employees	126	143	-12%
Payments to employee	14,913,089	11,959,800	25%
New recruits	35	48	-27%
No. of promotions	10	2	400%
Female representation	35%	35%	0%
Investment in trainings	134,368	92,909	45%
Total training hours	5,636	3,718	52%
Average training hours/ employee	45	26	72%
Workplace injuries	NIL	NIL	0%
PEP representation	NIL	NIL	0%
Instruction disruption work	NIL	NIL	0%

Manufactured Capital

Property plant, and equipment	15,541,330	10,931,253	42%
Right of use asset	10,411,647	18,370,785	-43%

Intellactual Capital

Intangible assets and goodwill	173,879,521	173,961,360	-0.4%
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Social and Relationship Capital

Investment in CSR	514,000	73,950	595%
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Natural Capital

Energy consumption	179.63 Gj	182.00 Gj	-1.3%
Water consumption	148 M3	140 M3	5%



About Centurion PLC

Business Overview

Centurion group of companies was founded in 2009 as a logistics company that provides transportation and logistics services across Maldives. Today the group of companies has diversified and offer a range of services, including freight forwarding, warehousing, supply chain management, ticketing, hospitality, retail, air cargo and so forth. Centurion's goal is to provide reliable, efficient, and cost-effective solutions to their customers. Centurion is headquartered in Male', Maldives, and has operations throughout Maldives.

Founders Philosophy:

Creating a multi-disciplinary service company that is renowned for its agility, innovation, and commitment to excellence, providing our clients with the expertise and resources they need to stay ahead of the curve.

Centurion is built on its Founder, Capt. Ahmed Maumoon's vision to create a multi-disciplinary service company that is renowned for its agility, innovation and commitment to excellence, providing our clients with the expertise and resources they need to stay ahead of the curve.

The Company pursues its commitment towards sustainability through balancing economic success, environmental preservation, and social responsibility, which is reflected through the Company's key pillars of Customer Service, Quality of Service, Expertise, Innovation and Integrity.

Vision

"Our vision is to be the premier provider of innovative and integrated solutions across the interdisciplinary services provided by the group. We strive to be the go-to partner for our clients, leveraging the expertise of our multi-disciplinary team to solve complex problems and meet the evolving needs of the industry. We are committed to fostering a collaborative culture that attracts and retains top talent from diverse backgrounds. Our ultimate goal is to make a positive impact on the business community, and to be recognized as a leader in our industry for our agility, innovation, and commitment to excellence."

Mission

"Our mission is to provide efficient and reliable solutions that enable businesses to grow and succeed. We are committed to delivering exceptional customer service, leveraging technology to streamline our operations, and fostering a culture of continuous improvement. We prioritize safety, sustainability, and transparency in all of our activities, and we strive to be a trusted partner for our customers, employees, and stakeholders."

Values

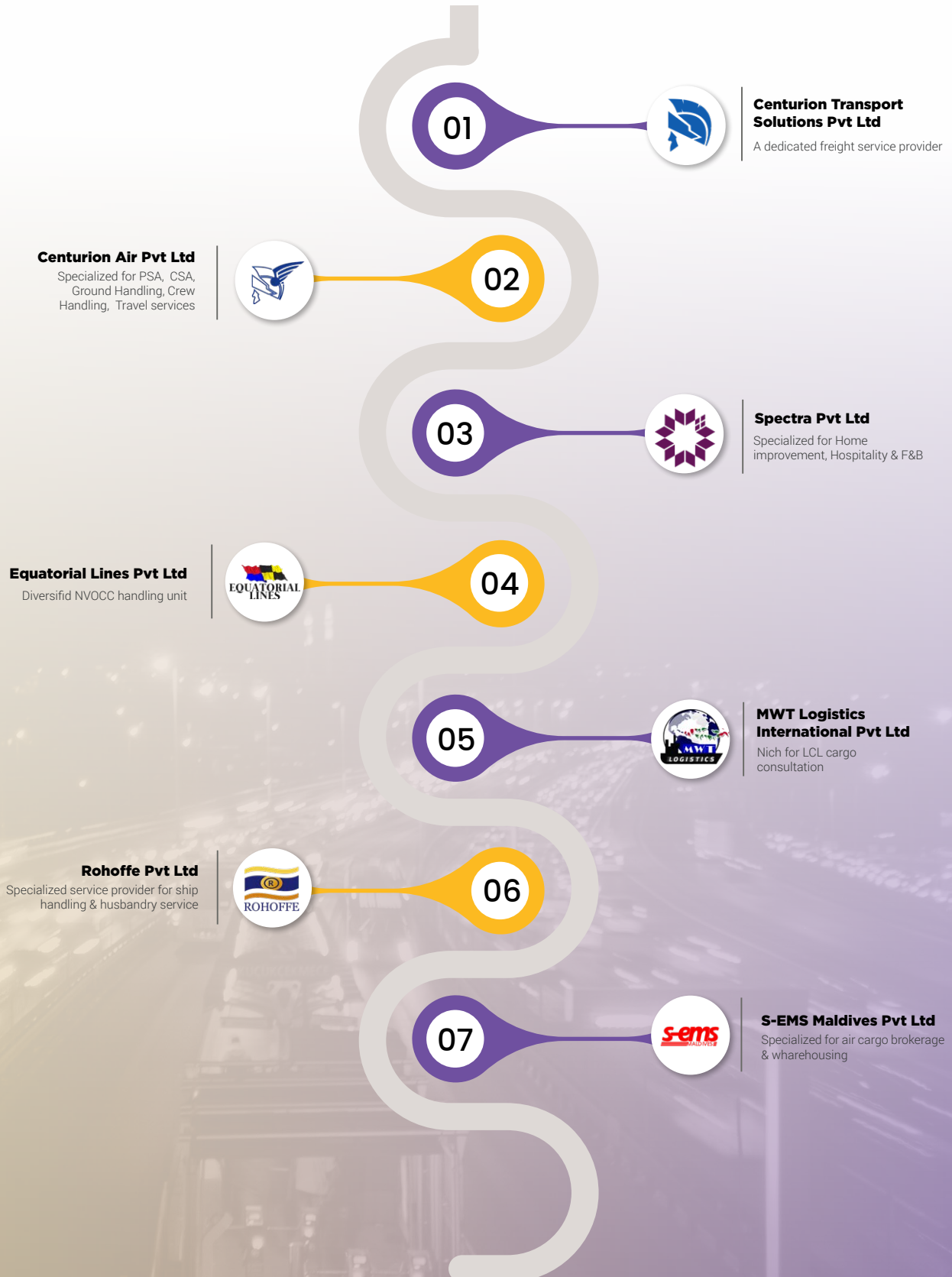
1. Integrity: Honesty and transparency in all dealings.
2. Excellence: Commitment to delivering high-quality products, services, and experiences.
3. Customer-centricity: Prioritizing the needs and satisfaction of customers.
4. Innovation: Embracing new ideas, technologies, and approaches to improve performance and achieve goals.
5. Collaboration: Fostering teamwork, communication, and partnerships to achieve shared objectives.
6. Respect: Treating others with dignity, empathy, and professionalism.
7. Diversity and inclusion: Valuing and embracing differences in background, experience, and perspective to foster a more inclusive workplace and society.
8. Accountability: Taking ownership and responsibility for actions and outcomes.
9. Safety: Prioritizing the well-being and safety of employees, customers, and stakeholders.
10. Sustainability: Operating in an environmentally and socially responsible manner that contributes to a sustainable future.

Group Structure

Subsidiary companies listing



Centurion Public Limited Company



Subsidiary Company Review

Centurion Transport Solutions Pvt Ltd

Business Overview

Centurion Transport Solutions Private Limited (CTS) is a limited liability company founded in the Republic of Maldives on 26th August 2010 bearing registration no. C-0510/2010. CTS offers a reliable and effective transport solution to the shipping and logistics industry. It has a strong network within Maldives and provides liner agency services, logistics, freight forwarding and related services. CTS is the largest operator of temperature-controlled fleet of perishable supply boats serving a back bone service to the tourism industry.

Rohoffe Pvt Ltd

Business Overview

Rohoffe Private Limited is a limited liability company incorporated in the Republic of Maldives on 16th October 2011 bearing registration no. C-0675/2011. Its parent and ultimate holding company is Centurion PLC with 99.99% shareholdings.

The company specialises in providing agency services including shipping supply service and serves all Maldivian ports including the international shipping traffic lanes off the northern and southern tip of Maldives. In addition, Rohoffe provides support services to maritime security companies' anti-piracy operations by providing embarkation and disembarkation for personnel and storage facilities for weapons in the Maldives. Most recently Rohoffe has started providing STS (Ship to Ship) transfer service for the oil and gas industry.

Centurion Air Pvt Ltd

Business Overview

Centurion Air, a subsidiary of Centurion PLC is a Maldives based company that works in the aviation sector. Our mission is to empower customers with a diverse and comprehensive array of aviation related services. Following the international standards by having its IATA accreditation and regulation of the IATA /ICAO, we are fully committed to aviation. While our ethics are to earn the trust of the market and individuals by embracing honesty, clarity, transparency and honour policies as our commitments, we offer ground handling from general aviation to cooperate to private ad-hoc flights.

In 2019 Centurion Air was appointed by Singapore Airline to represent SQ cargo (CSA) outbound from Maldives and most recently Centurion Air has been appointed as Passenger Sales Agent (PSA) for SIA.

Having both PSA and CSA title of Singapore Airlines, Centurion Air is fully committed to serve its customers premium services 24/7.

MWT Logistics International Pvt Ltd

Business Overview

MWT Logistic International Private Limited is a limited liability company founded in the Republic of Maldives on 28th October 2018 bearing registration no. C-0177/2011. Its parent and ultimate holding company is Centurion Plc with 99.99% shareholdings.

The company is engaged in providing freight forwarding services and has collaborations with major freight networks which enhances the value of services provided. The services offered include ocean freight. The unit is specialized in handling LCL cargo imports to Maldives.



Equatorial Lines Pvt Ltd

Business Overview

Equatorial Lines Private Limited is a limited liability company incorporated in the Republic of Maldives on 23rd March 2011 bearing registration no. C-0177/2011. Its parent and ultimate holding company is Centurion Plc with 99.99% shareholdings.

The company is engaged in providing freight forwarding services and has collaborations with major freight networks which enhances the value of services provided. The services offered include ocean freight, air freight and door to door shipping.

Spectra Pvt Ltd

Business Overview

Spectra Private Limited is a limited liability company incorporated in the Republic of Maldives on 20th September 2008 bearing registration no. C-00839/2008. Spectra is specialized in home improvement, hospitality and F&B.

SEMS Maldives Pvt Ltd

Business Overview

S-EMS Maldives Private Limited is a limited liability company incorporated in the Republic of Maldives on 04th March 2008 bearing registration no. C-0177/2011. Its parent and ultimate holding company is Centurion PLC with 99.99% shareholdings.

The company is a specialized customs-clearing house with broker's license. It has its offices in Velana International Airport cargo area.

Our Services

Centurion PLC is a renowned multi-disciplinary business that has been operating in the Maldives since March 2009. Our core focus is on providing reliable and effective transport solutions, specializing in the seamless delivery of cargo to any location within the Maldives. With a vast network of clients and partners, we have achieved a global reach and offer comprehensive transportation services, encompassing liner agency services, logistics, freight forwarding, NVOCC operations, and more.

Our success stems from our team of over one hundred highly skilled professionals strategically located across three key locations. They are dedicated to delivering dependable, efficient, and well-organized logistical solutions. Through our unwavering commitment to excellence, we have earned a strong reputation as one of the most reputable and recognized transport and logistics providers in the Maldives.

Building on our achievements, we recently underwent a rebranding process as Centurion PLC, solidifying our position as a public limited company. This transformation has not only strengthened our presence in the industry but also enabled us to expand our business into additional sectors, including Hospitality, Food & Beverage, Home Improvement, and Medical services. With these new ventures, we aim to provide comprehensive solutions to meet the evolving needs of our valued customers in the Maldives and beyond.





Shipping Services

Ship Agency, Bunker Fuel, Protecting Agency, Repair and Maintenance services, Marine Survey, P&I representation, STS Service



Airline Representation

PSA, CSA, Ground Handling, Crew Handling, Travel services



Freight Management Services

Sea Freight, Air Freight, Line representation, NVOCC services, LCL consolidation



Perishable Logistics Services

Hotel supply chain management, Fleet management



Logistics Management Services

Customs Brokerage Services, End to End logistics management, Project logistics Management, Air & Sea cargo clearance



Trade & Hospitality

Import, Distribution, Hotels, F&B



E-commerce Shopping & Forwarding services

Global shop & Forwarding, Local networking, E-commerce business solutions



Gas & Oil

STS Operations, Petroleum trading, Petroleum distribution



Warehouse Solutions

Dry & Temperature controlled warehousing, value added services, Integrated solutions

Board Of Directors



Capt. Ahmed Maumoon
Chairman / Non-Executive Director

Captain Maumoon is an esteemed leader with extensive experience in the logistics industry, contributing a wealth of knowledge and expertise to the group. As a visionary leader, he plays a pivotal role in setting the strategic direction of the company and facilitating the implementation of effective strategies. Captain Maumoon's strong background in the maritime sector began in 1990 and transitioned to shore-based operations in 1999, where he embarked on a career path guided by a clear vision.

His education includes pursuing studies in the United Kingdom, where he obtained a Master's Degree in International Shipping and a second Master's Degree in Shipping Economics, and Finance. Prior to founding Centurion Transport Solutions in 2008, Captain Maumoon held the position of Managing Director at Maldives National Shipping Limited.

Captain Maumoon's profound insights into the logistics industry have played a pivotal role in pioneering the development of 'local logistics' in the Maldives. Today, Centurion Transport Solutions stands as a leading logistics firm in the Maldives, a testament to Captain Maumoon's foresight, leadership, and dedication to advancing the industry.



Mr. Aimon Jameel
Managing Director/ Executive Director

Aimon Jameel is a highly respected and influential individual, known for his exceptional contributions to the shipping industry in Maldives. He completed his education in the England, where he acquired a solid foundation in the shipping industry.

Aimon's professional journey began in the national shipping line, working in various locations, including London, Sri Lanka and Singapore. His ability to navigate challenges and identify opportunities for growth led him to increasingly influential roles, ending as Managing Director and later as Chairman of Maldives National Shipping Limited. He served in the board of Maldives Ports Limited as a Director.

Moreover, Aimon's commitment to empowering the youth has led him to mentor aspiring entrepreneurs and emerging talents to pursue their dreams and make a positive impact in the industry. Aimon's journey in Centurion began 12 years ago when he partnered with Capt. Ahmed Maumoon in his vision to make Centurion the number one shipping and logistics company in Maldives.

Today he serves as the Managing Director of Centurion Public Limited Company. Aimon's visionary leadership and tireless efforts continue to shape the future of Centurion.



Mr. Hussain Nizar
Executive Director

Mr. Hussain Nizar Group - COO Mr. Hussain Nizar performs as COO of Centurion group. Mr. Nizar took over the position during the 1st quarter of financial year 2019 to overlook the company's entire operations and expanding the customer base while tightening the business relationship with them.

Mr. Nizar has been one of the leading businessmen in the Maldives before he took the chair at Centurion. He served as the Managing Director, Director and shareholder of Marine Coral Maldives, Radiant heat Group and Aspac Maldives.

After the successful businessman career, Mr. Nizar represented as Director of Maldives Ports Limited and Thilafushi Corporations Board. Also Mr. Nizar was the Chairman of Maldives Ports Limited during the period 2009 – 2012. Over the years of Mr. Nizar's career, he gained vast experience in port operations, import, export, and air freight and sea freight sector.



Mr. Abdulla Javid FCCA
Non - Executive Director

Mr. Javid Abdulla is a fellow member of the association of Chartered Certified Accounts (ACCA, UK) with a specialization in Financial Management, Audit and assurance, and a graduate with applied accounting from Oxford Brooks University, UK. He has over 18 years of experience in accounts and financial management within start-ups and well-established organizations. He is a highly accomplished and result – driven financial executive with skills in developing and implementing financial controls, financial analysis, cash flow management, compliances and monitoring, governance and risk, financial reporting and internal controls. He has demonstrated an ability to streamline operations and efficiency and possesses solid leadership, communication, and interpersonal skills to establish rapport with all levels of staff and management.

Mr. Javid has held senior positions in various organizations and currently the Managing Director of Life Support Private Limited. He has also been a Board Director for STO Maldives (Singapore) PTE LTD and Maldives National Oil Company Limited. He has received training in IFRS and IAS, SAP Financial Accounting, and Corporate Forecasting among others.



Mr. Abdulla Nafiz
Non-Executive Director

Mr. Nafiz is the Dean of the Faculty of Business Management at Villa College Maldives. He is a certified assessor and trainer with more than 15 years of business experience including Senior Management experience in both public and private sectors. He is an Associate of the Australian Institute of Management.

Educated in Australia, he holds a Master's Degree in Business Administration degree from the University of Adelaide, Australia and a Bachelor's Degree in Business from the University of South Australia.

He also served as the Dean of the Faculty of Management and Computing (current Business School) of the Maldives National University for more than 5 years. He was also a member of the Executive Board of the Association of Management Development Institutions in South Asia (AMDISA); an umbrella organization of business schools in South Asia based in Hyderabad.

Mr Nafiz also served as one of the four directors of the Maldives National Shipping Limited (MNSL) including the position of the Chairman of the Maldives National Shipping Agencies, Singapore, a fully owned subsidiary of the MNSL. In addition, he also served as a national consultant for Small-Medium Enterprise (SME) to the United Nations Development Programme (UNDP).



Dr. Ahmed Ranesh
Non- Executive Director

Dr. Ahmed Ranesh is an engineering and project management professional with over 20 years of experience. He is currently the Managing Director of Marine Innovations Pvt Ltd and is a consultant at Heavy Force Pvt Ltd, undertaking major infrastructure development projects across the country. Previously Dr. Ranesh served as Deputy Director and Head of Engineering Department at Maldives Transport and Contracting Company (MTCC).

Dr. Ahmed Ranesh was elected to the Company board as a Nonexecutive Independent Director at the Annual General Meeting held on 25th July 2017.

Dr. Ranesh holds a Doctorate in Project Management from University of South Australia; Masters in Engineering Project Management from University of Melbourne, Australia and Bachelor of Science in Mechanical Engineering.



Ms. Hawwa Shafeea Riza

Non-Executive Director

Ms. Shafeea Riza, is the Managing Partner and cofounder of Riza & Co. LLP. She specializes in corporate and financial services law and through past work experience, is well-versed in legislative drafting. Since becoming a registered lawyer in 2011, she has worked in corporate legal practice and government institutions. She has worked in matters related to arbitration, human rights and international affairs, and in the implementation of the newly enacted criminal procedures. From 2015 to 2017, she also served as a member of the board of directors of the state-owned entity, Waste Management Corporation Ltd (WAMCO).

Ms. Shafeea studied law at King's College, London, UK, and completed Master of Laws in Corporate and Financial Services from the National University of Singapore. She also studied decision-making and public policy from the Fletcher School of Law and Diplomacy at Tufts University, *.

Work Experience:

- Associate, Raajje Chambers
- Legal Consultant, Ministry of Finance and Treasury
- Part-time Lecturer, Maldives National University
- Senior State Attorney and later as Deputy Counsel General, Attorney General's Office

Other Engagements

- Co-Founder and Co-Chairperson, Family Legal Clinic

Dear Shareholders,

Welcome to our Annual Report 2022.

Last year, when I wrote the introduction to our Annual Report, we were navigating the challenges posed by the Covid pandemic. I commended the resilience of our business and the commendable performance achieved under difficult circumstances.

This year, despite continued challenging conditions, the Company has delivered outstanding results while maintaining a focus on future investments.

2022 was marked by the need to respond to Covid measures implemented by governments worldwide. Additionally, we faced the implications of the Ukrainian war. Despite this turbulence, we remained committed to refining our strategy and driving its implementation. Our focus on diversification and investments that add value to our existing business portfolios has intensified. We strengthened our freight forwarding arm by opening a consolidation network in the region.

Our effective response to challenging market conditions, combined with the successful execution of our strategy, has yielded record-high results. Sales of our brands increased by 19% compared to the previous year, with core contribution reaching 128 million. To put this performance into perspective, when the pandemic hit in early 2020, we anticipated a recovery to pre-pandemic levels by 2023. The fact that Centurion has rebounded and achieved record results in just two years is truly exceptional.

Looking ahead, we anticipate ongoing difficulties. We face uncertainties stemming from the war in Ukraine and continued slowdown in China. Economic conditions globally have also become more challenging, with slowing growth, inflation driven by commodities and energy, and potential tax increases that may directly or indirectly impact our company and consumers.

Despite the external challenges, our demonstrated resilience and adaptability in recent years position us well. The underlying drivers of our growth, such as a healthy tourism sector in Maldives and the enduring consumer trend driving imports, remain intact. We maintain a cautious optimism.

In conclusion, the exceptional performance we achieved this year is a testament to the talent, dedication, and hard work of our employees, all built upon the vision of Centurion. I extend my gratitude and congratulations to our Executive Team, fellow Board members, and all employees for their efforts over the past year.

With this exceptional team, Centurion looks to the future with confidence.

Sincerely,



Capt. Ahmed Maumoon
Chairman



***“Proud of our Achievements
Confident of our Future”***

Capt. Ahmed Maumoon
Chairman - Centurion Plc



Managing Director's Statement

A Strong Comeback – A Progressive Year For Us

Dear Shareholder,

On behalf of the board of director's I take great pleasure in presenting to you the Annual Report of Centurion PLC for the financial year ending December 2022.

The past year was certainly of celebration for Centurion PLC, and an opportunity to look back at 13 years of being in service to all our stakeholders. Despite the uncertainty and challenges, we faced, we started the year 2022 with a lot of hope and enthusiasm towards building sustainable growth within the corporation.

The challenges we had faced over the past years required our corporation to react swiftly. As one the leading logistics service provider in Maldives, we recognized the fundamental role in providing logistics services throughout these challenges, ensuring our customer expectations are met. We have worked closely with the government and respective authorities to ensure a coordinated response is acted early on in securing stakeholder interests through the year.

Throughout this journey our strategic direction has evolved over time during the many years of operations, and today we face a highly competitive environment that requires dynamic, fast-paced performance to deliver our strategy while maintaining strong governance and excellent customer service. Organization wide changes were implemented, skills were hired locally and internationally to the executive workforce to ensure a diversified thinking and measures brought satisfaction to where customer demands were effectively met.

Centurion has always continued to be a pillar support for communities nationwide and 2022 proved no different. "Even with the challenges we experienced, 2022 saw the corporation move towards sustainable growth in human capital and customer support".

OUR TEAM

Our commitment to our customers, colleagues and our communities remain unwavering, and we pride ourselves on our strong strategic governance. We are well positioned for the year ahead and our focus is to bring favorable growth to our human capital. As the leading logistics service provider in the country, I am confident that our corporation will harness its strengths to sustain and grow in the industry with our diversified and skilled workforce.

OUR FINANCIAL PERFORMANCE

We have been thriving through success this year. The Group's EBITDA (earnings inclusive of equity accounted investees, before interest expenses, tax, depreciation, and amortization) for the year was impressive MVR 16mn compared to recorded the previous year. We ended the year 2022 with a Profit After Tax of MVR 5.3 Million with a profit boost as we overcame the Covid-19 pandemic and the Ukraine war. Our Total Assets grew by MVR 250 Million while our revenue crossed MVR 128 Million.

Analyzing our performance for the year 2022 it certainly is clear that we are set for a better year ahead. We are looking at a positive drive towards diversification as we celebrate this win. We had learned so much reflecting back on our previous performance. This certainly gave us a vision and helped us set a strategic goal for the next two years. Our main focus and objectives for the next two years is to steer towards achieving Digitalization, Sustainability, Diversification in expansion and Growth in our human capital.

We take great pride in being the market leader in the logistics industry. Along with that we understand the great responsibility we carry as we have a growing sustainable business. As we embark on the new vision set for next year, we will continue to invest into our people, our community and our technology.

I extend my dedication to our committed and skilled team for doing their part in driving us towards success from all over the world. I extend my dedication to the executive members of the corporation for guiding us through the hardship with their leadership and knowledge, my fellow Board members for your counsel and guidance and our shareholders and customers, for their belief and confidence in us.



Aimon Jameel
Managing Director



Our Impact

Over the years, the Centurion PLC has enhanced the brand value of reliable and effective transport solutions, specializing in the delivery of cargo to any location within Maldives and engage in businesses that supports the trade in general. We are perceived to be one of the most reputed and well-recognized transport logistic solutions providers in Maldives .with significant investments directed every year towards global marketing efforts, research and development, communications and industry thought leadership. Quickly adapting to the challenges of the pandemic, the Company implemented programmes to help its employees and surrounding communities eliminate mental stress and turmoil the pandemic posed, while also investing in training and development, promoting sustainable lifestyles and driving the workforce towards a circular economy whilst adhering to strict health guidelines.

The shipping industry has a long history in the Maldives, dating back to ancient times when the islands were an important stopover for traders sailing between Asia and the Middle East. The Maldives is strategically located in the Indian Ocean, and its unique geography of scattered islands surrounded by deep waters has played a key role in the development of the country's shipping industry.

Despite its long history, the shipping industry in the Maldives faces a number of challenges, including the impact of climate change on sea levels and ocean currents, and the need to balance economic development with environmental sustainability. However, the Maldives remains an important center for shipping and trade in the Indian Ocean, and its strategic location and unique geography ensure that the industry will continue to play a key role in the country's development.

In the early years, ships in the Maldives were mainly traditional wooden dhonis, which were used for fishing, transportation, and trade. The dhonis were powered by sails or oars, and their designs varied depending on the location and intended use. They were an essential part of Maldivian life, and even today, dhonis remain an important mode of transportation for people and goods in the country.

During the colonial period, the Maldives came under the control of the British, who established a shipping service between the Maldives and Sri Lanka. This service helped to connect the Maldives to the wider world and facilitated trade and commerce.

In the mid-twentieth century, the Maldives gained independence from the British, and the country began to modernize its shipping industry. The government invested in new ports, ships, and other infrastructure to support the growing tourism industry and to meet the needs of a rapidly expanding population.

Today, the shipping industry is a vital part of the Maldivian economy, supporting tourism, fishing, and trade. The country has a number of modern ports, including the main port in Male, and a range of ships and vessels that serve the needs of businesses and individuals across the islands.

Economic Impact

Foreign exchange generated:

USD 8.4 Mn

Tax Contribution:

MVR 0.970 Mn

Employment generated:

123 numbers

Payments to employees:

MVR 14.91 Mn

Payments to suppliers:

MVR 39 Mn

Market Capitalization:

MVR 278 Mn

Group Strategy

Centurion PLC group's core strategy has always been to achieve adequate returns based on the turnover target.

The COVID-19 crisis, was not an ordinary economic downturn. There were fundamental changes in consumer behaviour and supply chains, and routes to market were knocking companies off balance. Building an intelligent enterprise to create agility and resilience is part of the key change in our strategy.

Becoming an intelligent enterprise meant shifting from top-down decision-making; empowering teams guided by purpose, driven by data and powered by technology; -enabled by cloud for faster speed to reach the market. The group had to reinvent its digital strategy to encompass both the technological and the cultural changes needed for digital transformation.

Coming out of the economic downturn, the Board of Directors strategized at optimizing the group's resilience—rebalancing for risk and liquidity, while assessing opportunities for growth through mergers, acquisitions and strategic partnerships.

The board of directors strongly believe that turnover based profitability achievement is the solid approach delivering expected returns to the residual owners. Below diagram shows typical approach followed by the management of Centurion PLC to achieve its bottom-line targets as directed by the Board of Directors.



Directors Report

Strategic Direction

Centurion provides a range of logistics services that include air and sea transport, perishable logistics, project logistics, freight forwarding, and Customs clearance. Its business has been diversified post covid and in addition, today the group is in hospitality, interior and outdoor finishing material, fisheries and airline ticketing.

Centurion's vision to continuously create new opportunities for growth in our strategic businesses was born. Considering this strategic vision, the company is focusing in accelerated earning and growth potential in existing traditional lines of business.

Centurion Group represents Mediterranean Shipping Company (MSC) the world's largest Liner shipping company operating in all major ports of the world. With this platform, Centurion supports the crucial export market in Maldives, and of course can provide inbound service from any port in the world.

Sajak line is a special equipment carrier and a key service provider, shipping in the much-needed heavy machinery for the infrastructural development of Maldives. Through its network of agents, Centurion offers Less than Container Load (LCL) service to the traders in Maldives. Through Asset Management, the group provides the tourism sector with a fleet of perishable boat services with just-in-time deliveries enabling the resorts to keep their stock fresh. Through its customs brokerage service, the group is able to offer a seamless door-to-door service.

Centurion is the Cargo Sales Agent (CSA) and Passenger Sales Agent (PSA) for Singapore Airlines. Most recent appointment of Centurion Group Company as the PSA for Maldivian Airlines availed us ticket sales throughout Maldives.

Developing key sectors and continuously creating new opportunities for growth is our strategic business goal. Acquisition of Spectra Pvt Ltd, a leading solution provider in the field of interior and outdoor finishing material, has opened doors to look beyond the traditional business lines. Spectra's Hospitality business division created a path for Centurion to step into and grow into a totally new sector. The Covid Pandemic created opportunities in E-Commerce and fulfilment service. This is an area that is being developed to connect the islands of Maldives to global marketplaces.

Centurion is continuously exploring opportunities to achieve the goals as laid out in the five-year Strategic Plan.

Shareholders Structure

The shareholding structure of the company as at 31st December 2022 stood as follows in the figure below. During the financial year the Company has not issued additional shares, or made any capital reductions.

Shareholder	Status	No. of Shares	% owned
Stella Holding Pvt Ltd	Founding member	3,379,786	47.35%
Aimon Jameel	Founding member	3,379,786	47.35%
Abdulla Maumoon	Founding member	70,557	0.99%
Jana Ibrahim	Founding member	70,557	0.99%
Liya Maumoon	Founding member	70,557	0.99%
Mohamed Yaniu Maumoon	Founding member	70,557	0.99%
Muruthala Musthafa	Founding member	100	0.00%
Ismail Amith	Founding member	100	0.00%
Ahmed Mansoor	Founding member	100	0.00%
Ali Ikram	Founding member	100	0.00%
General public holdings	IPO subscribers	95,252	1.34%
Total		7,137,452	100%

Trading Highlights

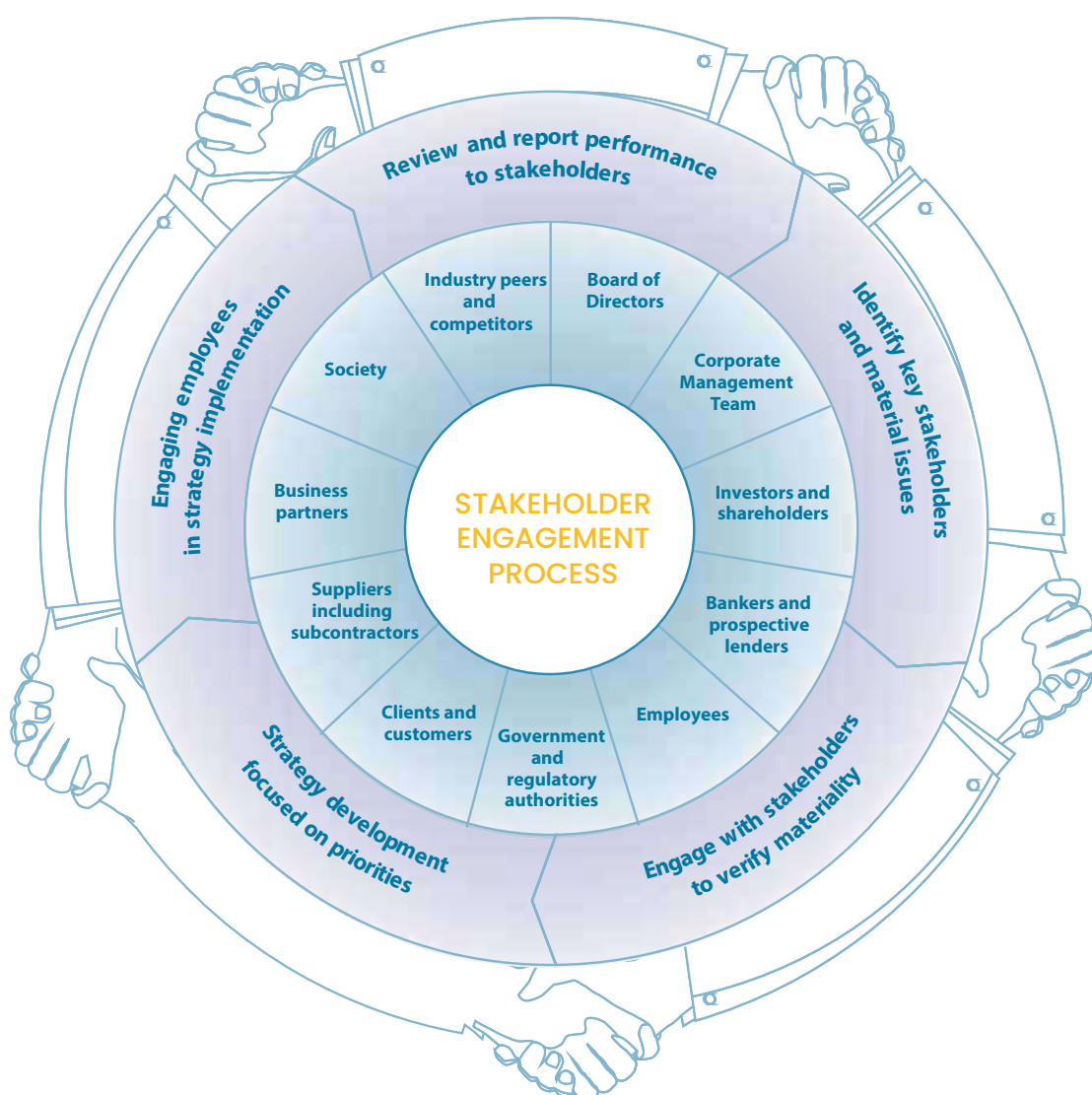
	2022	2021
Highest Traded Price	MVR 39	MVR 32
Lowest Traded Price	MVR 27	MVR 27
Last Traded Price	MVR 39	MVR 28
Number of Shares Traded	96	6
Number of Trades	2918	400
Earning per share	0.75	0.42
Dividend declared	NA	MVR 1.75
Weighted Average Traded Price	MVR 32.12	MVR 29.66
Market Capitalization	MVR 278.36 Mn	MVR 199.84 Mn

The company's shares were officially listed at the Maldives Stock Exchange and opened for trade on 30 March 2017.

Stakeholder Engagement

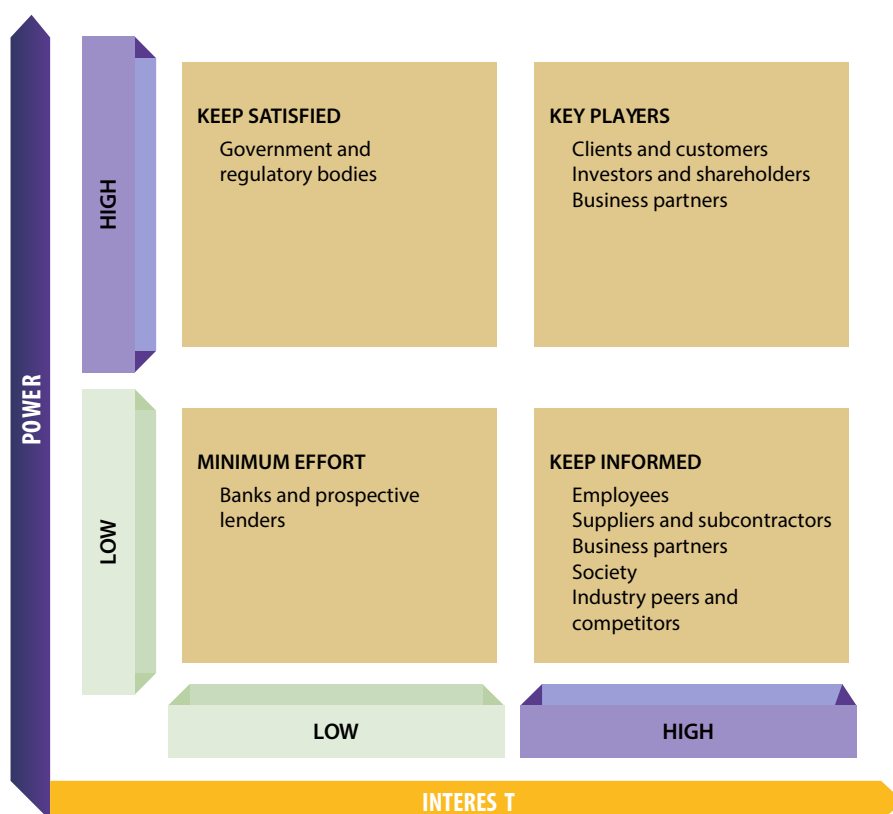
Centurion PLC sustainable development depends on balancing the short-term and long-term interests of our stakeholders. To achieve this, effective engagement of internal and external stakeholders is fundamental. In line with our strategic priorities, we adapt our policies and practices to the needs and expectations of our stakeholders and aid them in making business decisions proactively

Our Approach To Engaging With Stakeholders
Is A Continuous Process As Shown Below;



Identify Key Stakeholders

The process starts with the identification of key stakeholders and issues that are of material nature to them. This process involves the analysis of internal and external environment while monitoring micro and macro facts and lining them with our strategic objectives. The list of stakeholders identified is then analyzed in groups based on the power they can exert on Centurion PLC and their level of interest in Centurion PLC operations and activities as shown in the power/interest matrix below.



Engage with stakeholders to identify key concerns

Based on the position occupied by stakeholders on the power/interest matrix, appropriate engagement strategies are devised and implemented to facilitate engagement with different stakeholder groups. Usually, a stakeholder group with a high degree of power as well as a high level of interest, is considered high priority requiring more frequent engagement, often on a continuous and ongoing basis. This allows Centurion PLC to determine the concerns of key stakeholders and proceed to identify what is material. At the same time, we are mindful of engaging at least at a minimum level even with other stakeholder groups as well. In this regard, we are guided by regulatory and statutory requirements to determine the frequency of engagement.

Prioritizing material stakeholder issues

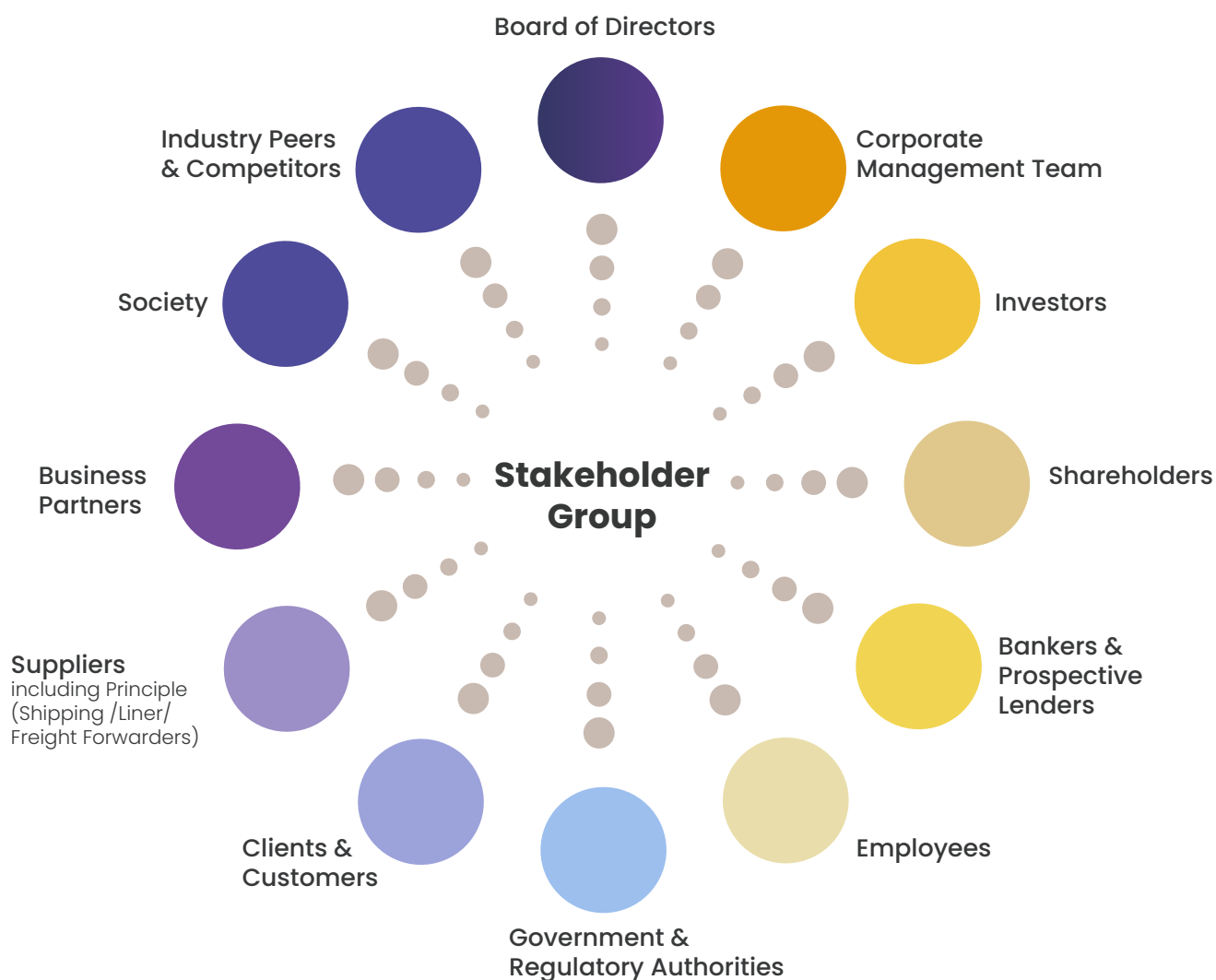
Material stakeholder issues are then prioritized by rating their importance to stakeholders against the impact to the business. Prioritization of the issues in this way enables Centurion PLC to proactively attend to stakeholder concerns by allocating necessary resources and management efforts towards resolving such issues by integrating them into the business strategy. Involving Employees in strategy implementation Next stage involves the implementation of strategies. Centurion PLC engages its employees cohesively in devising strategies to address stakeholder issues.

Review and report performance to stakeholders

Centurion PLC continuously monitors and regularly reports back on the outcomes of the engagement process to stakeholders. Centurion PLC follows this process iteratively improving the engagement with stakeholders in each cycle and creating optimum value to them.

Stakeholder groups engaged by the organization

Centurion PLC continuously monitors and regularly reports back on the outcomes of the engagement process to stakeholders. Centurion PLC follows this process iteratively improving the engagement with stakeholders in each cycle and creating optimum value to them.



The organization's rationale for stakeholder engagement and approaches, including frequency of engagement by type and by stakeholder group,

Stakeholder Value Creation

The capital structure of the Group as at 31st December 2022 stood as follows in the diagram below. During the financial year the Company has not issued additional shares, or made any capital reductions.

	Capital	Definition	Inputs	Outcomes
External Stakeholders	Financial	Economic resources to fund the business	Equity Capital - MVR 181.17 Mn Debt Capital -MVR 16.8 Mn	Revenue - MVR 128.176 Mn Revenue Growth (19%) Gross Profit Margin 28.16% EBITDA Margin 13.10%
	Manufactured	Infrastructure that generates income	Largest Vessel fleet operator to Maldives economy Largest NVOCC operator in the country International network representation for major networks	End-to-end solutions for the customer Efficient globe transport solutions to local community
Social Dimension	Intellectual	The knowledge and intellectual property people use to gain a competitive advantage and grow the business	Know-how and Competency Investing in ERP Systems and Processes Strategic Partnerships Best Practices	Consistent long-term Returns to shareholders Best in-class experience for customers
	Human	The knowledge, skills, talents and experience of people that determines the capacity of an organisation to accomplish its goals	Recruitment and Retention Remuneration and Benefits Diversity and Inclusion Human Rights Compliance Training and Development Employee Engagement Employee Health, Safety and Well-being	Job Satisfaction Higher Remuneration Better Benefits Opportunities for career growth Share in the intangible benefits associated with corporate growth Better work life balance Ability to upgrade lifestyle
	Social and Relationship	The value an organisation builds through engagement and information sharing with stakeholders to achieve mutual well-being	Customer Relationship Management Supplier integration Corporate Social Responsibility	Access to the best in-class solutions (customer) Sustainable long-term business relationships (Supplier) Elimination of Social inequalities (Community)
Economic Dimension	Natural	The world's stocks natural ecosystems and assets, including geology, soil, air, water and all forms of life	Energy and Fuel Management through renewable energy system for vessele fleet Avoid elimination of waste to sea Paper & material resource use	Conservation of the environment for future generations

**Social and
Relationship
Capital (CSR)**

Social and Relationship Capital (CSR)

Components of Social and Relationship Capital



Customer Relationships



Relationship with Strategic Business Partners



Relationship with Local Communities

Customer Relationship

Our customer base of 2781 Are spread out across the Maldives. During this year our customer base widened with 362 new customer relationships forged. Repeat customer base is retained at high of 86%

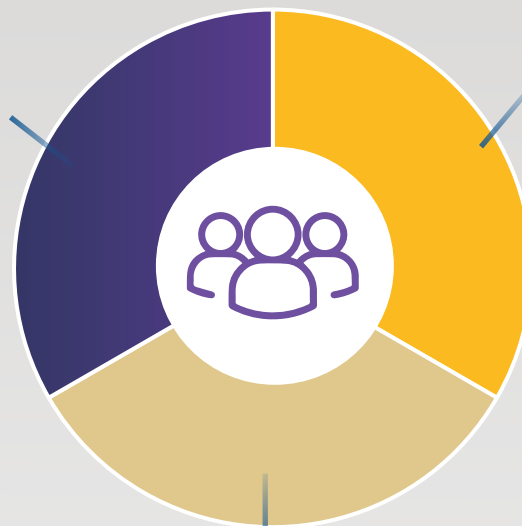
Strengthening or Digital Offering

Our customer base of 2781 Are spread out across the Maldives. During this year our customer base widened with 362 new customer relationships forged. Repeat customer base is retained at high of 86%

Growth in digital offerings has necessitated a greater focus on data integrity and privacy of customer information. There were no reported incidents of substantiated complaints concerning breaches of customer privacy and losses of customer data during the year.

Nururing Social and Relationship Capital

MVR 514,000 thousand towards community outreach CSR



Introduction of several digital applications.

Strengthened engagement with business partners

Support of Social and Relationship Capital towards overall value creation

Stronger relationships with customers, business partners and community directly contribute to our brand image and long term sustainability.

Key Outcomes

- 362 new customers
- Stronger business partnerships
- CSR initiatives that bring about positive change through community empowerment



Relationships with Business Partners

Our network of business partners includes a wide range of shipping, transport and logistics service providers such as shipping lines, local and international freight forwarders and a large number of boat owners across the country. In addition, we have a network of suppliers that provide products and services that are essential for the smooth operation of our business. We also actively engage with industry stakeholders including industry associations to collectively address industry issues and promote best practices. We continue to develop these relationships deriving mutual value in terms of operational synergies, market access and new business opportunities.

Reliable Partnerships

Trust and integrity form the basis of all our relationships, and we remain committed to ensuring that all our transactions with business partners are transparent and fair. Strict compliance with industry regulations and ongoing engagement with business partners provide business partners including other institutions confidence and assurance. All contracts and agreements are regularly monitored to ensure that all obligations are adhered to as per agreed terms and conditions.



Relationship with Community

We firmly believe that our long-term sustainability as a business depends on the positive impact we have on our community. We strive to act as a catalyst for positive change through our CSR initiatives in the core areas of Environmental Conservation, Empowering Local Communities, Uplifting Education and Entrepreneurship Skill Development and Financial Literacy Building. In partnership with Rotary Club of Male, we have contributed and taken part in such initiatives.



Social and Relationship Capital



Promotional and other brand building activities impact financial capital in the short run. However benefits of higher brand value positively impact financial returns in longer run.



A strong brand reputation improves the employer brand, enabling the company to attract higher quality employees while also contributing to a higher level of wellbeing of existing employees.



Deeper engagement with customers, industry stakeholders and business partners result in business insights which positively contribute intellectual capital.

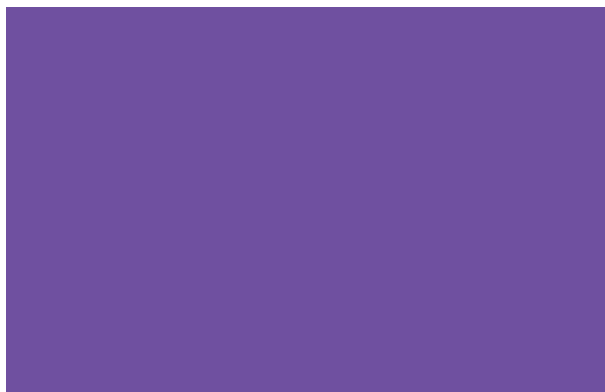


CSR activities carried out by the company are aimed at having a positive impact on the environment.



World Cleanup Day 2022

At our core, we recognize the urgent need to protect and preserve our environment. We are committed to implementing sustainable practices throughout our operations, minimizing our carbon footprint, and promoting responsible resource management. Through partnerships with local NGO's and initiatives, we actively participate in activities such as beach clean-ups, coral reef preservation, and promoting eco-friendly practices. By raising awareness and taking tangible actions, we aim to contribute to the long-term sustainability of our ecosystem.





Corporate Governance

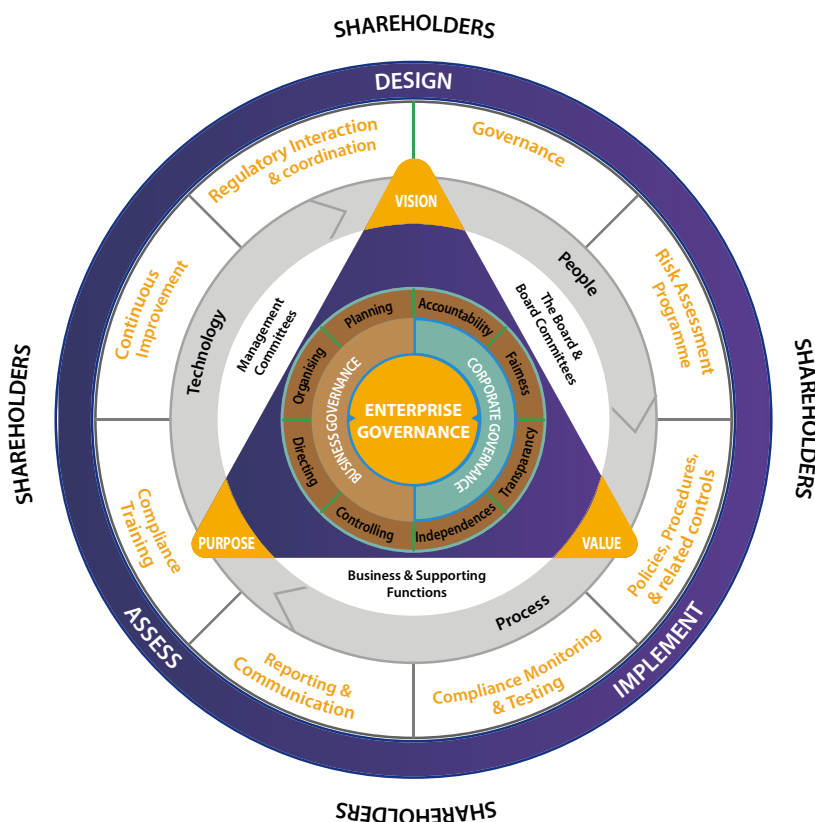
Centurion PLC is committed to best practices in the area of Corporate Governance. Corporate Governance is an internal system encompassing policies, processes and people, which serve the needs of shareholders and other stakeholders. Good governance facilitates effective management and control of the business, while maintaining a high level of business ethics and optimizing the value for all stakeholders. Sound Corporate Governance is reliant on external marketplace commitment and legislation plus a healthy Board culture which safeguards policies and processes. Further, an important element of Corporate Governance is to ensure

the accountability of certain individuals in an organization through mechanisms that try to reduce or eliminate the dilemma of principal-agent. The Corporate Governance Report, together with the Audit Committee Report and the Directors' Remuneration Report, provides a description of the manner and extent to which Centurion PLC complies with the code of Best Practice in Corporate Governance issued by the Capital Market Development Authority and the listing rules of the Maldives Stock Exchange, and the Memorandum association of the company. Regulatory Benchmarks

Standard / Principle / Code	Adherence
Maldives Company Act (Act no. 10/96)	Mandatory Provision - Fully Compliant
Maldives Securities Act (Act no. 02/2006)	
Securities (General) Regulations 2007	
Securities (Continuing Disclosure Obligations of Issuers) Regulations 2019 (Regulation no. 2019/R-1050)	
Code of best practice on Corporate Governance issued by the Capital Market Development Authority and the Listing Rules of the Maldives Stock Exchange	
International Financial Reporting Standard (IFRS)	Voluntary provisions - Compliant except few provisions

Centurion PLC Enterprise Governance Framework

Enterprise governance as “the set of responsibilities and practices exercised by the Board and Executive Management with the goal of providing strategic direction, ensuring that objectives are achieved, ascertaining those risks are managed appropriately and verifying that the organization’s resources are used responsibly” shareholders



The Chairman’s Role

The Chairman is responsible for preserving good Boardroom governance and encouraging positive contributions from both Executive and Non-Executive Directors for the effective discharge of the Board’s responsibilities. The Chairman considers the view of all Directors on any matter put before the Board and ensures that the Board is in complete control of the affairs of the company. The Chairman leads the Board, developing the Board’s forward agenda and preparing in detail for meetings to maximize the efficiency of Board output. His aim is that Board meetings should allow full and free discussion, taking account of the interest of the group’s various stakeholders whilst promoting high standard corporate governance. The Chairman also encourages the expression of the broadest range of views, including those which may challenge the management. He seeks to foster an open and trusting relationship between Executive and Non-Executive Board members. The main responsibilities of the Chairman are;

- To enhance shareholder value.
- Reviewing of corporate objectives, budgets and forecasts.
- Reviewing of operational and functional performance.
- Approving capital investments.
- Ensuring the implementation of an effective internal control system.
- Ensuring compliance with highest ethical and legal standards.
- Approval of the Annual and Quarterly Financial Statements prior to publication
- Recommending Dividends for approval by the shareholders.

The Board comprises of Seven Directors of whom five are Non-Executive Directors. The names and profiles of the Directors are given on pages 16 - 19 of this report. The Board recognises the need for a clear division of responsibilities in running the Company business. Accordingly, the positions of Chairman and Managing Director have been separated.

The Board Balance

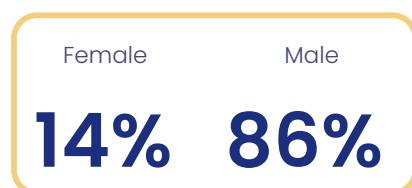
The composition of the Executive and Non-Executive Directors in the Board satisfies the requirements laid down in the Listing Rules of the Maldives Stock Exchange and the code of best practices in corporate governance issues by the Capital Market Development Authority. The Board consists of five Non-Executive Directors and four of them are Independent Non-Executive Directors. The Board has determined that the four independent Non-Executive Directors satisfy the criteria for "Independence" set out in the Listing Rules.

Finance Acumen

The Board constitutes members specialised in a multitude disciplines and experience in Corporate Finance, Accounting, Management, Marketing, Economics, Law, Human Resource, Corporate Governance and Risk Management. Hence, they are able to provide constructive debate, scrutinise performance and help develop Board strategy with a global perspective and outlook.

Directors' Attendance Record The attendance of Directors at relevant meetings of the Board and of the Audit and Remuneration Committees held during 2022 was as follows. For 2021. The External Auditor was selected by obtaining competitive proposals from qualified service providers.

Directors



Non -Executive Directors



Directors' attendance record The attendance of Directors at relevant meetings of the Board and of the Audit and Remuneration Committees held during 2022 was as follows.

Name of Director	Board (5 Meetings)	Audit Committee (8 Meetings)	Nomination & Remuneration Committee (1 Meetings)
Executive Directors			
Mr. Aimon Jameel	5/5	-	-
Mr. Hussain Nizar	4/5	-	1/1
Non -Executive Directors			
Capt. Ahmed Maumoon	5/5	-	1/1
Non -Executive Directors			
Mr. Abdulla Javid	2/2	6/6	-
Mr. Abdulla Nafiz	4/5	8/8	-
Dr. Ahmed Ranesh	4/5	8/8	-
Ms. Hawwa Shafeea Riza	4/5	-	1/1
Mr. Ismail Hameed	1/3	2/2	-

Annual General Meeting

The 6th Annual General Meeting of Centurion Plc was held at meeruma on Tuesday, 7th july 2022 at 2030hrs, A total of 43 shareholders attended the AGM.

The following key resolutions were approved:

- Appointed KPMG as external auditors.
- Approved Financial Report for the year 2021.
- Dividend was declared.

Annual General Meeting

Nomination, Remuneration and Corporate Governance Committee and Audit Committee are the two sub-committees that function within the Board.

The Board ultimately finalizes all matters presented and discussed at committees. The Company Secretary also functions as the Secretary for committee meetings.

Refer to reports of the respective committees for their mandates and activities.

Board Evaluation

The evaluation of Board of Directors' performance is carried out through a peer evaluation system with the help of an assessment guide which identifies key areas for evaluation. The Directors are evaluated based on the performance of the Board and Committees in terms of Board effectiveness, participation and contribution to decision making and information flow, and ultimately identifies areas for improvement.

Directors' Remuneration

Remuneration for the Board of Directors is occasionally reviewed by the Nomination and Remuneration Committee and presented for board approval.

Directors of Centurion PLC are paid a monthly fixed remuneration. No further remuneration is provided to any Committee members or its Chairpersons.

In 2022, a total of MVR 215,000 was paid as remuneration for Directors and Executives of the group.

Code of Conduct

The Company's Code of Conduct has been communicated to all staff and board members to ensure that our reputation in the community as a good corporate citizen is maintained. The Code of Conduct sets principles and guidelines to ensure professionalism and ethical behaviour that will garner the support and approval of our valued stakeholders.

Internal Controls

The internal control and risk management systems of the Company are regularly reviewed by the Board. A pragmatic system of internal controls has been maintained in order to protect the resources and interests of the shareholders. The Board relies on the Audit Committee and the Internal Audit Department in discharging responsibilities to establish proper internal controls within the company. Further details on internal controls are discussed in the Audit Committee report.

Internal Audit

Internal Audit Department of the Company carries out internal audits as per the internal audit plan for the year. The Internal Audit Department reports functionally to the Audit Committee and administratively to the Managing Director. Details on internal audit activities are highlighted in the Audit Committee Report and at each subsidiary-company level.

External Audit

KPMG was appointed as the external auditors for 2022. The External Auditor was selected by obtaining competitive proposals from qualified service providers.

Other Directorships held by the Board

Name	Directorship
Capt. Ahmed Maumoon	Supper Supply & Life Support Group pvt ltd.
Mr. Abdulla Javid	Life Support Group pvt Ltd.

Communication with Shareholders

It is the objective of the Company to ensure equal access to information and maintain an open line of communication with shareholders and investors. Our corporate website and a steadfast investor relations webpage ensures that all shareholders are provided with the most up-to-date information regarding the Company.

The Company always welcomes feedback from the shareholders. In addition to participation in General Meetings, which is the primary platform for shareholder communication, shareholders may also raise concerns and submit queries through the company website, email or letters addressed to the Board. Our dedicated investor relations team ensures that queries from shareholders are resolved in a timely and mutual manner.

Mechanism to Raise Concerns

CPLC strives to adhere to all the regulatory framework of a public limited company. An appropriate mechanism has been implemented to enable employees, management or other stakeholders to raise any concerns that they have, whether on a confidential basis or otherwise, of any non-compliance or fraud or other misdemeanour within the Company.

Statutory Fees and Taxes

Centurion has paid all fees payable to the pertinent authorities on or before the due dates including company registration fee, annual company fee, annual listing fee, depository fee and taxes to the relevant authorities and regulators.

Declaration by the Board of Directors

As the Board of Directors, we declare that we have discharged our responsibilities to the best of our abilities, and that the information presented in this Annual Report is true and accurate to the best of our knowledge. Utmost care was taken to ensure compliance with the Corporate Governance Code, Listing Rules, Securities Act and the Company's Act.

Every effort was made to bring success to the Company while ensuring transparency, fairness and diligence in all aspects with the ultimate purpose of protecting and promoting shareholder interests.

Financial Statements – The consolidated financial statements consist of the Income Statement, Balance Sheet, Cash Flow Statement, Statement of Changes in Shareholder Equity and notes to the Consolidated Financial Statements. The financial statements of the year ended as at 31st December 2022 have been prepared:

- In accordance with International Financial Reporting Standards;
- Conforming to applicable laws and regulations;
- To provide information that are true and fair;
- Certified by the Managing Director and Chief Financial Officer, and approved by the Board of Directors

Annual Report – The Annual Report reflects on the activities of the Company during the past year.

Future Outlook – The Board has reviewed the strategic business plans of the Company, and the Directors are confident that the Company possess the resources to continue the business as a going concern and pursue the objectives set forth in the plans.

Safeguarding Company's Assets – The Board of Directors have engaged an independent external auditor to review the financial statements, and their impartial opinion and recommendations are welcomed. The Board strives to improve any weaknesses pointed out in the auditors' reports.

Independent Audit – The Board of Directors have engaged an independent external auditor to review the financial statements, and their impartial opinion and recommendations are welcomed. The Board strives to improve any weaknesses pointed out in the auditors' reports

Declaration of Interest – The Directors of Centurion Plc confirms that:

- Subject to information disclosed herein, neither the Directors nor any associates had any significant interest, direct or indirect, in the equity or debt securities of Centurion Plc or its subsidiaries or had any right to subscribe for equity or debt securities of the Company or its subsidiaries.

- There were no contracts of significance subsisting during or at the end of the accounting period in which a Director of Centurion Plc or its subsidiaries was materially interested, either directly or indirectly.

- Except for those disclosed in the note 33 of the Audited Financials, there were no substantial or material third party transactions, monetary transactions or relationships between the Company and its Directors, the Management, subsidiaries or relatives.

Dividend – In accordance with the dividend policy of the Company, the Board may declare a dividend and present it for shareholders' approval in the Annual General Meeting.

On behalf of the Board of Directors,



Ahmed Maumoon
Chairperson



Aimon Jameel
Managing Director



Abdulla Javid
Director

Meetings

There were no committee held during the year 2022.

Gender Diversity

All the shareholders of Centurion Plc have the right to nominate suitable candidates for the position of Board Directors. Once the shareholders nominate candidates, the candidates are evaluated, and shortlisted candidates are called for an interview by the Nominations Remuneration and Corporate Governance Committee. The names of shortlisted candidates are presented to the shareholders at the AGM, to be elected.

Executive Directors Serving Elsewhere

Managing Director Mr. Aimon Jameel served on the board of S-EMS Pvt Ltd until the acquisition of S-EMS Maldives Pvt. Ltd to the Centurion Plc group. He receives no remuneration from S-EMS as a board director of the Company.

Remunerations status

During the financial year 2022, total director remunerations and emoluments amounts to MVR 215,000. The company follows a remuneration system directly linked with the performance of top management. Necessary periodic appraisals are conducted by the HR department and are processed for the approval of board members.

Other reporting matters

Given the operating model of the entity, the decision to appoint CEO and Executive directors were taken via internal mechanisms adopted by the Remuneration Committee and no external consultation nor advertising was made to appoint CEO or any other non-executive directors.

The progress of each meeting and committee decisions are methodically documented through board papers and recorded minutes. The progress of each activity is evaluated prior to the beginning of the next meeting conducted by the members.

The Nominations Remuneration and Corporate Governance Committee are satisfied with the activities carried out by the Committee during the past year.

On behalf of Nominations Remuneration and Corporate Governance Committee,



Capt. Ahmed Maumoon,
Chairperson

BOARD OF DIRECTORS

The board is responsible for maintaining a sound risk management framework and internal control system to safeguard the shareholders' investments and Group's assets, as well as to discharge its leadership responsibility.

The Board plays its role in identifying and ensuring the implementation of an appropriate risk management system and internal control system to manage those risks in accordance with corporate governance principles.

BOARD SUBCOMMITTEES

Board Subcommittees are responsible for overseeing the development and implementation of policies relevant to their area of scope, identification of emerging risks and for monitoring the ongoing effectiveness of our procedures.

Audit Committee

The audit committee represents and assists the Board in fulfilling its oversight responsibility relating to: the integrity of the company's financial statements and the financial reporting process; the system of internal accounting and financial controls; the internal audit functions; the annual independent external audit; the Company's compliance with legal and regulatory requirements; and its policies and ethics established by the Company.

Remuneration & Nomination Committee

The Remuneration & Nomination Committee assists the Board to discharge its responsibility by overseeing remuneration policies and practices of the Company. The Committee's main role is;

- To select, or recommend to the Board of Directors for selection, the individuals to stand for election as directors at the annual meeting or, if applicable, a general meeting.
- To oversee the selection and composition of committees of the Board of Directors and, as applicable, oversee management continuity planning processes.

CORPORATE MANAGEMENT

The team reviews the operating and financial performance of the Group's operational divisions/subsidiaries in accordance with corporate objectives, strategies, policies, key performance indicators and annual budgets as approved by the Board. The team ensures that the Group's risk management and internal control system is operating adequately and effectively, based on the risk management and internal control framework of the Group.

Group Risk Management

The audit committee performs quarterly-based risk management assessments through the Internal Audit Reports and findings of the Company and its subsidiaries and reviews the internal control processes, and evaluates the adequacy and effectiveness of the risk management and internal control system. The Committee also takes into consideration, the observations of the Independent External Auditors of the Group.

OPERATIONS

Board

The ultimate responsibility for setting the risk appetite for the effective management of the risk resets within the Board. Acting within the authority delegated by the board, the Audit Committee reviews specific risk profiles and receives regular reports on risk management, which includes the Company's portfolio trends, policies, standards and soundness of internal control, infrastructure and regulatory compliance. These Committees are authorized to investigate or seek any information relating to an activity within the terms of reference.

Shareholder Information

Director Shareholdings

Director Shareholding	Position	No. of Shares
Mr. Aimon Jameel	Executive Director	3,379,786
Capt. Ahmed Maumoon	Non – Executive Director	Nil
Mr. Hussain Nizar	Executive Director	Nil
Mr. Abdulla Nafiz	Non – Executive Director	Nil
Dr. Ahmed Ranesh	Non – Executive Director	1,000
Ms. Hawwa Shafeea Riza	Non – Executive Director	Nil
Mr. Abdulla Javid	Non – Executive Director	Nil

Acknowledgements

The Directors take this opportunity to thank all shareholders for their confidence and trust in us. The Directors are indebted to the management and dedicated team of Centurion Plc for their unwavering support during this transformational journey.

The Directors are grateful to the customers, suppliers and partners of the Company for their continued patronage and support.

The Company recognizes the assistance extended by the Ministry of Economic Development, Capital Market Development Authority, Maldives Stock Exchange and Maldives Securities Depository for their support in listing Centurion Plc and the support towards its governance.

Risk Management

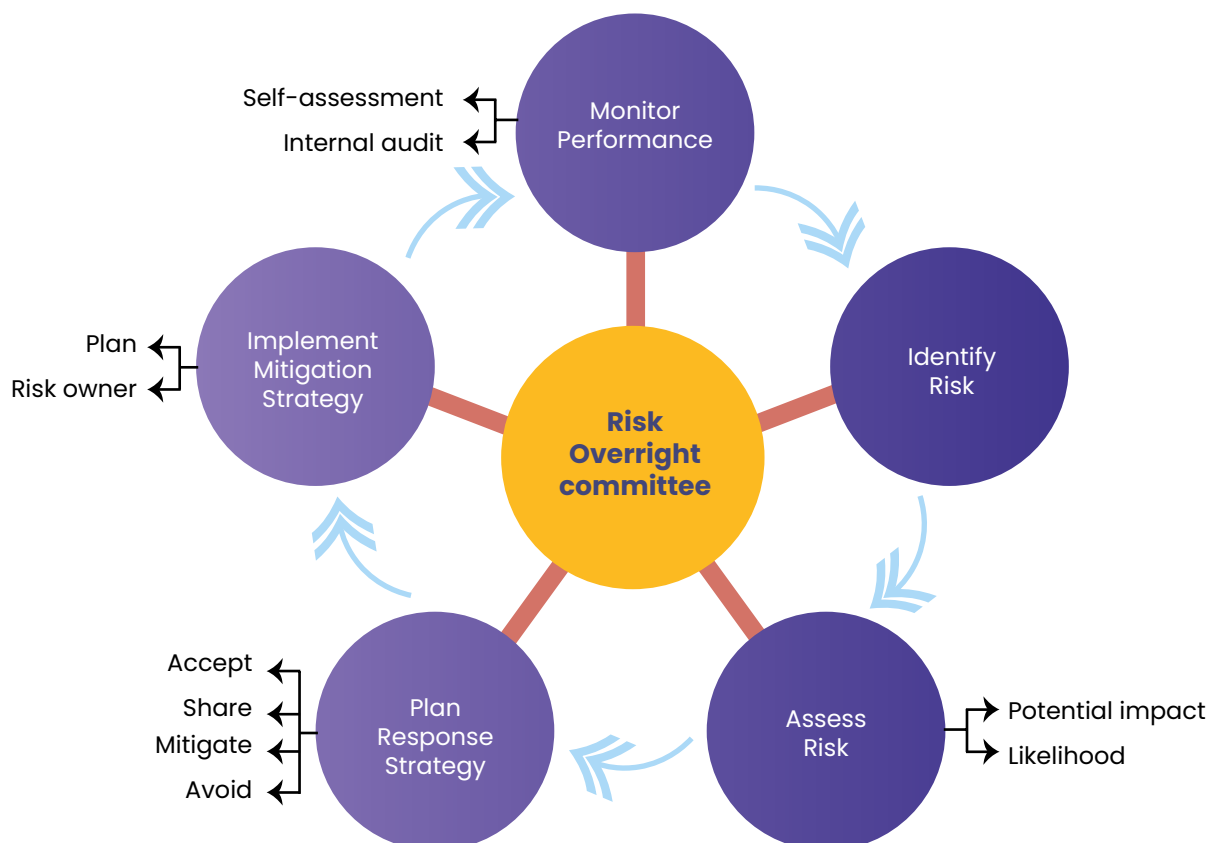
Centurion PLC has given due consideration to its risk identification, assessment and mitigating procedures in order to maintain sustainable growth while achieving corporate objectives. An effective risk management framework helps the Company in its attempts to achieve the optimum trade-off between risks and return. The Company is exposed to the broad array of risks

which are based on the current external and internal factors.

As the market leader in the Maldives shipping industry, our success is our ability to identify and exploit the opportunities that exist in the market that we operate in. In doing this, we proceed with an embedded approach to risk management which puts risk and opportunity

assessment in the decision-making process at each level.

Centurion PLC Business model delivers a structured governance system and provides a proper mechanism to identify risks promptly.



Risk Evaluation and Mapping

Risk heat map is developed based on the assessment of the likelihood of occurrence and the potential impact of risks. Likelihood of occurrence is assessed on the basis of past experience and preventive actions in place. A ranking of Rare, Unlikely, Moderate, Likely and Almost Certain is assigned to all risks based on the likelihood of occurrence. The impact of the event is evaluated by determining the loss it would cause and the extent of the impact. After considering the above two factors, the impact is categorized as Insignificant, Minor, Moderate, Major and Extraordinary. Above risks and the proposed action plans are then reviewed at the Audit Committee meeting as a permanent agenda item in each meeting

The Risk Matrix

Impact	Extraordinary					
	Major					
	Moderate					
	Minor					
	Insignificant					
		Rare	Unlikely	Moderate	Likely	Almost Certain

Likelihood

● E-Extreme ● H - High ● M - Moderate ● L - Low

Key risks and Mitigation Strategies

Risk Exposure	Description	Risk Rating	Risk Mitigation Strategies
1) Liquidity Risk	Adverse Impact on the liquidity position as a result of payment delays in debtors and early payment for creditors	Moderate	- Conduct regular follow-ups on trade debts and continuous reviews on working capital management position of the business. - Significant reductions have been made in the credit period for customers who were approved for credit sales. - Establishment of a separate recovery team to expedite collection procedures of existing outstanding balances - Obtain short-term funding facilities adequately to manage liquidity position through several financial institutions - Maintaining sufficient assets to offer as collateral for future funding requirements
2) Interest rate risk	In the case of Maldives changes in the monetary policy of the Maldives Monetary Authority, which is the central bank of Maldives, can impact interest rates and contribute to interest rate risk. Comparison to other south Asian countries Maldives interest rate risk very low.	Low	- Managing gearing position of the business to minimize financial risks attached - Constant negotiations with banks to obtain the best possible interest rate for groups' borrowings and investments - Interest rate sensitivity analysis is done regularly to measure the potential impacts of rate variations
3) Exchange rate risk	Potential benefit as a result of favorable moment in the exchange rates and in adequate dollar reserves of the group shipping, logistics and hospitality sector	Low	-Strengthening company shipping, logistics and hospitality enhance dollar earnings. -Managing existing dollar reserves effectively

Risk Exposure	Description	Risk Rating	Risk Mitigation Strategies
4) Credit risk	Potential losses arising due to customer defaults	Moderate	- Ensuring compliance with group credit policy guidelines -Managing credit risk of the business through the Credit Committee activities -Conversion of major products and customers for cash sales -Significant reduction in credit period for customers who are entitle for credit sales -Strengthen collection procedures through a dedicated credit management department which consists of collection officers -Constant monitoring of credit exposure of the business through the audit committee
5) Operational	Potential losses due to inadequate internal controls, failures of internal processes, people and systems as a result of natural and human activities	Moderate	- Conduct Enterprise Risk Management and Internal Audit procedures across the CPLC group. - Conduct continuous control reviews on high-risk areas to assess the strength of the existing internal control system - Continuous monitoring on regulatory compliance and other internal requirement through compliance dashboards. -Conducting system control reviews as per the annual internal audit plan - Establish BCP (Business Continuity Planning) to ensure the smooth continuation of business operations while eliminating operational constraints due to prevailing economic crises
6) Country Risk	Positive impact arising due to adverse economic factors such as Political, Economic, Social, Technological, Legal & Environmental	Moderate	-Through analysis on PESTEL factors and continuous revisions in business planning to grab opportunities and minimise the impact of threats prevailing due to market conditions -Constant reviews of economic factors to minimise the impact of negative economic factors

Risk Exposure	Description	Risk Rating	Risk Mitigation Strategies
7) Human resources risk	The negative impact on the business due to the loss of trained executives and the inability to attract, develop and retain a skilled workforce	Moderate	- Maintain an employee evaluation scheme to reward them - Provide various employee benefits through the CPLC Welfare Society. - Provide specific and general training wherever necessary
9) Health and safety risk	The likelihood that That an individual may be harmed or suffers adverse health effects if exposed to a hazard	Low	-Conducting health and safety assessments to evaluate the adequacy of existing safety measures maintained by the company - Ensuring compliance over Health guidelines issued by the Government
10) Market Risk	Loss of market share or market leadership due to new entries and existing rivalry	Moderate	-Maintaining market leadership through continuous improvements in service quality - Analysing market data for effective decisions with regard to the company services. - Close monitoring of competitor behaviour and timely decision making to respond to market changes
11) Information system	Delays in decision- making due to inaccurate or non- availability of timely information from key computer systems	Moderate	-Enhancing system performance through continuous version upgrading -Maintaining data backups to minimise data losses in case of an emergency -Enhancing system security levels on a regular basis to minimise cyber security risk
12) Legal and regulatory compliance risk	The potential negative impact on the business due to non-compliances with external regulatory requirements and internal policies & procedures	Moderate	-Enhancing system performance through continuous version upgrading -Maintaining data backups to minimise data losses in case of an emergency -Enhancing system security levels on a regular basis to minimise cyber security risk



Operating Environment

Global Economic Growth

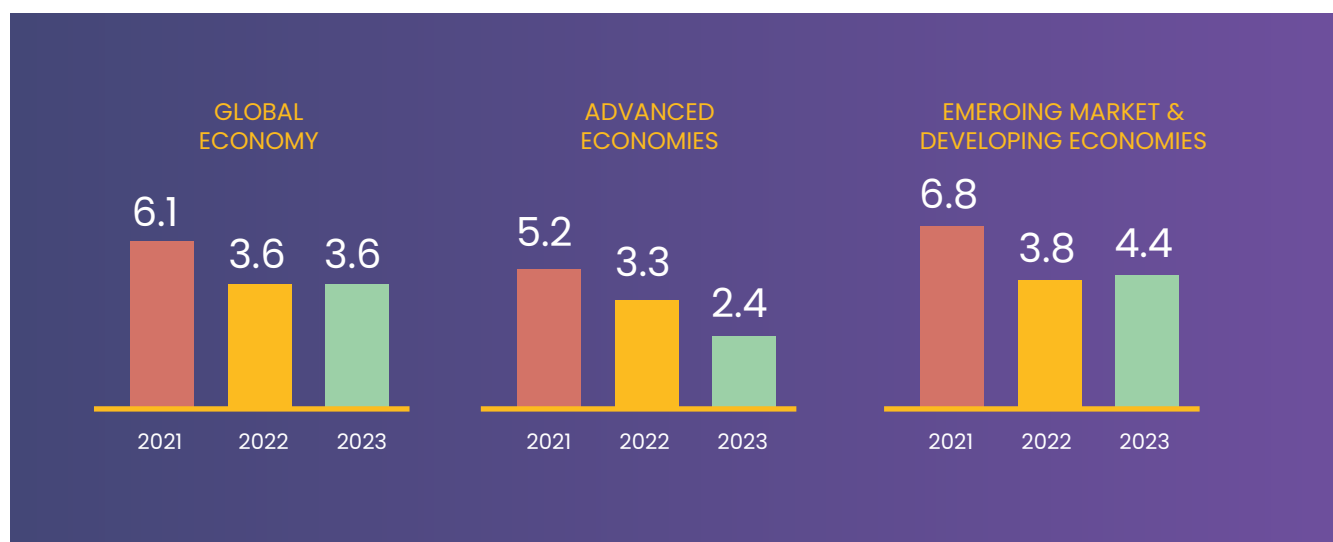
The pandemic's effects on the global economy has been compounded by a number of shocks, including higher-than-expected global inflation, which has led to tighter financial conditions, a worse-than-expected slowdown in China due to Covid-19 outbreaks and lockdowns, and more detrimental effects from the conflict in Ukraine. After a fragile recovery in 2021, developments in 2022 became more and more ominous as threats started to materialize. Due to declines in China and Russia as well as lower-than-anticipated US consumer expenditure, the world's output shrank in the second quarter of this year 2022.

The war in Ukraine has triggered a costly humanitarian crisis that demands a peaceful growth in 2022 and add to inflation. Fuel and food prices have increased rapidly, hitting vulnerable populations in low-income countries hardest resolution. At the same time, economic damage from the conflict will contribute to a significant slowdown in global growth in 2022 and add to inflation. Fuel and food prices have increased rapidly, hitting vulnerable populations in low-income countries hardest.

Global growth is anticipated to drop from an estimated 6.1% in 2021 to 3.6% in 2022 and 2023, according to the IMF.

World Economic Outlook April 2022

Growth Projections



*International Monetary Fund/ IMF.org #WEO

Both Russia and Ukraine are projected to experience double digit GDP contractions in 2022. The severe collapse in Ukraine is a direct result of the invasion, destruction of infrastructure, and exodus of its people. In Russia, the sharp decline reflects the impact of the sanctions with a severing of trade ties.

The economic impact of the war is spreading far across mainly through commodity markets, trade, and financial linkages. As Russia is a major supplier of oil, gas, and metals, and, together with Ukraine, of wheat and corn, the current and anticipated decline in the supply

of these commodities has already driven their prices up sharply across Europe, Caucasus and Central Asia, Middle East and North Africa, and sub-Saharan Africa. The food and fuel price increases will hurt lower-income households globally-including the America and Asia. In this difficult and uncertain environment, effective national policies and multilateral efforts play an important role in shaping economic outcomes. Although several economies will need to consolidate their fiscal balances, this should not impede governments from providing humanitarian support for refugees displaced by conflicts.

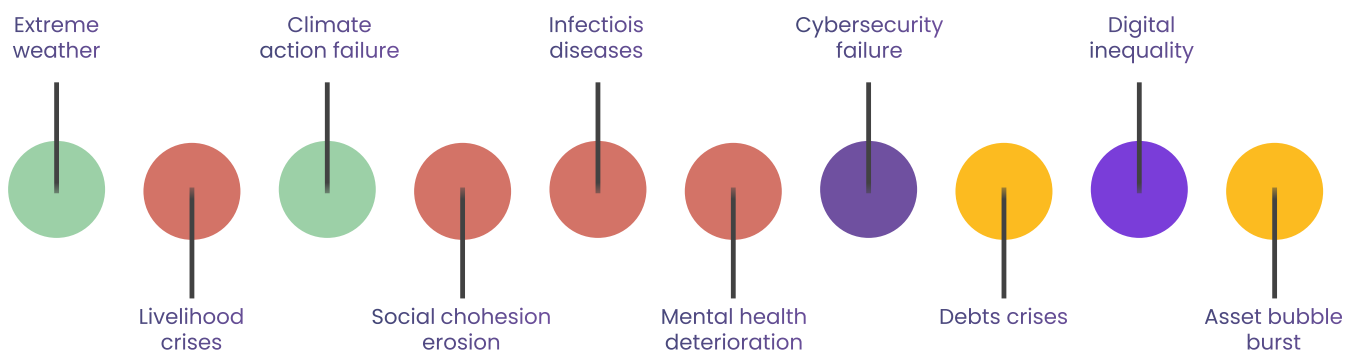
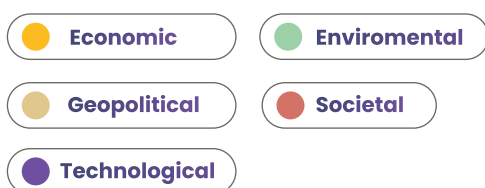
Global Economic Disruption

Industries are facing disruption from all sides and leaders need to closely watch three critical drivers of risk: political, technological, and social. On the political arena: businesses need to be aware of the different incentive packages available for the Covid-19 hit businesses.

Businesses have had to manage dual crisis: economic and health, which resulted in new employee and customer protocols, remote working and re-engineering of supply chains and called for more creative partnerships. These developments and long term risk outlook have challenged businesses to better prepare for the future.

Technological drivers are also accelerating and disrupting the business landscape. The pandemic has resulted in tech revolution for big and small businesses alike. Rapid digitalization transformed social and work interactions overnight. E-commerce, virtual conferencing, gaming and streaming all underwent unprecedented growth. It has been estimated that worldwide internet usage in 2020 increased by 30% while e-commerce grew upwards of 20%.

Over the Next 0-2 years



Source: World Economic Forum Global Risk Report 2022

Economic Developments in the Maldives

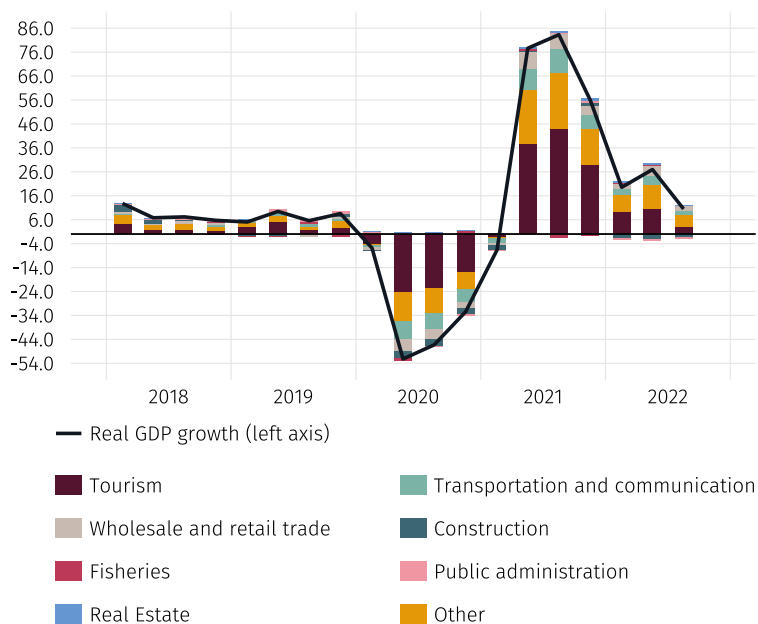
Real Economy – GDP

With the commencement of the tourism peak season, the recovery of the domestic economy is estimated to have further strengthened during the last quarter of 2022. As such, most of the available high frequency indicators and business survey results suggest that all major sectors have expanded during the quarter. The growth of the tourism sector during the review quarter primarily reflected the surge in arrivals from major source markets amid the start of the high season, as evidenced by the growth in tourist arrivals and bednights of the sector.

According to the latest Quarterly National Accounts (QNA) estimates released by the Maldives Bureau of Statistics (MBS) on 29 December 2022, real GDP registered an annual growth of 10.5% in Q3-2022, after registering a growth of 27.0% in Q2-2022. Similarly, when compared to the pre-pandemic levels of Q3-2019, real GDP registered a growth of 8.7% during the quarter

Contribution to Real GDP Growth by Economic Sectors, 2018 –2022

(Annual % changes, % point contribution)



Source: Maldives Custom Services

In Q3-2022, real GDP growth was mainly contributed by the tourism sector (3.0 percentage points); followed by transportation and communication sector (2.1 percentage points) and wholesale and retail trade sector (1.9 percentage points)—sectors which are closely linked to the developments in the tourism sector. Other notable positive contributions to growth were made by the human, health, and social work activities sectors (1.1 percentage points),

education sector (0.5 percentage points) and real estate sector (0.4 percentage points). Further, entertainment, recreation, and other services sector (0.4 percentage points) and professional, scientific, and technical activities sector (0.4 percentage points) also registered growths, with output significantly exceeding the pre-pandemic levels of Q3-2019.

Meanwhile, the construction sector and public administration sector is estimated to have declined, as indicated by the fall in gross value added by both the sectors, which fell by 27.1% (-1.2 percentage points) and 5.5% (-0.5 percentage points), respectively.

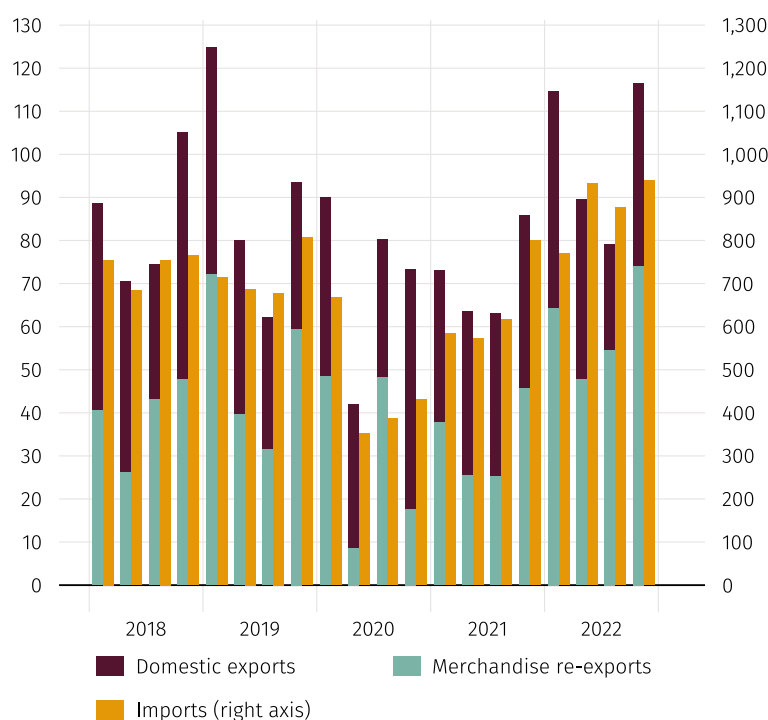
Maldives Export and Import Industry Environment

Export outlook 2022

Total merchandise exports registered an annual increase of 36% (US\$30.8 million) in Q4-2022 and totalled US\$116.5 million. This was mainly driven by the significant increase in merchandise re-exports, while domestic exports also rose during the quarter. As such, merchandise re-exports surged by 62% (US\$28.5 million) to total US\$74.1 million in Q4-2022. This reflected a substantial increase in both the price and volume of aviation gas re-exports during the review quarter, driven by the upswing in international flight movements following the commencement of the tourism sector's peak season.

Total Trade Summary, 2018-2022

(millions of US dollars)



Source: Maldives Custom Services

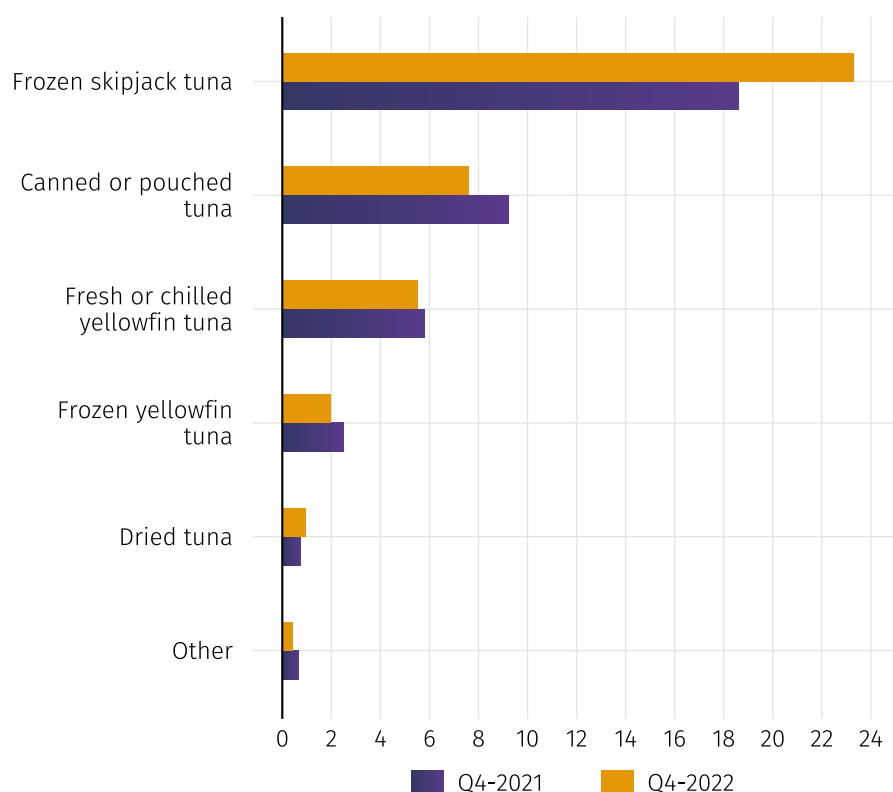
Domestic exports—which mainly comprise fish and fish products—increased by 6% (US\$2.3 million) during Q4-2022 and totalled US\$42.4 million. This was mainly due to the notable rise in export earnings of frozen skipjack tuna, which increased by 25% (US\$4.7 million). The significant rise in export earnings of frozen skipjack tuna was due to the increase in the volume of

such exports. Meanwhile, exports of canned or pouched tuna declined during the quarter, registering a fall of 18% (US\$1.6 million), reflecting decrease in the volume of such exports. In addition, export earnings from frozen yellowfin tuna also registered a notable decline of 20% (US\$0.5 million) during the review quarter. Moreover, exports of fresh or chilled yellowfin tuna decreased

during the quarter, observing a fall of 5% (US\$0.3 million). Furthermore, export earnings from processed dried tuna also fell during the quarter, declining by 29% (US\$0.2 million).

Composition of Fish Export Earnings 2021-2022

(millions of US dollars)



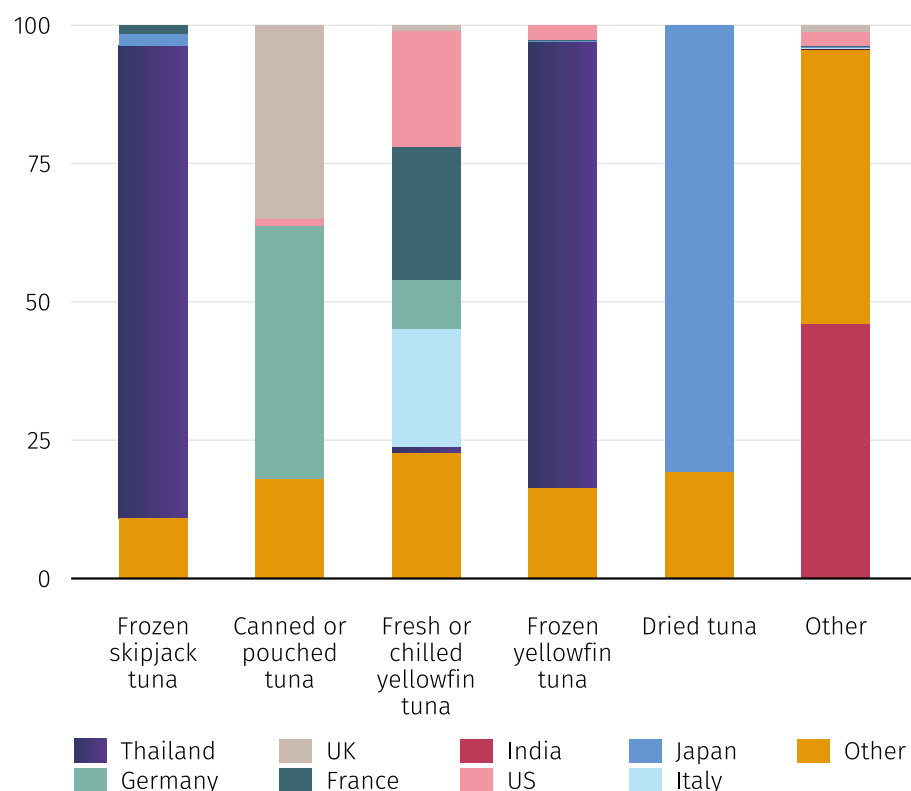
Source: Maldives Custom Services

As for the direction of trade of exports, Asia was the major continental export destination during the quarter, accounting for 63% of domestic exports in Q4-2022—an increase from the 56% recorded in the corresponding quarter of 2021. Thailand remained as the dominant Asian export market, accounting for 51% of total domestic exports in Q4-2022—an increase from 44% in Q4-2021.

Meanwhile, the market shares of both India and Japan, each accounting for 3% of total domestic exports during the review quarter, remained relatively unchanged. Meanwhile, Europe emerged as the second largest continental export destination with a market share of 29% in Q4-2022—a marked decline from 36% observed in Q4 2021. Accordingly, demand

from the majority of the European export markets declined during the review quarter. Germany—the second largest export destination—accounted for 9% of the total domestic exports in Q4-2022, which was a marked decline from 16% recorded in Q4-2021. Other notable export destinations include the UK (7%) and France (4%).

Direction of Trade by Domestic Export categories , end of the year 2022 (%)



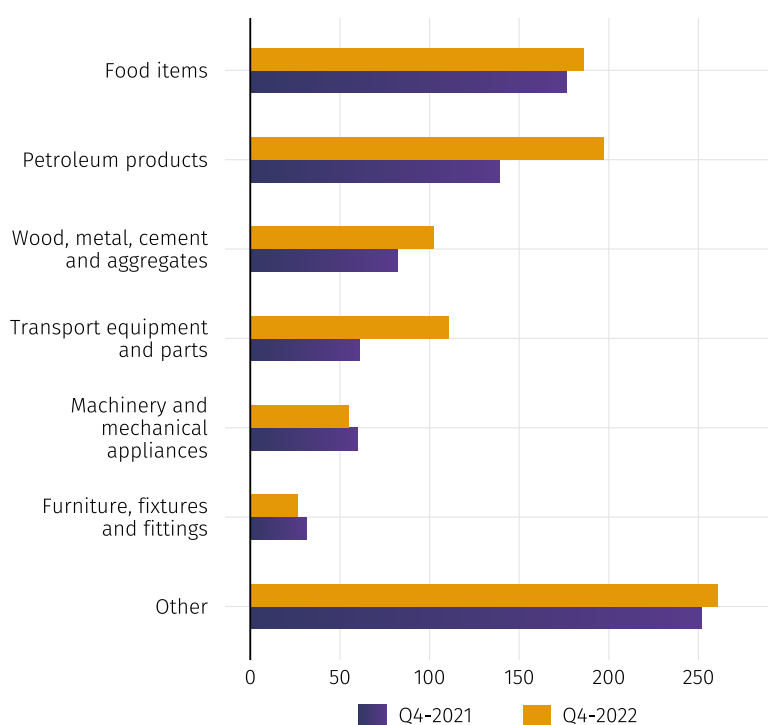
Source: Maldives Custom Services

Import outlook 2022:

Total merchandise imports (c.i.f) recorded an annual increase of 17% (US\$137.7 million) during Q4-2022 and totalled US\$938.5 million as import demand continued to surpass the pre-pandemic levels. The main contributors to the annual increase in imports were petroleum products, which significantly increased by 42% (US\$58.1 million)—driven by higher global oil prices—followed by transport equipment which observed an increase of 82% (US\$50.0 million). In addition, expenditure on construction-related items, and electrical and electronic machinery and equipments increased by 17% (US\$19.5 million) and 47% (US\$18.3 million), respectively, during the quarter. Meanwhile, notable declines in expenditure were observed for medical and surgical supplies, machinery and mechanical appliances and parts, and furniture, fixtures and fittings during the review quarter.

Composition of Imports, 2021-2022

(millions of US dollars)



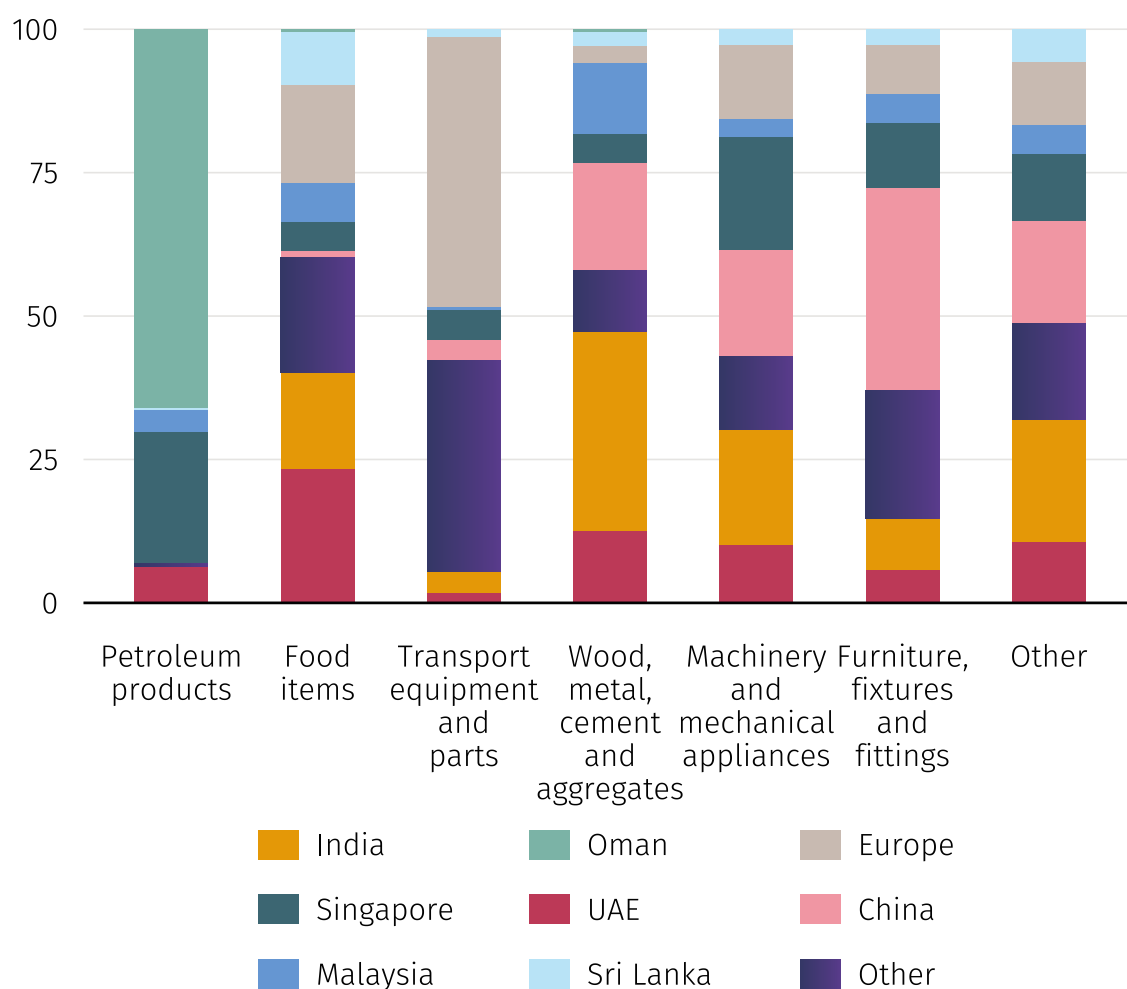
Source: Maldives Custom Services

With regard to the direction of trade of imports, Asia remained as the largest continental source of imports, accounting for 79% of total merchandise imports in Q4-2022—a decrease from 81% recorded in Q4-2021. This was followed by Europe, which accounted for 13% of the total merchandise imports during the review quarter, an increase from 11% recorded in Q4-2021. During Q4-2022, India accounted for the largest share of imports, accounting

for 15% of total merchandise imports, an increase from 12% share in Q4-2021. This was followed by Oman accounting for 14%, an increase from 12% recorded in the corresponding quarter of 2021. Meanwhile, Singapore accounted for 12%, a rise from 10% registered in Q4-2021, followed by United Arab Emirates (UAE) accounting for 11% during the review quarter, a fall from

13% in the corresponding quarter of 2021. Similarly, China accounted for 10% of total merchandise imports during the review quarter, decline from 13% recorded in Q4-2021

Direct of Trade by Import Categories , end of the year 2022 (%)



Source: Maldives Custom Services

Our Human Capital

“

Exceptional talent is the difference between a good organization and a great one. As we work to build and power the future, we need employees who see the impossible and make it inevitable.

”

Aimon Jameel
Managing Director – Centurion Plc

Building the best multi-disciplinary company isn't just about the strategies and the work plans of the specific trades like logistics, freight forwarding, hospitality of fisheries that we are in. It's about the collective commitment of a group of people working together towards a common goal – to move the company forward.

To deliver on that purpose requires unlocking the full potential of the Centurion Team. Our Human Capital Management reflects how we attract and develop exceptional talent and help them to realize their greatest ambitions. Because an investment in our people is an investment in Centurion, and we are just getting started.

While the arrival of a new decade typically brings a sense of renewal and hope, we faced what felt like never-ending waves of crisis with the continued devastation of Covid-19, systemic social injustice, the deepening impact of climate

change and the war that rages in Ukraine. It's fair to say the world we're in today looks very different than it was prior to the pandemic.

Through it all, we proved that it takes more than the best management and business strategy to move the company forward. It takes the best people—our Centurion Team.

If the past two years have taught us anything, it's that our employees are our greatest asset. They are a force for growth and a force for good through their decency, dedication, diversity, and heightened sense of humanity.

As one of the Maldives leading shipping and logistics companies, we create the businesses that move the industry forward. To deliver on that purpose requires unlocking the full potential of our people and fostering a workplace culture that breeds ingenuity and visionary thinking.

While this is our first Human Capital Report, many of our commitments have existed for some time. From this report, you will have a deeper gauge of our strategic workforce plans and how we will continue to care and support our Centurion Teamers. We draw strength from our employees, and their Centurion Team pride fuels us forward.

I am proud of where we are today, but even more excited about what's to come because we always move forward.

Aimon Jameel
Managing Director
Centurion Plc

Our human capital philosophy

At Centurion, some of us work in the port and airport cargo areas, on board boats, visiting customers on sales, some of us support customers on the phone, and some of us operate behind the scenes to ensure our people have the necessary support, tools and training they need to succeed. While a typical day at work may look different across our business, our purpose unites us to create the platform that moves the company forward.

Delivering on our purpose at speed and scale requires a human capital philosophy that accelerates responsible growth and innovation through three principles:

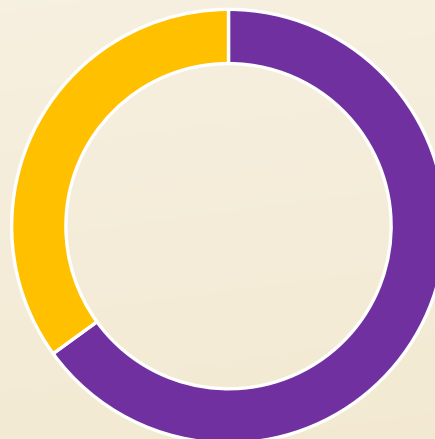
- **Attract the best talent**
- **Develop our employees to their full potential**
- **Inspire our employees to build their careers at Centurion**

Building a more connected world requires the full support of our greatest asset—our people. That's why we are committed to being the employer of choice and measure our progress based on our employees' connection to our company and culture.

We are committed to developing practices, programs and experiences that meet the Centurion Team's evolving needs. By giving each of our employees a voice to drive meaningful change in the workplace and beyond, we are putting the Centurion Team at the front of an ever-changing industry so they can deliver best-in-class capabilities.

Our efforts to foster a meritocracy based inclusive and dynamic workplace have not gone without results. Helping our employees realize their greatest ambitions gives us strength, so we make sure to introduce new opportunities to inspire personal and professional growth. When we set our workforce up for success—through development and opportunity— they set our business up to excel now and into the future.

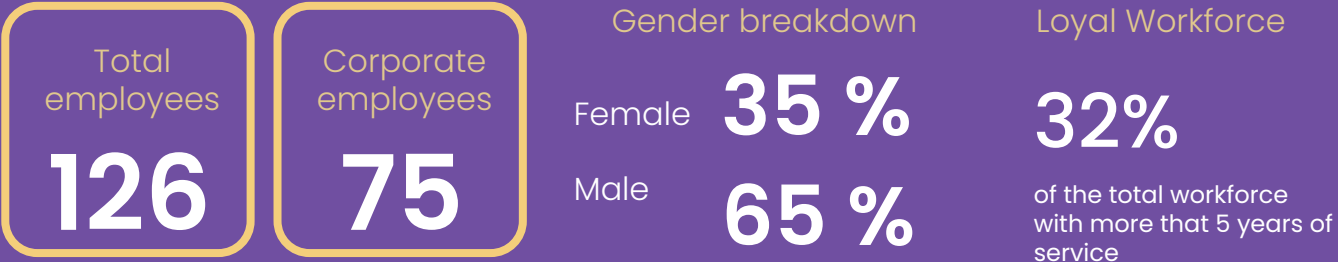
Diversity Across Centurion Team



● 35% Female

● 65% Male

Centurion Team at a Glance



How we govern

We consider good governance essential to driving our success and building long-term sustainable value for our stakeholders.

We set the tone from the top with our Chairman, Ahmed Maumoon, and Centurion's executive leadership team providing oversight of our human capital management programs, with a strong focus on our strategic workforce plan, diversity and culture.

Our Board of Directors views our workforce as one of Centurion's most critical assets and regularly receives briefings on initiatives to reinforce our company culture and encourage employee engagement.

The Board and Centurion's executive leadership team work together to create a collaborative, inclusive and diverse environment based on meritocracy—within Centurion, with our customers, and among our business partners and suppliers—and consider it a business imperative and a competitive advantage. To promote continuous education and workforce skills advancement in our workforce, Human Resources has included targets as performance measures in the short-term incentive plans. This has resulted in a skilled and diverse workforce.

Attracting the best talent to build the future.

Exceptional talent is the difference between a good organization and a great one. As we work to build and power the future, we need employees who see the impossible and make it inevitable.

Recruiting top talent

If others say it can't be done, we want candidates who will find a way to do it here. Our Talent Acquisition team focuses on finding the right skills who are already reimagining the possibilities of tomorrow.

Every business decision, acquisition and opportunity for growth requires our Talent Acquisition team to find exceptional talent and empower them to make their mark at Centurion.

Our approach to recruitment is grounded in our strategic workforce plan, which defines the talent we need across the business to support how and where we want to grow

100%

pay equity in salary for women

Developing employees to their full potential

Creating a group of companies that move forward doesn't happen with yesterday's skills. Centurion Teamers at all stages of their careers have access to resources to maximize their potential and remain competitive. We support their professional growth through continuous skill-building and development that keeps pace with the dynamic changes happening across our business. By empowering our people to own their careers and invest in themselves, we help them realize their greatest ambitions. Embracing an always-on learning mindset is a core part of our culture.



Measuring our progress

Our dedication to our employees focuses on attracting, developing and retaining the best talent while also building a culture that empowers them to thrive professionally and personally. This commitment is more than an aspiration, it's a shared responsibility to be the employer of choice.

We take pride in measuring our progress and disclosing our strengths and areas of improvement while remaining accountable to our main four stakeholders—customers, shareholders, employees and society. We lead with transparency to continuously raise the bar and accelerate our momentum.

Summary

As we re-imagine and transform our future of work, our focus remains the same—attract and cultivate talent who dream and run faster than the speed of competitors. Where we are going as a company will require every employee to dial up their ingenuity and agility to deliver on our future and build a more connected world. That's why we have programs and practices in place that help our Centurion Team succeed and directly translate into growth for our business.

Looking forward, it only gets better because the work we are doing today will help us become the employer of choice and further a culture in which every employee has a chance to love what they do for themselves and our stakeholders. Because an investment in our people is an investment in Centurion, and we are just getting started.

“Because an investment in our people is an investment in Centurion, and we are just getting started.”

Report of The Nominations, Remuneration and Corporate Governance Committee

The Nominations, Remuneration and Corporate Governance Committee is comprised of 3 members who are non-executive independent Directors of the Board. The Company Secretary acts as the secretary for Audit Committee.

Mandate

The purpose of the Nominations, Remuneration and Corporate Governance Committee is as follows:

- To select, or recommend to the Board of Directors for selection, the individuals to stand for election as directors at the annual meeting or, if applicable, a general meeting.
- To oversee the selection and composition of committees of the Board of Directors and, as applicable, oversee management continuity planning processes.

The Board of Directors shall determine whether the Committee shall make determinations as a committee or shall make recommendations to the Board of Directors. The rationale behind combining the three functions is to improve efficiency as the Board is relatively small.

Nomination Committee Mandates and Processes

- Establish criteria for the selection of new directors to serve on the Board of Directors.
- Identify individuals believed to be qualified as candidates to serve on the Board of Directors and select, or recommend that the Board of Directors select, the candidates for all directorships to be filled by the Board of Directors or by the shareholders at an annual or special meeting. In identifying candidates for membership on the Board of Directors, the Committee may take into account all factors it considers appropriate, which may include strength of character, mature judgment, career specialization, relevant technical skills, diversity, and the extent to which the candidate would fill a present need on the Board of Directors.
- Review and make recommendations to the full Board of Directors, or determine, whether existing members of the Board should stand for re-election and consider matters relating to the retirement of Board members, including term limits or age gaps.
- In the case of a director nominated to fill a vacancy on the Board of Directors due to an increase in the size of the Board, recommend to the Board of Directors the class of directors in which the director-nominee should serve.
- Conduct all necessary and appropriate inquiries into the backgrounds and qualifications of possible candidates. In that regard, the Committee shall have sole authority to retain and to terminate any search firm to be used to assist in identifying candidates to serve as directors of the Company, including sole authority to approve the fees payable to such search firms and any other terms of retention.

- Consider questions of independence and possible conflicts of interest of members of the Board of Directors and executive officers.
- Review and make recommendations, as the Committee deems appropriate, regarding the composition and size of the Board of Directors in order to ensure the Board has the requisite expertise and its membership consists of persons with sufficiently diverse and independent backgrounds.
- Oversee the evaluation, at least annually, and if circumstances otherwise dictate, of the Board of Directors and management.

Remuneration Committee Mandates

- Analyze, review and propose remuneration packages for Executive Directors and Executives of the Senior Management

In determining the Executive Directors Remuneration, the committee shall assess industry benchmarks and propose packages aiming to retain Executive Directors and Executives of the Senior Management.

- Remuneration packages shall be reviewed once in every two years
- Committee shall also propose remuneration packages for Non-Executive Directors
- Committee shall at all times consider packages that is reflective of performance of the Directors (Performance based packages)
- Committee shall ensure disclosure of Directors remuneration in the Annual report

Corporate Governance Committee Mandates

- To the extent deemed appropriate by the Board of Directors and the Committee, the Committee will do as follows:
- Consider the adequacy of the certificate of incorporation and by-laws of the Company and recommend to the Board of Directors, as conditions dictate, that they propose amendments to the certificate of incorporation and by-laws for consideration by the shareholders.
- Develop and recommend to the Board of Directors a set of corporate governance principles applicable to the Company and keep abreast of developments with regard to corporate governance to enable the Committee to make recommendations to the Board of Directors in light of such developments as may be appropriate.
- Consider policies relating to meetings of the Board of Directors. This consideration may include meeting schedules and locations, meeting agendas, and procedures for delivery of materials in advance of meetings.

Audit Committee Report

In compliance with the CGC of CMDA, the Audit Committee is comprised of 3 members who are non-executive Directors of the Board. The Company Secretary acts as the secretary for Audit Committee.

Mandate

The purpose of the Audit Committee is as follows:

- Assist the Board to establish formal and transparent arrangements for considering how they should select and apply accounting policies, financial reporting and internal control principles and maintain an appropriate relationship with the Company's Auditors.
- Oversee the selection and composition of committees of the Board of Directors and, as applicable, oversee management continuity planning processes.
- The Board of Directors shall determine whether the Committee shall make determinations as a committee or shall make recommendations to the Board of Directors.

Role of the Committee

The purpose of the Audit Committee is as follows:

- To review effectiveness of company's internal risk controls and risk management systems; to monitor the integrity of annual and interim financial statements of the company, the clarity of disclosure and the context in which statements are made;
- To review and challenge, where necessary, the consistency of, and any changes to, accounting policies.
- To investigate any matter within its terms of reference; granted full access to and co-operation by Management and full discretion to invite any director or executive officer to attend its meetings, and reasonable resources to enable it to discharge its functions properly.
- To review the internal and external audit functions;
- To evaluate the independence and effectiveness of the work of the external auditors.

Meetings

The Committee held 8 meetings during the year 2022. Committee membership and attendance are as follows:

Name	Position	Meetings Attended	% Attended
Mr. Abdulla Nafiz	Chairperson	8/8	100
Dr. Ahmed Ranesh	Member	8/8	100
Mr. Abdulla Javid	Member	6/6	100

Following the AGM, the composition of the Audit Committee changed with the new incoming board. Mr. Abdulla Nafiz was appointed as the Chairperson of the Committee along with re-appointments to the Committee.

Audit Committee is satisfied with the activities carried out by the Committee during the past year.

On behalf of the Audit Committee



Mr. Abdulla Javid
Chairperson,

Summary Financial Information

Summerised Statement of consolidated and separate statement of comprehensive income

	2022	2021	%	Changes
All In MVR	365 Days	365 Days		
Revenue	128,176,417	107,343,128	19%	20,833,289
Cost of Sales	(92,084,073)	(76,438,800)	20%	(15,645,273)
Gross Profit	36,092,343	30,904,328	17%	5,188,015
Gain on Bargain Purchase	-	608,107	-100%	(608,107)
Other Income	1,603,387	1,394,874	15%	208,513
Administrative Expenses	(30,776,692)	(27,495,749)	12%	(3,280,943)
Sales and Marketing Expenses	(516,300)	(360,198)	43%	(156,102)
Impairment Loss on Trade Receivables and Related Parties	(799,673)	(1,051,363)	-24%	251,690
Profit / (Loss) from Operating Activities	5,603,065	3,999,999	40%	1,603,066
Finance Income	3,384,133	3,322,764	2%	61,369
Finance Costs	(2,663,922)	(3,454,018)	-23%	790,096
Net Finance Income/(Cost)	720,211	(131,254)	-649%	851,465
Profit / (Loss) before Tax	6,323,276	3,868,745	63%	2,454,531
Tax Expense	(970,006)	(1,278,536)	-24%	308,530
Profit / (Loss) (Total Comprehensive Income) for the Year	5,353,270	2,590,209	107%	2,763,061

Summerised Statement of Financial Performance

	2022	2021	%	Changes
All In MVR	365 Days	365 Days		
Non-current Assets	201,967,359	205,509,842	-2%	(3,542,483)
Current Assets	49,092,093	48,195,580	2%	896,513
Total Asset	251,059,454	253,705,422	-1%	(2,645,968)
Equity	181,171,800	175,799,829	3%	5,371,971
Non-controlling Interest	2,017,555	1,344,616	50%	672,939
Non-current Liabilities	16,844,279	28,083,871	-40%	(11,239,592)
Current Liabilities	51,025,822	48,477,106	5%	2,548,716
Total Liabilities	67,870,099	76,560,977	-11%	(8,690,878)
Total Equity and Liabilities	251,059,454	253,705,422	-1%	(2,645,968)

Summerised Statement of Cash Flow Information

	2022	2021	%	Changes
All In MVR	365 Days	365 Days		
Operating Activities	11,942,849	10,175,915	17%	1,766,934
Investing Activities	(2,629,293)	(1,026,195)	156%	(1,603,098)
Financing Activities	(10,197,525)	(8,025,014)	27%	(2,172,511)
Net Cash Flow - Increase / (Decrease)	2,642,527	3,526,494	-25%	(883,967)



Independent Auditors' Report & Financial Statements 2022

**CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS**

FOR THE YEAR ENDED 31ST DECEMBER 2022

CONTENTS	Page
Independent Auditors' Report to the Shareholders	1-4
Consolidated and Separate Financial Statements	
Consolidated and Separate Statement of Comprehensive Income	5
Consolidated and Separate Statement of Financial Position	6
Consolidated and Separate Statement of Changes in Equity	7-8
Consolidated and Separate Statement of Cash Flows	9
Notes to the Consolidated and Separate Financial Statements	10-49



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**Independent Auditors' Report
To the Shareholders of
Centurion Public Limited Company**

Qualified Opinion

We have audited the accompanying consolidated and separate financial statements of Centurion Public Limited Company (the "Company") and its Subsidiaries (together with the "Group"), which comprise the consolidated and separate statement of financial position as at 31st December 2022, the consolidated and separate statements of comprehensive income, changes in equity and cash flows for the year then ended and notes to the consolidated and separate financial statements, comprising a summary of significant accounting policies and other explanatory information set out on pages 5 to 49.

In our opinion, except for the effects of the matter described in the Basis for *Qualified Opinion* section of our report, the accompanying financial statements give a true and fair view of the financial position of the Group and the Company as at 31st December 2022, and their financial performance and cash flows for the year then ended in accordance with International Financial Reporting Standards ("IFRSs").

Basis for Qualified Opinion

As disclosed in Note 14 to the Group financial statements, the carrying value of goodwill is amounting to MVR.173,684,747/- as at 31st December 2022. IAS 36- impairment of assets, management requires to assess annually whether goodwill arose on acquisition of subsidiaries is potentially impaired. However, the management is yet to complete their assessment of impairment to estimate whether any adjustment is required to the carrying amounts of the goodwill recorded in the Group financial statements as at 31st December 2022. As a result, we were unable to determine whether any adjustment relating to the carrying value of Goodwill is required in the Group financial statements.

As disclosed in Note 15 to the Separate financial statements, the carrying value of investments in subsidiaries is amounting to MVR. 180,459,677/- as at 31st December 2022. In line with IAS 36-impairment of assets, when the objective evidence of impairment exists, the Company should perform an impairment assessment over its net investment in such companies by comparing its carrying amount to the recoverable amount. However, such assessment is yet to perform by the Company as at 31st December 2022. As a result, we were unable to determine whether any adjustment relating to the carrying value of investment in subsidiaries is required in the separate statement of financial statements.

We conducted our audit in accordance with International Standards on Auditing ("ISAs"). Our responsibilities under those standards are further described in the Auditor's *Responsibilities for the Audit of the Consolidated and Separate Financial Statements* section of our report. We are independent of the Group in accordance with the *International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards)* ("IESBA Code") together with ethical requirements that are relevant to our audit of the consolidated and separate financial statements in Maldives and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the separate financial statements and the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the separate financial statements and consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. Except for the matter described in the Basis for Qualified Opinion section in the separate financial statements and the consolidated financial statements, we have determined that there are no other key audit matters to communicate in our report.

Other Information

The Board of Directors (the "Board") is responsible for the other information. The other information comprises the information included in the annual report, but does not include the consolidated and separate financial statements and our audit report thereon. The annual report is expected to be made available to us after the date of this auditors' report.

Our opinions on the consolidated and separate financial statements do not cover the other information and we do not express any form of assurance conclusion thereon.

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

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to the Board. The Board of Directors are responsible for overseeing the Group's and Company's Financial Reporting process. As described in the Basis for Qualified Opinion sections above, both Group and Company should have performed the impairment assessment of goodwill and investment in subsidiaries in respect of the consolidated and separate financial statements. We have concluded that the other information is materially misstated for the same reason with respect to the amounts or other items in the annual report affected by the failure to impairment assessment.

Responsibilities of the Board of Directors for the Consolidated and Separate Financial Statements

The Board is responsible for the preparation and fair presentation of the consolidated and separate financial statements in accordance with IFRSs, and for such internal control as the Board determines is necessary to enable the preparation of consolidated and separate financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated and separate financial statements, the Board is responsible for assessing the Group'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 Board either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Auditors' Responsibilities for the Audit of the Consolidated and Separate Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated and separate financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. 'Reasonable assurance' is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated and separate financial statements.



**Auditors' Responsibilities for the Audit of the Consolidated and Separate Financial Statements
(Continued)**

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

- Identify and assess the risks of material misstatement of the consolidated and separate financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board.
- Conclude on the appropriateness of Board's 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 Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated and separate 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 auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated and separate financial statements, including the disclosures, and whether the consolidated and separate 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 and separate 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 Board 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 Board with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.



*Independent Auditors' Report
To the Shareholders of Centurion Public Limited Company (Continued)*

**Auditors' Responsibilities for the Audit of the Consolidated and Separate Financial Statements
(Continued)**

From the matters communicated with the Board, we determine those matters that were of most significance in the audit of the consolidated and separate financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' 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.

The engagement partner on the audit resulting in this independent auditors' report is R.W.M.O.W. Duminda B. Rathnadiwakara.

Chartered Accountants

01st June 2023
Male'

CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
CONSOLIDATED AND SEPARATE STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 ST DECEMBER	Note	GROUP		COMPANY	
		2022 MVR	2021 MVR	2022 MVR	2021 MVR
Revenue	6	128,176,417	107,343,128	-	-
Cost of Sales		(92,084,073)	(76,438,800)	-	-
Gross Profit		36,092,344	30,904,328	-	-
Gain on Bargain Purchase	31	-	608,107	-	-
Other Income	7	1,603,387	1,394,874	6,286,775	75,000
Administrative Expenses		(30,776,692)	(27,495,749)	(856,597)	(862,173)
Sales and Marketing Expenses		(516,300)	(360,198)	-	-
Impairment Loss on Trade Receivables and Related Parties	17.2	(799,673)	(1,051,363)	-	-
Profit / (Loss) from Operating Activities		5,603,066	3,999,999	5,430,178	(787,173)
Finance Income	8	3,384,133	3,322,764	-	-
Finance Costs	8	(2,663,922)	(3,454,018)	-	-
Net Finance Income / (Cost)		720,211	(131,254)	-	-
Profit / (Loss) before Tax	9	6,323,277	3,868,745	5,430,178	(787,173)
Tax Expense	10	(970,006)	(1,278,536)	(402,838)	-
Profit / (Loss) (Total Comprehensive Income) for the Year		<u>5,353,271</u>	<u>2,590,209</u>	<u>5,027,340</u>	<u>(787,173)</u>
Profit Attributable to:					
Owners of the Company		5,371,971	2,990,159		
Non-controlling Interest		(18,700)	(399,950)		
		<u>5,353,271</u>	<u>2,590,209</u>		
Earnings Per Share (EPS) / Loss per Share (LPS)					
Basic and Diluted Earnings per Share / (Loss per Share)	11	0.75	0.42	0.70	(0.11)
Dividend per Share (DPS)	11.1	-	-	-	-

The consolidated and separate financial statements are to be read in conjunction with the related notes which form an integral part of the financial statements of the Group and the Company set out on pages 10 to 49. The Report of the Independent Auditors is given on pages 1 to 4.

CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
CONSOLIDATED AND SEPARATE STATEMENT OF FINANCIAL POSITION

AS AT 31 ST DECEMBER		GROUP		COMPANY	
		2022	2021	2022	2021
Note		MVR	MVR	MVR	MVR
ASSETS					
Non-current Assets					
Property, Plant and Equipment	12	15,541,332	10,931,253	3,493,249	3,689,266
Right-of-Use Assets	13	10,411,647	18,370,785	-	-
Intangible Assets and Goodwill	14	173,879,521	173,961,360	-	3,644
Investment in Subsidiaries	15	-	-	180,459,677	180,459,677
Deferred Tax Asset	10.3	2,134,861	2,246,444	-	-
Total Non-current Assets		201,967,361	205,509,842	183,952,926	184,152,587
Current Assets					
Inventories	16	3,019,451	2,565,306	-	-
Trade and Other Receivables	17	19,273,694	16,449,378	-	251,990
Current Tax Asset		-	86,958	-	-
Amounts due from Related Parties	18	24,156,420	25,567,442	158,268	174,321
Cash and Cash Equivalents	19	2,642,527	3,526,496	380	5,802
Total Current Assets		49,092,093	48,195,580	158,648	432,113
Total Assets		251,059,454	253,705,422	184,111,574	184,584,700
EQUITY AND LIABILITIES					
Equity					
Share Capital	20	178,433,770	178,433,770	178,433,770	178,433,770
Retained Earnings / (Accumulated Losses)		2,738,030	(2,633,941)	(5,278,662)	(10,306,002)
Equity Attributable to Owners of the Company		181,171,800	175,799,829	173,155,108	168,127,768
Non-controlling Interest		2,017,555	1,344,616	-	-
Total Equity		183,189,355	177,144,445	173,155,108	168,127,768
Non-current Liabilities					
Loans and Borrowings	21.2	16,200	2,302,302	-	-
Lease Liability	22	11,067,963	13,799,082	-	-
Trade and Other Payables	23	5,312,526	11,622,089	-	-
Deferred Tax Liability	10.3	447,589	360,398	-	-
Total Non-current Liabilities		16,844,278	28,083,871	-	-
Current Liabilities					
Loans and Borrowings	21.3	3,001,572	3,102,799	-	-
Lease Liability	22	4,103,645	5,398,905	-	-
Trade and Other Payables	23	36,290,204	31,740,572	2,870,794	2,674,395
Amounts due to Related Parties	24	6,039,553	7,198,104	7,682,834	13,782,537
Current Tax Liability		1,590,847	1,036,726	402,838	-
Total Current Liabilities		51,025,822	48,477,106	10,956,466	16,456,932
Total Liabilities		67,870,099	76,560,977	10,956,466	16,456,932
Total Equity and Liabilities		251,059,454	253,705,422	184,111,574	184,584,700

The consolidated and separate financial statements are to be read in conjunction with the related notes which form an integral part of the financial statements of the Group and the Company set out on pages 10 to 49. The Report of the Independent Auditors is given on pages 1 to 4.


.....
Mr. Mohamed Aneel
Deputy Chief Financial Officer

These consolidated and separate financial statements were approved by the Board of Directors and signed on its behalf by ;

Name of the Director

Mr. Aimon Jameel

Mr. Ahmed Maumoon

1st June 2023

Signature

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CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
CONSOLIDATED AND SEPARATE STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31ST DECEMBER 2022 - GROUP

	Equity Attributable to Owners of the Parent Company			Non Controlling Interest	Total Equity
	Share Capital	(Accumulated Losses) / Retained Earnings	Total Equity		
	MVR	MVR	MVR	MVR	MVR
Balance as at 31 st January 2021	178,433,770	(5,624,100)	172,809,670	71,901	172,881,571
<u>Changes in Ownership Interests</u>					
Acquisition of subsidiary with NCI (Note 31.2)	-	-	-	1,672,665	1,672,665
<u>Total Comprehensive Income for the Period</u>					
Profit (Total Comprehensive Income) for the Year	-	2,990,159	2,990,159	(399,950)	2,590,209
Balance as at 31 st December 2021	178,433,770	(2,633,941)	175,799,829	1,344,616	177,144,445
Balance as at 1 st January 2022	178,433,770	(2,633,941)	175,799,829	1,344,616	177,144,445
<u>Changes in Ownership Interests</u>					
Acquisition of subsidiary with NCI (Note 31.1)	-	-	-	729,022	729,022
Elimination of non controlling interest at disposal of Multi Aero Private Limited (Note 32)	-	-	-	(37,383)	(37,383)
<u>Total Comprehensive Income for the Period</u>					
Profit (Total Comprehensive Income) for the Year	-	5,371,971	5,371,971	(18,700)	5,353,271
Balance as at 31 st December 2022	178,433,770	2,738,030	181,171,800	2,017,555	183,189,356

The consolidated and separate financial statements are to be read in conjunction with the related notes which form an integral part of the financial statements of the Group and the Company set out on pages 10 to 49. The Report of the Independent Auditors is given on pages 1 to 4.

CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
CONSOLIDATED AND SEPARATE STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31ST DECEMBER 2022 - COMPANY

	Share Capital MVR	(Accumulated Losses) / Retained Earnings MVR	Total Equity MVR
Balance as at 1 st January 2021	178,433,770	(9,518,829)	168,914,941
Loss (Total Comprehensive Income) for the Year	-	(787,173)	(787,173)
Balance as at 31 st December 2021	178,433,770	(10,306,002)	168,127,768
Balance as at 1 st January 2022	178,433,770	(10,306,002)	168,127,768
Profit (Total Comprehensive Income) for the Year	-	5,027,340	5,027,340
Balance as at 31 st December 2022	178,433,770	(5,278,662)	173,155,108

The consolidated and separate financial statements are to be read in conjunction with the related notes which form an integral part of the financial statements of the Group and the Company set out on pages 10 to 49. The Report of the Independent Auditors is given on pages 1 to 4.

CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
CONSOLIDATED AND SEPARATE STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 st DECEMBER	Note	GROUP		COMPANY	
		2022 MVR	2021 MVR	2022 MVR	2021 MVR
Cash Flows from Operating Activities					
Profit / (loss) before tax		6,323,277	3,868,745	5,430,178	(787,173)
<i>Adjustments for;</i>					
Gain on De-recognition of Leases	7	-	(6,760)	-	-
Written-down of Trade Payable	7	(6,823)	(1,060)	-	-
Interest Income on Fixed Deposit	8	(15,167)	-	-	-
Gain on Bargain Purchase	31	-	(608,107)	-	-
Interest Expense	8	2,456,289	3,454,018	-	-
Depreciation of Property, Plant and Equipment	12	1,701,828	1,569,823	196,017	196,683
Depreciation of Right-of-Use Assets	13	5,439,937	5,432,546	-	-
Amortization of Intangible Assets	14	93,965	237,383	3,644	4,670
Impairment provision on Trade Receivable and Related	17.2	799,673	1,051,363	-	-
Operating Profit / (Loss) before Working Capital Changes		16,792,979	14,997,951	5,629,839	(585,820)
Changes In:					
Inventories		(454,145)	320,770	-	-
Trade and Other Receivables		(3,623,989)	(1,604,446)	251,990	(274)
Amounts due from Related Parties		1,411,022	69,765	16,053	(16,345)
Amounts due to Related Parties		282,591	(1,609,967)	(6,099,703)	535,261
Trade and Other Payables		(1,759,931)	(949,504)	320,267	8,786
Cash Flows generated from / (used in) Operating Activities		12,648,528	11,224,569	118,446	(58,392)
Interest paid		(488,565)	(970,625)	-	-
Tax Paid		(217,113)	(78,029)	-	-
Net Cash generated from / (used in) Operating Activities		11,942,849	10,175,915	118,446	(58,392)
Cash Flows from Investing Activities					
Acquisition of Subsidiary	31	-	12,770	-	-
Acquisition of Property, Plant and Equipment	12	(2,508,466)	(948,517)	-	-
Interest Income	8	15,167	-	-	-
Purchase of Intangible Assets	14	(12,126)	(83,534)	-	-
Dividend Paid		(123,868)	(6,914)	(123,868)	(6,914)
Net Cash used in Investing Activities		(2,629,293)	(1,026,195)	(123,868)	(6,914)
Cash Flows from Financing Activities					
Loan obtained during the Year	21	248,845	725,000	-	-
Loan repayments during the Year	21	(2,817,326)	(1,683,731)	-	-
Lease installments paid during the Year	22	(7,629,044)	(7,066,283)	-	-
Net Cash used in Financing Activities		(10,197,525)	(8,025,014)	-	-
Net Increase / (Decrease) in Cash and Cash Equivalents		(883,969)	1,124,706	(5,422)	(65,306)
Cash and Cash Equivalents at the Beginning of the Year		3,526,496	2,401,790	5,802	71,108
Cash and Cash Equivalents at the End of the Year	19	2,642,527	3,526,496	380	5,802

The consolidated and separate financial statements are to be read in conjunction with the related notes which form an integral part of the financial statements of the Group and the Company set out on pages 10 to 49. The Report of the Independent Auditors is given on pages 1 to 4.

CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

1. REPORTING ENTITY

1.1 Parent Company

Centurion Public Limited Company (the “Company”) is a Company incorporated and domiciled in the Republic of Maldives since 04th August 2016 as a public limited liability company under the Companies Act No. 10 of 1996, with its registered office M.Heenavill, 2nd floor, Buruzu magu, Male’, Republic of Maldives. The consolidated financial statements of the Company as at and for the year ended 31st December 2021 comprise the Company and its subsidiaries (together referred as the “Group” and individually as “Group entities”).

The Company is engaged in a business of shipping services, freight management, logistic utilization, ship ownership and management services.

The Financial Statement of the Company/Group has been prepared for the year ended 31st December 2022.

1.2 Subsidiaries

Centurion Transport Solutions Private Limited

The Company is engaged in a business of shipping services, freight management, logistic utilization, ship ownership and management services. Its parent and ultimate holding company is Centurion PLC with 99% shareholdings.

Equatorial Lines Private Limited

The Company is engaged in a business of provision of freight handling services. Its parent and ultimate holding company is Centurion PLC with 99.99% shareholdings.

Rohoffe Private Limited

The Company is engaged in a business of provision of freight handling services. Its parent and ultimate holding company is Centurion PLC with 99.99% shareholdings.

MWT Logistic International Private Limited

The Company is engaged in the business of provision of freight handling services and ship handling services. Its parent and ultimate holding company is Centurion Plc with 99.99% shareholdings.

S-EMS Maldives Private Limited

The Company is engaged in the business of provision of freight handling services and ship handling services. Its parent and ultimate holding company is Centurion PLC with 99.99% shareholdings.

Albereich International Private Limited

The Company is engaged in the business of ship to ship transfer operations, OPL services, ship agency work, bunkering of vessels, supply of ship stores, vessel and petroleum inspections and oil and gas trading. Its parent and ultimate holding company is Centurion PLC with 85% shareholdings.

Centurion Air Private Limited

The Company is engaged in business of airline ground handling activities, air freight forwarding, cargo handling and other related services. Its parent and ultimate holding company is Centurion PLC with 99.99% shareholdings.

**CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
(CONTINUED)**

1.2 Subsidiaries (Continued)

Cronus Logistics Private Limited

The Company is engaged in business of providing freight forwarding and logistic. Its parent Company is Centurion Transport Solution Private Limited with 99.99% shareholdings.

Spectra Private Limited

The Company is engaged in the business of providing trade and management service. Its parent and ultimate holding company is Centurion PLC with 70% of shareholding. The group has acquired this entity as at 1st January 2021.

Margosa Group Private Limited

The Company is engaged in business of providing hospitality services. Its parent Company is Centurion Transport Private Limited with 51% shareholdings.

2. BASIS OF PREPARATION

(a) Statement of Compliance

The consolidated and separate financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRSs").

(b) Basis of Measurement

The consolidated and separate financial statements have been prepared on the historical cost basis, except freehold wooden marine vessels.

Freehold wooden marine vessels are valued at its fair value less accumulated depreciation.

(c) Going Concern Basis of Accounting

The Management has made an assessment of its ability to continue as a going concern and is satisfied that it has the resources to continue in business for the foreseeable future. Furthermore, the Management is not aware of any material uncertainties that may cast significant doubt upon the Group's ability to continue as a going concern. Therefore, the Financial Statements of the Group continue to be prepared on a going concern basis.

(d) Functional and Presentation Currency

These consolidated and separate financial statements are presented in Maldivian Rufiyaa, which is the Group's functional currency. All financial information presented in Maldivian Rufiyaa has been rounded to the nearest Rufiyaa.

**CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
(CONTINUED)**

2. BASIS OF PREPARATION (CONTINUED)

(e) Use of Estimates and Judgements

The preparation of consolidated and separate financial statements in conformity with IFRSs requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

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.

3. SIGNIFICANT ACCOUNTING POLICIES

The accounting policies set out below have been applied consistently to all periods presented in these financial statements, and have been applied consistently by the Group.

3.1 Transactions in Foreign Currencies

Transactions in foreign currencies are translated to Maldivian Rufiyaa at the exchange rate ruling at the date of transaction. Monetary assets and liabilities denominated in foreign currencies as at the reporting date are translated to Maldivian Rufiyaa at the foreign exchange rate ruling as at that date. Foreign exchange differences arising on translations are recognized in the profit or loss.

Non-monetary assets and liabilities, which are stated at historical cost, denominated in foreign currencies are translated to Maldivian Rufiyaa at the exchange rates ruling at the date of transaction. Non-monetary assets and liabilities, which are stated at fair value, denominated in foreign currencies are translated to Maldivian Rufiyaa at the foreign exchange rates ruling at the dates that the fair value was determined.

3.2 Basis of Consolidation

(a) Business Combination

The Group accounts for business combinations using the acquisition method when the acquired set of activities and assets meets the definition of a business and control is transferred to the Group (see(a)). In determining whether a particular set of activities and assets is a business, the Group assesses whether the set of assets and activities acquired includes, at a minimum, an input and substantive process and whether the acquired set has the ability to produce output

**CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
(CONTINUED)**

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.2 Basis of Consolidation (Continued)

The Group has an option to apply a 'concentration test' that permits a simplified assessment of whether an acquired set of activities and assets is not a business. The optional concentration test is met if substantially all of the fair value of the gross assets acquired is concentrated in a single identifiable asset or group of similar identifiable assets.

The consideration transferred in the acquisition is generally measured at fair value, as are the identifiable net assets acquired. Any goodwill that arises is tested annually for impairment. Any gain on a bargain purchase is recognised in profit or loss immediately. Transaction costs are expensed as incurred, except if related to the issue of debt or equity securities.

The consideration transferred does not include amounts related to the settlement of pre-existing relationships. Such amounts are generally recognised in profit or loss.

Any contingent consideration is measured at fair value at the date of acquisition. If an obligation to pay contingent consideration that meets the definition of a financial instrument is classified as equity, then it is not remeasured and settlement is accounted for within equity. Otherwise, other contingent consideration is remeasured at fair value at each reporting date and subsequent changes in the fair value of the contingent consideration are recognised in profit or loss.

(a) Subsidiaries

Subsidiaries are entities controlled by the Group. Control exists when the Group has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases.

The consolidated financial statements comprise the financial statements of the Centurion Public Limited Company and its subsidiaries.

(b) Non-controlling Interest

Non-controlling interests represent the portion of profit or loss and net assets not held by the Group and are presented separately in the consolidated statement of comprehensive income and within equity in the consolidated statement of financial position, separately from parent shareholders' equity.

(c) Loss of Control

When the Group loses control over a subsidiary, it derecognises the assets and liabilities of the subsidiary, and any related NCI and other components of equity. Any resulting gain or loss is recognised in profit or loss. Any interest retained in the former subsidiary is measured at fair value when control is lost.

**CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
(CONTINUED)**

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.2 Basis of Consolidation (Continued)

(d) Transactions Eliminated on Consolidation

Intra-group balances and transactions, and any unrealised income and expenses arising from intra-group transactions, are eliminated in preparing the consolidated financial statements. Unrealised gains arising from transactions with equity accounted investees are eliminated against the investment to the extent of the Group's interest in the investee. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

3.3 Financial Instruments

i. Recognition and Initial Measurement

Trade receivables are initially recognized when they are originated. All other financial assets and financial liabilities are initially recognized when the Group becomes a party to the contractual provisions of the instrument.

A financial asset (Unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus, for an item not at FVTPL (fair value through profit or loss), transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

ii. Classification and Subsequent Measurement

On initial recognition, a financial asset is classified as measured at: amortized cost; FVOCI (fair value through other comprehensive income) – debt investment; FVOCI – equity investment; or FVTPL.

Financial assets are not reclassified subsequent to their initial recognition unless the Group changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the reporting period following the change in the business model.

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as at FVTPL:

- It is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- Its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

- It is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- Its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Group may irrevocably elect to present subsequent changes in the investment's fair value in OCI. This election is made on an investment by investment basis.

**CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
(CONTINUED)**

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.3 Financial Instruments (Continued)

ii. Classification and Subsequent Measurement (Continued)

All financial assets not classified as measured at amortized cost or FVOCI as described above are measured at FVTPL. On initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortized cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial Assets – Business Model Assessment

The Group makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to the management.

Transfers of financial assets to third parties in transactions that do not qualify for de-recognition are not considered sales for this purpose, consistent with the Group's continuing recognition of the assets. Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

Financial Assets - Assessment whether Contractual Cash flows are solely Payments of Principal and Interest

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Group considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making assessment, the Group considers;

- Contingent event that would change the amount or timing of cash flows
- Terms that may adjust the contractual coupon rate, including variable – rate features
- Prepayment and extension features and
- Terms that limit the Group's claim to cash flows from specified assets

A prepayment features consider is consistent with solely payment of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract.

Financial Assets – Subsequent Measurement and Gains and Losses

Financial Assets at Amortized Cost

These are subsequently measured at amortized cost using the effective interest method. The amortized cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognized in profit or loss. Any gain or loss on de-recognition is recognized in profit or loss.

**CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
(CONTINUED)**

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.3 Financial Instruments (Continued)

ii. Classification and Subsequent Measurement (Continued)

Financial Liabilities – Classification, Subsequent Measurement and Gains and Losses

Financial liabilities are classified as measured at amortized cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held for trading, it is a derivative or it is designated as such on initial recognition.

Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in profit or loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in profit or loss. Any gain or loss on de-recognition is also recognized in profit or loss.

iii. Derecognition

Financial Assets

The Group derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Group neither transfer nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

Financial Liabilities

The Group derecognizes a financial liability when its contractual obligations are discharged or cancelled, or expire. The Group also derecognizes a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognized at fair value.

On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid is recognized in profit or loss.

3.4 Share Capital

Ordinary Shares

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares are recognized as a deduction from equity.

3.5 Property, Plant and Equipment

(i) Recognition and Measurement

Items of property, plant and equipment are measured at cost less accumulated depreciation and any accumulated impairment losses.

Freehold wooden marine vessels are valued at its fair value less accumulated depreciation. The Group reassess the fair value every three-year period.

**CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
(CONTINUED)**

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.5 Property, Plant and Equipment (Continued)

(i) Recognition and Measurement (Continued)

Cost includes expenditure that is directly attributable to the acquisition of the asset. The cost of self-constructed assets includes the cost of materials and direct labor, any other costs directly attributable to bringing the assets to a working condition for their intended use, the costs of dismantling and removing the items and restoring the site on which they are located and capitalized borrowing costs.

Purchased software that is integral to the functionality of the related equipment is capitalized as part of that equipment.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

Gains and losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment, and are recognized net within other income in profit or loss.

(ii) Subsequent Costs

The cost of replacing a part of an item of property, plant and equipment is recognized in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Group, and its cost can be measured reliably. The carrying amount of the replaced part is derecognized. The costs of the day-to-day servicing of property, plant and equipment are recognized in profit or loss as incurred.

(iii) Depreciation

Depreciation is calculated over the depreciable amount, which is the cost of an asset, or other amount substituted for cost, less its residual value.

Depreciation is recognized in profit or loss on a straight-line basis over the estimated useful lives of each part of an item of property, plant and equipment, since this most closely reflects the expected pattern of consumption of the future economic benefits embodied in the asset.

Leased assets are depreciated over the shorter of the lease term and their useful lives unless it is reasonably certain that the Group will obtain ownership by the end of the lease term.

The estimated useful lives for the current and comparative periods are as follows:

▪ Leasehold Improvements	10 Years
▪ Plant and Equipment	05 Years
▪ Office and Equipment	05 Years
▪ Furniture and Fittings	05 Years
▪ Motor Vehicles	10 Years
▪ Freehold Marine Vessel	20 Years
▪ Leasehold Marine Vessel	20 Years

Depreciation methods, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate. The charge for the depreciation commences from the month in which the property, plant and equipment is available for use.

**CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
(CONTINUED)**

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.6 Intangible Assets and Goodwill

(i) Recognition and Measurement

Intangible assets that are acquired by the Group are stated at cost less accumulated amortization and any impairment losses.

Goodwill arising on the acquisition of subsidiaries is presented with intangible assets. Goodwill arising on the acquisition of subsidiaries is measured at cost less accumulated impairment losses.

(ii) Subsequent Expenditure

Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognized in profit or loss as incurred.

Amortization is charged to the Profit or Loss on a straight-line basis over the estimated useful lives of assets unless such lives are indefinite. Goodwill is not amortised.

The estimated useful lives are as follows:

- Computer Software Over 03 Years

Amortisation methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

3.7 Inventories

Inventories have been valued at the lower of cost and net realizable value. The cost is generally determined by reference to first in first out principal and includes expenditure incurred in acquiring the inventories and bringing them to their existing condition and location.

Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

3.8 Impairment

a) Non-derivative Financial Assets

Financial Instruments and Contract Assets

The Group recognizes loss allowances for ECLs on:

- financial assets measured at amortised cost;
- debt investments measured at FVOCI; and
- contract assets.

The Group measures loss allowance at an amount equal to the lifetime ECLs, except for the following, which are measured at 12-month ECLs;

- Debt securities that are determined to have low credit risk at the reporting date; and
- Other debt securities and bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

**CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
(CONTINUED)**

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.8 Impairment (Continued)

a) Non-derivative Financial Assets (Continued)

Financial Instruments and Contract Assets (Continued)

Loss allowances for trade receivables and contract assets are always measured at an amount equal to lifetime ECLs.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience and informed credit assessment and including forward-looking information.

The Group assumes that the credit risk on a financial asset has increased significantly if it is more than 30 days past due.

The Group considers a financial asset to be in default when:

- The borrower is unlikely to pay its credit obligations to the Group in full, without recourse by the Group to actions such as realising security (if any is held); or
- The financial asset is more than 90 days past due.

Lifetime ECLs are the ECLs that result from all possible default events over the expected life of a financial instrument.

12-month ECLs are the portion of ECLs that result from default events that are possible within the 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

The maximum period considered when estimating ECLs is the maximum contractual period over which the Group is exposed to credit risk.

(i) Measurement of ECLs

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls

(ii) Credit-impaired financial assets

At each reporting date, the Group assesses whether financial assets carried at amortised cost and debt securities at FVOCI are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

**CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
(CONTINUED)**

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.8 Impairment (Continued)

(ii) Credit-impaired financial assets (Continued)

Evidence that a financial asset is credit-impaired includes the following observable data:

- Significant financial difficulty of the borrower or issuer;
- A breach of contract such as a default or being more than 90 days past due;
- The restructuring of a loan or advance by the Group on terms that the Group would not consider otherwise;
- It is probable that the borrower will enter bankruptcy or other financial reorganisation; or the disappearance of an active market for a security because of financial difficulties.

(iii) Presentation of allowance for ECL in the statement of financial position

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

(iv) Write-off

The gross carrying amount of a financial asset is written off when the Group has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof. The Group expects no significant recovery from the amount written off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's procedures for recovery of amounts due.

b) Non-financial Assets

At each reporting date, the Group reviews the carrying amounts of its non-financial to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. Goodwill is tested annually for impairment.

For impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGUs. Goodwill arising from a business combination is allocated to CGUs or groups of CGUs that are expected to benefit from the synergies of the combination.

The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU.

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its recoverable amount.

**CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
(CONTINUED)**

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.8 Impairment (Continued)

b) Non-financial Assets (Continued)

Impairment losses are recognised in profit or loss. They are allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets in the CGU on a pro rata basis.

An impairment loss in respect of goodwill is not reversed. For other assets, an impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

3.9 Employee Benefits

(i) Short-term Employee Benefits

Short-term employee benefits are expensed as the related service is provided. A liability is recognized for the amount expected to be paid if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

(ii) Defined Contribution Plans

All Maldivian employees of the Group are members of the retirement pension scheme established in the Maldives. Both employer and employee contribute 7% respectively to this scheme of such employees' pensionable wage. Employers' obligation for contribution to pension scheme is recognized as an employee benefit expense in income statement in the periods during which services are rendered by employees.

3.10 Provisions

A provision is recognized if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation.

3.11 Revenue

Revenue is measured based on the consideration specified in a contract with a customer. The Group recognizes revenue when it transfers control over a good or service to a customer.

The Group generates freight forwarding revenues by purchasing transportation capacity from air, ocean and overland transportation providers and reselling that capacity to customers. Revenue reported in this principal service as well as revenue generated brokerage services as such custom clearance, documentation and arrangement of complex logistic supply movement that are incidental to the principal service. The Group concluded that revenue from the freight forwarding and other project services are recognized over time, using an input method to measure progress towards complete satisfaction of the service except brokerage service that are recognized at the point in time when services are rendered to the customers.

Logistic revenue are recognized at the point in time when the service are rendered to the customers, using an input method to measure progress towards complete satisfaction of the service

**CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
(CONTINUED)**

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.11 Revenue (Continued)

Supply Income arising from dhoni is recognized over time, using an input method to measure progress towards complete satisfaction of the service.

Ship handling Income is recognized over time, using an input method to measure progress towards complete satisfaction of the service.

Revenue from the other sources is recognized in the profit or loss when agreements in which the entity transfers to the buyer control and the significant risks and rewards of ownership of goods initiates a completion, upon or after delivery.

3.12 Tax Expense

Income tax expense comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to a business combination, or items recognised directly in equity or in OCI. The Group has determined that interest and penalties related to income taxes, including uncertain tax treatments, do not meet the definition of income taxes, and therefore accounted for them under IAS 37 'Provision, Contingent Liabilities and Contingent Assets'.

Current Tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any. It is measured using tax rates enacted or substantively enacted at the reporting date.

Current tax assets and liabilities are offset only if certain criteria are met.

Deferred Tax

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the tax rate enacted or substantively enacted at the reporting date.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

3.13 Expenses

All expenses incurred in the running of the business and in maintaining the capital assets in a state of efficiency has been charged to the revenue in arriving at profit or loss for the year.

Expenses incurred for the purpose of acquiring, expanding or improving assets of a permanent nature by means of which to carry on the business or for the purpose of increasing the earning capacity of the business has been treated as capital expenses.

CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
(CONTINUED)

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.14 Leases

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company uses the definition of a lease in IFRS 16.

i) As a lessee

At commencement or on modification of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease component on the basis of its relative stand-alone prices. However, for the leases of property the Group has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease

liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Group by the end of the lease term or the cost of the right-of-use asset reflects that the Group will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate, cannot be readily determined, the Group's incremental borrowing rate. Generally, the Group uses its incremental borrowing rate as the discount rate.

The Group determines its incremental borrowing rate by obtaining interest rates from various external financing sources and makes certain adjustments to reflect the terms of the lease and type of the asset leased.

Lease payments included in the measurement of the lease liability comprise the following:

fixed payments, including in-substance fixed payments;

- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- amounts expected to be payable under a residual value guarantee; and
- the exercise price under a purchase option that the Group is reasonably certain to exercise, lease payments in an optional renewal period if the Group is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Group is reasonably certain not to terminate early.

**CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
(CONTINUED)**

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.14 Leases (Continued)

i) As a lessee (Continued)

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an rental amount, if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, if the Group changes its assessment of whether it will exercise a purchase, extension or termination option or if there is a revised in-substance fixed lease payment.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Group presents right-of-use assets that do not meet the definition of investment property and lease liabilities in separate line item of the statement of financial position.

Short-term leases and leases of low-value assets

The Group has elected not to recognise right-of-use assets and lease liabilities for leases of low-value assets and short-term leases, including IT equipment. The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

ii) As a lessor

At inception or on modification of a contract that contain a lease component, the Group allocates the consideration of the contract to each lease component on the basis of their relative stand-alone prices.

When the Group acts a lessor, it determines at lease inception whether each lease is a finance lease or operating lease.

To classify each lease, the Group makes overall assessment of whether lease transfers substantially all the risks and rewards incidental to ownership of the underlying asset. If this is the case, then lease is a finance lease, if not then it is an operating lease. As part of this assessment, the Group considers certain indicators such as whether the lease is for the major part of the economic life of the asset.

When the Group intermediate lessor, it accounts for its interests in the head lease and the sub-lease separately. It assess the lease classification of a sub-lease with reference to the right of use asset arising from the head lease, not with reference to underlying asset. If a head lease is a short-term to which the Group applies the exemption described above, then it is classified as a sub-lease as a operating lease.

The Group recognizes lease payments received under operating leases as income on straight-line basis over the lease term.

**CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
(CONTINUED)**

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.15 Finance Costs and Finance Income

Finance costs comprise interest expense on borrowings and foreign exchange losses. Borrowings costs that are not directly attributable to the acquisition, construction or production of qualifying assets are recognized in profit or loss using the effective interest method. Foreign currency gains and losses are reported on a net basis. Interest expense is recognised as it accrues in profit or loss, using the effective interest method.

3.16 Determination of Fair Values

A number of the Group's accounting policies and disclosures require the determination of fair value, for both financial and non-financial assets and liabilities. Fair values have been determined for measurement and / or disclosure purposes based on the following methods. When applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

Level – 01

Inputs that are unadjusted quoted market prices in an active market for identical instruments.

Level – 02

Inputs other than quoted prices included within level that are observable either directly (i.e. as prices) or indirectly (i.e. derived from prices). This instruments valued using:

(a.) Quoted market in active markets for similar instruments. (b.) Quoted prices for identical or similar instruments in markets that are considered to be less active, or (c.) Other valuation techniques in which almost all significant inputs are directly or indirectly observable from market data.

Level – 03

Input are unobservable inputs for the asset or liability. Unobservable inputs shall be used to measure fair value to the extent that relevant observable inputs are not available, thereby allowing for situations in which there is little, if any, market activity for the asset or liability at the measurement date. Unobservable inputs shall be used to measure fair value to the extent that relevant observable inputs are not available, thereby allowing for situations in which there is little, if any, market activity for the asset or liability at the measurement date.

CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
(CONTINUED)

4. New Standard and Interpretations not yet adopted by the Group

A number of new standards are effective for annual periods beginning after 1 January 2022 and earlier application is permitted; however, the Company has not early adopted the new or amended standards in preparing these financial statements.

- Deferred Tax related to Assets and Liabilities arising from a Single Transaction (Amendments to IAS 12)
- Classification of Liabilities as Current or Non-Current (Amendments to IAS 1)

Other standards

The following new and amended standards are not expected to have a significant impact on the Company's financial statements.

- IFRS 17 Insurance Contracts and amendment to IFRS 17 Insurance Contracts
- Disclosure of Accounting Policies (Amendments to IAS 1 and IFRS Practice Statement 2)
- Definition of Accounting Estimates (Amendments to IAS 8)

CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31ST DECEMBER 2022

5 OPERATING SEGMENTS

A. Basis of segmentation

The Group has the following four strategic divisions, which are its reportable segments. These divisions offer different products and services, and are managed separately because they are subject to risk and returns that are different from those of other business segments.

The following summary describe the operations of each reportable segment.

Reportable segments	Operations
Freight and Custom Clearance	Shipping services, freight management, logistic utilization
Ship Ownership	Ship ownership and management services
Ship and Jet Handling	Providing husbandry services to ship and jet

The Group's managing director reviews the internal management reports of each division quarterly.

B. Information about reportable segments

For the Year Ended 31st December 2022

	Reportable Segments				Total
	Freight and Custom Clearance	Ship Ownership	Ship and Jet Handling	Unallocated	
	MVR	MVR	MVR	MVR	MVR
Segment Revenue	77,236,840	18,832,411	6,556,245	25,550,921	128,176,417
Segment Profit before Tax	3,541,880	873,806	304,204	1,603,387	6,323,276
Finance Income	2,349,548	657,340	234,513	142,733	3,384,133
Finance Costs	(1,157,454)	(273,963)	(55,629)	(1,176,876)	(2,663,922)
Income Tax	(486,777)	(71,591)	11,422	(423,061)	(970,006)
Segment Assets	56,572,025	13,878,965	4,831,771	175,776,691	251,059,454
Segment Liabilities	50,872,054	12,608,550	3,941,907	447,588	67,870,099

For the Year Ended 31st December 2021

	Reportable Segments				Total
	Freight and Custom Clearance	Ship Ownership	Ship and Jet Handling	Unallocated	
	MVR	MVR	MVR	MVR	MVR
Segment Revenue	47,108,045	18,583,600	26,914,524	14,736,959	107,343,128
Segment Profit before Tax	1,258,439	496,440	718,992	1,394,874	3,868,745
Finance Income	2,114,611	-	1,208,153	-	3,322,764
Finance Costs	(43,782)	(3,385,220)	(25,014)	-	(3,454,018)
Income Tax	-	-	-	(1,278,536)	(1,278,536)
Segment Assets	39,422,441	15,551,716	22,523,462	176,207,804	253,705,422
Segment Liabilities	38,762,648	15,291,433	22,146,498	360,398	76,560,977

CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31ST DECEMBER 2022

6 REVENUE

	GROUP		COMPANY	
	Year Ended 31-Dec-2022	Year Ended 31-Dec-2021	Year Ended 31-Dec-2022	Year Ended 31-Dec-2021
	MVR	MVR	MVR	MVR
Freight Revenue - Sea & Air	66,359,584	37,987,208	-	-
Customs Clearance Revenue - Sea & Air	10,877,257	9,120,837	-	-
Dhoni Supply Revenue	18,832,411	18,583,600	-	-
Ship Handling Revenue	4,330,469	11,587,448	-	-
Jet Handling Income	2,225,776	15,327,076	-	-
Bond Income & Goods Transportation Income	2,069,509	3,640,289	-	-
Air Ticketing Income	13,171,313	3,286,568	-	-
Restaurant Management Income	1,365,079	667,210	-	-
Hospitality Management Income	539,896	951,143	-	-
Home Improvement & Finishing Product	8,388,854	4,908,762	-	-
Other Revenue	16,269	1,282,987	-	-
	<u>128,176,417</u>	<u>107,343,128</u>	<u>-</u>	<u>-</u>

7 OTHER INCOME

	GROUP		COMPANY	
	Year Ended 31-Dec-2022	Year Ended 31-Dec-2021	Year Ended 31-Dec-2022	Year Ended 31-Dec-2021
	MVR	MVR	MVR	MVR
Written-down of Trade Payable	6,823	1,060.00	-	-
Provision reversal	-	6,760	-	-
Commission Income	101,931	143,596	-	-
Rental Income	1,348,250	788,294	-	-
Miscellaneous Income	146,383	455,164	6,286,775	75,000
	<u>1,603,387</u>	<u>1,394,874</u>	<u>6,286,775</u>	<u>75,000</u>

8 NET FINANCE COST

	GROUP		COMPANY	
	Year Ended 31-Dec-2022	Year Ended 31-Dec-2021	Year Ended 31-Dec-2022	Year Ended 31-Dec-2021
	MVR	MVR	MVR	MVR
Finance Income				
Interest on Fixed Deposit	15,167	-	-	-
Foreign Exchange Gain	3,368,966	3,322,764	-	-
	<u>3,384,133</u>	<u>3,322,764</u>		
Finance Costs				
Interest Expense	(488,565)	(970,625)	-	-
Interest on Lease Liabilities	(1,967,724)	(2,483,393)	-	-
Foreign Exchange Loss	(207,633)	-	-	-
	<u>(2,663,922)</u>	<u>(3,454,018)</u>	<u>-</u>	<u>-</u>
Net Finance Income / (Cost)	<u>720,211</u>	<u>(131,254)</u>	<u>-</u>	<u>-</u>

9 PROFIT / (LOSS) BEFORE TAX

	GROUP		COMPANY	
	Year Ended 31-Dec-2022	Year Ended 31-Dec-2021	Year Ended 31-Dec-2022	Year Ended 31-Dec-2021
	MVR	MVR	MVR	MVR
<i>Is stated after charging all the expenses including the following:</i>				
Depreciation of Property, Plant and Equipment (Note 12)	1,701,828	1,569,823	196,017	196,683
Depreciation of Right of Use Assets (Note 13)	5,439,937	5,432,546	-	-
Amortization of Intangible Assets (Note 14)	93,965	237,383	3,644	4,670
Directors Remuneration	1,369,252	1,715,336	215,000	275,000
Rent Expense	745,804	1,144,800	-	-
Personal Expense (Note 9.1)	14,913,089	12,640,551	1,500	18,000

CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31ST DECEMBER 2022

9 PROFIT / (LOSS) BEFORE TAX (CONTINUED)

	GROUP		COMPANY	
	Year Ended	Year Ended	Year Ended	Year Ended
	31-Dec-2022	31-Dec-2021	31-Dec-2022	31-Dec-2021
	MVR	MVR	MVR	MVR
9.1 Personal Expense				
Salaries and Wages	13,970,407	12,340,800	1,500	18,000
Staff Welfare	855,322	225,553	-	-
Pension Contribution	87,360	74,198	-	-
	<u>14,913,089</u>	<u>12,640,551</u>	<u>1,500</u>	<u>18,000</u>

10 TAX EXPENSE

	GROUP		COMPANY	
	Year Ended	Year Ended	Year Ended	Year Ended
	31-Dec-2022	31-Dec-2021	31-Dec-2022	31-Dec-2021
	MVR	MVR	MVR	MVR
Current Tax expense (Note 10.1)	771,235	895,248	402,838	-
Under Provision in respect of Previous Years	-	30,153	-	-
Reversed of Deferred Tax Asset (Note 10.3)	111,581	201,844	-	-
Recognition of Deferred Tax Liability (Note 10.3)	87,190	151,291	-	-
	<u>970,006</u>	<u>1,278,536</u>	<u>402,838</u>	<u>-</u>

From 1st January 2020, in accordance with the provisions of the Income Tax Act No. 25 of 2019 and the regulation thereto, the entities in the Group are liable for Income Tax at the rate of 15% on its taxable profits.

10.1 Reconciliation between Accounting Profit/(Loss) and Taxable Income/(Loss);

	GROUP		COMPANY	
	Year Ended	Year Ended	Year Ended	Year Ended
	31-Dec-2022	31-Dec-2021	31-Dec-2022	31-Dec-2021
	MVR	MVR	MVR	MVR
Profit / (loss) before Tax	6,323,277	3,868,745	5,430,178	(787,173)
Losses from Subsidiaries (Note 10.1.1)	1,898,052	3,671,331	-	-
Aggregate Disallowable Items	6,473,857	5,304,948	439,179	471,353
Aggregate Allowable Items	(5,812,048)	(5,580,597)	(440,118)	(471,400)
Claim against Accumulated Tax Losses (Note 10.2)	(3,541,573)	(1,096,106)	(2,693,654)	-
Tax Free Allowance	(200,000)	(200,000)	(50,000)	-
Total Taxable Income / (Loss)	<u>5,141,565</u>	<u>5,968,321</u>	<u>2,685,585</u>	<u>(787,220)</u>
Income Tax @ 15%	<u>771,235</u>	<u>895,248</u>	<u>402,838</u>	<u>-</u>

10.1.1 This balance includes taxable loss generated from Rohoffe Private Limited, S-EMS Maldives Private Limited, Centurion Air Private Limited, Albereich International Private Limited and Margosa Group Private Limited.

10.2 Accumulated Tax Losses

	GROUP		COMPANY	
	31-Dec-2022	31-Dec-2021	31-Dec-2022	31-Dec-2021
	MVR	MVR	MVR	MVR
Balance as at 1 st January	29,262,084	14,790,041	5,004,872	4,217,652
Acquisition of Subsidiary	-	13,330,609	-	-
Adjustment to the tax loss brought forward	(156,977)	(1,041,677)	-	-
Tax Losses expired during the Year	(5,043,601)	-	(2,311,218)	-
Loss for the Year	1,898,052	3,279,217	-	787,220
Claim against Accumulated Tax Losses	(3,541,573)	(1,096,106)	(2,693,654)	-
Balance as at 31 st December	<u>22,417,985</u>	<u>29,262,084</u>	<u>-</u>	<u>5,004,872</u>

CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31ST DECEMBER 2022

10 TAX EXPENSE (CONTINUED)

10.3 Deferred Tax Assets

	GROUP		COMPANY	
	31-Dec-2022	31-Dec-2021	31-Dec-2022	31-Dec-2021
	MVR	MVR	MVR	MVR
Balance as at 1 st January	2,246,443	2,448,287	-	-
Reversed during the Year	(111,581)	(201,844)	-	-
Balance as at 31 st December	<u>2,134,862</u>	<u>2,246,443</u>	<u>-</u>	<u>-</u>

Deferred Tax Liability

	GROUP		COMPANY	
	31-Dec-2022	31-Dec-2021	31-Dec-2022	31-Dec-2021
	MVR	MVR	MVR	MVR
Balance as at 1 st January	360,398	209,107	-	-
Recognised during the Year	87,190	151,291	-	-
Balance as at 31 st December	<u>447,588</u>	<u>360,398</u>	<u>-</u>	<u>-</u>

10.4 Deferred Tax Assets of the Group is attributable to the following;

	31-Dec-22		31-Dec-21	
	Temporary Difference	Tax Effect	Temporary Difference	Tax Effect
	MVR	MVR	MVR	MVR
Accumulated Tax Losses	7,612,521	1,141,878	8,989,166	1,348,375
Property, Plant and Equipment	102,537	15,381	65,510	9,827
Intangible Assets	(364)	(55)	2,369	355
Provision for Impairment Loss on Trade Receivable	6,517,720	977,658	5,919,243	887,886
	<u>14,232,414</u>	<u>2,134,862</u>	<u>14,976,288</u>	<u>2,246,443</u>

10.5 Deferred Tax Liability of the Group is attributable to the following;

	31-Dec-22		31-Dec-21	
	Temporary Difference	Tax Effect	Temporary Difference	Tax Effect
	MVR	MVR	MVR	MVR
Property, Plant and Equipment	2,870,053	430,508	2,402,655	360,398
Intangible Assets	113,869	17,080	-	-
	<u>2,983,922</u>	<u>447,588</u>	<u>2,402,655</u>	<u>360,398</u>

CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31ST DECEMBER 2022

10 TAX EXPENSE (CONTINUED)

10.6 Unrecognised Deferred Tax Assets of the Group is attributable to the following;

	31-Dec-22		31-Dec-21	
	Temporary Difference	Tax Effect	Temporary Difference	Tax Effect
	MVR	MVR	MVR	MVR
Property, Plant and Equipment	1,028,279	154,242	965,934	144,890
Accumulated Tax Losses	14,805,464	2,220,820	20,272,918	3,040,938
	15,833,743	2,375,062	21,238,852	3,185,828

Unrecognised Deferred Tax Assets of the Company is attributable to the following;

	31-Dec-22		31-Dec-21	
	Temporary Difference	Tax Effect	Temporary Difference	Tax Effect
	MVR	MVR	MVR	MVR
Property, Plant and Equipment	-	-	33,586	5,038
Accumulated Tax Losses	-	-	5,004,872	750,731
	-	-	5,038,458	755,769

Unrecognised Deferred Tax Assets - Spectra Private Limited

	31-Dec-22		31-Dec-21	
	Temporary Difference	Tax Effect	Temporary Difference	Tax Effect
	MVR	MVR	MVR	MVR
Property, Plant and Equipment	1,028,279	154,242	932,348	139,852
Accumulated Tax Losses	14,493,726	2,174,059	15,268,046	2,290,207
	15,522,005	2,328,301	16,200,394	2,430,059

Deferred Tax Asset has not been recognized in respect of the above item because it is not probable that future taxable profit will be available against which the Company can utilize the benefits therefrom.

11 EARNINGS PER SHARE (EPS) / LOSS PER SHARE (LPS)

The Group / Company computes basic EPS / LPS data for its ordinary shares. Basic EPS / LPS is calculated by dividing the Profit / (loss) that is attributable to ordinary shareholders of the Group / Company by the weighted average number of ordinary shares outstanding during the year. Diluted EPS / LPS determined by adjusting the Profit / (loss) that is attributable to ordinary shareholders of the Group / Company and the weighted average number of ordinary shares outstanding adjusted for the effects of all dilutive potential ordinary shares. The basic EPS / LPS and diluted EPS / LPS of the Group / Company are same during the reporting date.

	GROUP		COMPANY	
	2022	2021	2022	2021
Amounts used as the Numerator:				
Profit / (Loss) for the Year Attributable to Equity Holders of the Group / Company (MVR)	5,371,971	2,990,159	5,027,340	(787,173)
Number of Ordinary Shares used as the Denominator:				
Weighted Average Number of Ordinary Shares (Refer Note 21.1)	7,137,351	7,137,351	7,137,351	7,137,351
Earning / (Loss) per Ordinary Share (MVR)	0.75	0.42	0.70	(0.11)
11.1 DIVIDEND PER SHARE (DPS)				
	2022	2021	2022	2021
Gross Dividend for the Year (MVR)	-	-	-	-
Weighted Average Number of Ordinary Shares (Refer Note 21.1)	7,137,351	7,137,351	7,137,351	7,137,351
Dividend per Ordinary Share (MVR)	-	-	-	-

CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31ST DECEMBER 2022

12 PROPERTY, PLANT AND EQUIPMENT - GROUP

	Leasehold Improvements	Plant and Equipment	Office Equipment	Furniture and Fittings	Motor Vehicles	Freehold Marine Vessel	Machineries and Equipment	Total 2022	Total 2021
	MVR	MVR	MVR	MVR	MVR	MVR	MVR	MVR	MVR
Cost / Revalued Amount									
Balance as at 1 st January	1,542,739	5,488,693	2,455,674	1,019,039	739,597	10,760,344	425,468	22,431,554	18,044,535
Acquisition of subsidiary	-	-	-	-	-	-	-	-	3,889,206
Transferred to Property, Plant and Equipment	-	-	-	350,704	-	-	-	350,704	-
Additions during the Year	-	38,285	177,527	171,341	125,183	1,636,966	8,460	2,157,762	597,813
Transferred from ROU Assets	-	-	-	-	-	4,154,145	-	4,154,145	-
Adjustment due to prior year error	-	-	-	-	-	-	-	-	(100,000)
Disposals during the year	-	-	-	(5,568)	-	-	-	(5,568)	-
Balance as at 31 st December	1,542,739	5,526,978	2,633,201	1,535,516	864,780	16,551,455	433,928	29,088,597	22,431,554
Accumulated Depreciation									
Balance as at 1 st January	985,447	4,522,803	2,020,133	777,662	313,128	2,879,853	351,979	11,851,005	7,698,728
Acquisition of subsidiary	-	-	-	-	-	-	-	-	2,582,454
Charged for the Year	107,716	350,873	196,981	112,211	85,333	786,684	62,030	1,701,828	1,569,823
Disposals during the Year	-	-	-	(5,568)	-	-	-	(5,568)	-
Balance as at 31 st December	1,093,163	4,873,676	2,217,114	884,305	398,461	3,666,537	414,009	13,547,265	11,851,005
Carrying Values									
Balance as at 31 st December 2022	449,576	653,302	416,087	651,211	466,319	12,884,918	19,918	15,541,332	
Balance as at 31 st December 2021	557,292	965,890	435,541	241,377	426,469	7,880,491	73,489		10,580,549
Capital Work In Progress (Note 12.1)								-	350,704
								<u>15,541,332</u>	<u>10,931,253</u>

12.1 Capital Work In Progress

Balance as at 1 st January		1,115,557	764,853
Additions during the Year		-	350,704
Transferred to Property, Plant and Equipment (Note 12.2)		(350,704)	-
		764,853	1,115,557
Provisions for impairment		(764,853)	(764,853)
Balance as at 31 st December		<u>-</u>	<u>350,704</u>

12.2 Capital work in progress is represented the cost incurred for the lease hold improvements relating to Commons Coffee restaurant by Spectra Private Limited which has been capitalized during the year.

12.3 Freehold Marine Vessel is mortgaged against the loans and borrowings obtained by the Centurion Transport Solutions Private Limited as disclosed under the Note 21.4 to the financial statements. However the loan has been fully settled during the year.

12.4 The Group has not identified material level of fully depreciated assets as at 31st December 2022.

CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31ST DECEMBER 2022

12 PROPERTY, PLANT AND EQUIPMENT - GROUP (CONTINUED)

- 12.5** The Wooden Marine Vessel ("Islander Dhoni" registry no: C8349A-03 10T) was revalued on 4th June 2014 by a qualified Master Mariner with reg no. C-619/2006, "Oceantree Maldives Pvt Ltd" Surveyors and Consultant, Independent Qualified Valuer based in the Republic of Maldives and the revaluation surplus amounting to MVR 3,844,264/- has been recognised in equity.

Further, the Group has reassessed the carrying value of dhoni by using a qualified surveyor as of 31st December 2018 and market of aforesaid dhoni value has not been changed significantly.

The carrying amount that would have been recognised had the assets been carried under the cost model;

	Cost MVR	Accumulated Depreciation MVR	Net Carrying Value MVR
Wooden Marine Vessel	2,232,814	922,778	1,310,036

PROPERTY, PLANT AND EQUIPMENT - COMPANY

	Office Equipment MVR	Marine Vessel MVR	Total 2022 MVR	Total 2021 MVR
Cost				
Balance as at 1 st January	4,000	3,917,662	3,921,662	3,921,662
Balance as at 31 st December	4,000	3,917,662	3,921,662	3,921,662
Accumulated Depreciation				
Balance as at 1 st January	3,866	228,530	232,396	35,713
Charged for the Year	134	195,883	196,017	196,683
Balance as at 31 st December	4,000	424,413	428,413	232,396
Carrying Values				
Balance as at 31 st December 2022	-	3,493,249	3,493,249	
Balance as at 31 st December 2021	134	3,689,132		3,689,266

13 RIGHT-OF-USE ASSETS - GROUP

	Building MVR	Leasehold Marine Vessel MVR	2022 MVR	2021 MVR
Cost				
Balance as at 1 st January	15,886,568	23,183,211	39,069,779	28,769,714
Acquisition of subsidiary	-	-	-	11,169,792
Additions during the year	-	-	-	395,490
Transfer to Property, Plant and Equipment	-	(8,407,591)	(8,407,591)	-
Adjustment due to rent concession on lease	475,056	1,159,887	1,634,943	-
Adjustment due to modification	-	-	-	(856,754)
Derecognised during the Year	-	-	-	(408,463)
Balance as at 31 st December	16,361,624	15,935,507	32,297,131	39,069,779
Accumulated Amortization				
Adjusted balance as at 1 st January	8,595,946	12,103,047	20,698,993	11,906,705
Acquisition of subsidiary	-	-	-	3,738,476
Transfer to Property, Plant and Equipment	-	(4,253,446)	(4,253,446)	-
Depreciation charge during the year	2,864,600	2,575,337	5,439,937	5,432,546
Derecognised during the Year	-	-	-	(378,733)
Balance as at 31 st December	11,460,546	10,424,938	21,885,484	20,698,994
Net Carrying Value	4,901,078	5,510,569	10,411,647	18,370,785

CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31ST DECEMBER 2022

14 INTANGIBLE ASSETS AND GOODWILL - GROUP

	Goodwill	Computer Software	Total	Total
	MVR	MVR	2022	2021
			MVR	MVR
Cost				
Balance as at 1 st January	173,684,747	1,025,782	174,710,529	174,509,417
Acquisition of subsidiary	-	-	-	117,578
Additions during the Year	-	12,126	12,126	83,534
Balance as at 31 st December	173,684,747	1,037,908	174,722,655	174,710,529
Accumulated Amortization				
Balance as at 1 st January	-	749,169	749,169	428,267
Acquisition of subsidiary	-	-	-	83,519
Amortized during the Year	-	93,965	93,965	237,383
Balance as at 31 st December	-	843,134	843,134	749,169
Carrying Value	<u>173,684,747</u>	<u>194,774</u>	<u>173,879,521</u>	<u>173,961,360</u>

INTANGIBLE ASSETS - COMPANY

	Computer Software	Total	Total
	MVR	2022	2021
		MVR	MVR
Cost			
Balance as at 1 st January	14,151	14,151	14,151
Balance as at 31 st December	14,151	14,151	14,151
Accumulated Amortization			
Balance as at 1 st January	10,507	10,507	5,837
Amortized during the Year	3,644	3,644	4,670
Balance as at 31 st December	14,151	14,151	10,507
Net Carrying Value	<u>-</u>	<u>-</u>	<u>3,644</u>

The purchase cost of freight forwarding software has been recognized as intangible assets and are amortized over a period of three years.

14.2 Impairment Testing for Cash Generating Unit ("CGU") Containing Goodwill

Goodwill acquired through business combinations have been allocated to cash generating units (CGU's) for impairment testing as follows;

	Amount	Amount
	2022	2021
	MVR	MVR
Net Carrying Value of the Goodwill		
Equatorial Lines Private Limited	194,123	194,123
Centurion Transport solution Private Limited	167,630,751	167,630,751
S-EMS Maldives Private Limited	5,859,873	5,859,873
	<u>173,684,747</u>	<u>173,684,747</u>

As at 31st December 2022, the Group is in the process of assessing the recoverability of carrying amount arose on acquisition of subsidiaries as per "IAS 36 Impairment of Asset". The following information is presented in relation to the way of assessing recoverability of goodwill in previous years. (last impairment assessment was undertaken in 2018)

The recoverable amounts of all CGUs have been determined based on the value in use (VIU) calculation.

CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31ST DECEMBER 2022

14 INTANGIBLE ASSETS AND GOODWILL - GROUP (CONTINUED)

14.2 Impairment Testing for Cash Generating Unit ("CGU") Containing Goodwill (Continued)

Accounting Judgements, Estimates and Assumptions

Impairment of Goodwill

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs to sell and its value in use (VIU). The fair value less costs to sell calculation is based on available data from an active market, in an arm's length transaction, of similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a discounted cash flow model based on EBITDA estimations. The cash flows are derived based on the recent approved budgets for the next years and cash flow projections for future years. These cash flow estimations reflect ongoing development of the business as well as historical growth trends of the business model. Cash flow estimations do not include restructuring activities that the Group is not yet committed to or significant future investments that will enhance the asset's performance of the cash generating unit being tested. The recoverable amount is most sensitive to the discount rate used for the discounted cash flow model as well as the expected future cash inflows and the growth rate used for extrapolation purposes. The key assumptions used to determine the recoverable amount for the cash generating units, are as follows:

	2022	2021	2020	2019	2018
Discount Rate	-	-	-	-	13.20%
Terminal Value Growth Rate	-	-	-	-	2%
Inflation	-	-	-	-	2% - 2.7%
Budgeted EBITDA Growth Rate	-	-	-	-	10% - 35%

Discount Rate

The discount rate used is the risk-free rate, adjusted by the addition of an appropriate risk premium. In determining the discount rates for each CGU, the entity has considered respective entities capital leveraging structures. Where debt financing is not available, weighted average cost of capital reflects only the cost of equity.

Terminal Value of Growth Rate

Terminal value has been decided based on the maturity level of each CGUs factoring the potential developments and growth rates of the business. Where the business performance indicates reasonable level of maturity, it is assumed 5 year-based terminal value where as 10 year based terminal value is considering for the startup stage of relevant CGUs.

A long-term growth rate into perpetuity has been determined as the lower of the nominal gross domestic product (GDP) rate for the countries in which the CGU operates and the long-term compound annual EBITDA growth estimated by the Management

Inflation

The basis used to determine the rate assigned to the budgeted cost inflation is the inflation rate based on projected conditions. National inflation rate is used for pricing projections.

Budgeted Earnings Before Interest Tax Depreciation and Amortization ("EBITDA") Growth Rate

Budgeted EBITDA growth rate was based on expectations of future outcomes taking into account past experience, adjusted for anticipated revenue growth by considering most recent rate changes. Revenue growth was projected taking into account the average growth levels experienced over the past years and estimated sales volume and price growth for next five years and ten year where as CGU which it was recently established under the Centurion PLC. It was assumed that revenue lines would grow at a margin above forecast inflation over forecasted period and considering the national GDP growth rate which forecast provided by the International Monetary Fund ("IMF"). The costs are expected to grow inline with Maldivian inflation forecasted provided by IMF and salary related expenses are expected to grow by 5% year-on-year.

CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31ST DECEMBER 2022

15 INVESTMENTS IN SUBSIDIARIES

	GROUP		COMPANY	
	2022	2021	2022	2021
	MVR	MVR	MVR	MVR
Rohoffe Private Limited	-	-	4,900	4,900
Equatorial Lines Private Limited	-	-	70,000	70,000
Centurion Transport Solutions Private Limited	-	-	176,055,000	176,055,000
Spectra Private Limited	-	-	3,294,779	3,294,779
S-EMS Maldives Private Limited	-	-	750,000	750,000
MWT Logistics International Private Limited	-	-	99,999	99,999
Albereich International Private Limited	-	-	85,000	85,000
Centurion Air Private Limited	-	-	99,999	99,999
	-	-	180,459,677	180,459,677

16 INVENTORIES

	GROUP		COMPANY	
	2022	2021	2022	2021
	MVR	MVR	MVR	MVR
Home Improvement Materials	3,019,451	2,565,306	-	-
	3,019,451	2,565,306	-	-

17 TRADE AND OTHER RECEIVABLES

	GROUP		COMPANY	
	2022	2021	2022	2021
	MVR	MVR	MVR	MVR
Trade Receivables - Receivables from Outside Customers	19,883,055	17,360,068	-	-
- Receivables from Related Parties (Note 17.1)	715,997	471,096	-	-
Less: Provision for Impairment Loss of Trade Receivables and Related Parties (Note 17.2)	(9,142,468)	(8,355,641)	-	-
	11,456,584	9,475,523	-	-
Deposits and Prepayment	3,564,697	3,504,627	-	170,000
Receivables from Agents	647,624	589,419	-	-
Staff Loans and Advances	383,442	1,096,667	-	-
Goods and Services Tax ("GST") Receivable	415,230	466,308	-	81,990
Other Receivables	3,014,016	1,524,732	-	-
Less: Provision for Impairment Loss on Advance and Prepayments (Note 17.3)	(207,898)	(207,898)	-	-
	19,273,694	16,449,378	-	251,990

17.1 Trade Receivables from Related Parties

Life Support Private Limited	324,002	112,460	-	-
Super Supply Private Limited	300,211	266,852	-	-
Maldives Tours Private Limited	91,784	91,784	-	-
	715,997	471,096	-	-

17.2 Provision for Impairment Loss on Trade and Related Party Receivables

Balance as at 1 st January	8,355,641	7,033,967	-	-
Disposal of subsidiary	(28,866)	-	-	-
Prior period adjustments	16,020	-	-	-
Acquisition of subsidiary	-	270,311	-	-
Provision made during the Year	799,673	1,051,363	-	-
Balance as at 31 st December	9,142,468	8,355,641	-	-

17.3 Provision for Impairment Loss on Advance and Prepayments

Advances and Prepayments	207,898	207,898	-	-
Balance as at 31 st December	207,898	207,898	-	-

18 AMOUNTS DUE FROM RELATED PARTIES

	GROUP		COMPANY	
	2022	2021	2022	2021
	MVR	MVR	MVR	MVR
Centurion Holidays Pvt Ltd	40,618	-	-	-
Stellar Holdings Private Limited	948,970	948,970	-	-
Pacmar Shipping - Chennai	765,965	765,965	-	-
Super Supply Private Limited	8,600	-	-	-
Centurion Logistics (Addu) Private Limited	260,864	44,008	-	-
Cronus Logistics Private Limited	4,352,298	-	-	-
One Cenex (PTE) Ltd - Singapore	78,130	-	-	-
Centurion Surveyors Private Limited	4,809	4,809	-	-
Albereich International (S) Pte. Limited	75,397	75,397	22,530	22,530
S-EMS Maldives Private Limited	-	-	-	16,053
Royal Yacht Club	77,670	77,670	44,760	44,760
Cenex Singapore Private Limited	156,759	105,153	-	-
NINE or NINE (HKG) Private Limited	271,468	271,468	-	-
Olson Colombo Private Limited	351,124	351,124	90,978	90,978
Aludra MV Private Limited	12,088	12,088	-	-
M & N Holdings AG	49,000	-	-	-
Essen Food Service Private Limited	3,730	3,730	-	-
Gulfaam Estate Private Limited	7,000	7,000	-	-
Amounts due from Directors (Note 18.1)	16,691,930	22,900,060	-	-
	24,156,420	25,567,442	158,268	174,321

CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31ST DECEMBER 2022

18 AMOUNTS DUE FROM RELATED PARTIES (CONTINUED)

18.1 Amounts due from Directors

	GROUP		COMPANY	
	2022	2021	2022	2021
	MVR	MVR	MVR	MVR
Mr. Ahmed Maumoon	15,685,296	17,048,552	-	-
Mr. Aimon Jameel	519,219	5,851,508	-	-
Mr. Hussain Nizar	487,415	-	-	-
	<u>16,691,930</u>	<u>22,900,060</u>	<u>-</u>	<u>-</u>

19 CASH AND CASH EQUIVALENTS

	GROUP		COMPANY	
	2022	2021	2022	2021
	MVR	MVR	MVR	MVR
Cash in Hand	810,009	946,319	-	5,000
Balances with Banks	1,832,518	2,580,177	380	802
	<u>2,642,527</u>	<u>3,526,496</u>	<u>380</u>	<u>5,802</u>

20 SHARE CAPITAL

	GROUP		COMPANY	
	2022	2021	2022	2021
	MVR	MVR	MVR	MVR
Balance as at 1 st January	178,433,770	178,433,770	178,433,770	178,433,770
Balance as at 31 st December	<u>178,433,770</u>	<u>178,433,770</u>	<u>178,433,770</u>	<u>178,433,770</u>

20.1 Movement in Number of Shares

	GROUP		COMPANY	
	2022	2021	2022	2021
Balance as at 1 st January	7,137,351	7,137,351	7,137,351	7,137,351
Balance as at 31 st December	<u>7,137,351</u>	<u>7,137,351</u>	<u>7,137,351</u>	<u>7,137,351</u>

20.2 Authorized

The authorized share capital comprises 13,800,000 (2021: 13,800,000) ordinary shares of MVR 25/- each.

20.3 Issued and Fully Paid

The issued and fully paid share capital comprises 7,137,351 (2021: 7,137,351) ordinary shares of MVR 25/- each.

20.4 Dividend and Voting Rights

The holders of ordinary shares are entitled to receive dividends as declared by the Directors of the Company and are entitled to one vote per share at the shareholders' meetings of the Company.

No dividends have been declared by the Directors of the Company for the year ended 31st December 2022 (2021: Nil).

CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31ST DECEMBER 2022

21 LOANS AND BORROWINGS

	GROUP		COMPANY	
	2022 MVR	2021 MVR	2022 MVR	2021 MVR
Balance as at 1 st January	5,405,101	3,460,675	-	-
Acquisition of subsidiary	-	2,903,157	-	-
Interest on loan	181,152	-	-	-
Loan obtained during the Year	248,845	725,000	-	-
Repayments made during the Year	(2,817,326)	(1,683,731)	-	-
Balance as at 31 st December	3,017,772	5,405,101	-	-
21.1 Sources of Finance				
Mr. Ahmed Maumoon and Mr. Aimon Jameel (Note 21.4)	-	223,651	-	-
Bank of Maldives PLC. ("BML") - Covid 19 Relief Loan (Note 21.5)	775,440	1,273,153	-	-
SME Development Finance Corporation. ("SDFC") (Note 21.6)	1,263,908	1,705,667	-	-
The Mauritius Commercial Bank (Maldives) Private Limited (Note 21.7)	978,424	2,202,630	-	-
	3,017,772	5,405,101	-	-
21.2 Non-current				
Bank of Maldives PLC. ("BML") - Covid 19 Relief Loan	-	573,286	-	-
SME Development Finance Corporation. ("SDFC")	16,200	818,590	-	-
The Mauritius Commercial Bank (Maldives) Private Limited	-	910,426	-	-
	16,200	2,302,302	-	-
21.3 Current				
Mr. Ahmed Maumoon and Mr. Aimon Jameel	-	223,651	-	-
Bank of Maldives PLC. ("BML") - Covid 19 Relief Loan	775,440	699,867	-	-
SME Development Finance Corporation. ("SDFC")	1,247,708	887,077	-	-
The Mauritius Commercial Bank (Maldives) Private Limited	978,424	1,292,204	-	-
	3,001,572	3,102,799	-	-
21.4 Mr. Ahmed Maumoon and Mr. Aimon Jameel				
Centurion Transport Solutions Private Limited has obtained a term loan of MVR 2,300,000/- from Mr. Ahmed Maumoon and Mr. Aimon Jameel at a interest rate of 12% per annum. This loan is repayable in 60 monthly installments from the date of disbursement. The loan amount has been repaid fully in 2022. The loan is secured with a vessel named "Islander" bearing the registration no C8349A-03 10-T own by Centurion Transport Solutions Private Limited.				
21.5 Bank of Maldives PLC. ("BML") - Covid 19 Relief Loan				
The Group has obtained a long term facility of MVR 2 Mn (1 Mn for Centurion Transport Solution Private Limited and 1 Mn for Centurion Air Private Limited) from BML which interest rate is 6% per annum along with six month grace period and is repayable over a period of 3 years. In addition to that, Spectra Private Limited has obtained a loan facility of MVR 1,000,000 at an interest rate of 6% per annum. Loan is repayable in 36 monthly installments.				
21.6 SME Development Finance Corporation. ("SDFC")				
The Group has obtained a long term facility of MVR 1,360,071/- (MVR 500,000/- for MWT Logistics International Private Limited, MVR 374,497/- for S-EMS Maldives Private Limited, MVR 310,147/- for Albereich International Private Limited and MVR 175,427/- for Rohoffe Private Limited) from SDFC which interest rate is 6% per annum and is repayable over a period of 3 years.				
21.7 The Mauritius Commercial Bank (Maldives) Private Limited ("MCB")				
The Group has obtained a short term facility of MVR 725,000/-(Centurion Transport Solution Private Limited) from MCB which interest rate of 11.5% per annum and is repayable over a period of 24 months. In addition to that, Spectra Private Limited has obtained 2 loan facilities of USD 223,000 and MVR 1,173,000 at an interest rate of 12% per annum. Both the loans are repayable in 60 monthly installments. The facility has been secured by mortgaging property known as M. Jena (Registry Number 16476).				

22 LEASE LIABILITY

	GROUP		COMPANY	
	2022 MVR	2021 MVR	2022 MVR	2021 MVR
Balance as at 1 st January	19,197,985	15,780,056	-	-
Acquisition of subsidiary	-	8,498,575	-	-
Additions during the year	-	395,490	-	-
Interest on lease liability	1,967,724	2,483,393	-	-
Payment of lease liability	(7,629,044)	(7,066,283)	-	-
Derecognised during the Year	-	(36,490)	-	-
Adjustment due to rent concession on lease	1,634,943	(856,754)	-	-
Balance as at 31 st December	15,171,608	19,197,987	-	-
Non - Current Liabilities	11,067,963	13,799,082	-	-
Current Liabilities	4,103,645	5,398,905	-	-

CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31ST DECEMBER 2022

22 LEASE LIABILITY (CONTINUED)

22.1 Summary of Leases

Agreement Name	Incremental borrowing rate	Lease start date	Lease end date	Renewal Option	Renewal Option in years	Agreements terminations during the Year
M. Faza	12%	1-Feb-19	31-Jan-24	Yes	1	-
Hudhuma	12%	1-Mar-17	1-Mar-22	Yes	5	-
Saaz -2	12%	18-Aug-16	18-Aug-22	Yes	5	-
Leynaru	12%	23-May-18	23-May-22	Yes	1	-
Building Office	12%	1-Mar-18	28-Feb-22	Yes	3	-
Hulumale Plot 11047	12%	1-Mar-17	28-Feb-27	N/A	N/A	-
Faamudheyryge Building	12%	1-Jan-19	31-Dec-22	N/A	N/A	-
Showroom Rent (Orchid Magu)	12%	1-Jan-17	31-Dec-22	N/A	N/A	-
Godown Rent - 1 (Buruza Magu)	12%	1-Jan-17	31-Dec-22	N/A	N/A	-
Godown Rent - 2 (Buruza Magu)	12%	1-Jan-17	31-Dec-22	N/A	N/A	-

22.1.1 Some property leases contain extension options exercisable by the Group up to the same period which was rented before the end of the non-cancellable contract period. Where practice, the Group seeks to include extension options in new leases to provided operational flexibility. The extension options held are exercisable only by the Group and not by the lessors. The Group assesses at lease commencement date whether it is reasonably certain to exercise the extension options. The Group reassesses whether it is reasonably certain to exercise the options if there is a significant event or significant changes in circumstances within its control.

22.1.2 The Group has remeasured the existing lease liability at the effective date of modification and made the corresponding adjustment to carrying amount of the Right-of-Use-Asset.

22.2 Amount Recognized in the Statement of Comprehensive Income

	GROUP		COMPANY	
	2022	2021	2022	2021
	MVR	MVR	MVR	MVR
Interest on Lease Liabilities	1,967,724	2,483,393	-	-
Expenses relating to leases with less than 12 months	745,804	1,144,800	-	-
Gain on Derecognition of Lease Liability	-	(6,760)	-	-
Depreciation of Right of Use Assets	5,439,937	5,432,546	-	-

22.3 Amount Recognized in the Statement of Consolidated Cash Flows

Total cash outflows for leases	7,629,044	7,066,283	-	-
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23 TRADE AND OTHER PAYABLES

	GROUP		COMPANY	
	2022	2021	2022	2021
	MVR	MVR	MVR	MVR
Trade Payables	24,003,629	28,667,080	536,232	536,232
Salary Payable	1,826,571	1,684,311	91,850	94,850
Accrued Expenses	7,613,552	5,971,894	-	-
Advances Received	680,860	816,221	-	-
Goods and Services Tax ("GST") Payable	5,519,598	4,179,842	284,192	-
Other Payables	1,958,520	2,043,313	1,958,520	2,043,313
	41,602,730	43,362,661	2,870,794	2,674,395
Non - Current	5,312,526	11,622,089	-	-
Current	36,290,204	31,740,572	2,870,794	2,674,395

CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31ST DECEMBER 2022

24 AMOUNTS DUE TO RELATED PARTIES

	GROUP		COMPANY	
	2022	2021	2022	2021
	MVR	MVR	MVR	MVR
Rohoffe Private Limited	-	-	265,476	254,605
MWT Logistics International Private Limited	-	-	176,547	178,397
Albereich International (S) Pte. Limited	17,699	-	-	-
Equatorial Lines Private Limited	-	-	66,651	63,567
Albereich International Private Limited	-	-	139,947	139,947
Centurion Air Private Limited	-	-	103,700	94,448
Centurion Transport Solutions Private Limited	-	-	2,747,038	9,021,563
Stellar Holdings Private Limited	3,294,779	3,294,779	3,294,779	3,294,779
Spectra Private Limited	-	-	8,481	8,481
S-EMS Private Limited	-	-	8,465	-
Super Supply Private Limited	516,926	516,926	-	-
Triton Consultant Private Limited	6,286	10,000	-	-
Red Eye Private Limited	139,600	104,050	-	-
Life Support Private Limited	-	1,170,163	-	-
Amounts due to Directors (Note 24.1)	2,064,263	2,102,186	871,750	726,750
	<u>6,039,553</u>	<u>7,198,104</u>	<u>7,682,834</u>	<u>13,782,537</u>

24.1 Amounts due to Directors

	GROUP		COMPANY	
	2022	2021	2022	2021
	MVR	MVR	MVR	MVR
Mr. Ahmed Maumoon	40,925	31,419	-	-
Mr. Aimon Jameel	955,796	958,126	68,750	68,750
Mr. Abdulla Nafiz	140,000	125,000	140,000	125,000
Ms. Juweyriya Saeed	30,000	30,000	30,000	30,000
Mr. Abdulla Hassan	113,000	113,000	113,000	113,000
Mr. Naheez Ahmed Saeed	113,000	113,000	113,000	113,000
Dr. Ahmed Ranesh	205,000	150,000	205,000	150,000
Mr. Abdulla Maumoon	21,193	-	-	-
Mr. Hussain Nizar	250,489	422,754	10,000	10,000
Ms. Hawwa Shafeea Riza	140,000	85,000	140,000	85,000
Mr. Ismail Hameed	32,000	32,000	32,000	32,000
Mr. Ahmed Ijuhan	2,860	2,860	-	-
Mr. Abdulla Javid	-	-	20,000	-
Mr. Hussain Nasheed	-	8,010	-	-
Mr. Abdulla Maumoon	20,000	31,017	-	-
	<u>2,064,263</u>	<u>2,102,186</u>	<u>871,750</u>	<u>726,750</u>

CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31ST DECEMBER 2022

25 FINANCIAL INSTRUMENTS - FAIR VALUES AND RISK MANAGEMENT

25.1 Carrying Amounts and Fair Values of Financial Instruments

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities not measured at fair value if carrying amount is a reasonable approximation on fair value.

Group

31st December 2022

	Carrying Amount		
	Financial Asset at Amortised Cost	Other Financial Liabilities	Total
	MVR	MVR	MVR
Financial Assets not measured at Fair Value			
Trade Receivables (Gross)	20,599,052	-	20,599,052
Staff Loan and Other Receivables	3,397,458	-	3,397,458
Amounts due from Related Parties	24,156,420	-	24,156,420
Cash and Cash Equivalents	2,642,527	-	2,642,527
	50,795,457	-	50,795,457
Financial Liabilities not measured at Fair Value			
Trade Payables	-	24,003,629	24,003,629
Other Payables	-	3,785,091	3,785,091
Loans and Borrowings	-	3,017,772	3,017,772
Lease Liability	-	15,171,608	15,171,608
Amount due to Related Parties	-	6,039,553	6,039,553
	-	52,017,653	52,017,653

31st December 2021

	Carrying Amount		
	Financial Asset at Amortised Cost	Other Financial Liabilities	Total
	MVR	MVR	MVR
Financial Assets not measured at Fair Value			
Trade Receivables (Gross)	17,831,164	-	17,831,164
Staff Loan and Other Receivables	2,621,399	-	2,621,399
Amounts due from Related Parties	25,567,442	-	25,567,442
Cash and Cash Equivalents	3,526,496	-	3,526,496
	49,546,501	-	49,546,501
Financial Liabilities not measured at Fair Value			
Trade Payables	-	28,667,080	28,667,080
Other Payables	-	3,727,624	3,727,624
Loans and Borrowings	-	5,405,101	5,405,101
Lease Liability	-	19,197,987	19,197,987
Amount due to Related Parties	-	7,198,104	7,198,104
	-	64,195,896	64,195,896

CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31ST DECEMBER 2022

25 FINANCIAL INSTRUMENTS - FAIR VALUES AND RISK MANAGEMENT (CONTINUED)

25.1 Carrying Amounts and Fair Values of Financial Instruments (Continued)

Company

31st December 2022

	Carrying Amount		
	Financial Asset at Amortised Cost MVR	Other Financial Liabilities MVR	Total MVR
Financial Assets not measured at Fair Value			
Amount due from Related Parties	158,268	-	158,268
Cash and Cash Equivalents	380	-	380
	<u>158,648</u>	<u>-</u>	<u>158,648</u>
Financial Liabilities not measured at Fair Value			
Trade Payables	-	536,232	536,232
Other Payables	-	2,050,370	2,050,370
Amount due to Related Parties	-	7,682,834	7,682,834
	<u>-</u>	<u>10,269,436</u>	<u>10,269,436</u>

31st December 2021

	Carrying Amount		
	Financial Asset at Amortised Cost MVR	Other Financial Liabilities MVR	Total MVR
Financial Assets not measured at Fair Value			
Other Receivables	170,000	-	170,000
Amount due from Related Parties	174,321	-	174,321
Cash and Cash Equivalents	5,802	-	5,802
	<u>350,123</u>	<u>-</u>	<u>350,123</u>
Financial Liabilities not measured at Fair Value			
Trade Payables	-	536,232	536,232
Other Payables	-	2,138,163	2,138,163
Amount due to Related Parties	-	13,782,537	13,782,537
	<u>-</u>	<u>16,456,932</u>	<u>16,456,932</u>

25.2 Financial Risk Management

(i) Overview

The Group has exposure to the following risks from its use of financial instruments:

- Credit Risk
- Liquidity Risk
- Market Risk

This note presents information about the Group's exposure to each of the above risks, the Group's objectives, policies and processes for measuring and managing risk.

(ii) Risk Management Framework

The Board of Directors has overall responsibility for the establishment and oversight of the Group's risk management framework.

CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31ST DECEMBER 2022

25 FINANCIAL INSTRUMENTS - FAIR VALUES AND RISK MANAGEMENT (CONTINUED)

25.2 Financial Risk Management (Continued)

(iii) Credit Risk

Credit risk is the risk of financial loss to the Group if a customer fails to meet its contractual obligations, and arises principally from the Group's receivables from customers and related entities.

Trade and Other Receivables

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at reporting date was:

	GROUP		COMPANY	
	Carrying Amount		Carrying Amount	
	2022	2021	2022	2021
	MVR	MVR	MVR	MVR
Trade Receivables (Gross)	20,599,052	17,831,164	-	-
Staff Loan and Other Receivables	3,397,458	2,621,399	-	170,000
Amounts due from Related Parties	24,156,420	25,567,442	158,268	174,321
Cash and Cash Equivalents	2,642,527	3,526,496	380	5,802
	<u>50,795,457</u>	<u>49,546,501</u>	<u>158,648</u>	<u>350,123</u>

Expected credit loss assessment under IFRS 9

The Group uses an allowance matrix to measure the ECLs of trade receivable. Loss rate are based on actual credit loss experience over past years. These rate are multiplied by scalar factors to reflect difference between economic condition during the period over which historical data has been collected, current condition and Group's view of economic condition of expected lives of the receivables.

The Group incorporates forward looking information in to it's measurement of ECL such as GDP growth rate.

Measurement of ECL

The key inputs into the measurement of ECL are the term structure of the following variables:

Probability of Default (PD)

Loss Given Default (LGD)

Exposure At Default (EAD)

ECL for exposures in Stage 1 is calculated by multiplying the 12-month PD by LGD and EAD. Lifetime ECL is calculated by multiplying the lifetime PD by LGD and EAD.

The following table provides information about exposure to credit risk and ECLs for trade receivables.

31st December 2022	Weighted Average Loss Rate	Gross Carrying Amount	Loss Allowance
		MVR	MVR
Current	1%	372,095	2,782
1-30 days past due	3%	3,260,526	107,045
31-60 days past due	1%	1,560,783	14,035
61-90 days past due	1%	1,109,572	12,983
More than 90 days past due	63%	14,296,076	9,005,623
		<u>20,599,052</u>	<u>9,142,468</u>

CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31st DECEMBER 2022

25 FINANCIAL INSTRUMENTS - FAIR VALUES AND RISK MANAGEMENT

25.2 Financial Risk Management (Continued)

Measurement of ECL (Continued)

31 st December 2021	Weighted Average Loss Rate	Gross Carrying Amount MVR	Loss Allowance MVR
Current	1%	226,513	2,779
1-30 days past due	1%	2,924,893	23,958
31-60 days past due	20%	440,713	87,453
61-90 days past due	4%	253,686	9,597
More than 90 days past due	59%	13,985,359	8,231,854
		<u>17,831,164</u>	<u>8,355,641</u>

Movements in Allowance for Impairment in Respect of Trade Receivables

The movements of allowance for impairment in respect of trade receivable during the year as follows.

	2022 MVR	2021 MVR
Balance as at 1st January	8,355,641	7,033,967
Acquisition of subsidiary	-	270,311
Disposal of subsidiary	(28,866)	-
Prior period adjustments	16,020	-
Net measurement of loss allowance	799,673	1,051,363
Balance as at 31st December	<u>9,142,468</u>	<u>8,355,641</u>

The Group held bank balance of MVR 1,832,614/- (fitch rating B-) as at 31st December 2022 (2021 - MVR 2,580,177/-). These balances are held with banks that Management believes are of high credit quality and accordingly, minimal credit risk exists.

Receivables from Related Parties

Management believes that there is no credit risk from the recoverable from related parties, because these counterparties are under the common control of the Company's Parent Company who is a financially healthy Company.

(iv) Liquidity Risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, without incurring unacceptable losses or risking damage to the Group's reputation.

The following are the contractual maturities of financial liabilities.

Group

31 st December 2022	Carrying Amount MVR	Contractual Cash Flows MVR	0 - 12 Months MVR	1 - 2 Years MVR	2 - 5 Years MVR	Over 5 Years MVR
Financial Liabilities (Non- Derivative)						
Trade and Other Payables	27,788,720	27,788,720	22,476,194	5,312,526	-	-
Loans and Borrowings	3,017,772	5,760,834	3,366,975	2,393,859	-	-
Lease Liability	15,171,608	25,011,901	7,686,457	5,312,072	12,013,372	-
Amount due to Related Parties	6,039,553	6,039,553	6,039,553	-	-	-
Total	<u>52,017,653</u>	<u>64,601,008</u>	<u>39,569,179</u>	<u>13,018,457</u>	<u>12,013,372</u>	<u>-</u>
31 st December 2021	Carrying Amount MVR	Contractual Cash Flows MVR	0 - 12 Months MVR	1 - 2 Years MVR	2 - 5 Years MVR	Over 5 Years MVR
Financial Liabilities (Non- Derivative)						
Trade Payables	32,394,704	32,394,704	20,772,615	11,622,089	-	-
Loans and Borrowings	5,405,101	5,760,834	3,366,975	2,393,859	-	-
Lease Liability	19,197,987	25,011,901	7,686,457	5,312,072	12,013,372	-
Amount due to Related Parties	7,198,104	7,198,104	7,198,104	-	-	-
Total	<u>64,195,896</u>	<u>70,365,543</u>	<u>39,024,151</u>	<u>19,328,020</u>	<u>12,013,372</u>	<u>-</u>

CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31ST DECEMBER 2022

25 FINANCIAL INSTRUMENTS - FAIR VALUES AND RISK MANAGEMENT (CONTINUED)

25.2 Financial Risk Management (Continued)

(iv) Liquidity Risk (Continued)

Company

31st December 2022

Financial Liabilities (Non- Derivative)

Trade and Other Payables

Amount due to Related Parties

Total

Carrying Amount MVR	0-12 Months MVR
2,586,602	2,586,602
7,682,834	7,682,834
<u>10,269,436</u>	<u>10,269,436</u>

31st December 2021

Financial Liabilities (Non- Derivative)

Trade and Other Payables

Amount due to Related Parties

Total

Carrying Amount MVR	0-12 Months MVR
2,674,395	2,674,395
13,782,537	13,782,537
<u>16,456,932</u>	<u>16,456,932</u>

It is not expected that the cash flows included in the maturity analysis could occur significantly earlier, or at significantly different amounts.

(v) Market Risk

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

(a) Interest rate risk

Profile

At the reporting date, the interest rate profile of the Group's interest-bearing financial instruments were:

	GROUP		COMPANY	
	Carrying Amount		Carrying Amount	
	2022	2021	2022	2021
	MVR	MVR	MVR	MVR
Fixed Rate Instruments				
Loan and Borrowings	3,017,772	5,405,101	-	-

A change of 100 basis point in interest rates would have increased or decreased profit for the year ended 31st December 2022 by MVR 9,706/- (2021 : MVR 5,215/-). This analysis assumes that all other variables remain constant.

(b) Currency Risk

Exposure to Currency Risk

The Group's exposure to foreign currency risk was as follows based on notional amounts:

	2022 US\$	2021 US\$
Cash and Cash Equivalents	98,900	98,900
Trade Receivables	246,202	246,202
Trade and Other Payables	(897,652)	(897,652)
Net Financial Position Exposure	<u>(552,550)</u>	<u>(552,550)</u>

In respect of the monetary assets and liabilities denominated in US\$, the Group has a limited currency risk exposure on such balances since the Maldivian Rufiyaa is pegged to the US Dollar within a band to fluctuate within $\pm 20\%$ of the mid-point of exchange rate.

CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31st DECEMBER 2022

26 RELATED PARTY DISCLOSURES

26.1 Transactions with Related Companies - Group

Name of the Related Party	Relationship	Nature of the Transaction	Amount 2022 MVR	Amount 2021 MVR	Balance due from/(to) as at 31-Dec-22 MVR	Balance due from/(to) as at 31-Dec-21 MVR
Stellar Holdings Private Limited	Affiliate Company	Expenses Paid for Settlements	-	-	948,970	948,970
		Service Provided	-	(3,294,779)	(3,294,779)	(3,294,779)
Pacmar Shipping - Chennai	Affiliate Company	Expenses Paid for	-	-	765,965	765,965
Spectra Private Limited	Affiliate Company	Expenses Paid for Settlements	-	-	-	-
		Service Provided	-	(2,089,170)	-	-
			-	8,481	-	-
Life Support Private Limited	Affiliate Company	Expenses Paid for Settlements	1,170,163	(287,420)	-	(1,170,163)
		Sale				
		Service Provided	211,542	522,192	324,002	112,460
Centurion Logistics (Addu) Private Limited	Affiliate Company	Expenses Paid for	216,856	2,000	260,864	44,008
Centurion Surveyors Private Limited	Affiliate Company	Expenses Paid for Settlements	-	-	4,809	4,809
Albereich International (S) Pte Limited	Affiliate Company	Expenses Paid for Settlements	-	(612,358)	75,397	75,397
Royal Yacht Club	Affiliate Company	Expenses Incurred	-	32,910	77,670	77,670
Olson Colombo Private Limited	Affiliate Company	Expenses Incurred	-	260,146	351,124	351,124
Super Supply Private Limited	Affiliate Company	Service Provided	33,359	(50,998)	300,211	266,852
		Sale	-	516,926	(516,926)	(516,926)
Red Eye Private Limited	Affiliate Company	Settlements	(35,550)	4,050	(139,600)	(104,050)
Maldives Tours Private Limited	Affiliate Company	Service Provided	-	-	91,784	91,784
Cenex Singapore Private Limited	Affiliate Company	Service Provided	51,606	105,153	156,759	105,153
NINE or NINE (HKG) Private Limited	Affiliate Company	Service Provided	-	271,468	271,468	271,468
Triton Consultant Private Limited	Affiliate Company	Service Provided	3,714	10,000	(6,286)	(10,000)
Aludra MV Private Limited	Affiliate Company	Expenses Paid for Settlement	-	-	12,088	12,088
Essen Food Service Private Limited	Affiliate Company	Expenses Paid for Settlement	-	-	3,730	3,730
Gulfaam Estate Private Limited	Affiliate Company	Expenses Paid for Settlement	-	2,000	7,000	7,000
Transactions with Related Companies - Company						
Name of the Related Party	Relationship	Nature of the Transaction	Amount 2022 MVR	Amount 2021 MVR	Balance due from/(to) as at 31-Dec-22 MVR	Balance due from/(to) as at 31-Dec-21 MVR
Centurion Transport Solutions Private Limited	Subsidiary Company	Expenses Incurred	(492,677)	(270,391)	(2,747,038)	(9,021,563)
		Settlement	6,767,202	222		
Rohoffe Private Limited	Subsidiary Company	Expenses Incurred	(15,065)	(45,115)	(265,476)	(254,605)
		Settlement	4,194			

CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31st DECEMBER 2022

26 RELATED PARTY DISCLOSURES (CONTINUED)

26.1 Transactions with Related Companies - Company (Continued)

Name of the Related Party	Relationship	Nature of the Transaction	Amount	Amount	Balance due from/(to) as at 31-Dec-22 MVR	Balance due from/(to) as at 31-Dec-21 MVR
			2022 MVR	2021 MVR		
MWT Logistics International Private Limited	Subsidiary Company	Expenses Incurred Settlement	- 1,850	(75,693) -	(176,547)	(178,397)
Equatorial Lines Private Limited	Subsidiary Company	Expenses Incurred	(3,084)	-	(66,651)	(63,567)
Albereich International Private Limited	Subsidiary Company	Expenses Incurred	-	(34,284)	(139,947)	(139,947)
Centurion Air Private Limited	Subsidiary Company	Expenses Incurred Settlement	(9,252)	-	(103,700)	(94,448)
Spectra Private Limited	Subsidiary Company	Expenses Incurred Settlement	-	-	(8,481)	(8,481)
S-EMS Private Limited	Subsidiary Company	Expenses Incurred Settlement	-	-	-	16,053
Albereich International (S) Pte. Limited	Subsidiary Company	Expenses Incurred Settlement	-	16,345	22,530	22,530
Royal Yacht Club	Subsidiary Company	Expenses Incurred	-	-	44,760	44,760
Olson Colombo Private Limited	Subsidiary Company	Expenses Incurred	-	-	90,978	90,978

26.2 Transactions with Key Management Personnel - Group

Name of the Director	Relationship	Nature of the Transaction	Amount	Amount	Balance due from/(to) as at 31-Dec-22 MVR	Balance due from/(to) as at 31-Dec-21 MVR
			2022 MVR	2021 MVR		
Mr. Ahmed Maumoon	Director	Expenses Paid for Settlements Loan due	- (1,372,762) -	- (1,491,878) 16,500,000	15,644,371	17,017,133
Mr. Aimon Jameel	Director	Expenses Paid for Settlements	(5,329,959) -	817,623 -	(436,577)	4,893,382
Mr. Hussain Nizar	Director	Settlements	487,415	(35,663)	487,415	-
Mr. Abdulla Nafiz	Director	Salaries Settlements	(60,000) 45,000	(60,000) 35,000	(140,000)	(125,000)
Mr. Juweyryya Saeed	Director	Salaries Settlements	-	-	(30,000)	(30,000)
Mr. Abdulla Hassan	Director	Salaries Settlements	-	-	(113,000)	(113,000)
Mr. Naheez Ahmed Saeed	Director	Salaries Settlements	-	-	(113,000)	(113,000)
Dr. Ahmed Ranesh	Director	Salaries Settlements	(60,000) 5,000	(60,000) 35,000	(205,000)	(150,000)
Me. Hussain Nazar	Director	Salaries Settlements	- 172,265	(191,454)	(250,489)	(422,754)

CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31ST DECEMBER 2022

26 RELATED PARTY DISCLOSURES (CONTINUED)

26.2 Transactions with Key Management Personnel - Group (Continued)

Mr. Abdulla Maumoon	Director	Settlements	9,824	(31,017)	(21,193)	(31,017)
Ms. Hawwa Shafeea Riza	Director	Salaries	(60,000)	(60,000)	(140,000)	(85,000)
		Settlements	5,000	35,000		
Mr. Abdulla Nafiz	Director	Salaries	-	(60,000)	(32,000)	(32,000)
		Settlements	-	35,000		
Mr. Abdulla Hassan	Director	Settlements	-	35,663	(2,860)	(2,860)
Mr. Juweyriya Saeed	Director	Settlements	(21,990)	-	(30,000)	(8,010)

As explained in Note No 21 Mr. Ahmed Maumoon and Mr. Aimon Jameel has granted a loan to Centurion Transport Solutions Private Limited.

26.2 Transactions with Key Management Personnel - Company

Name of the Director	Relationship	Nature of the Transaction	Amount 2022 MVR	Amount 2021 MVR	Balance due from/(to) as at 31-Dec-22 MVR	Balance due from/(to) as at 31-Dec-21 MVR
Mr. Aimon Jameel	Director	Settlements	-	-	(68,750)	(68,750)
Mr. Abdulla Nafiz	Director	Salaries	(60,000)	(60,000)	(140,000)	(125,000)
		Settlements	45,000	35,000		
Mr. Abdulla Hassan	Director	Settlements	-	-	(113,000)	(113,000)
Mr. Juweyriya Saeed	Director	Settlements	-	-	(30,000)	(30,000)
Mr. Naheez Ahmed Saeed	Director	Settlements	-	-	(113,000)	(113,000)
Dr. Ahmed Ranesh	Director	Salaries	(60,000)	(60,000)	(205,000)	(150,000)
		Settlements	5,000	35,000		
Ms. Hawwa Shafeea Riza	Director	Salaries	(60,000)	(60,000)	(140,000)	(85,000)
		Settlements	5,000	35,000		
Mr. Ismail Hameed	Director	Salaries	-	(60,000)	(32,000)	(32,000)
		Settlements	-	35,000		
Mr. Hussain Nizar	Director	Salaries	(10,000)	(35,000)	(10,000)	(10,000)
		Settlements	10,000	25,000		

26.3 Emoluments to Key Management Personnel - Group

The Board of Directors of the Group are the members of the key management personnel. The Group has paid an amount of MVR 1,369,252/- as remuneration to the key management personnel during the year ended 31st December 2022 (2021: MVR 1,715,336/-).

26.4 Emoluments to Key Management Personnel - Company

The Board of Directors of the Group are the members of the key management personnel. The Company has paid an amount of MVR 215,000/- as remuneration to the key management personnel during the year ended 31st December 2022 (2021: MVR 275,000/-).

CENTURION PUBLIC LIMITED COMPANY
(INCORPORATED IN THE REPUBLIC OF MALDIVES)
NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31st DECEMBER 2022

27 CONTINGENT LIABILITIES

There were no contingent liabilities which require disclosure in the financial statements as at the reporting date.

28 COMPARATIVE FIGURES

Comparative information of the financial statements have been reclassified wherever appropriate to confirm with current period's classifications.

29 EVENTS AFTER THE REPORTING DATE

No circumstances have arisen since the reporting date which require adjustments to / or disclosure in the financial statements.

30 DIRECTORS' RESPONSIBILITIES

The Board of Directors of the Group is responsible for preparation and presentation of these financial statements.

31 BUSINESS COMBINATIONS

31.1 Acquisition of Margosa Group Private Limited

Centurion Transport Private Limited has incorporated Margosa Group Private Limited on 10th May 2022 with the majority of 51% of shares and voting interest.

	<u>MVR</u>
Contribution to the share capital	1,487,800
Non Controlling Interest (49%)	729,022

31.2 Acquisition of Spectra Private Limited

On 1st January 2021, the Group has acquired 70% of shares and voting interest in Spectra Private Limited for a purchase consideration of MVR. 3,294,779/-. The Group has determined that together the acquired inputs and processes significantly contribute to the ability to create revenue. The Group has concluded that the acquired set is a business.

A. Identifiable Assets Acquired and Liabilities assumed

The acquisition had the following effects on the Group assets and liabilities:

	<u>MVR</u>
Total Assets	26,902,522
Total Liabilities	(21,326,971)
Net Asset	5,575,551
Non Controlling Interest	(1,672,665)
Net Asset Acquired	3,902,886
Consideration to be transferred (Note 15.1)	3,294,779
Gain on Bargain Purchase	<u>608,107</u>

32 DISPOSAL OF SUBSIDIARY

On 07th June 2022, Centurion Air Private Limited has disposed its 100% interest and voting rights in Multi Aero Private Limited at a zero consideration.

The carrying value of net identifiable assets disposed amounting to MVR 249,219 as at 07th June 2022, resulting in a loss on disposal of MVR 211,836 and decreasing in Non Controlling interest of MVR 37,383.

Corporate Information

Name of the Company

Centurion Public Limited Company

Company Registration Number

C-0750/2016

Legal Form

A public listed company with limited liability, incorporated in the Republic of Maldives under the Company's Act 10/1996 on 4 August 2016.

Ordinary shares of the company are listed in Maldives Stock Exchange as of 30 March 2017.

Company Secretary

Mr. Muruthala Musthafa
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Contact Information

Registered address of the company

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Website: www.centurion.mv

Auditors

KPMG Maldives (Chartered Accountants)
H. Mialani, Sosun Magu,
Male', Republic of Maldives

Valuation consultants

Ernst & Young (Chartered Accountants)
#2A - 2B, G. Shafag, Rahdhebai Magu,
Male', Maldives

Bankers

- Bank of Maldives Plc, Male'
- The Mauritius Commercial Bank, Male'
- State Bank of India, Male'
- Habib Bank Limited, Male'
- Bank of Ceylon, Male'
- Commercial Bank of Maldives, Male'
- Maldives Islamic Bank

Investor relations

Further queries regarding the Investor relations should be addressed to the corporate secretary, Centurion PLC at corporate.affairs@centurion.mv

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