



*HM Sultan Qaboos Bin Said, Sultan of Oman*





## **Oman Fisheries Co. s.A.O.G**



**Twentysixth Annual Report  
2014 - 2015**



# Oman Fisheries Co. S.A.O.G

## INDEX

	Page
Board Members	i
Chairman's Report	ii-iii
Report of the Shareholders of Factual Findings	iv
Report on Corporate Governance	v-xi
Management Discussion and Analysis Report	xii-xvii
Report of the auditors	1-2
Consolidated statement of financial position	3
Consolidated statement of profit or loss and other comprehensive income	4
Consolidated statement of changes in equity	5
Consolidated statement of cash flows	6
Notes to the consolidated financial statements	7-32





# Oman Fisheries Co. s.A.O.G

## BOARD MEMBERS



**Sheikh Mohammed bin Hamad bin Ali Al Masrouri**  
Chairman



**Saleh bin Nasser bin Juma Al Araithi**  
Deputy Chairman



**Abdul Ameer bin Said bin Mohammed**  
Director



**Qais bin Mahmood bin Abdalla Al Khonji**  
Director



**Musalam Amer Al Ammri**  
Director



**Sheikh Salah bin Hilal bin Naser Al Mawali**  
Director



**Dr. Khalid Mansoor Sabil Al Zadjali**  
Director



**Mal Allah Ali Yousuf Al Zadjali**  
Director



## CHAIRMAN REPORT

Dear Shareholders,

On behalf of the Board of Directors, I present the Company's audited consolidated results for the Financial year ended 31st March 2015.

### Turnover and summary of results:

The audited results of the Financial year ended 31<sup>st</sup> March 2015 represent the consolidation of Oman Fisheries co. SAOG, Oman Fisheries Co. FZE and Al Ameen Stores and Refrigeration LLC.

Your company has achieved the consolidated turnover of RO 23.89 Million in 2014-15 compared to the previous year turnover of RO 19.00 Million (26% increase for the same period). However there had been following hindrances;

- 1- Due to the decision from Ministry of Agriculture and Fisheries to ban some species for export, the stock increased for frozen species at the end of the period, without having any chance to sell in the local market. The Co. is however trying its level best to market these species in the local market.
- 2- The increase in operation expenses related to depreciation and staff costs and increase in the capacity by operating two new plants in Salalah and Shouqra and incremental Salary cost consequent to increment in SIS contribution.
- 3- The Co. is restricting purchase of cuttlefish in large quantities to ensure strict compliance to quality norms maintained with our customers.

As a result of the abovementioned challenges, the Co. incurred loss of RO 1.753,714 Million as compared to the loss of RO 711,021 K of previous year.

### Human Resources Development and Omanisation:

The company is committed to train and employ more Omani nationals in all departments. Young Omanis are being recruited in jobs compatible to their experience and know-how within the company's recruitment policy and nature of jobs in fisheries. One of the prime objectives of the new projects being initiated by the company is to provide employment opportunities indirectly for a number of Omani nationals in the fisheries sector.

### Contribution to Food Security

As a part of supporting to Government's initiative of food security and making available fish across the Sultanate of Oman, we had taken number of steps. In order to keep the fish prices under control during off season and Ramadan, we have reserved stock of 2,000 Mt. for the local consumption. We had made strategic plan to cover all the regions of the Sultanate.

### Future outlook

The fish season is full swing. The stock built-up started in September 14, will improvise the sales and profitability of the company in the coming periods.

Company has planned to go ahead with pilot project on seaweeds farming on Government allocated area in sea. The company has initiated viability studies with government for identification of appropriate land. We are in process of technical, financial feasibility studies.

The Board of Directors is currently reviewing three years strategy for the company's future

Plan to come out of the current losses.

The Board of Directors made decision to appoint a specialist company to analyze the present situation of the company and also to scrutinize the previous approved five year plan with current situation. The company to analyse and evaluate the current 3 year strategic plan to provide us the areas for improvement in next 5 years.

### **Corporate Social Responsibility**

On the Social front, the company had sponsored and supported many social events, local communities on their various initiatives. Your Company has been supporting to fishermen as interest free loan towards procurements of boats, engines and fishing equipments etc. This is being adjusted against the fish supplied by them. The company has supplied ice and bait to our fishermen.

### **Internal control systems:**

The system of internal control of the Company is in line with the size of its operations, business activities and in conformity with the requirement of the Capital Market Authority. The Company had established in-house internal audit department who is directly reporting to the Board of Directors in addition to this Company had appointed PWC as internal auditor. The Internal Audit Committee formed by the Board of Directors reviews effectiveness of internal controls and interacts on regular basis with internal auditor to review their reports. Government of Sultanate of Oman is holding 24% stake in Company. Company is committed to follow laws and regulations set up through its Articles of Association and Capital Market Authority.

### **Acknowledgement**

On behalf of the Board of Directors and Management of the Company, I wish to acknowledge and expressed my sincere gratitude to His Majesty Sultan Qaboos Bin Said and his Government for establishing good working environment in the fisheries sector and for taking good steps for food security in the Country. Further, on behalf of all of us I am sincerely thankful to the Ministry of Agricultural and Fisheries and all Government agencies for their continuous support to Oman Fisheries Co. SAOG.

Further, we are extending our thanks to, suppliers, banks, customers the employees of the Company for their continuous efforts and we are wishing them all the success for the coming financial year.



**Mohammed Bin Hamad Al Masrouri**  
**Chairman**

**Abdul Amir Bin Said Bin Mohammed**  
**Chairman-Internal Audit Committee**

## TO THE SHAREHOLDERS OF OMAN FISHERIES COMPANY SAOG

We have performed the procedures prescribed in Capital Market Authority (CMA) Circular No. 16/2003 dated 29 December 2003 with respect to the accompanying corporate governance report of **Oman Fisheries Company SAOG** and its application of corporate governance practices in accordance with CMA Code of Corporate Governance issued under circular No. 11/2002 dated 3 June 2002 as supplemented by the Rules and Guidelines on Disclosure by Issuers of Securities and Insider Trading approved by Administrative Decisions no. 5/2007 dated 27 June 2007 and the Executive Regulation of the Capital Market Law issued under the Decision No. 1/2009 dated 18 March 2009 (collectively the Code and additional regulations and disclosures). Our engagement was undertaken in accordance with the International Standards on Related Services applicable to agreed-upon procedures engagements. The procedures were performed solely to assist you in evaluating the Company's compliance with the code as issued by the CMA.


We report our findings as below:


We found that the Company's corporate governance report fairly reflects the Company's application of the provisions of the Code and is free from any material misrepresentation.

Because the above procedures do not constitute either an audit or a review made in accordance with International Standards on Auditing or International Standards on Review Engagements, we do not express any assurance on the corporate governance report.

Had we performed additional procedures or had we performed an audit or review of the corporate governance report in accordance with International Standards on Auditing or International Standards on Review Engagements, other matters might have come to our attention that would have been reported to you.

Our report is solely for the purpose set forth in the first paragraph of this report and for your information and is not to be used for any other purpose. This report relates only to the accompanying corporate governance report of **Oman Fisheries Company SAOG** to be included in its annual report for the year ended 31 March 2015 and does not extend to any financial statements of **Oman Fisheries Company SAOG**, taken as a whole.

  
**Deloitte & Touche (M.E.) & Co. LLC**  
**Muscat, Sultanate of Oman**  
**20 May 2015**





# REPORT ON CORPORATE GOVERNANCE



The Company has implemented the Code of Corporate Governance during the financial year issued by the Capital Market Authorities.

## 1. Company Philosophy on Code of Corporate Governance

The Company has always believed in fair business and corporate practices while dealing with Shareholders, employees, Customers, Creditors and Others. The Company is prompt in discharging its statutory obligations and duties. The Company is maintaining policies, procedures and systems for the purposes to ensure the fair and timely release of information about the Company.

The Board of Directors ("the Board") has had adequate representation of the qualified, Non-executive and Independent Directors. The Board has constituted various Committees of directors from time to time for the matters which require special attention. The Board has adequately empowered the Executive Management on all day-to-day matters, subject to the overall authority vested in the Board. The Directors attending the Board and Committee meetings and actively participate in their proceedings. The Company lays strong emphasis on audit and internal controls, having regard to the nature of the company's business and has introduced suitable checks and balances to ensure sound integrity of the operations. The Company also lays a very high emphasis on total compliance with the various laws and regulations of the Country.

## 2. Board of Directors

As per the Article 19 of Articles of Association of the Company the strength of the Board is eight Directors, and all of them are Non executive and Independent among them 6 Directors are elected by shareholders during the AGM and 2 directors are appointed by resolution from the Cabinet.

The primary functions of the Company's Board of directors in general include amongst others the following:

- To approve business and financial policies to meet the objectives of the Company and enhance shareholders value.
- Review and approve the Company's annual budget / plans and monitoring corporate performance against the budget.
- Approve and implement the disclosure policy in compliance with regulatory requirements.
- Ensure compliance with regulatory requirements, policies, procedures and laws.
- Nominating members of subcommittees and defining their roles, responsibilities and authorities.
- Evaluate and appoint senior management executives.
- Review effectiveness of systems and procedure of internal controls.
- Constantly monitor and oversee the Corporation's financial position, adherence to reporting standards and policy of public disclosure of material information.

To facilitate proper governance, the Company's management places before the Board, at least, the minimum information as required by Article 4 of the Code of Corporate Governance.

The current Board of directors as on 31<sup>st</sup> March 2015 consists of 8 members, six of them were elected on 19<sup>th</sup> June 2012 and other two were appointed by the Cabinet. The details of them is as follows:



## Composition of Board of Directors

Name of the Director	Designate	Category, basis & Capacity of Membership	Number of other Boards of SAOG Companies in which Director
Mohammed bin Hamad bin Ali al Masrouri	Chairman	Non – Executive, Independent & In Personal Capacity	-
Mr. Saleh bin Nasser bin Juma al Araimi	Deputy Chairman	Non – Executive, Independent & In Personal Capacity	1
Sheikh Salah bin Hilal bin Naser al Mawali	Director	Non – Executive, Independent & In Personal Capacity	3
Mr. Abdul Ameer bin Said bin Mohammed	Director	Non – Executive, Independent & In Personal Capacity	-
Mr. Mal Allah Ali Yousuf Al Zadjali	Director	Non – Executive, Independent & Nominee of Ministry of Finance.	1
Dr. Khalid Mansoor Sabil Al Zadjali	Director	Non – Executive, Independent & In Personal Capacity	-
Mr. Qais bin Mahmood bin Abdalla al Khonji	Director	Non – Executive, Independent & In Personal Capacity	1
Mr. MusalamAmer Al – Ammri	Director	Non – Executive, Independent & In Personal Capacity	-

## Number of Meetings held and Dates of the meeting:

Meeting Description	Name of Directors / Members	Designation	Date of holding Meeting
Board of Directors Meeting	All Directors		<ul style="list-style-type: none"> <li>● 04/05/2014</li> <li>● 26/05/2014</li> <li>● 26/05/2014</li> <li>● 24/06/2014</li> <li>● 11/08/2014</li> <li>● 05/11/2014</li> <li>● 12/01/2015</li> <li>● 03/02/2015</li> <li>● 15/03/2015</li> </ul>
Executive Committee Meeting	Mr. Saleh bin Nasser bin Juma al Araimi Dr. Khalid Mansoor Sabil Al Zadjali Mr. Saleh bin Nasser bin Juma al Araimi Mr. Mal Allah Ali Yousuf Al Zadjali	– Chairman	<ul style="list-style-type: none"> <li>● 15/09/2014</li> <li>● 09/11/2014</li> <li>● 16/11/2014</li> <li>● 08/01/2015</li> <li>● 08/03/2015</li> </ul>
Internal Audit Committee Meeting	Mr. Abdul Amir bin Said Mohammed Sheikh Salah Bin Hilal Bin Naser Al Mawali Mr. Qais bin Mahmood bin Abdalla al Khonji	– Chairman	<ul style="list-style-type: none"> <li>● 04/05/2014</li> <li>● 26/05/2014</li> <li>● 11/08/2014</li> <li>● 04/11/2014</li> <li>● 02/02/2015</li> </ul>

## REPORT ON CORPORATE GOVERNANCE



Name of Director	Attendance of Meeting for the year ended 31-03-2015				
	Annual General Meeting	Board Meeting	Executive Committee Meeting	Internal Audit Committee Meeting	Total Sitting Fees paid (RO)
Mohammed bin Hamad al Masrouri	Yes	9	-	-	4,000
Mr. Saleh bin Nasser bin Juma al Araimi	Yes	6	5	-	3,900
Sheikh Salah bin Hilal bin Naser al Mawali	Yes	9	1	5	4,800
Mr. Abdul Ameer bin Said bin Mohammed	Yes	5	-	3	2,900
Mr. Mal Allah Ali Yousuf Al Zadjali	Yes	5	5	-	3,250
Dr. Khalid Mansoor Sabil Al Zadjali	Yes	7	5	-	3,650
Mr. Qais bin Mahmood bin Abdalla al Khonji	Yes	8	-	4	3,800
Mr. Musalam Amer Al – Ammri	Yes	9	5	-	4,450
Mr. Hani Dawood Al Bahrani	No	1	-	1	650
Total		-	-	-	31,400

### 3. Process of Nomination of Directors:

The Company's Board of Directors comes up for election once in three years. Accordingly, the present Board Election was to be held during the year's AGM.

Persons wishing to get nominated for the position of Director must hold minimum qualifying shares, as stipulated under Article 19 of the Company's Articles and Memorandum of Association, in addition to meeting other requirements as stipulated under the Commercial Companies Law. Currently the minimum numbers of shares for qualification is 30,000.

The Shareholder who wishes to be nominated, subject to the above qualification, shall collect the nomination forms either from the Company's office or the Capital Market Authority and complete the same and deposit it with the Company at least two (2) days before the date of the Annual General Meeting. The candidate shall ensure that all information required in the form is provided in an accurate and clear manner.

At the Annual General Meeting, all nominations that have been accepted by CMA shall qualify for the election to the Board, as per procedures laid down under the law.

### 4. Audit Committee

The Board of Directors has formed an Audit Committee, comprising of three independent directors. The committee was reconstituted on. The summary of responsibilities is as under:

Examination of the adequacy and effectiveness of the internal control systems, policies and Procedures established by the management and ensure that recommendation made by the auditors in this regard are implemented.

- Oversee the activities of the statutory and internal auditors, including their appointment, scope of work, performance, review of their findings and recommendation and management action thereon.
- Ensure compliance with Laws and Regulations of the Sultanate.



- Report to the Board regarding committee activities and recommendations and keep the Board aware of matters affecting the business affairs and financial condition of the Company.
- Authorize the implementation of the Board's strategy.
- Oversee the implementation of the Board's strategy.
- Considering the name of the auditor in the context of their independence, fees and terms of engagement and recommending their name to the board for putting before the AGM for appointment.
- Review the audit plan and results of the audit and whether auditors have full access to all relevant documents.
- Checking the financial fraud particularly fictitious and fraudulent portion of the financial statements.
- Review the quarterly and yearly financial statements before issues, review of qualifications in the draft financial statements and discussion of accounting principles. In particular, change in accounting policies, principles and accounting estimates in comparison to previous year, any adoption of new accounting policy, any departure from International Accounting Standards (IAS) and non-compliance with disclosure requirements prescribed by the CMA.
- Serving as a channel of communication between external auditors and the board and also internal auditors and the board.
- Reviewing risk management policies and looking into the reasons of defaults in payment obligations of the company.
- Reviewing the specific transactions with related parties for making suitable recommendations to the board and setting rules for entering the small values transactions with related parties without obtaining the prior approval of audit committee and the board.

### 5. Executive Committee

The Board Executive Committee, which comprises of 4 directors, is chaired by the Dy. Chairman to the Board of Directors and meets as and when required. The objective of the Executive Committee is to discharge responsibilities on behalf of the board in deciding on specific and any other matters. The Executive Committee also reviews and recommends to the Board of Directors the annual budget of the Company.

### 6. Remuneration Matters

- Sitting Fees of RO 31,400 was paid to the directors during the year. During this year Board of directors had proposed remuneration of RO 18,600 (P.Y. 25,650).
- The top six senior executives of the Company have received a total amount of R.O. 131,896/- The above includes salary, benefits, bonuses, gratuity, etc.
- There are no incentives payable to the above based on performance criteria.
- Consolidated audit fees payable for the financial year 2014-15 is RO. 11,525/-

### 7. Details of Non-Compliance by the Company.

There were no penalties or strictures imposed on the Company by MSM/CMA or any statutory authority for the last 3 years. There are no areas in which company is not compliant with the code of Corporate Governance.

## REPORT ON CORPORATE GOVERNANCE



### 8. Means of Communication with the Shareholders

- Quarterly results are published in Arabic and English local newspaper and the Shareholders are notified that the detailed accounts will be sent to any Shareholder who requests the same.
- Annual Reports containing the audited financial statements together with the Chairman's Report, Related Party Transactions and invitation to attend the AGM are sent by registered Post to all shareholders.
- Management Discussion and Analysis Report is a part of this Annual report.
- The company has its own website and the information relating to the Company products and facilities are posted on the website for all interested parties. The company's website is [www.omanfisheries.com](http://www.omanfisheries.com)

### 9. Market Data

- The following table depicts the high, and low of company's share traded during the financial year ended 31st March 2015 with month end general index.

MONTH	HIGH	LOW	MSM Index
Apr-14	0.097	0.097	6,727
May-14	0.086	0.084	6,857
Jun-14	0.093	0.088	7,008
Jul-14	0.093	0.092	7,200
Aug-14	0.090	0.090	7,367
Sep-14	0.086	0.085	7,484
Oct-14	0.075	0.073	6,975
Nov-14	0.070	0.065	6,506
Dec-14	0.071	0.065	6,343
Jan-15	0.069	0.069	6,558
Feb-15	0.070	0.070	6,559
Mar-15	0.059	0.057	6,238

- Distribution of Shareholding No Change

The share capital comprises of 125,000,000 fully paid ordinary shares of R.O. 0.100 each.

#### Major shareholders as of 31/03/2015

Shareholders	Number	No. Of Shares held	Shareholding %
Government of Sultanate of Oman	1	30,000,000	24.00 %
Others – Public	15,686	95,000,000	76.00%

### 10. Review of Internal Control Systems and their adequacy

The company has been constantly monitoring and upgrading its internal control procedures and systems. The company has appointed an in house internal audit team as well as an external firm of auditors for the review of internal controls. Further, the Audit Committee is involved in the review process and has reviewed the internal controls and procedures adopted by the company and found them to be effective.



11. Internal Audit Department

Company having in-house Internal Audit Department headed by CA. Shazad Chandio who is a Chartered Accountant from the Institute of Chartered Accountants of Pakistan. His Previous Experience includes 3 years of working with an audit firm and 2 years of working as a auditor in a Bank in Pakistan.

Further, Company had appointed PwC audit firm to assist her for carrying out Internal Audit function. PwC is a global network of firms operating in 158 countries with 169,000 people committed to providing quality in assurance, tax and advisory services.

PwC is the fastest growing professional services firm in the Middle East region and has offices in Bahrain, Egypt, Iraq, Jordan, Kuwait, Lebanon, Libya, Oman, the Palestinian territories, Qatar, Saudi Arabia and the United Arab Emirates, employing around 2,500 people.

PwC has been established in Oman for over 40 years and the Firm comprises four partners, including one Omani national, and over 140 professionals and support staff. Expert assurance, tax and advisory professionals are able to combine specialist internationally acquired consulting and technical skills with relevant local experience.

You can find more information about PwC at: [www.pwc.com/middle-east](http://www.pwc.com/middle-east).

12. External or Statutory Auditors and their Professional Profile

Deloitte

Deloitte refers to one or more of Deloitte Touche Tohmatsu Limited, a UK private company limited by guarantee, and its network of member firms, each of which is a legally separate and independent entity. Please see [www.deloitte.com/about](http://www.deloitte.com/about) for a detailed description of the legal structure of Deloitte Touche Tohmatsu Limited and its member firms.

Deloitte provides audit, tax, consulting, and financial advisory services to public and private clients spanning multiple industries. With a globally connected network of member firms in more than 150 countries, Deloitte brings world-class capabilities and high-quality service to clients, delivering the insights they need to address their most complex business challenges. Deloitte has in the region of 200,000 professionals, all committed to becoming the standard of excellence.

Deloitte’s professionals are unified by a collaborative culture that fosters integrity, outstanding value to markets and clients, commitment to each other, and strength from cultural diversity. They enjoy an environment of continuous learning, challenging experiences, and enriching career opportunities. Deloitte’s professionals are dedicated to strengthening corporate responsibility, building public trust, and making a positive impact in their communities.

About Deloitte &Touche (M.E.):

Deloitte &Touche (M.E.) is a member firm of Deloitte Touche Tohmatsu Limited (DTTL) and is the first Arab professional services firm established in the Middle East region with uninterrupted presence for over 87 years. Deloitte is among the region’s leading professional services firms, providing audit, tax, consulting, and financial advisory services through 26 offices in 15 countries with over 2,500 partners, directors and staff. Deloitte has been annually classified as a Tier 1 Tax advisor in the GCC region since 2010 by the International Tax Review World Tax Rankings.



## REPORT ON CORPORATE GOVERNANCE



### 13. Legal consultant

M/s Suliman Al Busaidi is a noted local legal consultant who employs qualified professional lawyers and was appointed as our retainer legal consultants for pursuing the company's legal matters.

### 14. Acknowledgment

The Board of Directors acknowledges confirmation of:

- Its responsibility for the preparation of the financial statements in accordance with the applicable standards and rules.
- Review of the efficiency and adequacy of internal control systems of the Company and that it compliance with internal rules and regulations
- There are no material matters effects the continuation of the Company and its ability to continue its operation during the next financial year.

For OMAN FISHERIES CO SAOG

AUTHORISED SIGNATORY

For OMAN FISHERIES CO SAOG

AUTHORISED SIGNATORY

شركة الأسماك العمانية

# MANAGEMENT DISCUSSION AND ANALYSIS REPORT

For the year ended 31st March 2015



## Introduction

The Management of the Oman Fisheries Co. SAOG (OFC) is pleased to present Discussion and Analysis report for the Financial Year 2014-15. Readers are encouraged to consider the information presented here in conjunction with information contained in the financial statements that follow this section.

Oman Fisheries Co. SAOG was formed by royal Decree no. 87/79 issued by His Majesty Sultan Qaboos bin Said by which Oman National Fisheries was merged with Oman Fisheries Co. Oman Fisheries Co. SAOG started its operation from 2nd April 1989. The paid up capital of the Oman Fisheries Co. SAOG is RO 12,500,000 consisting of 125,000,000 shares of RO 0.100 each. Company has family of more than 15,000 shareholders and Government of Oman is holding 24% stake.

## Business Plan, Vision and Mission of the Company:

The company is in the process of implementing the approved 5 Year Business Growth Plan (2010-11 to 2014-15). Various communications methods were used by the Executive Management to communicate Vision, Mission and Goals and Objectives of Business Plan cascading down to all the levels of the employees in the organization. While in the first year the emphasis was on 'Procurement'; in the subsequent year importance for 'Quality' was taken up as initiative and is befitting for this year considering the turn of events. We have started establishing and implementing Performance Management Framework towards effective monitoring process.

## Internal Control System and their adequacy

OFC realise the importance of having in place an adequate system of internal control and the company has appointed a full time Chartered Accountant for conducting Internal Audit. In addition to this a reputed firm of Chartered Accountants has been appointed who is coordinating with the internal auditor of the company to conduct internal audit services and provide independent reports on internal control systems followed for managing the operations. Internal Auditor has no major observations with relation to internal control system, misconduct or non compliance on the part of the company.

## Business Highlights and Overview of Financial Performance:

After three successful years of incremental operating profit, this is consecutively third time company is facing challenge in terms of ending up in an operational loss in year 2014 – 2015. During the financial year, OFC had achieved record sales in quantity, but the tight competition in the export market forced us to focus on some low value species under contract basis. The tight competition in the export market being an obstacle to increasing the sales price as against an increase in total procurement cost and increased operational expenses is one of the major reasons for ending in an operating loss of RO 1.8 million this year. OFC has launched three years strategic plan( 2015-16 to 2017-18) aiming to focus on its core strengths i.e. Marketing, and quality while de regulating other activities in order to reduce cost and improve the bottomline. The importance of quality in the processes and of the products has been emphasized as one of the primary goals under the business plan efforts which should be bearing fruit in the years ahead. In order to continue achieve target Operating Profit in the subsequent years we continue to concentrate on better product mix and high margin species through the implementation of the new strategic plan for the next three years, focused on quality and marketing. Through the new strategic plan OFC is intending to lease out the operations of the processing plants to get rid of the operational expenses and thereby focusing on the marketing to its core.

# MANAGEMENT DISCUSSION AND ANALYSIS REPORT

For the year ended 31st March 2015

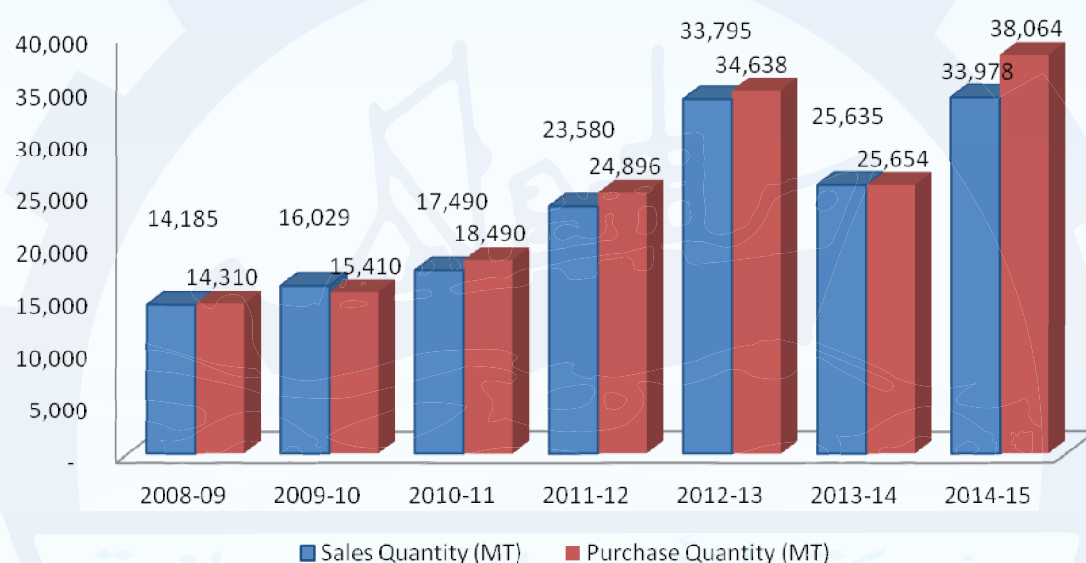


The operational performance in financial and quantitative terms is shown in the following table and graph respectively:

Particulars	2009 - 2010	2010 - 2011	2011 - 2012	2012 - 2013	2013-14	2014-15
Total Revenue	11,938	17,883	26,532	26,273	19,108	23,559
Operating Profit / (Loss)	442	520	895	(361)	(1,003)	(2,162)
Net Other Income	1,144	449	259	312	201	85
Profit before Taxation	1,587	969	1,154	(49)	(802)	(2,077)
Taxation	(107)	(109)	(126)	34	-	-
Profit after Taxation	1,480	860	1,028	(15)	(818)	(2,077)
Sales Quantity (Mt.)	16,029	17,490	23,580	33,795	25,635	33,922
Purchase Quantity (Mt.)	15,410	18,490	24,896	36,029	25,654	38,064

## A. Procurement and Sales Growth

(Quantity in tons)



## Company's Activities, Sources of Incomes and Future Plans:

The Management adopted proactive and aggressive directions of change, diversification, expansion and innovation for enhancing Company's activities and source of income with the aim of achieving maximum benefits. As part of this your company had set up new subsidiary company namely Al Ameen Stores and Refrigeration LLC in 2012-13. This Company is involved in 3rd Party Logistic (3PL) service, trading of edible commodities and storage services. Its Warehouse capacity of 8,000 metric tons of storing frozen and chilled food products like fish, fish products, chicken, meat, vegetables and fruits. It has achieved an operating profit of RO 650,931 in its third year of operations, mainly owing to its business from the parent company and going ahead is confident of increasing its business outside through other auxiliary services like transportation, etc. In October 2014 Al Ameen has bagged the tender of MOD to supply 1500 MT of frozen sheep meat from New Zealand. The processing plants which were under construction in Salalah and Sougrah started operations in June 2015 and October 2015 respectively. Thus your Company is continuing in its expansion horizontally and vertically.

# MANAGEMENT DISCUSSION AND ANALYSIS REPORT

For the year ended 31st March 2015



The core activities of the company are grouped into:

- I. Fishing
- II. Fish Procurement from Local fishermen
- III. Value Added Products
- IV. Sale of Fish and Fish Products
- V. Storage and Logistics.

The brief outline of current operations of above activities and the new initiatives taken by the Executive Management in order to translate the approach of change, diversification and innovations is given below:

## 1. Fishing:

As per the concession agreement signed with the Government, the Company has been allotted fishing Quota of 20,000 Mt of bottom fishing and 30,000 Mt of large pelagic. However the company during the past periods could not exploit such quotas in the optimal use for one or another reason. With effect from June 2011, trawling has been banned in Oman.

To overcome from the above, the company had earlier submitted its five-year plan to Ministry of Fisheries to own and operate a fleet of fishing vessels and coastal fisheries, which will enable, God willing, the exploitation of quota granted to the company to catch both demersal and pelagic fish. The Ministry has already approved first two phases of coastal fishing boats of 24 licenses. Your Company currently operates 13 boats in the Oman water. The coastal fishing will help us in securing raw material for our factory and make fish available for local consumption.

## II. Fish Procurement from Local fishermen:

The premiere slogan of our Business Growth Plan is “Procurement is the Name of Game” and we have used “Blue Ocean Strategy” as tool towards achieving this objective. The result of the successful implementation of the “Blue Ocean Strategy” is the continuous increase in purchases from local fishermen and the achievement of Procurement Strategy of 20% growth successfully for the past years, since the inception of the business plan. In 2014-15 the Company came back to the pace which we lost in the last year:

Procurement Performance: FY 2014-15					
	Qty in Mt	Value in RO.'000	Growth in quantity	Growth in Value	Against
Actual	38,064	18,022	48%	62%	Actual 2013-14
Budgeted	45,000	19,084	6%	-13%	Budgeted 2013-14
Business plan	40,795	29,039	50%	32%	Business plan 2013-14
Actual 2013-14	25,654	11,136			

## III. Manufacturing Breaded Products and Value Addition:

The sale of breaded products this financial year has decreased by 75% from RO 531,137 in 2013-14 to 133,863 in 2014-15. However, the company has got a positive response in the fairs it has participated and is looking forward to venture into other Value Added Products in the market. The company continued its participation in the International Sea Food fair such as Brussels and Boston which are considered to be the largest gathering of manufacturers and producers of fish and seafood in the world.

# MANAGEMENT DISCUSSION AND ANALYSIS REPORT

For the year ended 31st March 2015



## IV. Sales:

Procurement Performance: FY 2014-15					
	Qty in Mt	Value in RO.'000	Growth in quantity	Growth in Value	Against
<b>Actual</b>	33,922	23,135	33%	23%	Actual 2013-14
<b>Budgeted</b>	45,000	31,649	10%	-8%	Budgeted 2013-14
<b>Business plan</b>	34,000	43,390	25%	32%	Business plan 2013-14
<b>Actual 2013-14</b>	25,631	18,836			

Your company couldn't achieve the sales target set by according to the budget and business plan, but considering the history of Oman Fisheries CO. the sales achieved during the period is highest. The sales quantity showing a growth of 33% from 25,631 MT (2014), Sales value was not realized owing to international price competition and some quality concerns in particular segment of its products. However, the investments in new plants clearly indicates the capacity to achieve more volumes, and with quality being available in next year as part of the business plan this year, your company should positively return to its run of continuous growth.

## Local Sales:

The company is continuing its efforts to support to the Government's initiatives of food security achievement in Oman. Last year during the off-season we have stocked around 2000 tons of fish for local sales and our prices were controlled at reasonable levels during this period. Total sale for the last financial year is 3,837 MT.

As per the indication from the Government to facilitate availability of fish in Oman, OFC is in the process of setting up a strategic plan for the local market which is with the knowledge of the board. We are aiming to increase local sales multifold at a CAGR of more than 50% for the next two years.

## Increasing the Processed Fish Exports:

The species we export are by and large the ones not preferred by Omani consumers and therefore a considerable volume of these species were generally taken by the traders/truckers as a fresh fish without any value additions to the neighboring countries for sales. With our innovative initiatives; we were successful in attracting many of these traders supplying these species to us. OFC had processed and exported these fish and played a positive role in increasing the fisheries sector contribution to the national GDP. The major species exported are shown in the table below:

## Major 7 Species Exported by the Company during last financial year

Specie	Quantity	Net Value	Percentage to total Value
SL	16,705,674	3,924,198	21%
SHK	3,764,523	5,996,910	32%
SH	1,680,788	478,714	3%
W	1,572,171	2,128,688	11%
CRB	1,236,124	1,908,872	10%
ZSL	722,500	172,371	1%
CT	500,093	208,864	1%



# MANAGEMENT DISCUSSION AND ANALYSIS REPORT

For the year ended 31st March 2015



“Non-Selectivity” is another slogan practiced as part of the Business Growth Plan and the company continues to explore new markets in Asia, Europe and North African segments especially for species which are not in demand in the local market. Currently your company had expanded its activities in more than 40 Countries around the globe.

Data regarding region wise sales (RO ‘000’) are given in the following table along with chart:

REGION	Value (RO <000>)	in terms of %
Europe	1,366	9%
Far East	12,459	71%
GCC	4,936	2%
Middle East	447	5%
Others	3,927	13%
Total	23,135	100%

**Sale Value**

Region	Value (RO '000')	Percentage (%)
Europe	1,366	9%
Far East	12,459	71%
GCC	4,936	2%
Middle East	447	5%
Others	3,927	13%
Total	23,135	100%

## Branding of Products:

International Brand Image and Brand of choice in Oman is one of the Focal strategies of the company. In order to achieve this strategy, the company had initiated many corporate Brand image building activities. The product packaging had been redesigned for the products. From last year onwards Company had promoted its brand through selling of company’s products in new packaging, through advertisement in hypermarkets, in local news papers, bill boards etc. We believe there is a good scope for the company to be benefited and to be built on this.

## Learning & Development

Learning and development of staff is an important item in our Human Resource department’s agenda. As part Business Plan implementation priorities, we focused on improving the quality of the Individual development plans and imparting training to nurture skills, knowledge required to achieve objectives effectively and efficiently.

The Management had realigned its strategy to ensure continuity going forward. Management had taken various steps to meet the challenges of skill up-gradation, capability building programs, leadership development programs and reward system. Management had set Key Performance Indicators (KPIs) for each department and on achievement of KPIs employees of that department will be rewarded suitably.

The Management plans to achieve 60% Omanisation in the coming years. As part of this and to build a line of managers from the Omani talents, select individuals handling key areas of the company are undergoing a Leadership pipeline training project to develop their managerial skills. Also as part of CSR initiatives, the company has sponsored the basic training and thereafter assured recruitment based on merit of unemployed Omani talents spread across the regions.

All this is motivating staff and promoting young Omani talents towards handling key areas of the Company.

## Risks:

Procurement of the company is purely depend on wild catch which is by nature prone to the influence of various parameters like landing patterns, fish migration pattern, etc.

Due to the increased competition and more lucrative jobs offered by other sectors the company is facing difficulty in getting required number of Omani nationals for fishing and fish processing jobs.

## Future Plans:

In order to turn around Oman Fisheries Company has framed new three year strategic plan (2015-16 to 2017-18) with following four paramters:

# MANAGEMENT DISCUSSION AND ANALYSIS REPORT

For the year ended 31st March 2015



- Sustainable profitability
- Controlling costs
- Breakeven point identification
- Targeting business growth.

The Five Year Strategic Plan for the period 2010-2015 focused on higher processing and diversification. OFC strengthened procurement and diversified by investing in new projects. In the New strategic business plan, 2015/2018, Company plans to focus solely on Procurement, Marketing and quality control, while lease out processing.

Along with that as a part of new strategic plan Oman Fisheries Company is taking the initiative to aid Oman Government's activities aimed at supporting and promoting the SMEs. Through the concept of "Outsourcing" Oman Fisheries Company is aiming to mould the young Entrepreneurs of Oman with the skills to lead from the front to herald the economic growth of our country.

## Other future projects in the pipeline are:

1. New Fish processing plants in Dahar, Barkha and along the coastal regions of the country.
2. Aquaculture farming in Government allotted land. The company has initiated feasibility studies for the same along with firm having expertise in the field.
3. Business Plan to activate the role of OFC local sales and be able to contribute towards Food Security initiatives of the nation and aiming to achieve the following key objectives:
  - Making Freshfish available to consumers especially in the cities with high populations.
  - Maintaining superior and consistent Quality with Better price
  - Introduction of new fish shops across the country
  - Creating job opportunities for the nationals
  - Promoting corporate image Building the Brand of OFC's taQa as the "Brand of Choice in Oman".

## Acknowledgement

On behalf of the Management, I thank the Chairman and board of Directors for their continued guidance and direction in managing the Company as a successful organization.

Our sincere appreciation and thanks to the officials in the Ministry of Agricultural and Fisheries Wealth, The Ministry of Finance, Oman Chamber of Commerce and Industry and all other Governmental bodies who supported us to achieve the what we had achieved.

Our heart felt thanks and appreciation to all our valued customers and suppliers for whole heartedly supporting the company and extending their co-operation.

**Said Rashid Al Rawahi**  
General Manager

## **Independent auditor's report to the shareholders of Oman Fisheries Co. SAOG and its subsidiaries**

1

### **Report on the financial statements**

We have audited the accompanying financial statements of **Oman Fisheries Co. SAOG** ("the Parent company") and the consolidated financial statements of **Oman Fisheries Co. SAOG and its subsidiaries** ("the Group"), which comprise of the Parent company's and consolidated statement of financial position as at 31 March 2015 and the Parent company's and consolidated statements of profit or loss and other comprehensive income, changes in equity and cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information as set out on pages 3 to 42.

### **Board of Directors' responsibility for the financial statements**

The Board of Directors is responsible for the preparation and fair presentation of the Parent company's and consolidated financial statements in accordance with International Financial Reporting Standards and the relevant disclosure requirements of the Commercial Companies Law of 1974, as amended and the provisions for disclosure included in the Executive Regulations of the Capital Market Law and for such internal control as the Board of Directors determines is necessary to enable the preparation of the Parent company's and consolidated financial statements that are free from material misstatement, whether due to fraud or error.

### **Auditor's responsibility**

Our responsibility is to express an opinion on the Parent company's and consolidated financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the Parent company's and consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the Parent company's and consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Parent company's and consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Group's preparation and fair presentation of the Parent company's and consolidated financial statements in order to design audit procedures that are appropriate for the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the Parent company's and consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

**Independent auditor's report  
to the shareholders of  
Oman Fisheries Co. SAOG and its subsidiaries (continued)**


2

**Opinion**

In our opinion, the Parent company's and consolidated financial statements, present fairly, in all material respects, the financial position of **the Parent company and the Group**, as of 31 March 2015, and its financial performance and cash flows for the year then ended, in accordance with International Financial Reporting Standards.

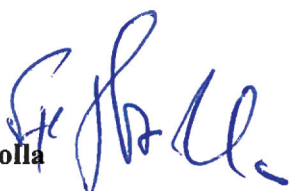
**Report on other legal and regulatory requirements**

Also in our opinion, the Parent company's and consolidated financial statements comply, in all material respects, with the relevant disclosure requirement of the Commercial Companies Law of 1974, as amended and the provisions for disclosure included in the Executive Regulations of the Capital Market Law.

  
**Deloitte & Touche (M.E.) & Co. LLC**  
**Muscat, Sultanate of Oman**  
**20 May 2015**



**Signed by**  
**Alfred Strolla**  
**Partner**



# CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 31 March 2015



		Parent company		Group	
		2015	2014	2015	2014
	Notes	RO	RO	RO	RO
ASSETS					
Non-current assets					
Property, plant and equipment	6	6,468,149	5,863,099	8,951,362	8,287,805
Investment in subsidiaries	7	515,750	515,750	-	-
Held-to-maturity financial assets	8	966,640	968,018	966,640	968,018
Deferred tax asset	30	13,358	13,358	13,358	13,358
Total non-current assets		7,963,897	7,360,225	9,931,360	9,269,181
Current assets					
Inventories	9	4,933,607	2,725,372	5,136,627	2,824,361
Trade and other receivables	10	4,317,070	3,033,474	3,898,511	2,850,366
Financial assets at fair value through profit or loss	11	316,874	289,520	316,874	289,520
Fixed deposits	12	-	1,250,000	-	1,250,000
Cash and cash equivalents	12	681,509	1,741,085	734,360	1,896,830
Total current assets		10,249,060	9,039,451	10,086,372	9,111,077
Total assets		18,212,957	16,399,676	20,017,732	18,380,258
EQUITY AND LIABILITIES					
Capital and reserves					
Share capital	13	12,500,000	12,500,000	12,500,000	12,500,000
Legal reserve	14	3,196,760	3,196,760	3,246,788	3,213,283
Capital reserve	15	29,269	29,269	29,269	29,269
Accumulated losses		(2,771,697)	(694,316)	(2,428,474)	(641,255)
Total equity		12,954,332	15,031,713	13,347,583	15,101,297
LIABILITIES					
Non-current liabilities					
Term loan	16	-	-	1,399,988	1,599,992
Deferred tax liability	30	-	-	70,275	56,978
End of service benefits	17	152,321	162,618	157,566	168,559
Total non-current liabilities		152,321	162,618	1,627,829	1,825,529
Current liabilities					
Current portion of term loan	16	-	-	200,004	200,004
Short term loans	18	3,155,085	-	3,155,085	-
Trade and other payables	19	1,611,874	1,205,345	1,687,231	1,253,428
Due to related parties	21	339,345	-	-	-
Total current liabilities		5,106,304	1,205,345	5,042,320	1,453,432
Total liabilities		5,258,625	1,367,963	6,670,149	3,278,961
Total equity and liabilities		18,212,957	16,399,676	20,017,732	18,380,258
Net assets per share	20	0.104	0.120	0.107	0.121

  
**Mohammed Bin Hamad Al Masrouri**  
Chairman

  
**Abdul Amir Bin Said Bin Mohammed**  
Director

The accompanying notes form an integral part of these consolidated financial statements.



# CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 31 March 2015



		Parent company		Group	
		2015	2014	2015	2014
		RO	RO	RO	RO
Notes					
Sales	22	23,134,819	18,871,261	23,894,972	19,356,617
Other operating income	23	424,638	237,086	646,700	438,190
<b>Total operating income</b>		<b>23,559,457</b>	<b>19,108,347</b>	<b>24,541,672</b>	<b>19,794,807</b>
Cost of goods sold	24	(18,682,321)	(13,579,816)	(18,590,891)	(13,438,464)
Staff costs	25	(2,698,079)	(2,660,120)	(2,925,734)	(2,848,395)
Other operating expenses	26	(3,763,213)	(3,391,454)	(3,969,660)	(3,638,733)
Depreciation on property, plant and equipment	6	(574,291)	(480,214)	(845,901)	(651,125)
(Loss) / gain on disposal of property, plant and equipment		(3,834)	-	16,480	-
<b>Operating loss</b>		<b>(2,162,281)</b>	<b>(1,003,257)</b>	<b>(1,774,034)</b>	<b>(781,910)</b>
Investment income – net	27	45,625	88,511	45,625	88,511
Foreign exchange gains – net		(32)	251	(32)	251
Finance income	28	79,125	113,845	79,125	113,845
Finance costs	28	(39,818)	(1,517)	(91,101)	(58,643)
<b>Loss before taxation</b>		<b>(2,077,381)</b>	<b>(802,167)</b>	<b>(1,740,417)</b>	<b>(637,946)</b>
Taxation	30	-	(16,097)	(13,297)	(73,075)
<b>Loss and total comprehensive loss for the year</b>		<b>(2,077,381)</b>	<b>(818,264)</b>	<b>(1,753,714)</b>	<b>(711,021)</b>
<b>Loss per share – basic and diluted</b>	29	<b>(0.017)</b>	<b>(0.0065)</b>	<b>(0.014)</b>	<b>(0.0057)</b>

The accompanying notes form an integral part of these consolidated financial statements.

## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the year ended 31 March 2015



### Parent company

	Share capital	Legal reserve	Capital reserve	Retained earnings / (accumulated losses)	Total
	RO	RO	RO	RO	RO
At 1 April 2013	12,500,000	3,196,760	29,269	123,948	15,849,977
Loss and total comprehensive loss for the year	-	-	-	(818,264)	(818,264)
At 1 April 2014	12,500,000	3,196,760	29,269	(694,316)	15,031,713
Loss and total comprehensive loss for the year	-	-	-	(2,077,381)	(2,077,381)
<b>At 31 March 2015</b>	<b>12,500,000</b>	<b>3,196,760</b>	<b>29,269</b>	<b>(2,771,697)</b>	<b>12,954,332</b>

### Group

At 1 April 2013	12,500,000	3,202,199	29,269	80,850	15,812,318
Loss and total comprehensive loss for the year	-	-	-	(711,021)	(711,021)
Transfer to legal reserve	-	11,084	-	(11,084)	-
At 1 April 2014	<b>12,500,000</b>	<b>3,213,283</b>	<b>29,269</b>	<b>(641,255)</b>	<b>15,101,297</b>
Loss and total comprehensive loss for the year	-	-	-	(1,753,714)	(1,753,714)
Transfer to legal reserve	-	<b>33,505</b>	-	<b>(33,505)</b>	-
<b>At 31 March 2015</b>	<b>12,500,000</b>	<b>3,246,788</b>	<b>29,269</b>	<b>(2,428,474)</b>	<b>13,347,583</b>

The accompanying notes form an integral part of these consolidated financial statements

# CONSOLIDATED STATEMENT OF CASH FLOWS

For the year ended 31 March 2015



	Parent company		Group	
	2015	2014	2015	2014
	RO	RO	RO	RO
<b>Operating activities</b>				
Loss before taxation	(2,077,381)	(802,167)	(1,740,417)	(637,946)
Adjustment for:				
Depreciation on property, plant and equipment	574,291	480,214	845,901	651,125
Interest income	(79,125)	(113,845)	(79,125)	(113,845)
Dividend income	(17,041)	(17,569)	(17,041)	(17,569)
Gain on sale of financial assets at fair value	(25)	(40,515)	(25)	(40,515)
through profit or loss				
Loss / (gain) on disposal of property, plant and equipment	3,834	36,814	(16,480)	36,814
Allowance for doubtful debts	38,000	-	38,000	-
Allowance for slow moving and obsolete maintenance spares	112,147	-	112,147	-
Interest expense	39,818	1,517	91,101	58,643
Fair value gain on financial assets at fair value	(28,559)	(30,427)	(28,559)	(30,427)
through profit or loss				
Amortisation of premium	1,378	1,379	1,378	1,379
Allowance for end of service benefits	23,175	27,354	26,170	29,958
<b>Operating deficit before working capital changes</b>	<b>(1,409,488)</b>	<b>(457,245)</b>	<b>(766,950)</b>	<b>(62,383)</b>
Working capital changes:				
Inventories	(2,320,382)	124,154	(2,424,413)	26,557
Trade and other receivables	(1,321,595)	193,861	(1,086,145)	165,048
Trade and other payables and due to related parties	745,874	39,688	433,803	223,435
<b>Cash (used in) / generated from operations</b>	<b>(4,305,591)</b>	<b>(99,542)</b>	<b>(3,843,705)</b>	<b>352,657</b>
End of service benefits paid	(33,472)	(49,530)	(37,163)	(49,688)
Tax paid	-	-	-	-
<b>Net cash (used in) / from operating activities</b>	<b>(4,339,063)</b>	<b>(149,072)</b>	<b>(3,880,868)</b>	<b>302,969</b>
<b>Investing activities</b>				
Purchase of property, plant and equipment	(1,489,337)	(2,890,486)	(1,853,352)	(3,171,442)
Proceeds from sale of property, plant and equipment	306,161	-	360,374	-
Proceeds from sale of financial assets at fair value	1,230	732,718	1,230	732,718
through profit or loss				
Dividend income received	17,041	17,569	17,041	17,569
Interest income received	79,125	113,845	79,125	113,845
Fixed deposits encashed	1,250,000	1,150,000	1,250,000	1,150,000
Proceeds from held-to-maturity investments				
matured during the year	-	130,756	-	130,756
<b>Net cash from / (used in) investing activities</b>	<b>164,220</b>	<b>(745,598)</b>	<b>(145,582)</b>	<b>(1,026,554)</b>
<b>Financing activities</b>				
Long term loan paid	-	-	(200,004)	(200,004)
Short term loan received	3,155,085	-	3,155,085	-
Interest paid	(39,818)	(1,517)	(91,101)	(58,643)
<b>Net cash from / (used in) financing activities</b>	<b>3,115,267</b>	<b>(1,517)</b>	<b>2,863,980</b>	<b>(258,647)</b>
<b>Net change in cash and cash equivalents</b>	<b>(1,059,576)</b>	<b>(896,187)</b>	<b>(1,162,470)</b>	<b>(982,232)</b>
Cash and cash equivalents at beginning of year	1,741,085	2,637,272	1,896,830	2,879,062
Cash and cash equivalents at end of year (Note 12)	681,509	1,741,085	734,360	1,896,830

The accompanying notes form an integral part of these consolidated financial statements

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 March 2015



## 1. General

Oman Fisheries Co. SAOG ('the Company' or 'the Parent company') is an Omani Joint Stock Company registered under the Commercial Companies Law of Oman. The principal activities of the Company are the procurement, processing and sale of fresh, frozen and coated fish, fishing and the sale of fishing rights.

On 27 August 2005, the Company incorporated a subsidiary in UAE, Oman Fisheries Co. FZE with an initial registered share capital of RO 15,750. Oman Fisheries Co. FZE registered in United Arab Emirates as a free zone company, is a wholly owned subsidiary of the Company. The subsidiary company started its operations on 1 February 2006 and is engaged in the business of distribution of the products of the Parent company.

On 19 September 2011, the Company incorporated a subsidiary in Oman, Al Ameen Stores and Refrigeration LLC, with an initial registered share capital of RO 500,000. The Parent company holds 99% of the share capital of the subsidiary and through a director, Mr. Saleh bin Nasser bin Juma al Aرامي, holds the remaining 1%. Thus, effectively Al Ameen Stores and Refrigeration LLC is a wholly owned subsidiary of the Parent company. The subsidiary is registered under the Commercial Companies Law of the Sultanate of Oman and is mainly involved in the business of storage and wholesale of fish, meat, chicken, vegetables, and fruits.

## 2. Basis of preparation

The Parent company's and the Group's financial statements have been prepared on the historical cost basis except for financial assets at fair value through profit or loss that have been measured at fair value and held-to-maturity financial assets that are measured to amortized cost.

### Statement of compliance

These Parent company's and the Group's financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as promulgated by the International Accounting Standards Board (IASB) and the interpretations issued by the International Financial Reporting Interpretations Committee (IFRIC) of the IASB. The Parent company's and the Group's financial statements comply with the relevant disclosure requirements of the Commercial Companies Law of 1974, as amended and the provisions for disclosure included in the Executive Regulations of the Capital Market Law.

### Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Parent company and entities controlled by the Parent company. Control is achieved where the Parent company has power to govern the financial and operating policies of an entity so as to obtain benefits from its activities.

Subsidiaries are all entities (including special purpose entities) over which the Group exercises control. Control is achieved when the Parent company:

- has power over the investee;
- is exposed, or has rights, to variable returns from its involvement with the investee; and
- has the ability to use its power to affect the investee's returns.

The Company reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

When the Company has less than a majority of the voting rights of an investee, it has power over the investee when the voting rights are sufficient to give it the practical ability to direct the relevant activities of the investee unilaterally.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 March 2015



## 2. Basis of preparation (continued)

Consolidation of a subsidiary begins when the Parent company obtains control over the subsidiary and ceases when the Parent company loses control of the subsidiary. Specifically, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated profit or loss from the date the Parent company gains control until the date when the Parent company ceases to control the subsidiary.

Profit or loss and each component of other comprehensive income are attributed to the owners of the Parent company and to the non-controlling interests. Total comprehensive income of subsidiary is attributed to the owners of the Parent company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

All intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

The purchase method of accounting is used to account for the acquisition of subsidiaries by the Group. The cost of an acquisition is measured at the fair value of the assets given, equity instruments issued and liabilities incurred or assumed at the date of exchange, plus costs directly attributable to the acquisition. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date, irrespective of the extent of any minority interest. The excess of the cost of acquisition over the fair value of the Group's share of the identifiable net assets acquired is recorded as goodwill.

In accordance with the transitional provisions of IFRS 10 Consolidated Financial Statements (2011), for first time application, the Directors reassessed the control conclusion for its subsidiary at 1 April 2013 and concluded that there is no change in control over subsidiary as per the new control model described in IFRS 10.

A change in the ownership interest of a subsidiary, without a change of control, is accounted for as an equity transaction.

Losses are attributed to the non-controlling interest even if that results in a deficit balance.

If the Group loses control over a subsidiary, it:

- Derecognises the assets (including goodwill) and liabilities of the subsidiary
- Derecognises the carrying amount of any non-controlling interests
- Derecognises the cumulative translation differences, recorded in equity
- Recognises the fair value of the consideration received
- Recognises the fair value of any investment retained
- Recognises any surplus or deficit in profit or loss
- Reclassifies the parent's share of components previously recognised in other comprehensive income to profit or loss

The consolidated financial statements incorporate the following subsidiary companies in which the Group has a controlling interest:

Company name	Country of incorporation	Year end	Percentage held		Principal activities
			2015	2014	
Oman Fisheries Co. FZE	UAE	31 March	100%	100%	Procurement and sale of fish and fish products
Al Ameen Stores and Refrigeration LLC	Sultanate of Oman	31 March	100%	100%	Storing of fish, meat, chicken, vegetables and fruits.



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 March 2015



## 3. Adoption of new and revised International Financial Reporting Standards (IFRS)

For the year ended 31 March 2015, the Group has adopted all the new and revised standards and interpretations issued by the International Accounting Standards Board (IASB) and the International Financial Reporting Interpretations Committee (IFRIC) of the IASB that are relevant to its operations and effective for the period beginning on 1 April 2014.

### 3.1 Standards and Interpretations adopted with no effect on the financial statements

The following new and revised Standards and Interpretations have been adopted in these consolidated financial statements. Their adoption has not had any significant impact on the amounts reported in these consolidated financial statements but may affect the accounting for future transactions or arrangements.

Amendments to IFRS 10, IFRS 12 and IAS 27: Investment Entities	The amendments to IFRS 10 define an investment entity and require a reporting entity that meets the definition of an investment entity not to consolidate its subsidiaries but instead to measure its subsidiaries at fair value through profit or loss in its consolidated and separate financial statements. Consequential amendments have been made to IFRS 12 and IAS 27 to introduce new disclosure requirements for investment entities.
Amendments to IAS 32: Offsetting Financial Assets and Financial Liabilities	The amendments to IAS 32 clarify the requirements relating to the offset of financial assets and financial liabilities. Specifically, the amendments clarify the meaning of ‘currently has a legally enforceable right of set-off’ and ‘simultaneous realisation and settlement’.
Amendments to IAS 36: Recoverable Amount Disclosures for Non-Financial Assets	The amendment to IAS 36 remove the requirement to disclose the recoverable amount of a cash-generating unit (CGU) to which goodwill or other intangible assets with indefinite useful lives had been allocated when there has been no impairment or reversal of impairment of the related CGU. Furthermore, the amendments introduce additional disclosure requirements applicable to when the recoverable amount of an asset or a CGU is measured at fair value less cost of disposal.
Amendments to IAS 39: Novation of Derivatives and Continuation of Hedge Accounting	The amendments to IAS 39 provide relief from the requirement to discontinue hedge accounting when a derivative designated as a hedging instrument is novated under certain circumstances. The amendments also clarify that any change to the fair value of the derivative designated as hedging instrument arising from the novation should be included in the assessment and measurement of hedge effectiveness.
IFRIC 21: Levies	IFRIC 21 addresses the issue as to when to recognise a liability to pay a levy imposed by a government. The Interpretation provides guidance on how different levy arrangements should be accounted for, in particular, it clarifies neither economic compulsion nor the going concern basis financial statements preparation implies that an entity has a present obligation to pay a levy that will be triggered by operating in a future period.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 March 2015



## 3. Adoption of new and revised International Financial Reporting Standards (IFRS) (continued)

### 3.2 Standards and Interpretations in issue not yet effective

At the date of authorisation of these consolidated financial statements, the following new and revised Standards and Interpretations were in issue but not yet effective:

	Effective for annual periods beginning on or after
<b>New IFRS and relevant amendments</b>	
IFRS 9: Financial Instruments	1 January 2018
IFRS 15: Revenue from Contracts with Customers	1 January 2017
Amendment to IFRS 11: Accounting for Acquisition of Interest in Joint Operations	1 January 2016
Amendment to IAS 16 and IAS 38: Clarification of Acceptable Methods of Depreciation and Amortisation	1 January 2016
Amendment to IAS 16 and IAS 41: Agriculture – Bearer Plants.	1 January 2016
Amendment to IAS 19: Employee Benefit Plans – Employee Contributions	1 July 2014
Amendments to IAS 27: Permits use of equity method for investments in subsidiaries, associates and joint ventures when an entity prepares its separate financial statements.	1 January 2016
Amendments to IFRS 10 and IAS 28: Specifies the accounting treatment for gain or loss on sale or contribution of assets between investor and joint ventures based on whether or not the sale or contribution results in a business.	1 January 2016
Annual Improvements to IFRSs 2010 – 2012 cycle	1 July 2014
Annual Improvements to IFRSs 2011 – 2013 cycle	1 July 2014
Annual Improvements to IFRSs 2012 – 2014 cycle	1 January 2016

The directors anticipate that the adoption of these Standards and Interpretations in future periods will have no material impact on the consolidated financial statements of the Company's in the period of initial application. The adoption of these standards and interpretations has not resulted in changes to the Company's accounting policies and has not affected the amounts reported for the current or prior periods except for IFRS 9: Financial Instruments. IFRS 9 introduces new requirements for the classification and measurement of financial instruments. The management is currently assessing this standard which may have an impact on the consolidated financial statements of the Company as described above.

## 4. Summary of significant accounting policies

### Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation. The cost of property, plant and equipment is their purchase price together with any incidental expenses that are directly attributable to the acquisition of the item. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the profit or loss during the financial year in which they are incurred.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 March 2015



## 4. Summary of significant accounting policies (continued)

The cost of property, plant and equipment is written down to residual value in equal installments over the estimated useful lives of the assets. The estimated useful lives are:

	Years
Buildings and cabins	10 - 25
Plant and equipment	3 - 10
Boats and trawlers	5 - 15
Motor vehicles	3 - 5
Furniture, fixtures and office equipment	3 - 10

Capital work-in-progress is not depreciated until it is transferred into one of the above categories at the time when it is ready for use.

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each reporting date. Where the carrying amount of an asset is greater than its estimated recoverable amount it is written down immediately to its recoverable amount.

Gains and losses on disposals of property, plant and equipment are determined by reference to their carrying amounts, and are taken into account in determining operating profit.

### Investments in subsidiaries

A subsidiary is a company in which the Parent company owns more than one half of the voting power or exercises control. In the Parent company's separate financial statements, the investment in the subsidiary is carried at cost less impairment.

### Financial assets

The Group classifies its financial assets in the following categories: at fair value through profit or loss, held-to-maturity and loans and receivables. The classification depends on the purpose for which the financial assets were acquired. Management determines the classification of its financial assets at initial recognition.

### Financial assets at fair value through profit or loss

A financial asset is classified in this category if acquired principally for the purpose of selling in the short term or if so designated by management.

Financial assets carried at fair value through profit or loss are initially recognised at fair value and transaction costs are expensed in the profit or loss. Financial assets at fair value through profit or loss are subsequently carried at fair value.

The fair values of quoted investments are based on current market bid prices. Gains or losses arising from changes in the fair value are presented in the profit or loss in the period in which they arise.

Investments are derecognised when the rights to receive cash flows from the investments have expired or have been transferred and the Group has transferred subsequently all risks and rewards of ownership.

All purchases and sales of investments are recognised on the trade date, which is the date that the Group commits to purchase or sell the asset.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 March 2015



## 4. Summary of significant accounting policies (continued)

### Held-to-maturity investments

Held-to-maturity investments are non-derivative financial assets with fixed or determinable payments and fixed maturities that the Group's management has the positive intent and ability to hold to maturity.

Held-to-maturity investments are initially recognised at cost and subsequently re-measured at amortised cost using the effective interest rate method less any allowance for impairment.

Interest receivable from held-to-maturity is accounted for on the accruals basis.

### Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are included in current assets, except for maturities greater than 12 months after the reporting date. These are classified as non-current assets. The Group's loans and receivables comprise fixed deposits, due from related parties and trade and other receivables in the statement of financial position.

### Trade and other receivables

Trade and other receivables are initially recognised at their fair value and subsequently stated at amortised cost using effective interest rate method, less allowance for impairment. A allowance for impairment of trade receivables is established when there is objective evidence that the Group will not be able to collect all amounts due according to the original terms of receivables. The amount of the allowance is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the effective interest rate. The amount of any allowance is recognised in the profit or loss within 'other operating expenses'. Subsequent recoveries of amounts previously written off are credited against 'other operating expenses' in the profit or loss.

### Cash and cash equivalents

For the purpose of statement of cash flows, the Group considers all bank balances, including short term deposits with a maturity of three months or less from the date of placement, to be cash equivalents.

### Inventories

Inventories are valued at the lower of cost and net realisable value. Cost is determined on the weighted average cost method. The cost of inventories comprises of direct cost of materials and related expenses. Net realisable value is the price at which inventories can be sold in the normal course of business after allowing for the costs of realisation. An allowance is made where necessary for obsolete, slow moving and defective items.

### End of service benefits and leave allowance

End of service benefits are accrued in accordance with the terms of employment of the Group's employees at the reporting date, having regard to the requirements of the Oman Labour Law 2003 as amended and UAE Labour Law. Employee entitlements to annual leave and leave passage are recognised when they accrue to employees and an accrual is made for the estimated liability as a result of services rendered by employees up to the reporting date.

Contributions to a defined contribution retirement plan and occupational hazard insurance for Omani employees in accordance with the Omani Social Insurances Law of 1991 are recognised as an expense in the profit or loss as incurred.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 March 2015



## 4. Summary of significant accounting policies (continued)

### Trade and other payables

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

Liabilities are recognised for amounts to be paid for goods and services received, whether or not billed to the Group.

### Borrowings

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

### Provisions

A provision is recognised when the Group has a legal or constructive obligation as a result of a past event, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability.

### Revenue recognition

Revenue from the sale of goods is stated at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates. Revenue is recognised when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably, and there is no continuing management involvement with the goods.

Sales represent the invoiced value of fish supplied by the Group during the year. Sale of fishing rights is recognised on an accrual basis.

### Foreign currency translation

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The consolidated financial statements are presented in 'Rial Omani', which is the Parent company's functional and the Group's presentation currency.

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

The accounting records of the subsidiary, Oman Fisheries Co. FZE are maintained in UAE Dirhams (AED). The Rial Omani amounts included in the consolidated financial statements have been translated at an exchange rate of 0.105 Omani Rial to each AED for the profit or loss and the statement of financial position items, as the AED to RO exchange rate has effectively remained fixed during the year, both currencies being pegged to the US Dollar.

### Finance costs and income

Finance cost comprises of interest payable on loans and finance income comprises of interest income from deposits and held-to-maturity financial assets. Finance income and cost are accounted on accrual basis using the effective interest rate method.



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 March 2015



## 4. Summary of significant accounting policies (continued)

### Operating leases

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases are included in 'other operating expense' in the profit or loss on a straight-line basis over the period of the lease.

### Earnings per share

The Group presents basic earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Parent company / Group by the weighted average number of ordinary shares outstanding during the period.

### Directors' remuneration

The Directors' remuneration is governed as set out by the Commercial Companies Law and the rules prescribed by the Capital Market Authority. The Annual General Meeting shall approve the remuneration and the sitting fees for the Board of Directors and its sub-committees provided that such fees shall not exceed a minimum of 5% of the annual net profit after deduction of the legal reserve and the optional reserve as distribution of dividends to the shareholders. Such fees shall not exceed RO 200,000 in one year. The sitting fees for each Director shall not exceed RO 10,000 in one year.

### Dividend distribution

Dividend distribution to the Company's shareholders is recognised as a liability in the Company's financial statements in the period in which the dividends are approved by the Company's shareholders.

### Taxation

Current tax is recognised in the profit or loss as the expected tax payable on the taxable income for the year, using tax rates enacted or substantially enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred income tax is provided, using the liability method, for all temporary differences arising between the tax bases of assets and liabilities and their carrying values for financial reporting purposes. Currently enacted tax rates are used to determine deferred tax. Deferred income tax assets and liabilities are offset as there is a legally enforceable right to offset these in Oman.

The principal temporary differences arise from depreciation on property, plant and equipment, allowance for doubtful debts and allowance for slow moving inventories.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised and is subsequently reduced to the extent that it is no longer probable that the related tax benefit will be realised.

### Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision maker, who is responsible for allocating resources and assessing performance of the operating segments, make strategic decisions and has been identified as the Board of Directors.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 March 2015



### 5. Critical accounting estimates and judgements

The preparation of the financial statements, as per IFRS, requires management to make estimates and assumptions that affect the reported amount of assets and liabilities at the reporting date and the resultant provisions and changes in fair value for the year. Such estimates are necessarily based on assumptions about several factors involving varying, and possibly significant, degrees of judgment and uncertainty and actual results may differ from management's estimates resulting in future changes in estimated assets and liabilities.

#### Key sources of estimation uncertainty

The following are the key assumptions concerning the future, and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

#### Useful lives of property, plant and equipment

Depreciation is charged so as to write off the cost of assets over their estimated useful lives. The calculation of useful lives is based on management's assessment of various factors such as the operating cycles, the maintenance programs, and normal wear and tear using its best estimates.

#### Allowance for doubtful debts

Allowance for doubtful debts is based on management's assessment of various factors such as the Group's past experience of collecting receivables from the customers and the age of debts.

#### Allowance for slow moving inventories

Allowance for slow moving inventories is based on management's assessment of various factors such as the usability, maintenance programs, and normal wear and tear using best estimates.

### 6. Property, plant and equipment

Parent company	Land, buildings and cabins	Plant and equipment	Boats and trawlers	Motor vehicles	Furniture, fixture and office equipment	Capital work-in-progress	Total
	RO	RO	RO	RO	RO	RO	RO
<b>Cost</b>							
At 1 April 2013	1,951,521	2,531,892	951,395	487,029	335,680	1,021,461	7,278,978
Additions	130,839	72,816	75,068	340,746	50,667	2,220,350	2,890,486
Transfers	49,000	42,466	131,718	-	93,167	(316,351)	-
Disposals	-	-	(40,901)	(41,528)	-	-	(82,429)
At 1 April 2014	<b>2,131,360</b>	<b>2,647,174</b>	<b>1,117,280</b>	<b>786,247</b>	<b>479,514</b>	<b>2,925,460</b>	<b>10,087,035</b>
Additions	633,657	487,667	7,680	179,635	41,148	139,550	1,489,337
Transfers	1,094,992	816,834	107,382	-	-	(2,019,208)	-
Disposals	-	-	(56,556)	(339,146)	-	-	(395,702)
At 31 March 2015	<b>3,860,009</b>	<b>3,951,675</b>	<b>1,175,786</b>	<b>626,736</b>	<b>520,662</b>	<b>1,045,802</b>	<b>11,180,670</b>

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 March 2015



### 6. Property, plant and equipment (continued)

Parent company	Land, buildings and cabins	Plant and equipment	Boats and trawlers	Motor Vehicles	Furniture, fixture and office equipment	Capital work- in- progress	Total
	RO	RO	RO	RO	RO	RO	RO
<b>Depreciation</b>							
At 1 April 2013	1,434,181	1,762,882	100,544	257,360	234,371	-	3,789,338
Charge for the year	75,758	157,084	120,275	81,436	45,660	-	480,214
Disposals	-	-	(4,090)	(41,525)	-	-	(45,615)
At 1 April 2014	<b>1,509,939</b>	<b>1,919,966</b>	<b>216,729</b>	<b>297,271</b>	<b>280,031</b>	-	<b>4,223,936</b>
Charge for the year	<b>106,254</b>	<b>177,770</b>	<b>140,026</b>	<b>81,569</b>	<b>68,672</b>	-	<b>574,291</b>
Disposals	-	-	(22,623)	(63,083)	-	-	(85,705)
At 31 March 2015	<b>1,616,193</b>	<b>2,097,736</b>	<b>334,132</b>	<b>315,757</b>	<b>348,703</b>	-	<b>4,712,521</b>
<b>Carrying value</b>							
At 31 March 2015	<b>2,243,816</b>	<b>1,853,939</b>	<b>841,654</b>	<b>310,979</b>	<b>171,959</b>	<b>1,045,802</b>	<b>6,468,149</b>
At 31 March 2014	621,421	727,208	900,551	488,976	199,483	2,925,460	5,863,099

Included above at a carrying value of RO 43,146 (2014 – RO 26,588) are buildings and cabins constructed on leasehold land. The lease agreement will expire on 31 December 2015 and is renewable annually. The annual rental of this land is RO 11,007 (2014- RO 11,007).

Group	Land, buildings and cabins	Plant and equipment	Boats and trawlers	Motor vehicles	Furniture, fixture and office equipment	Capital work-in- progress	Total
	RO	RO	RO	RO	RO	RO	RO
<b>Cost</b>							
At 1 April 2013	3,319,495	3,560,138	951,395	572,529	349,193	1,030,161	9,782,911
Additions	166,998	172,873	75,068	468,897	64,206	2,223,400	3,171,442
Transfers	49,000	51,166	131,718	-	93,167	(325,051)	-
Disposals	-	-	(40,901)	(41,528)	-	-	(82,429)
At 1 April 2014	<b>3,535,493</b>	<b>3,784,177</b>	<b>1,117,280</b>	<b>999,898</b>	<b>506,566</b>	<b>2,928,510</b>	<b>12,871,924</b>
Additions	<b>657,533</b>	<b>526,435</b>	<b>7,680</b>	<b>457,468</b>	<b>60,534</b>	<b>143,702</b>	<b>1,853,352</b>
Transfers	<b>1,094,992</b>	<b>816,834</b>	<b>107,382</b>	-	-	(2,019,208)	-
Disposals	-	-	(56,556)	(389,981)	-	-	(446,537)
At 31 March 2015	<b>5,288,018</b>	<b>5,127,446</b>	<b>1,175,786</b>	<b>1,067,385</b>	<b>567,100</b>	<b>1,053,004</b>	<b>14,278,739</b>

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 March 2015



### 6. Property, plant and equipment (continued)

Group	Land, buildings and cabins	Plant and equipment	Boats and trawlers	Motor vehicles	Furniture, fixture and office equipment	Capital work-in-progress	Total
	RO	RO	RO	RO	RO	RO	RO
<b>Depreciation</b>							
At 1 April 2013	1,509,042	1,869,056	100,544	263,076	236,891	-	3,978,609
Charge for the year	144,126	236,222	120,275	101,072	49,430	-	651,125
Disposals	-	-	(4,090)	(41,525)	-	-	(45,615)
At 1 April 2014	<b>1,653,168</b>	<b>2,105,278</b>	<b>216,729</b>	<b>322,623</b>	<b>286,321</b>	-	<b>4,584,119</b>
Charge for the year	<b>179,730</b>	<b>274,596</b>	<b>140,026</b>	<b>176,025</b>	<b>75,524</b>	-	<b>845,901</b>
Disposals	-	-	(22,623)	(80,020)	-	-	(102,643)
At 31 March 2015	<b>1,832,898</b>	<b>2,379,874</b>	<b>334,132</b>	<b>418,628</b>	<b>361,845</b>	-	<b>5,327,377</b>
<b>Carrying value</b>							
At 31 March 2015	<b>3,455,120</b>	<b>2,747,572</b>	<b>841,654</b>	<b>648,757</b>	<b>205,255</b>	<b>1,053,004</b>	<b>8,951,362</b>
At 31 March 2014	1,882,325	1,678,899	900,551	677,275	220,245	2,928,510	8,287,805

Included above at a carrying value of RO 43,416 (2014 – RO 26,588) are buildings and cabins constructed on leasehold land. The lease agreement will expire on 31 December 2015 and is renewable annually. The annual rental of this land is RO 11,008 (2014 – RO 11,007).

Breakup of capital work in progress is as follows:

	Parent company		Group	
	2015	2014	2015	2014
	RO	RO	RO	RO
Civil works	243,272	1,234,828	243,272	1,234,828
Plant and machinery	752,273	1,477,898	752,273	1,477,898
Advance paid for purchases	50,257	212,734	50,257	215,784
Software development	-	-	7,202	-
	<b>1,045,802</b>	<b>2,925,460</b>	<b>1,053,004</b>	<b>2,928,510</b>

Plant and machinery has been acquired for the new plant to be set up in Salalah. Advance paid for purchases includes advance given for various assets including fishing boats.

### 7. Investment in subsidiaries

The movement in investment in subsidiaries is as follows:

	Parent company	
	2015	2014
	RO	RO
At 1 April	515,750	515,750
Investment during the year	-	-
At 31 March	<b>515,750</b>	<b>515,750</b>

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 March 2015



## 7. Investment in subsidiaries (continued)

Details regarding the Parent company's subsidiaries are set out below:

Company name	Country of incorporation	Year end	Percentage held		Principal activities
			2015	2014	
Oman Fisheries Co. FZE	UAE	31 March	100%	100%	Procurement and sale of fish and fish products
Al Ameen Stores and Refrigeration LLC	Sultanate of Oman	31 March	100%	100%	Storing of fish, meat, chicken, vegetables and fruits.

## 8. Held-to-maturity financial assets

	Parent and Group company	
	2015 RO	2014 RO
At 1 April	968,018	969,397
Premium amortised during the year	(1,378)	(1,379)
At 31 March	966,640	968,018

Held-to-maturity financial assets consists of bonds issued by a commercial bank of RO 966,640 (2014 – RO 968,018) which earn interest at the rate of 8% (2014 – 8%) per annum with maturity on 7 May 2016.

## 9. Inventories

	Parent company		Group	
	2015 RO	2014 RO	2015 RO	2014 RO
Fish	4,359,153	2,123,739	4,359,153	2,123,739
Packing materials	569,869	506,366	772,889	605,355
Maintenance spares	111,871	96,995	111,871	96,995
Others	24,861	18,272	24,861	18,272
	5,065,754	2,745,372	5,268,774	2,844,361
Less: allowance for slow moving and obsolete maintenance spares	(132,147)	(20,000)	(132,147)	(20,000)
	4,933,607	2,725,372	5,136,627	2,824,361

## 10. Trade and other receivables

	Parent company		Group	
	2015 RO	2014 RO	2015 RO	2014 RO
Trade receivables	2,776,596	2,053,479	3,136,652	2,128,518
Less: allowance for doubtful debts	(38,000)	-	(38,000)	-
	2,738,596	2,053,479	3,098,652	2,128,518
Due from related parties (Note 21)	828,512	338,436	-	-
Accrued income	39,397	65,922	39,397	65,922
Advances to suppliers	445,858	244,950	471,022	305,306
Prepayments	177,096	245,219	197,055	264,656
Other receivables	87,611	85,468	92,385	85,964
	4,317,070	3,033,474	3,898,511	2,850,366



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 March 2015



## 10. Trade and other receivables (continued)

At the reporting date 54% of trade receivables are receivable from three parties outside the Sultanate of Oman and three parties in the Sultanate of Oman (2014 - 49% from two parties outside the Sultanate of Oman and three parties in the Sultanate of Oman).

Details of gross exposure of trade receivables are set out below:

	Parent company		Group	
	2015 RO	2014 RO	2015 RO	2014 RO
Not due	2,367,453	1,734,098	2,714,134	1,808,602
Past due but not impaired	371,143	319,381	384,518	319,916
Past due and impaired	38,000	-	38,000	-
	<u>2,776,596</u>	<u>2,053,479</u>	<u>3,136,652</u>	<u>2,128,518</u>

As of 31 March 2015, past due but not impaired related to a number of independent customers for whom there is no recent history of default. The ageing analysis of these past due trade receivables is as follows:

	Parent company		Group	
	2015 RO	2014 RO	2015 RO	2014 RO
Due from 2 to 6 months	90,470	203,032	103,845	203,567
Due above 6 months	280,673	116,349	280,673	116,349
	<u>371,143</u>	<u>319,381</u>	<u>384,518</u>	<u>319,916</u>

The net carrying amounts of the Group's trade receivables are denominated in the following currencies:

	Parent company		Group	
	2015 RO	2014 RO	2015 RO	2014 RO
USD	2,056,806	1,157,971	2,056,806	1,157,971
Rial Omani	719,790	895,508	1,079,302	956,936
UAE Dirhams	-	-	544	13,611
	<u>2,776,596</u>	<u>2,053,479</u>	<u>3,136,652</u>	<u>2,128,518</u>

The maximum exposure to credit risk at the reporting date is the fair value of each class of receivable mentioned above. The Group does not hold any collateral as security.

## 11. Financial assets at fair value through profit or loss

The movement in financial assets at fair value through profit or loss is as follows:

	Parent company and Group	
	2015 RO	2014 RO
At 1 April	289,520	951,296
Sold during the year	(1,205)	(692,203)
Fair value gain	28,559	30,427
	<u>316,874</u>	<u>289,520</u>

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 March 2015



### 11. Financial assets at fair value through profit or loss (continued)

Investments at fair value through profit or loss can be analysed based on sectors as follows:

	Parent company and Group			
	2015		2014	
	Cost RO	Fair value RO	Cost RO	Fair value RO
Banking	48,993	43,307	46,314	49,077
Services	188,909	214,706	168,341	188,909
Industrial	51,492	58,735	44,314	51,408
Investment	126	126	126	126
	<b>289,520</b>	<b>316,874</b>	<b>259,095</b>	<b>289,520</b>

Details of investments held by the Parent company and Group which exceed 10% of the market value of the Group's total investment portfolio, are as follows:

	% of investment portfolio	Number of shares	Market value	Cost
			RO	RO
<b>2015</b>				
Bank Muscat SAOG	11.5	69,339	36,472	43,205
Oman Telecommunication Co. SAOG	15.9	30,000	50,400	45,000
SMN Power Holding Co. SAOG	12.1	58,110	38,353	31,670
Omani Qatari Telecommunication Co. SAOG	48.7	221,700	154,303	133,907
<b>2014</b>				
Bank Muscat SAOG	14.9	67,932	43,205	41,778
Oman Telecommunication Co. SAOG	15.5	30,000	45,000	42,390
SMN Power Holding Co. SAOG	10.9	5,811	31,670	31,385
Omani Qatari Telecommunication Co. SAOG	46.23	221,700	133,907	115,949

### 12. Cash and bank

	Parent company		Group	
	2015 RO	2014 RO	2015 RO	2014 RO
Cash in hand	80,427	239,564	80,427	239,564
Cash at bank	601,082	1,501,521	653,933	1,657,266
Deposits	-	1,250,000	-	1,250,000
	<b>681,509</b>	<b>2,991,085</b>	<b>734,360</b>	<b>3,146,830</b>
Less: deposits with maturities of more than 90 days	-	(1,250,000)	-	(1,250,000)
<b>Cash and cash equivalents</b>	<b>681,509</b>	<b>1,741,085</b>	<b>734,360</b>	<b>1,896,830</b>

Deposits placed with the commercial banks have matured during the year.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 March 2015



## 13. Share capital

The authorised and issued share capital comprises of 125,000,000 (2014 - 125,000,000) fully paid ordinary shares of RO 0.100 (2014 - RO 0.100) each.

Shareholders of the Company who own 10% or more of the Company's shares and the number of shares they hold are as follows:

	2015		2014	
	Number of shares	% holding	Number of shares	% holding
Government of the Sultanate of Oman	<u>30,000,000</u>	<u>24</u>	<u>30,000,000</u>	<u>24</u>

## 14. Legal reserve

In accordance with the Commercial Companies Law of Oman 1974, as amended, annual appropriations of 10% of the profit for the year are made to this reserve until the accumulated balance amounts to at least one third of the value of paid-up share capital of the Parent company and the subsidiary based in Oman. This reserve is not available for distribution. No appropriation was made for the Parent company during the year because of the loss incurred.

## 15. Capital reserve

Capital reserve represents the excess of share issue fees received, after deducting expenses incurred up to 31 March 1990. This reserve is not available for distribution.

## 16. Term loan

A subsidiary company has obtained a loan from a local commercial bank repayable in 10 years with first monthly instalment due in April 2013. The facility is secured against the corporate guarantee given by the Parent company and carries mark-up at 2.9% in the first year and 3% thereafter on the outstanding balance of loan.

	Group	
	2015 RO	2014 RO
Term loan	<u>1,599,992</u>	1,799,996
Current portion	<u>(200,004)</u>	(200,004)
Non-current portion	<u>1,399,988</u>	<u>1,599,992</u>

The loan is repayable as follows:

	Group	
	2015 RO	2014 RO
Within one year	<u>200,004</u>	200,004
In the second year	<u>200,004</u>	200,004
In the third to fifth year	<u>600,012</u>	600,012
After five years	<u>599,972</u>	799,976
	<u>1,599,992</u>	<u>1,799,996</u>

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 March 2015



### 17. End of service benefits

	Parent company		Group	
	2015	2014	2015	2014
	RO	RO	RO	RO
At 1 April	162,618	184,794	168,559	188,289
Charge for the year	23,175	27,354	26,170	29,958
Paid during the year	(33,472)	(49,530)	(37,163)	(49,688)
At 31 March	152,321	162,618	157,566	168,559

### 18. Short term loans

During the year the company has obtained short term loans from local commercial banks repayable in the year. The facility is secured against the corporate guarantee given by the Parent company and carries mark-up at 1.75 to 2%.

### 19. Trade and other payables

	Parent company		Group	
	2015	2014	2015	2014
	RO	RO	RO	RO
Trade payables	935,045	458,303	947,645	467,226
Accrued expenses	570,819	664,417	633,576	703,577
Advances from customers	106,010	82,625	106,010	82,625
	1,611,874	1,205,345	1,687,231	1,253,428

### 20. Net assets per share

Net asset per share is calculated by dividing the net assets attributable to shareholders of the Parent company by the number of shares outstanding at the reporting date:

	Parent company		Group	
	2015	2014	2015	2014
	RO	RO	RO	RO
Net assets (RO)	12,954,332	15,031,713	13,347,583	15,101,297
Number of shares at 31 March	125,000,000	125,000,000	125,000,000	125,000,000
Net assets per share (RO)	0.104	0.120	0.107	0.121

### 21. Related parties

The Group and the Parent company enter into transactions with shareholders with significant influence, other shareholders and with entities over which Directors have an interest (other related parties). The Parent company in addition transacts with subsidiaries in the ordinary course of business, the Group and Parent company sell goods and procure goods and services from these related parties.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 March 2015



### 21. Related parties (continued)

Year end balances arising from sales and purchases of goods and services are as follows:

#### Due from related parties

	Parent company	
	2015	2014
	RO	RO
Al Amin Cold Stores LLC	58,657	215,878
Oman Fisheries FZE – Sharjah	769,855	122,558
	<u>828,512</u>	<u>338,436</u>

Amounts due from related parties do not carry interest and have no fixed repayment schedule but management has estimated the receipts expected within the next twelve months and classified them as a current receivable.

No impairment is required in 2015 and 2014 in respect of amounts due from related parties.

#### Due to related parties

	Parent company	
	2015	2014
	RO	RO
Al Amin Cold Stores LLC	338,220	-
Oman Fisheries FZE – Sharjah	1,125	-
	<u>339,345</u>	<u>-</u>

Transactions with related parties during the year were as follows:

	Parent company	
	2015	2014
	RO	RO
Sales of goods	3,297	104,987
Hire charges of cold store	716,623	521,279
Hire charges of vehicles	362,015	75,550
Consultancy charges	24,000	20,640

#### Key management compensation

	Parent company and Group	
	2015	2014
	RO	RO
Sitting fees for directors	31,400	24,350
Directors' remuneration	18,600	25,650
	<u>50,000</u>	<u>50,000</u>
Salaries and allowances	116,704	109,863
Other benefits and expenses	23,550	21,805
End of service benefits	7,795	2,463
	<u>148,049</u>	<u>134,131</u>



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 March 2015



### 22. Sales

	Parent company		Group	
	2015 RO	2014 RO	2015 RO	2014 RO
Export sales	18,676,973	13,701,073	18,680,869	13,828,306
Local sales	4,457,846	5,170,188	5,214,103	5,528,311
	<u>23,134,819</u>	<u>18,871,261</u>	<u>23,894,972</u>	<u>19,356,617</u>

### 23. Other operating income

	Parent company		Group	
	2015 RO	2014 RO	2015 RO	2014 RO
Income from stores	-	-	221,968	200,180
Income from sale of ice	70,209	83,760	70,209	83,760
Income from fish filleting activity	4,299	21,713	4,299	21,713
Others	350,130	131,613	350,224	132,537
	<u>424,638</u>	<u>237,086</u>	<u>646,700</u>	<u>438,190</u>

### 24. Cost of goods sold

	Parent company		Group	
	2015 RO	2014 RO	2015 RO	2014 RO
Opening stock of fish	2,123,739	2,383,445	2,123,739	2,383,445
Purchases	17,968,245	11,124,507	17,971,542	11,228,755
Processing charges	1,354,037	951,087	1,354,037	951,087
Packing material consumed	670,369	551,853	670,369	551,853
Trading cost	-	-	621,896	351,229
Hire charges of cold store	812,937	692,663	96,314	95,834
Closing stock of fish	(4,247,006)	(2,123,739)	(4,247,006)	(2,123,739)
	<u>18,682,321</u>	<u>13,579,816</u>	<u>18,590,891</u>	<u>13,438,464</u>

### 25. Staff costs

	Parent company		Group	
	2015 RO	2014 RO	2015 RO	2014 RO
Salaries, wages and bonus	2,151,329	2,115,773	2,340,132	2,278,008
Air passage and leave salary	167,766	181,891	189,004	199,186
Housing expenses	80,274	58,667	84,030	60,356
Staff insurance	44,867	80,193	44,867	80,193
Social security costs	71,037	48,261	77,251	51,696
End of service benefits	23,175	27,354	26,170	29,958
Others	159,631	147,981	164,280	148,998
	<u>2,698,079</u>	<u>2,660,120</u>	<u>2,925,734</u>	<u>2,848,395</u>

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 March 2015



### 26. Other operating expenses

	Parent company		Group	
	2015	2014	2015	2014
	RO	RO	RO	RO
Freight	1,847,712	1,391,935	1,847,712	1,391,935
Repairs and maintenance	287,681	339,350	359,991	385,603
Vehicle expenses	402,275	561,270	333,101	612,217
Electricity, water and fuel	231,264	242,780	295,419	301,370
Export related expenses	99,335	47,976	99,335	47,976
Sundry expenses	216,491	146,305	280,844	152,091
Ice charges	168,498	122,594	168,498	122,594
Advertisement and sales promotion expenses	88,800	89,798	88,829	99,285
Professional fees	40,287	63,372	68,629	98,296
Insurance costs	99,890	97,480	113,231	116,979
Agency fee	40,968	73,927	40,968	73,927
Rent	59,619	31,791	75,866	49,336
Communication expenses	40,864	46,993	48,896	49,984
Traveling and entertainment	31,417	56,061	31,417	56,061
Directors' remuneration (Note 21)	18,600	25,650	18,600	25,650
Printing and stationery	13,322	17,740	16,262	18,841
Directors' sitting fees (Note 21)	31,400	24,350	31,400	24,350
Bank charges	6,790	12,082	12,662	12,238
Allowance for doubtful debts	38,000	-	38,000	-
	<u>3,763,213</u>	<u>3,391,454</u>	<u>3,969,660</u>	<u>3,638,733</u>

### 27. Investment income - net

	Parent company and Group	
	2015	2014
	RO	RO
Dividend income	17,041	17,569
Gain on sale of financial assets at fair value through profit or loss	25	40,515
Fair value gain on financial assets at fair value through profit or loss – net	28,559	30,427
	<u>45,625</u>	<u>88,511</u>

### 28. Finance income / cost

	Parent company		Group	
	2015	2014	2015	2014
	RO	RO	RO	RO
<b>Finance income</b>				
Interest income on deposits	3,292	36,081	3,292	36,081
Interest income on held to maturity financial assets	75,833	77,764	75,833	77,764
	<u>79,125</u>	<u>113,845</u>	<u>79,125</u>	<u>113,845</u>
<b>Finance cost</b>				
Interest paid on bank loan	-	-	-	(57,126)
Interest expense on short term loan and overdraft	(39,818)	(1,517)	(91,101)	(1,517)
	<u>(39,818)</u>	<u>(1,517)</u>	<u>(91,101)</u>	<u>(58,643)</u>

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 March 2015



### 29. Loss per share - basic and diluted

The loss per share have been derived by dividing the net loss for the year attributable to shareholders of the Parent company by the weighted average number of shares outstanding. As there are no dilutive potential shares, the diluted earnings per share are identical to the basic earnings per share.

	Parent company		Group	
	2015	2014	2015	2014
Loss attributable to shareholders (RO)	(2,077,381)	(818,264)	(1,753,714)	(711,021)
Weighted average number of shares outstanding	125,000,000	125,000,000	125,000,000	125,000,000
Loss per share (RO)	(0.017)	(0.0065)	(0.014)	(0.0057)

### 30. Taxation

Deferred income tax is calculated on all temporary differences under the liability method using a principal tax rate of 12% (2014 - 12%). The net deferred tax asset in the statement of financial position and deferred tax (charge)/credit in the profit or loss is attributable to the following items:

Parent company and Group	1 April 2014 RO	Charged to profit or loss RO	31 March 2015 RO
<b>Deferred tax asset</b>			
Allowance for obsolete inventory	2,400	-	2,400
Depreciation	(7,603)	-	(7,603)
Unused tax losses	18,561	-	18,561
	<u>13,358</u>	<u>-</u>	<u>13,358</u>
<b>Deferred tax liability</b>			
Depreciation	(56,978)	(13,297)	(70,275)
	<u>(56,978)</u>	<u>(13,297)</u>	<u>(70,275)</u>

Parent company and Group	1 April 2013 RO	(Charged) / (credited) to profit or loss RO	31 March 2014 RO
<b>Deferred tax asset</b>			
Allowance for obsolete inventory	2,400	-	2,400
Depreciation	8,494	(16,097)	(7,603)
Unused tax losses	18,561	-	18,561
	<u>29,455</u>	<u>(16,097)</u>	<u>13,358</u>
<b>Deferred tax liability</b>			
Depreciation	-	(56,978)	(56,978)
	<u>-</u>	<u>(56,978)</u>	<u>(56,978)</u>

The tax (credit) / charge for the year is as follows:

	Parent company		Group	
	2015 RO	2014 RO	2015 RO	2014 RO
Deferred tax	-	16,097	13,297	73,075
	<u>-</u>	<u>16,097</u>	<u>13,297</u>	<u>73,075</u>

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 March 2015



## 30. Taxation (continued)

The Parent company's tax assessments for the years ended 31 March 2009 to 2014 are yet to be agreed with the Oman Taxation Authorities. The Board of Directors is of the opinion that any additional taxes that may be assessed would not be significant to the financial position of the Parent company at 31 March 2015.

Oman Fisheries FZE is registered in Free Zone Establishment with limited liability at Sharjah Airport International Free Zone (SAIF Zone) in the Emirates of Sharjah and is not subject to taxation in the UAE.

Al Ameen Stores and Refrigeration LLC, the subsidiary's tax assessment for the period ended 31 March 2013 and 2014 are yet been agreed with Oman Taxation Authorities. The Board of Directors is of the opinion that any additional taxes that may be assessed would not be significant to the financial position of the company at 31 March 2015.

## 31. Financial risk management

### Financial risk factors

The Group's activities expose it to a variety of financial risks including market risk (foreign exchange risk, price risk and interest rate risk), credit risk and liquidity risk. The Group's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the Group. Risk management is carried out by the management under policies approved by the Board of Directors.

### Market risk

#### Foreign exchange risk

Foreign exchange risk arises when future commercial transactions or recognised assets or liabilities are denominated in a currency that is not the entity's functional currency. The Group is exposed to foreign currency risk arising from currency exposures with respect to US Dollar, UAE Dirham, Saudi Riyal and Euro. In respect of the Group's transactions denominated in US Dollar, Saudi Riyal and UAE Dirham, the Group is not exposed to currency risk as the Rial Omani, Saudi Riyal and UAE Dirham are pegged to the US Dollar.

At 31 March 2015, if the Rial Omani had weakened/strengthened by 5% against the Euro with all other variables held constant, pre-tax profit for the year of the Group and the Parent company would have been RO Nil (2014 – RO 251 ) higher/lower primarily as a result of monetary assets.

### Price risk

Price risk is the risk that the value of a financial instrument will fluctuate as a result of changes in market prices, whether these changes are caused by factors specific to the individual security, or its issuer, or factors affecting all securities in the market.

The Group is exposed to equity price risk because of investment in certain publicly listed companies at the Muscat Securities Market (MSM) which have been classified as financial assets at fair value through profit or loss. The Group limits market risk by maintaining a selective and strategic portfolio and by regular monitoring of the market. In addition the Group monitors actively the key factors that effect stock market movements.

The table below summarises the impact of the MSM Index on gains / losses on equity securities on the assumption that the equity index had increased / decreased by 5% with all other variables held constant :

Index	Parent company		Group	
	2015 RO	2014 RO	2015 RO	2014 RO
MSM	15,844	14,476	15,844	14,476

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 March 2015



## 31. Financial risk management (continued)

### Interest rate risk

Interest rate risk arises from the possibility of changes in interest rates and mismatches or gaps in the amount of assets and liabilities that mature or re-price in a given period. The Group is exposed to fair value interest rate risk on its held-to-maturity financial assets, fixed deposits placed with the commercial banks and short term loan from a commercial bank as these carry fixed interest rates.

Borrowings issued at variable rates expose the Group to cash flow interest rate risk. Borrowings issued at fixed rates expose the Group to fair value interest rate risk. The Group's policy is to maintain almost all of its borrowings in fixed rate instruments. During 2014 and 2013, the Group's borrowings were denominated in Rial Omani currency. The Group analyses its interest rate exposure on a regular basis and reassesses the source of borrowings and renegotiates interest rates at terms favorable to the Group.

At 31 March 2015, if the interest rate were to shift by 0.5% on held-to-maturity investments, there would be a maximum increase or decrease in the interest income by RO 379 (2014 - RO 10,596 ).

At 31 March 2015, if the interest rate were to shift by 0.5% on short term loan, there would be a maximum increase or decrease in the interest expense of 15,775 (2014 - Nil).

### Credit risk

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

Credit risk arises from fixed deposits, cash and cash equivalents, held-to-maturity investments and credit exposures to customers including outstanding amounts due from related parties and committed transactions.

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

### Exposure to credit risk

	Parent company		Group	
	2015	2014	2015	2014
	RO	RO	RO	RO
Held-to-maturity financial assets	966,640	968,018	966,640	968,018
Trade receivables	2,776,596	2,053,479	3,136,652	2,128,518
Due from related parties	828,512	338,436	-	-
Accrued income	39,397	65,922	39,397	65,922
Other receivables	87,611	85,469	92,385	85,964
Fixed deposits	-	1,250,000	-	1,250,000
Cash at bank	601,082	1,501,521	653,933	1,657,266
	<b>5,299,838</b>	<b>6,262,845</b>	<b>4,889,007</b>	<b>6,155,688</b>

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the Group's large customer base, including the default risk of the industry in the country of operation where customers operate, has an influence on credit risk. Exposure to credit risk is monitored on an ongoing basis. Credit evaluations are performed on all customers requiring credit. All export customers' risks are either covered by letters of credits, insurance or by way of a bank guarantees.



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 March 2015



## 31. Financial risk management (continued)

The Group has significant concentrations of credit risk, details of which are provided in note 10. The Group manages concentration of its credit risk by monitoring collections within the credit period.

The maximum exposure to credit risk for trade receivables at the reporting date for the Parent company and Group by geographical region is as follows:

	Parent		Group	
	2015	2014	2015	2014
	RO	RO	RO	RO
Local customers	765,714	895,508	1,125,770	956,936
Foreign customers	2,010,882	1,157,971	2,010,882	1,171,582
	<u>2,776,596</u>	<u>2,053,479</u>	<u>3,136,652</u>	<u>2,128,518</u>

The Group categorises its customers as hypermarkets, private entities and other retail customers. The maximum exposure to credit risk for trade receivables at the reporting date for the Group and Parent company by type of customer is as follows:

	Parent		Group	
	2015	2014	2015	2014
	RO	RO	RO	RO
Hypermarkets	98,912	70,991	98,912	72,095
Private entities	2,018,805	1,744,142	2,378,317	1,752,789
Other retail customers	658,879	238,346	659,423	303,634
	<u>2,776,596</u>	<u>2,053,479</u>	<u>3,136,652</u>	<u>2,128,518</u>

## Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. 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, under both normal and stressed conditions, without incurring unacceptable losses or risking damages to the Group's reputation.

In accordance with prudent risk management, the Board of Directors aim to maintain sufficient cash and an adequate amount of committed credit facilities.

## Parent company

	Carrying amount	Less than one year	1 to 2 Years	More than 2 years
	RO	RO	RO	RO
31 March 2015				
Trade payables	<u>935,045</u>	<u>935,045</u>	-	-
31 March 2014				
Trade payables	<u>458,303</u>	<u>458,303</u>	-	-

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 March 2015



### 31. Financial risk management (continued)

#### Group

	Carrying amount RO	Less than one year RO	1 to 2 Years RO	More than 2 years RO
<b>31 March 2015</b>				
Trade payables	947,645	947,645	-	-
Term loan	1,599,992	200,004	200,004	1,199,984
	<u>2,547,637</u>	<u>1,147,649</u>	<u>200,004</u>	<u>1,199,984</u>
<b>31 March 2014</b>				
Trade payables	467,226	467,226	-	-
Term loan	1,799,996	200,004	200,004	1,399,988
	<u>2,267,222</u>	<u>667,230</u>	<u>200,004</u>	<u>1,399,988</u>

#### Credit quality of financial assets

As per the credit policy of the Group, customers are extended a credit period of up to 45 days in the normal course of business. However, in some cases, due to the market conditions and historical business relationship with the customer the credit period may be extended by a further period of 15 days. The credit quality of financial assets is determined by the customers history of meeting commitments, market intelligence related information and management's trade experience.

	Parent company		Group	
	2015 RO	2014 RO	2015 RO	2014 RO
Trade receivables				
Counterparties without external credit rating:				
Up to 6 months	90,470	203,032	103,845	203,567
Due above 6 months	280,673	116,349	280,673	116,349
	<u>371,143</u>	<u>319,381</u>	<u>384,518</u>	<u>319,916</u>

#### Cash at bank and fixed deposits

	Parent company		Group	
	2015 RO	2014 RO	2015 RO	2014 RO
P-1	293,317	737,958	346,168	828,595
P-2	19,366	1,614,333	19,366	1,679,441
Not rated	288,399	399,230	288,399	399,230
	<u>601,082</u>	<u>2,751,521</u>	<u>653,933</u>	<u>2,907,266</u>

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 March 2015



## 32. Fair value estimation

All the financial assets and liabilities of the Group except for the financial assets at fair value through profit or loss are carried at amortised cost. Financial assets at fair value through profit or loss, where quoted market prices are available, are included in Level-1.

Level 1 - Quoted prices (unadjusted) in active markets for identical assets.

Level 2 - Inputs for the assets that are not based on observable market data (that is, unobservable inputs).

The face value less any estimated credit adjustments for financial assets and liabilities with a maturity of less than one year are assumed to approximate to their fair values. The fair values of fixed deposits and short term loan are considered to approximate to their carrying amounts as these carry interest rates which are believed to be the commercial interest rates.

The table below summarises the carrying amounts and their fair values of the financial assets not presented in the statement of financial position at their fair value.

	Parent company and Group			
	Carrying value		Fair value	
	2015 RO	2014 RO	2015 RO	2014 RO
Held-to-maturity financial assets	<b>966,640</b>	968,018	<b>1,023,055</b>	1,158,175

## 33. Segment information

Management has determined the operating segments based on the reports reviewed by the Board of Directors that are used to make strategic decisions. The Board considers the business from a group level as the group is principally engaged in one segment which is fishing, procurement, processing and sale of fish. The Board also considers the geographical segments. The directors review monthly analysis of these geographical segments by monitoring volume and value and the related debtors. As the directors effectively look at only one group level segment, all relevant details are as set out in the profit or loss and statement of financial position. The geographical distribution of revenue and receivables, based on the reports reviewed by the directors are set out as follows:

### Geographical segments

The geographical analysis relating to the primary segment based on the location of the Group's customers is as follows:

### Sales

	Parent company		Group	
	2015 RO	2014 RO	2015 RO	2014 RO
Far East	<b>12,556,609</b>	7,935,264	<b>12,556,609</b>	7,935,264
GCC and Middle East	<b>5,383,404</b>	5,774,083	<b>6,143,557</b>	5,901,316
Africa and others	<b>3,735,706</b>	4,500,894	<b>3,735,706</b>	4,500,894
Europe	<b>1,459,100</b>	661,020	<b>1,459,100</b>	661,020
	<b>23,134,819</b>	18,871,261	<b>23,894,972</b>	18,998,494

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 March 2015



### Trade receivables

	Parent company		Group	
	2015 RO	2014 RO	2015 RO	2014 RO
Far East	922,330	752,045	922,330	752,045
GCC and Middle East	803,714	909,893	1,163,770	984,932
Africa and others	482,667	285,866	482,667	285,866
Europe	567,885	105,675	567,885	105,675
	<u>2,776,596</u>	<u>2,053,479</u>	<u>3,136,652</u>	<u>2,128,518</u>

### 34. Capital management

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

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividend paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

### 35. Contingent liabilities and commitments

At 31 March 2015, the Parent company and Group had contingent liabilities in respect of bank guarantees amounting to RO 374,015(2014 - RO 6,000) given in the normal course of business against which no material liabilities are expected to arise. The Parent company has also given a corporate guarantee of RO 2,000,000(2014 - RO 2,000,000) to local commercial bank against the loan obtained by Al Ameen Stores and Refrigeration LLC.

	Parent company		Group	
	2015 RO	2014 RO	2015 RO	2014 RO
Capital commitments	88,400	862,567	126,875	945,187
Purchase commitments	23,958	45,115	23,958	45,115

### 36. Approval of consolidated financial statements

The consolidated financial statements were approved by the Board of Directors and authorized for issue on 20 May 2015.