ANNUAL REPORT AND AUDITED FINANCIAL STATEMENTS



CONVEXIS GLOBAL HOLDING LTD FOR THE YEAR ENDED 31 MARCH 2024



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GENERAL INFORMATION FOR THE YEAR ENDED 31 MARCH 2024

Directors

Farida Azarioh

Susan Sheila Craig (appointed on 24 November 2023)

Ryan David Mendez (appointed on 10 July 2023 and resigned on 24 November 2023)

Ellen Chislett (appointed on 14 October 2021 and resigned on 10 July 2023)

Registered Office

Unit 1306,

Level 13,

Tower II, Al Fattan Currency House, Dubai International Financial Centre,

Dubai, United Arab Emirates.

Custodian

Credit Suisse Ltd.

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Switzerland

Programme Advisor

Convexis Ltd

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9491 Ruggell

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Independent Auditor

BDO Limited

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La Route de la Libération

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Legal Advisers

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8021 Zurich

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White & Case LLP

Level 6, Burj Daman, Al Mustaqbal Street, Dubai

International Financial Centre Dubai

PO Box 9705, Dubai

United Arab Emirates

DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2024

The Directors present their annual report with the audited financial statements for Convexis Global Holding Ltd (the Company) for the year ended 31 March 2024.

Incorporation

Convexis Global Holding Ltd is a company limited by shares incorporated under the laws of the Dubai International Financial Centre (DIFC) and was registered with the DIFC under No. CL5151 on 14 October 2021.

Principal activities

The Company is part of the Convexis Group and upholds the mission of empowering investors to generate constant fixed returns. The principal activity of the Company is to issue debt securities (**Notes**).

The Company may invest the proceeds from the issuance of Notes into assets to be held on accounts of the Company (the Assets). All Assets held by the Company are referred to as the asset pool (Asset Pool). Where the Company holds an Asset Pool, it intends to hold such Assets according to the terms of a risk framework for purchasing and holding the Assets defined by the Company (Risk Framework Administration Agreement). The Risk Framework Administration Agreement restricts the Asset Pool to the following instruments:

- Money Market Instruments
- Bonds (public) and private placements
- Hedging Instruments. The Company can invest into exchange traded and over the counter derivatives for either hedging credit, interest risk or foreign exchange risk.

Principal risks and uncertainties

The Company is a special purpose financing entity with no business operations other than the issue of Notes and the subsequent investment of the proceeds. In general, prior to maturity, the market value of, and expected return on, the Notes will be influenced by many unpredictable factors. Changes in market parameters, including, but not exclusive to, changes in interest, foreign exchange rates and increases in volatility can increase credit and market risks and may also affect revenue and value of the Asset Pool.

The business activities of the Company are affected by the prevailing market situation. Various risk factors can impair the Company's ability to implement business strategies and may have a direct negative impact on earnings. Accordingly, the Company's revenues and earnings are subject to fluctuations.

The main risks arising from the Company's financial instruments are market risk, credit risk and liquidity risk. Risks are formally reviewed by the Board of Directors (**Board**) and appropriate processes have been put in place to monitor and mitigate the risks. For a detailed description of risk management objectives and policies refer to note 13.

Results and dividends

The results for the financial period are set out on page 9. The Directors have not recommended the payment of a dividend for the period ended 31 March 2024 (2023: nil).

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2024

Going concern

The Directors have performed an assessment of the Company's ability to continue as a going concern. As part of the assessment, the Directors have considered the impact of geopolitical events and the changing interest rate environment on these financial statements. Whilst the impact on the Company cannot be determined with substantial accuracy, as at the date of the approval of these financial statements, the Directors have not witnessed any material adverse impact on the Company's operations.

The Company maintains at any time substantial liquidity buffers to always being able to pay out clustered note redemptions and have enough liquidity for the day to day operations of the company to execute its budget plans which includes any run off or move out note holders. In case the asset pool would not generate enough revenue, the Call Note rates and maturing Term Note rates would be reduced. The Company continues to pursue this strategy.

The Directors have considered the available cash balances on the Company's bank accounts and the Company's forecast expenditure and are satisfied that the Company has sufficient liquid resources to cover at least 12 months from the date of approval of these financial statements, the Directors are of the opinion that the conditions for the going concern principle to apply to the Company are currently being met and accordingly the financial statements have been prepared on a going concern basis.

Directors

The Directors who held office during the year and subsequently to the date of signing of these financial statements were:

Farida Azarioh

Susan Sheila Craig (appointed on 24 November 2023)

Ryan David Mendez (appointed on 10 July 2023 and resigned on 24 November 2023)

Ellen Chislett (appointed on 14 October 2021 and resigned on 10 July 2023)

The Directors had no financial interest in the ordinary shares or Notes of the Company throughout the financial period and up to the date of approving these financial statements. The Company has taken out a third party indemnity provision for the benefit of the Directors. This indemnity provision remains in force at the time of this report.

Independent auditor

RDO	Limited	have	indicated	their	willingness	to continue	in office
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Approved by the Board of Directors and signed on behalf of the Board

Farida Azarioh	Dated:	05 August 2024
Director	•	

DIRECTORS' RESPONSIBILITY STATEMENT FOR THE YEAR ENDED 31 MARCH 2024

The Board of Directors is responsible for the preparation and fair presentation of the financial statements in accordance with International Financial Reporting Standards (IFRSs), applicable provisions of the Articles of Association of the Company and the Dubai International Financial Centre (DIFC) Law No.5 of 2018, and for such internal controls as the Board of Directors determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error. In preparing the financial statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. The Board of Directors is responsible for overseeing the Company's financial reporting process.

Statement of disclosure of information to auditors

Approved by the Roard of Directors and signed on hehalf of the Roard

So far as the Directors are aware, there is no relevant audit information of which the Company's auditors are unaware, and each Director has taken all the steps that he or she ought to have taken as a Director in order to make himself or herself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

Approved by the Board of Birectors and signed of Bo	stati of the board
Farida Azarioh	Dated: 05 August 2024
Director	



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INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CONVEXIS GLOBAL HOLDING COMPANY LIMITED

Opinion

In our opinion, the financial statements have been properly prepared in all material respects, in accordance with the accounting policies as stated in Note 2.

We have audited the financial statements of Convexis Global Holding Company Limited ("the Company") for the year ended 31 March 2024 which comprise the Statement of Comprehensive Income, the Statement of Financial Position, the Statement of Changes in Equity, the Statement of Cash Flows and notes 1 to 15 to the financial statements, including a summary of material accounting policies. The financial reporting framework that has been applied in their preparation is the accounting policies as stated in Note 2 within the Financial Statements.

Basis for opinion

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

Conclusions relating to going concern

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

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

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

Other information

The Directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.



Responsibilities of Directors

As explained more fully in the directors' responsibilities statement, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

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

Extent to which the audit was capable of detecting irregularities, including fraud

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

Non compliance with laws and regulations

Based on:

- Our understanding of the Company and the industry in which it operates;
- Discussion with management and those charged with governance;
- Obtaining an understanding of the Company's policies and procedures in place to prevent and detect non-compliance with laws and regulations;

we considered the significant laws and regulations to be the applicable provisions of the Companies Law - Dubai International Financial Centre (DIFC) Law No.5 of 2018.

The Company is also subject to laws and regulations where the consequence of non-compliance could have a material effect on the amount or disclosures in the financial statements, for example through the imposition of fines or litigations.

Our procedures in respect of the above included:

- Review of minutes of meeting of those charged with governance for any instances of noncompliance with laws and regulations;
- Enquiry with management and those charged with governance regarding any known or suspected instances of non-compliance with laws and regulations;
- Review of legal expenditure accounts to understand the nature of expenditure incurred.

Fraud

We assessed the susceptibility of the financial statements to material misstatement, including fraud. Our risk assessment procedures included:

- Enquiry with management and those charged with governance regarding any known or suspected instances of fraud;
- Obtaining an understanding of the Company's policies and procedures relating to:



- Detecting and responding to the risks of fraud; and
- Internal controls established to mitigate risks related to fraud.
- Review of minutes of meeting of those charged with governance for any known or suspected instances of fraud;
- Discussion amongst the engagement team as to how and where fraud might occur in the financial statements;
- Performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;

Based on our risk assessment, we considered the areas most susceptible to fraud to be management override of controls and judgements and estimates associated with valuation of financial assets.

Our procedures in respect of the above included:

- Testing a sample of journal entries, which met a defined risk criterion, by agreeing to supporting documentation;
- Assessing significant accounting estimates made by management for evidence of possible bias;
- Review of the methodology used in carrying out the valuation of the instruments;
- Obtaining a third party confirmation from the counterparties holding the instruments.

Our audit procedures were designed to respond to risks of material misstatement in the financial statements, recognising that the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery, misrepresentations or through collusion. There are inherent limitations in the audit procedures performed and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we are to become aware of it.

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

Use of our report

This report is made solely to the Company's members. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

BDO Limited

Docusigned by:

Chartered Accountants Jersey, Channel Islands 5 August 2024

STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 MARCH 2024

	Notes	From 01 April 2023 to 31 March 2024 US\$	From 14 October 2021 to 31 March 2023 US\$
Income			
Interest income		2 851 003	1 085 745
Net gain on derivative financial instruments	5	329 614	-
Net foreign exchange gain from trading and hedging the Asset Pool			120 214
Total income		3 180 617	1 205 959
Expenses Administration fee Commission fee Legal and professional expenses Audit fees Other expenses Finance expenses Total expenses	8 8 5, 10	59 121 254 783 - 11 300 11 161 2 830 382 3 166 747	56 540 74 886 30 528 10 000 9 561 1 049 159 1 230 674
Net profit/(loss) for the year/period		13 870	(24 715)
Other Comprehensive income		-	-
Total comprehensive income/(loss) for the year/period		13 870	(24 715)

All the items dealt with in arriving at the profit for the period relate to continuing activities.

STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2024

Assets Non-current assets		
Bonds 4	-	995 557
	-	995 557
Current assets		
Cash and cash equivalents 6	46 704	401 092
Money market instruments 4	59 017 802	63 446 403
Bonds 4	9 869 905	-
Derivative financial instruments 5	329 614	-
Prepayments and other receivables 7	1 783 008	137 817
	71 047 033	63 985 312
Total assets	71 047 033	64 980 869
Liabilities		
Non-current liabilities		
Notes payable 10	-	5 625 000
Current liabilities		
Notes payable 10	70 839 807	59 298 114
Accrued expense and other payables 8	146 071	10 470
	70 985 878	59 308 584
Total liabilities	70 985 878	64 933 584
Equity Capital and reserves		
Share capital 11	72 000	72 000
Accumulated losses	(10 845)	(24 715)
Total equity	61 155	47 285
Total equity and liabilities	71 047 033	64 980 869

The financial statements on pages 9 to 25 were approved and authorised for issue by the Board of Directors on <u>5 August</u> 2024 and were signed on its behalf by:

Farida Azarioh

Director Date:

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2024

		Share capital	Accumulated losses	Total
	Notes	US\$	US\$	US\$
Balance at 01 April 2023 Total comprehensive income for the year	11	72 000 -	(24 715) 13 870	47 285 13 870
Balance at 31 March 2024		72 000	(10 845)	61 155
		Share capital	Accumulated losses	Total
	Notes	US\$	US\$	US\$
Balance at 14 October 2021 Issuance of shares Total comprehensive loss for the period	11	- 72 000 -	- - (24 715)	72 000 (24 715)
Balance at 31 March 2023		72 000	(24 715)	47 285

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2024

	Notes	From 01 April 2023 to 31 March 2024 US\$	From 14 October 2021 31 March 2023 US\$
Operating activities Net profit/(loss) for the year/period		13 870	(24 715)
Adjustments for:			
Interest income		(2 851 003)	(1 085 745)
Interest expense		2 830 382	1 049 159
Foreign exchange difference	-	37 026	(52 345)
Net gain on derivative financial instruments	5	(329 614)	-
Working capital movements:			
Increase in prepayments and other receivables		(3 637)	(11 532)
Increase in accrued expenses		135 601	10 000
Purchase of bonds	4	(8 874 348)	(995 557)
Purchase of money market instruments	4	(470 291 382)	(303 141 319)
Redemptions of money market instruments	4	474 878 566	241 850 278 [°]
Interest received		1 209 449	959 460
Net cash used in operating activities		(3 245 090)	(61 442 316)
Cash flows from financing activities			
Proceeds from issuance of share capital		-	72 000
Proceeds from issuance of Call Notes	10	109 006 541	95 510 435
Payments on redemption of Call Notes	10	(113 323 337)	(40 787 010)
Proceeds from issuance of Term Notes	10	21 451 256	16 300 000
Payments on redemption of Term Notes	10	(11 781 591)	(8 300 000)
Interest paid		(2 462 168)	(952 487)
Cash received from related party		-	470
Net cash generated from financing activities		2 890 702	61 843 408
Increase in cash and cash equivalents		(354 388)	401 092
Cash and cash equivalents at the beginning of the year/period		401 092	<u>-</u>
Cash and cash equivalents at end of the year/period		46 704	401 092

1 General information

Convexis Global Holding Ltd (the **Company** or **Issuer**) is a company limited by shares incorporated under the laws of the Dubai International Financial Centre (**DIFC**) and was registered with the DIFC under No. CL5151 on 14 October 2021. The registered office of the Issuer is located at Unit 1306, Level 13, Tower II, Al Fattan Currency House, Dubai International Financial Centre, Dubai, United Arab Emirates.

The Company is part of the Convexis Group and upholds the mission of empowering investors to generate constant fixed returns. The principal activity of the Company is to issue series debt securities (**Notes**).

The Company may invest the proceeds from the issuance of Notes into assets to be held on accounts of the Company (the **Assets**). All Assets held by the Company are referred to as the asset pool (**Asset Pool**). Where the Company holds an Asset Pool, it intends to hold such Assets according to the terms of a risk framework for purchasing and holding the Assets defined by the Company (**Risk Framework Administration Agreement**). The Risk Framework Administration Agreement restricts the Asset Pool to the following instruments:

- Money Market Instruments
- Bonds (public) and private placements
- Hedging Instruments. The Company can invest into exchange traded and over the counter derivatives for either hedging credit, interest risk or foreign exchange risk.

2 Summary of material accounting policies

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

2.1 Basis of preparation

The Company's financial statements have been prepared in accordance with IFRS as issued by the International Accounting Standards Board (IASB) and Dubai International Financial Centre (DIFC) Companies Law No. 5 of 2018. The financial statements have been prepared under the historic cost convention. The principal accounting policies applied in the preparation of these financial statements are set out below.

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of income and expenses during the reporting period. The estimate and assumption used in the Company's financial statements are based upon management's evaluation of relevant facts and circumstances as of the date of the financial statements. Actual amounts and results could differ from such estimates and assumptions. The estimates and assumptions are reviewed on an on-going basis. Any revision to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected. In particular, fair value calculation and disclosures require significant judgement. The areas involving a high degree of judgement or complexity, or areas where assumptions and estimates were significant to the financial statements are disclosed in notes 3, 9 and 13.

Adoption of new and revised standards

(a) Standards, amendments and interpretations issued and effective

All applicable standards, amendments and interpretations that are issued and effective from 01 April 2023 are adopted.

(b) New standards, amendments and interpretations issued but not yet effective

At the date of authorisation of these financial statements, the Company has not applied new standards, amendments to standards and interpretations that have been issued but are not yet effective. The Company intends to adopt these new amended standards and interpretations, if applicable, when they become available.

Effective from 1 January 2025:

Lack of Exchangeability (Amendments to IAS 21)

Amendments to the Classification and Measurement of Financial Instruments (Amendments to IFRS 9 and IFRS 7) Presentation and Disclosure in Financial Statements (IFRS 18)

The Directors do not expect that the adoption of new standards will have a material impact on the financial statements of the Company in future periods.

2 Summary of material accounting policies (continued)

2.2 Going concern

The Directors have performed an assessment of the Company's ability to continue as a going concern. As part of the assessment, the Directors have considered the impact of geopolitical events and the changing interest rate environment on these financial statements. Whilst the impact on the Company cannot be determined with substantial accuracy, as at the date of the approval of these financial statements, the Directors have not witnessed any material adverse impact on the Company's operations.

The Company maintains at any time substantial liquidity buffers to always being able to pay out clustered note redemptions and have enough liquidity for the day to day operations of the company to execute its budget plans which includes any run off or move out note holders. In case the asset pool would not generate enough revenue, the Call Note rates and maturing Term Note rates would be reduced. The Company continues to pursue this strategy.

The Directors have considered the available cash balances on the Company's bank accounts and the Company's forecast expenditure and are satisfied that the Company has sufficient liquid resources to cover at least 12 months from the date of approval of these financial statements, the Directors are of the opinion that the conditions for the going concern principle to apply to the Company are currently being met and accordingly the financial statements have been prepared on a going concern basis.

2.3 Foreign currency translation

(i) Functional and presentation currency

The Board considers the US Dollars (US\$) as the currency that most faithfully represents the economic effects of the underlying transactions, events and conditions. Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates. The financial statements are presented in US Dollars, which is the Company's functional and presentation currency.

(ii) Transactions and balances

Transactions denominated in foreign currencies are translated into US Dollars at the rate ruling on the date of the transaction. Monetary assets and monetary liabilities at the statement of financial position date denominated in foreign currencies are translated into US Dollars at the rate ruling on the statement of financial position date. Any gains or losses arising on translation are recognised in the statement of comprehensive income. Below are the exchange rates used as at year end.

	31 March 2024 US \$	31 March 2023 US \$
Sterling pound (GBP) to US Dollars	1.2620	1.2337
Swiss franc (CHF) to US Dollars	1.1047	1.0925
Euro (EUR) to US Dollars	1.0791	1.0839

2.4 Financial instruments

The Company's financial instruments comprise cash and cash equivalents, money market instruments, Notes issued, and other receivables and payables that arise directly from its operations. These financial instruments are classified in accordance with the principles of IFRS 9 as described below.

(i) Financial assets

Initial recognition and measurement

Financial assets are measured at initial recognition at fair value, and are classified and subsequently measured at fair value through profit or loss, fair value through other comprehensive income (OCI) or amortised cost.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Company's business model for managing them.

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI) on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

2 Summary of material accounting policies (continued)

2.4 Financial instruments (continued)

(i) Financial assets (continued)

Initial recognition and measurement (continued)

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Financial assets at amortised cost (debt instruments)
- · Financial assets at fair value through OCI with recycling of cumulative gains and losses (debt instruments)
- Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- · Financial assets at fair value through profit or loss

Other receivables and other payables are initially measured at fair value, net of transaction cost. Other receivables are subsequently measured at amortised cost less impairment. Other payables are subsequently measured at amortised cost.

Financial assets at amortised cost

Financial assets at amortised cost are subsequently measured using the effective interest (EIR) method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

Bonds is classified as financial assets at amortised cost even though they can be redeemed at anytime. Bonds is held within business model to collect cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding.

The Company's financial assets at amortised cost includes other receivables, bonds, private placements and related party receivables.

Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss are carried in the statement of financial position at fair value with net changes in fair value recognised in the statement of profit or loss. This category includes derivative financial instruments.

Derecognition

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

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

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

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

2 Summary of material accounting policies (continued)

2.4 Financial instruments (continued)

(i) Financial assets (continued)

Impairment

The Company recognises an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms. Measurement of the expected credit losses is determined by a probability-weighted estimate of credit losses over the expected life of the financial instrument.

The impairment loss is recognised through the statement of comprehensive income and if there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been had the impairment not previously been recognised.

The Company has made an assessment of the ECL as at the reporting date and concluded that it is negligible. As such, no expected credit losses have been recognised in relation to financial instruments.

(ii) Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

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

The Company's financial liabilities include other payables and notes payables.

Subsequent measurement

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the amortisation process.

Derecognition

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

2.5 Derivative financial instruments

Initial recognition and subsequent measurement

The Company uses derivative financial instruments, such as forward currency contracts and interest rate swaps to hedge its foreign currency risks and interest rate risks, respectively. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

2.6 Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the statement of financial position when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

2 Summary of material accounting policies (continued)

2.7 Cash and cash equivalents

Cash and cash equivalents includes cash in hand, deposits held at call with banks and other short-term highly liquid investments with original maturities of three months or less, net of bank charges. The Company's cash and cash equivalents at the end of the financial period is shown in note 6.

2.8 Trade and other payables

Trade and other payables are obligations to pay for goods and services that have been acquired in the ordinary course of business. They are classified as current liabilities if payment is due and payable within one year or less. If not, they are presented as non-current liabilities.

Trade and other payables are not interest bearing, short term in nature, and are accordingly stated at their amortised cost

2.9 Interest income

Interest income is recognised in the statement of comprehensive income on a time-proportionate basis using the effective interest method. It includes interest income from cash and cash equivalents.

2.10 Expenses

Expenses are accounted for on an accrual basis.

2.11 Taxation

For the year ended 31 March 2024, the Company is not subject to any corporate tax in the United Arab Emirates.

2.12 Share capital

Ordinary shares held by the Company are classified as equity. Any incremental costs directly attributable to the issue of shares have been shown in equity as a deduction, net of tax, from the proceeds.

2.13 Dividend

Dividends on ordinary shares are recognised in the period in which they are declared.

3 Critical accounting estimates and judgements

(a) Accounting estimates and assumptions

The accounting estimates and assumptions used in the Company's financial statements are based upon management's evaluation of relevant facts and circumstances as of the reporting date. Management makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related results. Actual amounts and results could differ from such estimates and assumptions.

Fair value of derivative financial instrument

The Company may, from time to time, hold financial instruments that are exchange traded and over the counter derivatives for either hedging credit, interest risk or foreign exchange risk. Fair value of over the counter derivatives are determined by utilising the most recent financial market data as input for the industry standard valuation models.

(b) Critical judgments

Functional currency

The Directors consider the US Dollars the currency that most faithfully represents the economic effect of the underlying transactions, events and conditions. US Dollars is the currency in which the Company measures its performance and reports its results, as well as the currency in which it receives subscriptions from its noteholders.

Other financial assets

	For the year ended 31 March 2024 US\$	For the period ended 31 March 2023 US\$
Money market instruments Bonds	59 017 802 9 869 905	63 446 403 995 557
201140	68 887 707	64 441 960

During the year, the Company classified the bonds of USD 9,869,905 as current assets.

Money market instruments consist of various assets with typically a tenor up to 12 months. This includes placements, call as well as time deposits, Eurodollar deposits, commercial papers, private placements with governments and asset backed placements.

The Company is eligible to purchase bonds from various countries in various currencies. The interest rate of bonds and private placements can be either fixed or floating. Bonds can be unsecured; or covered by assets and subordinated.

The Company has made an assessment of the ECL as at the reporting date and concluded that it is negligible. As such, no expected credit losses have been recognised in relation to money market instruments, bonds and private placements. Refer to note 9.

Derivative financial instruments

The Company holds the following derivative instruments:

	For the year ended 31 March 2024 US\$	For the period ended 31 March 2023 US\$
Foreign exchange assets Foreign exchange liabilities	329 614 -	- -
Net foreign exchange derivatives	329 614	-

Derivatives which are not designated as hedging instruments in qualifying hedge relationships are used to manage the Company's exposure to interest rate, credit, equity market and foreign exchange risks. The instruments used include cross currency interest rate swaps.

The Company has elected not to adopt the hedge accounting requirements of IFRS 9. Hence, the derivative financial instrument is recognised as a financial instrument at fair value through profit or loss and the change in fair value is recognised immediately in the statement of comprehensive income.

The derivative financial instrument is net settled; therefore, carrying value approximates to its fair value.

6 C

Cash and cash equivalents	For the year ended 31 March 2024 US\$	For the period ended 31 March 2023 US\$
Cash and cash equivalents	46 704	401 092

For the purposes of the cash flow statement, cash and cash equivalents comprise of balances with original maturity of less than 90 days.

The Company has made an assessment of the ECL as at the reporting date and concluded that it is negligible. As such, no expected credit losses have been recognised in relation to the cash and cash equivalents. Refer to note 9.

7 Prepayments and other receivables

/	Prepayments and other receivables		
		For the year ended 31 March 2024 US\$	For the period ended 31 March 2023 US\$
	Interest receivable on other financial assets Prepayments	1 767 839 15 169	126 285 11 532
		1 783 008	137 817
8	Accrued expense and other payables	For the year ended 31 March 2024 US\$	For the period ended 31 March 2023 US\$
	Accrued expenses Related party payable	145 601 470	10 000 470

9 Expected credit losses

The Company records the allowance for credit loss for all debt financial instruments not held at FVTPL, together with cash and cash equivalents, in this section all referred to as financial instruments.

146 071

10 470

The ECL allowance is based on the credit losses expected to arise over the life of the financial instrument (the lifetime expected credit loss or LTECL), unless there has been no significant increase in credit risk since origination, in which case, the allowance is based on the 12 months' expected credit loss.

The Company has established a policy to perform an assessment, at the end of each reporting period, of whether a financial instrument's credit risk has increased significantly since initial recognition, by considering the change in the risk of default occurring over the life of the financial instrument.

Based on the above process, the Company groups its financial instruments in to Stage 1, Stage 2, and Stage 3, as described below:

Stage 1 - When financial instruments are first recognised, the Company recognises an allowance based on 12-months' ECLs. Stage 1 also include financial instruments where the credit risk has improved and the financial instrument has been reclassified from Stage 2.

Stage 2 - When a financial instrument has shown a significant increase in credit risk since origination, the Company records an allowance for the LTECLs. Stage 2 also includes financial instruments, where the credit risk has improved and the financial instrument has been reclassified from Stage 3.

Stage 3 - Financial instruments considered credit-impaired. The Company records an allowance for the LTECLs.

All assets of the company are allocated to stage 1.

Cash and cash equivalents and money market instruments have been grouped for ECL purposes, as both items together represent the Asset Pool of the Company. ECL is presented on a cumulative basis to better reflect ECL provisions for and the credit risk of the business model of the Company.

The Company has made an assessment of the ECL as at the reporting date and concluded that it is negligible. As such, no expected credit losses have been recognised in relation to financial instruments.

The Company held an Asset Pool of USD 68,934,411 at 31 March 2024 (2023: USD 64,969,337). The Asset Pool is held with Swiss and international banks with an investment grade rating, based on S&P Global ratings. Impairment on the Asset Pool has been measured on a 12-month expected loss basis and reflects the short maturities of the exposures. The Company considers that its Asset Pool has a low credit risk profile.

9 Expected credit losses (continued)

The Company calculates ECLs based on a three probability-weighted scenario to measure the expected cash shortfalls on the respective notional invested. A cash shortfall is the difference between the cash flows that are due to an entity in accordance with the contract without interest and the cash flows that the entity expects to receive. The Company applies forward looking scenarios to the respective PDs and LGDs. Depending on the economic outlook, the respective PDs and LGDs are scaled upwards (more uncertainty/risk) or downwards (less uncertainty/risk). Management uses three scenarios using probability weight for each scenario based on the management best estimate for their likelihood. Below are the weights for each scenario:

Scenario	Assigned Weighting
Baseline	50.00%
Upside	35.00%
Downside	15.00%

The mechanism of the ECL calculations are outlined below and the key elements are, as follows:

PD: The Probability of Default is an estimate of the likelihood of default over a given time horizon. A default may only happen at a certain time over the assessed period. The Company uses PDs of the publicly available "Mapping of S&P Global Market Intelligence Default Rates for Low Default Portfolios" (the Report) by S&P Global Market Intelligence for its ECL calculations. The Report utilises historic default data from over 30 years and is therefore insensitive to outliers and represents smoothed long-term observations for each rating category probability of default.

EAD: The Exposure at Default is an estimate of the exposure at a future default date, taking into account expected changes in the exposure after the reporting date, including repayments of principal and interest, whether scheduled by contract or otherwise, expected drawdowns on committed facilities, and accrued interest from missed payments.

LGD: The Loss Given Default is an estimate of the loss arising in the case where a default occurs at a given time. It is based on the difference between the contractual cash flows due and those that the lender would expect to receive, including from the realisation of any collateral. It is usually expressed as a percentage of the EAD.

The ECL is calculated with the following formula:

ECL = EAD x PD x LGD

10

O Notes Payable	From 01 April 2023 to 31 March 2024 US\$	From 14 October 2021 to 31 March 2023 US\$
Accrued interest payable on notes	464 886	96 672
<u>Call notes</u>		
Opening balance	56 826 442	-
Issuance during the period	109 006 541	95 510 435
Redemptions during the period	(113 323 337)	(40 787 010)
Foreign exchange difference	144 974 [°]	2 103 017
Closing balance	52 654 621	56 826 442
<u>Term notes</u>		
Opening balance	8 000 000	-
Issuance during the period	21 451 256	16 300 000
Redemptions during the period	(11 781 591)	(8 300 000)
Foreign exchange difference	50 635	-
Closing balance	17 720 300	8 000 000
Total financial liabilities at amortised cost	70 839 807	64 923 114

Financial liabilities at amortised cost represents Term Notes and Call Notes issued by the Company.

10 Notes Payable (continued)

Term Notes holders receive an interest payment on the interest payment date(s) in the amount, as specified in each Final Terms, of the specified denomination multiplied with the interest rate and the day count fraction.

Call Notes are characterised by a repayment of 100% of the specified denomination in the specified currency at the maturity date and interests payments, as specified in each Final Terms. Call Notes holders can exercise the notes on any business day. After exercise, a repayment of 100% of principal as well as payment of the accrued interest (pro rata interest payment) will be made.

During the year, the Company recognised interest expense of US\$ 2,830,382 (2022: US\$ 1,049,159) of which US\$ 464,886 (2023: US\$ 96,672) was outstanding as at 31 March 2024.

Maturity

Term Notes will terminate at its maturity date, as specified in the Final Terms.

Call Notes will terminate at its maturity date, as specified in the Final Terms, or in the event of an exercise, two business days after the optional redemption date.

11 Share capital	31 March 2024 US\$	31 March 2023 US\$
Equity 10,000,000 ordinary shares of \$1 each	10 000 000	10 000 000
Issued and fully paid: Equity		
72,000 ordinary shares of \$1 each	72 000	72 000

The issued share capital of the Company are held by Convexis Group Limited (100 percent). Each issued and fully paid share is entitled to dividends when declared and carries one voting right. The Company has no restrictions or specific capital requirements on the issue and re-purchase of ordinary shares.

12 Ultimate controlling party

The Directors consider Convexis Group Limited (the beneficial owner of the issued share capital of the Company) to be the ultimate controlling party of the Company.

13 Financial risk management

The Company's activities expose it to a variety of financial risks: market risk, interest rate risk, foreign exchange risk, and credit risk.

The Company's assets and liabilities comprised of financial instruments that include financial assets, cash and cash equivalents and creditors that arise directly from its Assets Pool and the debt securities issued by the Company.

Concerns about geopolitical developments, commodity prices, interest rates and natural disasters, among other things, can affect the global financial markets and investor confidence. Moreover, corporate or other incidents may have a significant effect on the valuation and the revenues of the assets.

(a) Market risk

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

13 Financial risk management (continued)

(a) Market risk (continued)

The Company's exposure to market risk is comprised of the following risks:

Foreign exchange risk

The Company holds both monetary and non-monetary assets denominated in currencies other than US Dollars, the functional currency. Foreign currency risk, as defined in IFRS 7, arises as the value of future transactions, recognised monetary assets and monetary liabilities denominated in other currencies fluctuate due to changes in foreign exchange rates. IFRS 7 considers the foreign exchange exposure relating to non-monetary assets and liabilities to be a component of market price risk not foreign currency risk. However, management monitors the exposure on all foreign currency denominated assets and liabilities. The Company monitors the issuance of Notes denominated in foreign currencies to invest the proceeds in the same currency to manage the foreign currency exposure.

Below are the balances that are denominated in foreign currencies for the year ended 31 March 2024.

	USD	CHF	GBP	EUR
Cash and cash equivalents	20 672	18 419	1 749	3 222
Money market instruments	35 579 675	21 131 962	1 669 698	8 918 207
Notes payable	(44 621 380)	(12 945 050)	(1 650 699)	(9 095 900)
Buy or (Sell) Forward contract	9 224 407	(8 187 194)	=	200 580

Below are the balances that are denominated in foreign currencies for the period ended 31 March 2023.

	USD	CHF	GBP	EUR
Cash and cash equivalents	338 193	22 846	255	34 729
Money market instruments	42 585 557	14 975 251	=	5 070 000
Notes payable	(42 943 000)	(15 000 000)	=	(5 070 000)

For the year ended 31 March 2024, the asset balances that are denominated in GBP are matched by the liability balances denominated in GBP. The differences of asset balances to liability balances for USD, EUR and CHF are hedged with FX Forwards, effectively neutralizing the FX exposure. Therefore, the Company's net exposure to foreign currency changes is deemed to be not material.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

Interest rates are determined by various factors of supply and demand in international money markets, which are influenced by economic factors, speculation and interventions by central banks and government authorities or other political factors. The Company manages its interest rate risk by having a balanced portfolio of fixed and variable rate of Notes. Call Notes have variable interest adjustable on the Company's discretion and not dependent on a market interest rate index. The Company maintains substantial liquidity buffers at all times in order to always be able to meet clustered note redemptions and to have sufficient liquidity for the day-to-day operations to meet its budget plans.

Interest income from the Company's Asset Pool may fluctuate in amount and may be affected by changes in interest rates. The Company seeks to optimise the overall performance from the assets it holds. In case the Asset Pool would not generate enough revenue, the Call Note rates and new Term Note rates would be reduced as mentioned in the Final terms. Any material interest rate risk maybe hedged with interest rate hedging transactions. During the period, the Company's exposure to interest rate changes is deemed to be not material.

13 Financial risk management (continued)

(b) Credit risk

The Company is exposed to credit risk, which is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation.

The main concentration to which the Company is exposed arises from the Company's investments held by the Custodian. The Company is also exposed to counterparty credit risk on other financial assets, cash and cash equivalents and other receivable balances.

Assets in the form of cash or any transferable securities will be held in an account of, and in the name of the Company with the Custodian or another intermediary. Where the Assets consist of other things than cash or transferable securities (i.e. private placements), it may be held in the name of or under the control of the Custodian or another intermediary for the account of the Company.

The ability of the Company to meet its obligations with respect to the Notes will be dependent upon receipt by the Company of payments from the Custodian.

The credit risk on cash transactions is in part mitigated by transacting with counterparties that are regulated entities subject to prudential supervision, or with credit-rating assigned by international credit-rating agencies.

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

Financial assets

31 March 2024 US\$	31 March 2023 US\$
59 017 802	63 446 403
9 869 905	995 557
46 704	401 092
1 767 839	126 285
329 614	-
71 031 864	64 969 337
	US\$ 59 017 802 9 869 905 46 704 1 767 839 329 614

The Company has made an assessment of the ECL as at the reporting date and concluded that it is negligible. As such, no expected credit losses have been recognised in relation to the cash and cash equivalents. Refer to note 9.

(c) Liquidity risk

Liquidity risk is the risk that the Company may not be able to generate sufficient cash resources to settle its obligations in full as they fall due or can only do so on terms that are materially disadvantageous.

The Company is exposed to early redemptions of the Call Notes. In case of early redemption, the amount payable per Note to Noteholders in such circumstances should be, unless otherwise specified or in case of an event where the Company is unable to fulfil his contractual obligation under the Base Prospectus, the Final Terms as well as any other relevant document, an amount equal to the outstanding nominal amount of such Note and the accrued interest on such Note since issuance or last interest rate payment date. The Company will fund such payments on the realisation of the Assets.

The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stress conditions, including estimated redemptions of Notes, without incurring unacceptable losses or risking damage to the Company's reputation.

In accordance with the Company's policy, the Programme Advisor monitor's the Company's liquidity position on a daily basis. Potential liquidity risks are minimised by holding a significant portion of its assets in highly liquid instruments/investments.

13 Financial risk management (continued)

(c) Liquidity risk (continued)

31 March 2024	Due within 1 year US\$	1 to 2 years US\$	More than 5 years US\$	Total US\$
Cash and cash equivalents	46 704	-	-	46 704
Bonds and money market instruments	68 887 707	-	-	68 887 707
Interest receivable on other financial assets	1 767 839	-	-	1 767 839
Derivative financial instruments	329 614	-	-	329 614
Notes payable	(70 839 807)	=	-	(70 839 807)
Net Liquidity	192 057	-	-	192 057
31 March 2023	Due within 1 year US\$	1 to 2 years US\$	More than 5 years US\$	Total US\$
Cash and cash equivalents	401 092	-	-	401 092
Bonds and money market instruments	63 446 403	995 557	-	64 441 960
Interest receivable on other financial assets	116 735	9 550	-	126 285
Notes payable	(59 298 114)	(5 625 000)	-	(64 923 114)
Net Liquidity	4 666 116	(4 619 893)	-	46 223

(d) Fair value hierarchy

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transactions between market participants at the measurement date. The fair value of a liability reflects its non-performance risk. The Directors have considered the fair values of the Company's financial assets and financial liabilities under the below level of fair value hierarchy.

The Company used the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1: guoted (unadjusted) prices in active markets for identical assets or liabilities.

As at 31 March 2024, the fair value of the asset category Bonds was US\$ 9,209,202 (2023: 979,650).

Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly.

The Company recognised its derivative financial instrument with a fair value of US\$ 329,614 at level 2.

Level 3: techniques which use inputs which have a significant effect on the recorded fair value that are not based on observable market data.

Transfer between the hierarchy levels

There were no transfers between hierarchy levels during the financial year.

14 Related party transactions

Susan Craig (appointed on 24 November 2023) is a director, Ryan David Mendez (appointed on 10 July 2023 and resigned on 24 November 2023) and Ellen Chislett (appointed on 14 October 2021 and resigned on 10 July 2023) were directors of certain subsidiaries of CSC Fidcuiary Services (Jersey) Limited (formerly known as Intertrust Fiduciary Services (Jersey) Limited), including CSC Capital Markets (Jersey) Limited (formerly known as Intertrust SPV Services Limited) (together CSC) which provide accounting and directorship services to the Company. Farida Azarioh is a director of Intertrust (Dubai) Limited (CSC Dubai), which provides directorship, administrative, company secretarial services and registered office.

During the year, fees amounting to US\$ 22,176 (2023: 64,660) were incurred from the services provided by CSC Dubai of which US\$ nil (2023: nil) was outstanding as at the period end. The Directors do not receive remuneration from the Company. The fees paid to Intertrust Dubai include provision of directors among other administrative services.

As at 31 March 2024, other payables amounting to US\$ 470 (2023: US\$ 470) is payable to Convexis Group Limited.

The Directors of the Company are considered the key management personnel.

15 Events after reporting period

There were no events after the reporting period that require adjustment or disclosure in the financial statements.