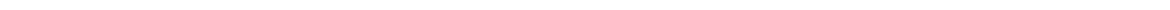


# ABJA INVESTMENT CO. PTE. LTD.

*(Incorporated in Singapore. Registration Number: 201309883M)*

## ANNUAL REPORT

*For the financial year ended 31 March 2024*



**ABJA INVESTMENT CO. PTE. LTD.**  
*(Incorporated in Singapore)*

**ANNUAL REPORT**  
*For the financial year ended 31 March 2024*

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## **ABJA INVESTMENT CO. PTE. LTD.**

### **DIRECTORS' STATEMENT**

*For the financial year ended 31 March 2024*

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The directors present their statement to the member together with the audited financial statements for the financial year ended 31 March 2024.

In the opinion of the directors,

- (a) the financial statements as set out on pages 8 to 41 are drawn up so as to give a true and fair view of the financial position of the Company as at 31 March 2024 and the financial performance, changes in equity and cash flows of the Company for the financial year covered by the financial statements; and
- (b) at the date of this statement, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due.

#### **Directors**

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

Ms Samita Jigar Shah  
Mr Hriday Nair  
Mr Raghav Sud  
Ms Swastika Basu

#### **Arrangements to enable directors to acquire shares and debentures**

Neither at the end of nor at any time during the financial year was the Company a party to any arrangement whose object was to enable the directors of the Company to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

#### **Directors' interests in shares or debentures**

According to the register of directors' shareholdings, none of the directors holding office at the end of the financial year had any interest in the shares or debentures of the Company or its related corporations, except as follows:

	Holdings registered in name of director	
	At <u>31.03.2024</u>	At <u>01.04.2023</u>
<b>Ultimate holding corporation</b>		
<b>- Tata Steel Limited</b>		
<u>(Ordinary shares of Rupees 1 each)</u>		
Raghav Sud	170	170
Hriday Nair	630	630
Swastika Basu	4,080	4,080

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**ABJA INVESTMENT CO. PTE. LTD.**

**DIRECTORS' STATEMENT**

*For the financial year ended 31 March 2024*

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**Share options**

No options have been granted during the financial year to subscribe for unissued shares of the Company.

No shares were issued during the financial year by virtue of the exercise of options to take up unissued shares of the Company.

There were no unissued shares of the Company under option at the end of the financial year.

**Independent auditor**

The independent auditor, PricewaterhouseCoopers LLP, has expressed its willingness to accept reappointment.

On behalf of the directors

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Samita Jigar Shah

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Raghav Sud

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBER OF  
ABJA INVESTMENT CO. PTE. LTD.**

**Report on the Audit of the Financial Statements**

**Our opinion**

In our opinion, the accompanying financial statements of ABJA Investment Co. Pte. Ltd. ("the Company") are properly drawn up in accordance with the provisions of the Companies Act 1967 (the "Act") and Singapore Financial Reporting Standards (International) ("SFRS(I)s") so as to give a true and fair view of the financial position of the Company as at 31 March 2024 and of the financial performance, changes in equity and cash flows of the Company for the financial year ended on that date.

*What we have audited*

The financial statements of the Company comprise:

- the statement of comprehensive income of the Company for the financial year ended 31 March 2024;
- the balance sheet as at 31 March 2024;
- the statement of changes in equity of the Company for the financial year then ended;
- the statement of cash flows of the Company for the financial year then ended; and
- the notes to the financial statements, including a summary of significant accounting policies.

**Basis for Opinion**

We conducted our audit in accordance with Singapore Standards on Auditing ("SSAs"). 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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

*Independence*

We are independent of the Company in accordance with the Accounting and Corporate Regulatory Authority Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities ("ACRA Code") together with the ethical requirements that are relevant to our audit of the financial statements in Singapore, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code.

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF  
ABJA INVESTMENT CO. PTE. LTD. (continued)**

**Our Audit Approach**

As part of designing our audit, we determined materiality and assessed the risks of material misstatement in the accompanying financial statements. In particular, we considered where management made subjective judgements; for example, in respect of significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain. As in all of our audits, we also addressed the risk of management override of internal controls, including among other matters consideration of whether there was evidence of bias that represented a risk of material misstatement due to fraud.

*Key Audit Matters*

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements for the financial year ended 31 March 2024. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

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<b>Key Audit Matter</b>	<b>How our audit addressed the Key Audit Matter</b>
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**Assessment of recoverability of intercompany receivables**

The Company has intercompany receivables consisting of notes and loans due from a related corporation and interest receivables from a related corporation, which account for approximately 99% of the Company's total assets.

Management has carried out assessment of recoverability of these intercompany receivables and concluded that none of the receivables needs any allowances. Such assessment for impairment requires significant judgment and estimates which significantly impacts the carrying amount of the intercompany receivables.

The Company's disclosures on intercompany receivables are set out in Notes 10 and 12 to the financial statements.

We performed following procedures:

Obtained an understanding around management's process over the monitoring of receivables and the assessment of allowance for receivables.

Discussed with management and evaluated the appropriateness of the assessment made by the management to determine whether any allowance for impairment to be made, by considering factors such as, the financial position and results of the respective entities, subsequent cash receipts, payment history and settlement arrangements.

Assessed the adequacy and appropriateness of the disclosures made in the financial statements.

Based on the above procedures, the management's assessment of recoverability of intercompany receivable were considered to be reasonable.

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBER OF  
ABJA INVESTMENT CO. PTE. LTD. (continued)**

**Other Information**

Management is responsible for the other information. The other information comprises the Directors' Statement but does not include the financial statements and our auditor's report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

**Responsibilities of Management and Directors for the Financial Statements**

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Act and SFRS(I)s, and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair financial statements and to maintain accountability of assets.

In preparing the financial statements, management 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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The directors' responsibilities include overseeing the Company's financial reporting process.

**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 SSAs 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.

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBER OF  
ABJA INVESTMENT CO. PTE. LTD. (continued)**

**Auditor's Responsibilities for the Audit of the Financial Statements (continued)**

As part of an audit in accordance with SSAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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



**INDEPENDENT AUDITOR'S REPORT TO THE MEMBER OF  
ABJA INVESTMENT CO. PTE. LTD. (continued)**

**Report on Other Legal and Regulatory Requirements**

In our opinion, the accounting and other records required by the Act to be kept by the Company have been properly kept in accordance with the provisions of the Act.

The engagement partner on the audit resulting in this independent auditor's report is Tan Boon Chok.

PricewaterhouseCoopers LLP  
Public Accountants and Chartered Accountants  
Singapore,

**ABJA INVESTMENT CO. PTE. LTD.**

**STATEMENT OF COMPREHENSIVE INCOME**

*For the financial year ended 31 March 2024*

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	Note	2024 US\$'000	2023 US\$'000
Other income	4	155,588	147,239
Other (loss) / gains, net	5	(592)	2,469
Other expenses	6	(180)	(164)
Finance expenses	7	<u>(149,621)</u>	<u>(140,505)</u>
Profit / (Loss) before income tax		5,195	9,039
Income tax (expense) / credit	8(a)	<u>(1,185)</u>	<u>(1,435)</u>
<b>Profit / (Loss) after income tax and total comprehensive income / (loss) for the year</b>		<u>4,010</u>	<u>7,604</u>

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

**ABJA INVESTMENT CO. PTE. LTD.****BALANCE SHEET***As at 31 March 2024*

	Note	2024 US\$'000	2023 US\$'000
<b>ASSETS</b>			
<b>Current assets</b>			
Cash at bank and on hand	9	113	230
Other receivables	10	20,654	27,474
Derivatives financial instruments	11	-	33,856
Loans to a related corporation	12	997,192	495,623
		<u>1,017,959</u>	<u>557,183</u>
<b>Non-current assets</b>			
Loans to a related corporation	12	1,555,163	1,985,382
Other receivables	10	28,574	-
Deferred income taxes	13	479	1,314
		<u>1,584,216</u>	<u>1,986,696</u>
<b>Total assets</b>		<u>2,602,175</u>	<u>2,543,879</u>
<b>LIABILITIES</b>			
<b>Current liabilities</b>			
Other payables	14	20,116	27,154
Income tax liabilities	8(b)	350	414
Borrowings	15	999,674	525,463
Derivatives financial instruments	11	-	16
		<u>1,020,140</u>	<u>553,047</u>
<b>Non-current liabilities</b>			
Borrowings	15	1,553,835	1,995,274
Other payables	14	28,632	-
		<u>1,582,467</u>	<u>1,995,274</u>
<b>Total liabilities</b>		<u>2,602,607</u>	<u>2,548,321</u>
<b>NET LIABILITIES</b>		<u>(432)</u>	<u>(4,442)</u>
<b>EQUITY</b>			
Share capital	16	200	200
Foreign currency translation reserve		(10)	(10)
Accumulated losses		(622)	(4,632)
<b>Capital deficit</b>		<u>(432)</u>	<u>(4,442)</u>

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

**ABJA INVESTMENT CO. PTE. LTD.****STATEMENT OF CHANGES IN EQUITY***For the financial year ended 31 March 2024*

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	<u>Share capital</u> US\$'000	<u>Foreign currency translation reserve</u> US\$'000	<u>Accumulated losses</u> US\$'000	<u>Total equity</u> US\$'000
<b>2024</b>				
<b>Balance as at 1 April 2023</b>	200	(10)	(4,632)	(4,442)
Total comprehensive income for the year	-	-	4,010	4,010
<b>Balance as at 31 March 2024</b>	<b>200</b>	<b>(10)</b>	<b>(622)</b>	<b>(432)</b>
<b>2023</b>				
<b>Balance as at 1 April 2022</b>	200	(10)	(12,236)	(12,046)
Total comprehensive income for the year	-	-	7,604	7,604
<b>Balance as at 31 March 2023</b>	<b>200</b>	<b>(10)</b>	<b>(4,632)</b>	<b>(4,442)</b>

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

**ABJA INVESTMENT CO. PTE. LTD.**

**STATEMENT OF CASH FLOWS**

*For the financial year ended 31 March 2024*

	Note	2024 US\$'000	2023 US\$'000
<b>Cash flows from operating activities</b>			
Profit before tax		5,195	9,039
Adjustments for:			
- Interest income	4	(155,588)	(147,239)
- Interest expense	7	149,621	140,505
- Fair value gains on financial derivatives instruments		33,840	(9,187)
- Unrealised currency translation losses		(2,496)	7,125
		<u>30,572</u>	<u>243</u>
Changes in working capital:			
- Trade and other payables		4	*
Cash generated from operations		<u>30,576</u>	<u>243</u>
Income tax paid	8(b)	(422)	(565)
<b>Net cash used in operating activities</b>		<u>30,154</u>	<u>(322)</u>
<b>Cash flows from investing activities</b>			
Advances of loans to a related corporation		(700)	(4,750)
Interest received		64,610	141,323
<b>Net cash provided by investing activities</b>		<u>63,910</u>	<u>136,573</u>
<b>Cash flows from financing activities</b>			
Repayment of long-term borrowings		(524,400)	-
Interest paid		(126,183)	(138,083)
Loan from Parent Company		556,535	-
<b>Net cash used in financing activities</b>		<u>(94,048)</u>	<u>(138,083)</u>
<b>Net (decrease) / increase in cash and cash equivalents</b>		<b>16</b>	<b>(1,832)</b>
<b>Cash and cash equivalents</b>			
Beginning of financial year	9	230	2,066
Effects of currency translation on cash and cash equivalents		(133)	(4)
<b>Cash and cash equivalents at end of financial year</b>	9	<u>113</u>	<u>230</u>

**Reconciliation of liabilities arising from financing activities:**

	1 April US\$'000	Proceeds from borrowings US\$'000	Principal and interest payments US\$'000	Non-cash changes				31 March US\$'000
				Interest expenses US\$'000	Foreign exchange movement US\$'000	Reversal of provision of amortized issue expenses US\$'000	Amortized issue expenses US\$'000	
Borrowings (including accrued interest payable)								
<b>2024</b>	<b>2,547,840</b>	<b>556,535</b>	<b>(650,583)</b>	<b>147,802</b>	<b>(1,212)</b>	-	<b>1,819</b>	<b>2,602,201</b>
2023	2,541,412	-	(138,083)	138,157	4,006	-	2,348	2,547,840

\*Amount is less than US\$ 500.

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

**ABJA INVESTMENT CO. PTE. LTD.**

**NOTES TO THE FINANCIAL STATEMENTS**

*For the financial year ended 31 March 2024*

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These notes form an integral part of and should be read in conjunction with the accompanying statement of comprehensive income, balance sheet, statement of changes in equity and statement of cash flows.

**1. General information**

The Company (Registration No. 201309883M) is incorporated in Singapore with its principal place of business and registered office at 2 Venture Drive, #19-23 Vision Exchange, Singapore 608526. The financial statements are expressed in United States dollars ("US\$").

The principal activity of the Company consists of provision of treasury services.

As at 31 March 2024, the Company has a capital deficiency of US\$432,000 (2023: US\$4,442,000), current liabilities in excess of current assets of US\$ 2,181,000 (2023: current assets in excess of current liabilities US\$4,136,000) and current year total comprehensive income of US\$4,010,000 (2023: of US\$7,604,000).

The financial statements are prepared on a going concern basis as Management had considered and assessed that (i) the total notes of US\$1,996,974,000 (2023: US\$2,520,737,000) (Note 15) issued by the Company, out of which US\$1,000,000,000 including any current and future related interest payables, are guaranteed by the ultimate holding company; (ii) the cash flows from interest income expected to be received from loans to a related corporation will be sufficient to cover the interest expenses that the Company expects to incur as the interest rate charges are higher than the interest rate payable on the debt which will sufficiently cover the Company's existing net capital deficiency in the future. As such, management has assessed that there are no material uncertainties on the Company's ability to continue as going concern.

**2. Significant accounting policies**

**2.1 Basis of preparation**

These financial statements have been prepared in accordance with Singapore Financial Reporting Standards (International) ("SFRS(I)") under the historical cost convention, except as disclosed in the accounting policies below.

**NOTES TO THE FINANCIAL STATEMENTS**

*For the financial year ended 31 March 2024*

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**2. Significant accounting policies** (continued)

**2.1 Basis of preparation** (continued)

The preparation of these financial statements in conformity with SFRS(I) requires management to exercise its judgement in the process of applying the Company's accounting policies. It also requires the use of certain critical accounting estimates and assumptions. The areas involving a higher degree of judgement or complexity, or areas where estimates and assumptions are significant to the financial statements are disclosed in Note 3.

On 1 April 2023, the Company has adopted the new or amended FRS and Interpretations of FRS ("INT FRS") that are mandatory for application for the financial year. Changes to the Company's accounting policies have been made as required, in accordance with the transitional provisions in the respective FRS and INT FRS.

The adoption of these new or amended FRS and INT FRS did not result in substantial changes to the Company's accounting policies and had no material effect on the amounts reported for the current or prior financial years.

**2.2 Revenue**

*Interest income*

Interest income, including income arising from finance leases and other financial instruments, is recognized using the effective interest method.

**2.3 Borrowing costs**

Borrowing costs are recognised in profit or loss using the effective interest method.

**2.4 Income taxes**

Current income tax for current and prior periods is recognised at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions, where appropriate, on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is recognised for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements except when the deferred income tax arises from the initial recognition of an asset or liability that affects neither accounting nor taxable profit nor loss at the time of the transaction.

**NOTES TO THE FINANCIAL STATEMENTS**

*For the financial year ended 31 March 2024*

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**2. Significant accounting policies (continued)**

**2.4 Income taxes (continued)**

Deferred income tax is measured at the tax rates that are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

Current and deferred income taxes are recognised as income or expenses in profit or loss, except to the extent that the tax arises from a transaction which is recognised directly in equity.

The Company accounts for investment tax credits (for example, productivity and innovative credit) similar to accounting for other tax credits where deferred tax asset is recognised for unused tax credits to the extent that it is probable that future taxable profit will be available against which the unused tax credit can be utilised.

**2.5 Financial assets**

The accounting for financial assets are as follows:

*(a) Classification and measurement*

The Company classifies its financial assets into the following measurement categories:

- Amortised cost

The classification depends on the Company's business model for managing the financial assets as well as the contractual terms of the cash flows of the financial assets.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

The Company reclassifies debt instruments when and only when its business model for managing those assets changes.

*At initial recognition*

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial assets. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.



**NOTES TO THE FINANCIAL STATEMENTS**

*For the financial year ended 31 March 2024*

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**2. Significant accounting policies** (continued)

**2.5 Financial assets** (continued)

(a) *Classification and measurement* (continued)

At subsequent measurement

Debt instrument

Debt instruments of the Company mainly comprise of cash at bank and on hand, other receivables and loans to a related corporation.

Debt instruments that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets are recognised using the effective interest rate method.

(b) *Impairment*

The Company assesses on forward looking basis the expected credit losses associated with its debt instruments carried at amortised cost.

For cash at bank and on hand, other receivables and loans to a related corporation, the general 3-stage approach is applied. Credit loss allowance is based on 12-month expected credit loss if there is no significant increase in credit risk since initial recognition of the assets. If there is a significant increase in credit risk since initial recognition, lifetime expected credit loss will be calculated and recognised.

(c) *Recognition and derecognition*

Regular way purchases and sales of these financial assets are recognised on trade date - the date on which the Company commits to purchase or sell the asset.

Financial assets are derecognized when the rights to receive cash flows from the financial assets have expired or have been transferred and the Company has transferred substantially all risks and rewards of ownership.

On disposal of a debt instrument, the difference between the carrying amount and the sale proceeds is recognized in profit or loss. Any amount previously recognized in other comprehensive income relating to that asset is reclassified to profit or loss.

**NOTES TO THE FINANCIAL STATEMENTS**

*For the financial year ended 31 March 2024*

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**2. Significant accounting policies (continued)**

**2.6 Derivative financial instruments**

The Company enters into certain financial instruments to manage its exposure to foreign exchange risk and interest rate, including forward foreign exchange contracts and interest rate swaps. Further details of derivative financial instruments are disclosed in Note 11.

Derivatives are initially recognised at fair value at the date a derivative contract is entered into and are subsequently remeasured to their fair value at the end of each reporting period. The resulting gain or loss is recognised in profit or loss immediately unless the derivative is designated and effective as a hedging instrument in which event the timing of the recognition in profit or loss depends on the nature of the hedge relationship. A derivative is presented as a non-current asset or a non-current liability if the remaining maturity of the instrument is more than 12 months and it is not expected to be realised or settled within 12 months. Other derivatives are presented as current assets or current liabilities. The Company does not apply hedge accounting for its derivative financial instruments.

**2.7 Other payables**

Other payables represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. They are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business, if longer). Otherwise, they are presented as non-current liabilities.

Other payables are initially recognised at fair value, and subsequently carried at amortised cost using the effective interest method.

**2.8 Borrowings**

Borrowings are presented as current liabilities unless the Company has an unconditional right to defer settlement for at least 12 months after the balance sheet date, in which case they are presented as non-current liabilities.

Borrowings are initially recognised at fair values (net of transaction costs) and subsequently carried 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.

**NOTES TO THE FINANCIAL STATEMENTS**

*For the financial year ended 31 March 2024*

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**2. Significant accounting policies (continued)**

**2.9 Offsetting financial instruments**

Financial assets and liabilities are offset and the net amount reported in the balance sheet when there is a legally enforceable right to offset and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

**2.10 Provisions**

Provisions are recognised when the Company has a present legal or constructive obligation as a result of a past event, it is more likely than not that an outflow of resources will be required to settle the obligation and the amount has been reliably estimated.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

**2.11 Fair value estimation of financial assets and liabilities**

The fair values of financial instruments traded in active markets (such as exchange-traded and over-the-counter securities and derivatives) are based on quoted market prices at the balance sheet date. The quoted market prices used for financial assets are the current bid prices; the appropriate quoted market prices used for financial liabilities are the current asking prices.

The fair values of financial instruments that are not traded in an active market are determined by using valuation techniques. The Company uses a variety of methods and makes assumptions based on market conditions that are existing at each balance sheet date. Where appropriate, quoted market prices or dealer quotes for similar instruments are used. Valuation techniques, such as discounted cash flow analysis, are also used to determine the fair values of the financial instruments.

The fair values of currency forwards are determined using actively quoted forward exchange rates. The fair values of interest rate swaps are calculated as the present value of the estimated future cash flows discounted at actively quoted interest rates.

The fair values of current financial assets and liabilities carried at amortised cost approximate their carrying amounts.

**NOTES TO THE FINANCIAL STATEMENTS**

*For the financial year ended 31 March 2024*

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**2. Significant accounting policies (continued)**

**2.12 Cash and cash equivalents**

For the purpose of presentation in the statement of cash flows, cash and cash equivalents include cash on hand, deposits with financial institutions which are subject to an insignificant risk of change in value, and bank overdrafts. Bank overdrafts are presented as current borrowings on the balance sheet. For cash subjected to restriction, assessment is made on the economic substance of the restriction and whether they meet the definition of cash and cash equivalents.

**2.13 Currency translation**

The financial statements are presented in United States Dollar, which is the functional currency of the Company.

Transactions in a currency other than the functional currency ("foreign currency") are translated into functional currency using the exchange rates at the dates of the transactions. Currency exchange differences resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at the closing rates at the balance sheet date are recognised in profit or loss. Non-monetary items measured at fair values in foreign currencies are translated using the exchange rates at the date when the fair values are determined.

Foreign exchange gains and losses impacting profit or loss are presented in the income statement within "Other gains - net".

**2.14 Share capital**

Ordinary shares are classified as equity. Incremental costs directly attributable to the issuance of new ordinary shares are deducted against the share capital account.

**3. Critical accounting estimates, assumptions and judgements**

Estimates, assumptions and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

(a) *Uncertain tax positions*

The Company has no open tax assessments with tax authority at the balance sheet date. As management believes that the tax positions are sustainable, the Company has not recognised any additional tax liability.

**NOTES TO THE FINANCIAL STATEMENTS**

*For the financial year ended 31 March 2024*

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**3. Critical accounting estimates, assumptions and judgements (continued)**

(b) *Functional currency*

SFRS(I) 1-21 *The Effects of Changes in Foreign Exchange Rates* requires the Company to determine its functional currency to prepare the financial statements. When determining its functional currency, the Company considers the primary economic environment in which it operates i.e. the one in which it primarily generates and expends cash. The Company also considers the funds generated from financing activities.

During the year ended 31 March 2024, management had reassessed and determined that the functional currency of the Company continues to be United States dollars on the basis that its majority funding and its significant transactions are denominated in United States dollars.

(c) *Key sources of estimation uncertainty*

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

Loan receivables and interest receivables from a related corporation. The Company has interest receivables and loan receivables due from a related corporation of US\$49,228,000 (2023: US\$26,906,000) (Note 10) and US\$2,552,355,000 (2023: US\$2,481,005,000) (Note 12) respectively.

The policy for credit risk allowances for intercompany receivables of the Company is based on the evaluation of collectability and management's judgement. Judgement is required in assessing the ultimate realisation of these receivables from this related corporation. If the financial conditions of related corporation were to deteriorate, resulting in an impairment of their ability to make payments, additional allowances may be required. Based on management's evaluation, no impairment is assessed to be necessary for loan receivables and interest receivables from this related corporation. The carrying amount of interest receivables and loan receivables are disclosed in Notes 10 and 12 respectively.

**ABJA INVESTMENT CO. PTE. LTD.****NOTES TO THE FINANCIAL STATEMENTS***For the financial year ended 31 March 2024***4. Other income**

	<b>2024</b> <b>US\$'000</b>	2023 US\$'000
Interest income on loans to a related corporation	<b>155,328</b>	145,864
Interest income from Banks financial institutions	<b>167</b>	*
Interest income on derivative financial instruments	<b>93</b>	1,375
	<b>155,588</b>	147,239

\*Amount is less than US\$ 500.

In the financial year ended 31 March 2024, a gain of US\$ 4,744,000 (2023: US\$ 6,010,000) is included in interest income on loans to a related corporation arising from unwinding of the discounting effect due to the change in interest rates.

**5. Other (loss) / gain, net**

	<b>2024</b> <b>US\$'000</b>	2023 US\$'000
Net fair value gain/(loss) on currency forwards (Note 11)	<b>(33,432)</b>	9,827
Net fair value gain/(loss) on Interest rate swaps (Note 11)	<b>(408)</b>	(640)
Net currency exchange gain/(loss)	<b>33,248</b>	(6,718)
	<b>(592)</b>	2,469

**6. Other expenses**

	<b>2024</b> <b>US\$'000</b>	2023 US\$'000
Other expenses	<b>180</b>	164

**7. Finance expenses**

	<b>2024</b> <b>US\$'000</b>	2023 US\$'000
Interest expense		
- Guaranteed Notes (Note 14)	<b>60,479</b>	70,307
- Notes (Note 14)	<b>58,691</b>	67,850
Amortisation of borrowing costs	<b>1,819</b>	2,348
Interest expenses on loan payable to Parent company (Note 13)	<b>28,632</b>	
Interest expense on bank deposits	*	*
	<b>149,621</b>	140,505

\*Amount is less than US\$ 500

**ABJA INVESTMENT CO. PTE. LTD.****NOTES TO THE FINANCIAL STATEMENTS***For the financial year ended 31 March 2024***8. Income taxes**

## (a) Income tax expense

	<b>2024</b>	2023
	<b>US\$'000</b>	US\$'000
Tax expense attributable to profit is made up of:		
- Current income tax	<b>350</b>	414
- Deferred income tax (Note 15)	<b>835</b>	1,022
	<b>1,185</b>	1,436
(Over)/under provision in prior financial years		
- Current income tax	*	(1)
	<b>1,185</b>	1,435

The tax on the Company's profit before tax differs from the theoretical amount that would arise using the Singapore standard rate of income tax as follows:

	<b>2024</b>	2023
	<b>US\$'000</b>	US\$'000
Profit before tax	<b>5,195</b>	9,039
Tax calculated at tax rate of 17% (2023: 17%)	<b>883</b>	1,537
Effects of:		
- statutory stepped income exemption	<b>(13)</b>	(13)
- expenses that is not deductible for tax purposes	<b>315</b>	(88)
- (over)/under provision of tax in prior financial years	*	(1)
Tax charge	<b>1,185</b>	1,435

## (b) Movements in current income tax liabilities

	<b>2024</b>	2023
	<b>US\$'000</b>	US\$'000
Beginning of financial year	<b>414</b>	578
Income tax paid	<b>(422)</b>	(565)
Tax expense	<b>350</b>	414
Foreign exchange gain	<b>8</b>	(12)
(Over)/under provision of tax in prior financial years	*	(1)
End of financial year	<b>350</b>	414

\*Amount is less than US\$ 500.

**ABJA INVESTMENT CO. PTE. LTD.****NOTES TO THE FINANCIAL STATEMENTS***For the financial year ended 31 March 2024*

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**9. Cash at bank and on hand**

	<b>2024</b> <b>US\$'000</b>	2023 US\$'000
Cash and cash equivalents	<b>113</b>	<b>230</b>

**10. Other receivables**

<b>Current</b>	<b>2024</b> <b>US\$'000</b>	2023 US\$'000
Accrued interest income on loan receivables due from a related corporation	<b>20,654</b>	26,906
Interest receivables on derivative financial instruments	-	568
	<b>20,654</b>	<b>27,474</b>

**Non- Current**

	<b>2024</b> <b>US\$'000</b>	2023 US\$'000
Accrued interest income on loan receivables due from a related corporation	<b>28,574</b>	-
	<b>28,574</b>	-

**11. Derivative financial instruments**

	<b>2024</b> <b>US\$'000</b>	2023 US\$'000
<b>Current assets:</b>		
Forward foreign exchange contracts		
- unrealised fair value gains	-	33,448
Interest rate swaps - unrealised fair value gains	-	408
	-	<b>33,856</b>

**Current liabilities:**

Forward foreign exchange contracts		
- unrealised fair value loss	-	16



**ABJA INVESTMENT CO. PTE. LTD.****NOTES TO THE FINANCIAL STATEMENTS***For the financial year ended 31 March 2024***11. Derivative financial instruments (continued)**Forward foreign exchange contracts

The Company uses currency derivatives in the management of its foreign exchange exposures.

At the end of the reporting period, the total notional amount of outstanding forward foreign exchange contracts to which the Company is committed are as follows:

	<b>2024</b> <b>US\$'000</b>	2023 US\$'000
Forward foreign exchange contracts	-	<u>172,590</u>

**Changes in the fair value of derivative financial instruments**

	<b>2024</b> <b>US\$'000</b>	2023 US\$'000
Opening fair value of derivative financial instruments	<b>33,432</b>	23,605
Net fair value gains of derivative financial instruments recognised in profit or loss (Note 5) during the year	<u><b>(33,432)</b></u>	<u>9,827</u>
Closing fair value of derivative financial instruments representing unrealised net fair value gains	-	<u>33,432</u>

There were no outstanding forward foreign currency contracts as at 31 March 2024.

The following table details information on the forward foreign currency contracts outstanding as at 31 March 2023:

<u>Outstanding contracts</u>	<u>Average</u> <u>exchange</u> <u>rate</u>	<u>Foreign</u> <u>currency</u> <u>FC\$'000</u>	<u>Contract</u> <u>value</u> <u>US\$'000</u>	<u>Fair value</u> <u>gains/</u> <u>(losses)</u> <u>US\$'000</u>
Sell Euro with maturity on 2 May 2023	1.63	1,706	1,856	241
Sell Euro with maturity on 2 May 2023	1.76	75,000	81,607	17,752
Sell Euro with maturity on 2 May 2023	1.73	75,000	81,607	15,429
Buy SGD with maturity on 2 May 2023	1.34	5,000	3,760	26
Sell SGD with maturity on 2 May 2023	1.33	5,000	3,760	(16)
Total			<u>172,590</u>	<u>33,432</u>

**ABJA INVESTMENT CO. PTE. LTD.****NOTES TO THE FINANCIAL STATEMENTS***For the financial year ended 31 March 2024***11. Derivative financial instruments (continued)**Interest rate swaps

The Company uses interest rate swaps to manage its exposure to interest rate in its respective currency. Contracts with nominal values of S\$150,000,000 was outstanding as on 31 March 2023 wherein the company paid fixed interest payments at an average rate of 4.789% on the Euro notional principal equivalent of S\$150,000,000 and received fixed interest receipt at 4.950% on the Singapore dollar notional principal of S\$150,000,000. These contracts were for the period until 2 May 2023 and were unwound during the financial year ended 31 March 2024.

**Changes in the fair value of derivative financial instruments**

	<b>2024</b>	2023
	<b>US\$'000</b>	US\$'000
Opening fair value of derivative financial instruments	<b>408</b>	1,048
Net fair value losses of derivative financial instruments recognised in profit or loss (Note 5) during the year	<b>(408)</b>	(640)
Closing fair value of derivative financial instruments representing unrealised net fair value gains	<b>-</b>	408

There were no outstanding interest rate swap contracts as at 31 March 2024.

The following table details information on the interest rate swap contracts outstanding as at 31 March 2023:

<u>Outstanding fixed for fixed contracts</u>	Notional principal <u>amount</u> S\$'000	Fair value <u>gain</u> US\$'000
With maturity date on 2 May 2023	150,000	408

**12. Loans to a related corporation**

	<b>2024</b>	2023
	<b>US\$'000</b>	US\$'000
<b>Current assets</b>		
Loans to a related corporation (1)	<b>997,192</b>	495,623
<b>Non-current assets</b>		
Loans to a related corporation (2)	<b>1,555,163</b>	1,985,382
Total loans to a related corporation	<b>2,552,355</b>	2,481,005

**NOTES TO THE FINANCIAL STATEMENTS**

*For the financial year ended 31 March 2024*

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**12. Loans to a related corporation (continued)**

(1) Current loans to a related corporation

As at 31 March 2024, loans of US\$ 997,192,000 (2023: US\$ 495,623,000) to related corporation, T S Global Holdings Pte. Ltd. ("TSGH") consist of:

- i. As at 31 March 2023, loan of US\$297,860,000 is unsecured, bears interest rate of 4.53% per annum and repayable by 24 July 2023. The loan is measured at amortised cost of US\$ 297,809,000 based on effective interest rate at 4.65% per annum.
- ii. As at 31 March 2024, loan of US\$988,000,000 (2023: US\$988,000,000) which bears interest rate of 6.03% (2023: 6.03%) and repayable by 30 July 2024. This loan is measured at amortised cost of US\$986,188,000 (2023: US\$981,717,000) based on effective interest rate at 6.05% (2023: 6.05%) per annum. The loan has been reclassified into current loan in FY 2023-24.
- iii. As at 31 March 2024, loan of US\$5,554,000 (2023: US\$5,554,000) is unsecured, bears interest rate of 6.03% per annum, repayable by 31 July 2024. The loan has been reclassified into current loan in FY 2023-24.
- iv. During the financial year ended 31 March 2024, the Company has advanced short term loan of US\$1,750,000 to TSGH, which is unsecured, bears interest rate of 4.55% per annum and repayable by 29 January 2025.
- v. As at 31 March 2023, the Company has advanced short term loan of US\$1,000,000 to TSGH, which is unsecured, bears interest rate of 3.64% per annum and repayable by 27 July 2023. The repayment of said loan was duly received on 20 July 2023.
- vi. As at 31 March 2023, the Company has advanced short term loan of US\$2,000,000 to TSGH, which is unsecured, bears interest rate of 3.90% per annum and repayable by 29 January 2024. The said Loan was rolled over till 28 January 2024 at interest rate of 4.55% per annum.
- vii. As at 31 March 2023, the Company has advanced short term loan of US\$1,750,000 to TSGH, which is unsecured, bears interest rate of 2.74% per annum and repayable by 26 May 2023. During the financial year, the said loan was rolled over till 24 May 2024 at interest rate of 3.60% per annum. Part repayment amounting to US\$50,000 of the said loan was received on 4 January 2024.

**NOTES TO THE FINANCIAL STATEMENTS**

*For the financial year ended 31 March 2024*

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**12. Loans to a related corporation (continued)**

viii. As at 31 March 2023, following foreign currency loans were outstanding:

- a. Loan of S\$26,457,000, equivalent to US\$19,894,000, unsecured and bearing interest rate of 5.03% per annum and repayable by 30 April 2023. This loan was measured at an amortised cost of US\$19,885,000 as on 31 March 2023 based on effective interest rate at 5.10% per annum.
- b. Loan of S\$1,500,000, equivalent to US\$1,128,000, unsecured and bearing interest rate of 5.03% per annum and repayable by 2 May 2023.
- c. Loan of S\$5,046,000, equivalent to US\$3,794,000, unsecured and bearing interest rate of 5.03% per annum and repayable by 2 May 2023.
- d. Loan of S\$7,102,000, equivalent to US\$5,341,000, unsecured and bearing interest rate of 5.03% per annum and repayable by 2 May 2023.
- e. Loan of Euro150,000,000, equivalent to US\$163,214,000 unsecured and bearing interest rate of 5.03% per annum and repayable by 2 May 2023. This loan is measured at amortised cost of US\$162,916,000 as on 31 March 2023 based on effective interest rate at 5.91% per annum.

(2) Non-current loans to a related corporation

As at 31 March 2024, long-term loans of US\$1,555,163,000 (2023: US\$ 1,985,382,000) to related corporation, T S Global Holdings Pte. Ltd. ("TSGH") consist of:

- (i) As at 31 March 2024, long-term loan of US\$990,000,000 (2023: US\$990,000,000) is unsecured, bears interest rate of 5.53% (2022: 5.53%) and repayable by 24 January 2028. These loans are measured at amortised cost of US\$ 988,997,000 (2023: US\$ 988,911,000) based on effective interest rate at 5.65% per annum (2023: 5.65%).
- (ii) As at 31 March 2023, loan of US\$988,000,000, bears interest rate of 6.03% and repayable by 30 July 2024. This loan is measured at amortised cost of US\$981,717,000 based on effective interest rate at 6.05% per annum. The loan has been reclassified into current loan in FY 2023-24.

**NOTES TO THE FINANCIAL STATEMENTS**

*For the financial year ended 31 March 2024*

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**12. Loans to a related corporation (continued)**

- (iii) As at 31 March 2023, loan of US\$5,554,000 is unsecured, bears interest rate of 6.03% per annum, repayable by 31 July 2024. The loan has been reclassified into current loan in FY 2023-24.
- (iv) As at 31 March 2024, long-term loan of US\$6,000,000 (2023: US\$6,000,000) is unsecured, bears interest rate of 5.53% per annum, repayable by 24 January 2028.
- (v) As at 31 March 2024, long-term loan of US\$3,200,000 (2023: US\$3,200,000) is unsecured, bears interest rate of 5.53% per annum, repayable by 24 January 2028.
- (vi) As at 31 March 2023, loan of US\$297,860,000 is unsecured, bears interest rate of 4.53% per annum and repayable by 24 July 2023. The loan is measured at amortised cost of US\$ 297,809,000 as on 31 March 2023 and at US\$297,860,000 as on 31 March 2024 based on effective interest rate at 4.65% per annum. The said loan has been converted into long-term loan payable on 20 July 2031. The loan has interest moratorium of 2.5 years with interest based on Secured Overnight Financing Rate ("SOFR") + 490.075 basis points resulting in an interest rate of 10.06% to 10.30% per annum during the year.
- (vii) During the financial year ended 31 March 2024, interest accrued amounting to US\$ 27,500,000, US\$ 167,000 and US\$89,000 on loans to TSGH of US\$ 990,000,000, US\$6,000,000 and US\$ 3,200,000 respectively were converted into loan US\$ 27,756,000 payable on 24 July 2031 with interest moratorium of 2.5 years with interest based on SOFR + 490.075 basis points resulting in an interest rate of 10.07% to 10.31% per annum during the year.
- (viii) During the financial year ended 31 March 2024, interest accrued amounting to US\$ 29,929,000 and US\$ 168,000 on loans to TSGH of US\$ 988,000,000 and US\$ 5,554,000 respectively were converted into new loan US\$ 30,097,000 payable on 31 July 2031 with interest moratorium of 2.5 years with interest based on SOFR + 490.075 basis points resulting in an interest rate of 10.05% to 10.35% per annum during the year.
- (ix) During the financial year ended 31 March 2024, interest accrued amounting to US\$ 6,627,000 on loans to TSGH of US\$ 297,860,000 was converted into new loan to TSGH, payable on 20 July 2031 with interest moratorium of 2.5 years. The interest rate on this Loan is based on 6 months SOFR + 490.075 basis points resulting in an interest rate of 10.06% to 10.30% per annum during the year.

**ABJA INVESTMENT CO. PTE. LTD.**

**NOTES TO THE FINANCIAL STATEMENTS**

*For the financial year ended 31 March 2024*

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**12. Loans to a related corporation (continued)**

- (x) During the financial year ended 31 March 2024, following foreign currency loans which were classified as current as on 31 March 2023 have been redenominated and converted into long-term loan of

US\$194,626,000 repayable by 28 April 2031 with 2.5 years of interest moratorium. The interest rate on this Loan is based on 6 months SOFR + 490.075 basis points resulting in an interest rate of 9.93% to 10.36% per annum during the year.

- a. Loan of S\$26,457,000 (2023: S\$26,457,000 equivalent to US\$19,894,000), unsecured and bearing interest rate of 5.03% per annum (2023: 5.03%) was repayable by 30 April 2023.
- b. Loan of S\$1,500,000 (2023: S\$1,500,000 equivalent to US\$1,128,000) unsecured and bearing interest rate of 5.03% per annum (2023: 5.03%) was repayable by 2 May 2023.
- c. Loan of S\$5,046,000 (2023: S\$5,046,000 equivalent to US\$3,794,000) unsecured and bearing interest rate of 5.03% per annum (2023: 5.03%) and repayable by 2 May 2023.
- d. Loan of S\$7,102,000 (2023: S\$7,102,000 equivalent to US\$5,341,000) unsecured and bearing interest rate of 5.03% per annum (2023: 5.03%) and repayable by 2 May 2023.
- e. Loan of Euro150,000,000 (2023: Euro150,000,000 equivalent to US\$163,214,000) unsecured and bearing interest rate of 5.03% per annum (2023: 5.03%) and repayable by 2 May 2023.

Management is of opinion that the carrying values of these loans to a related corporation approximates its fair values.

**13. Deferred income taxes**

	<b>2024</b>	<b>2023</b>
	<b>US\$'000</b>	<b>US\$'000</b>
Beginning of financial year	<b>(1,314)</b>	(2,336)
Tax charged to:		
- Profit or loss (Note 8(a))	<b>835</b>	1,022
End of financial year	<b>(479)</b>	(1,314)

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**ABJA INVESTMENT CO. PTE. LTD.****NOTES TO THE FINANCIAL STATEMENTS***For the financial year ended 31 March 2024***14. Other payables**

	<b>2024</b>	2023
	<b>US\$'000</b>	US\$'000
<b>Current</b>		
Accrued interest expenses on borrowings (Note 15)	<b>20,060</b>	27,103
Other payables		
- Related parties	<b>9</b>	6
- Third parties	<b>47</b>	45
<b>Total other payables - current</b>	<b>20,116</b>	<b>27,154</b>
<b>Non- Current</b>		
Accrued Interest expense payable to Parent Company	<b>28,632</b>	-
<b>Total other payables - Non- current</b>	<b>28,632</b>	-

**15. Borrowings**

	<b>2024</b>	2023
	<b>US\$'000</b>	US\$'000
<b>Current</b>		
Guaranteed notes at amortised cost		
- 2023 Notes (1)	-	225,561
-2024 Notes (2)	<b>999,674</b>	-
Notes at amortised cost		
- 2023 Notes (3)	-	299,902
<b>Total current borrowings</b>	<b>999,674</b>	<b>525,463</b>
<b>Non-current</b>		
Guaranteed notes at amortised cost		
- 2024 Notes (2)	-	998,694
Notes at amortised cost		
- 2028 Notes (3)	<b>997,300</b>	996,580
Loan from Parent Company (4)	<b>556,535</b>	-
<b>Total non-current borrowings</b>	<b>1,553,835</b>	<b>1,995,274</b>
<b>Total borrowings</b>	<b>2,553,509</b>	<b>2,520,737</b>

**NOTES TO THE FINANCIAL STATEMENTS**

*For the financial year ended 31 March 2024*

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**15. Borrowings (continued)**

- (1) Guaranteed notes (the "Guaranteed 2023 Notes") with principal amount of S\$300,000,000 which bear fixed interest rate at 4.95% per annum were issued on 3 May 2013 with maturity on 3 May 2023. These 2023 Notes are listed on the Official List of the Singapore Exchange Securities Trading Limited ("SGX-ST"). These 2023 Notes are unsecured senior obligations of the Company and are irrevocably guaranteed on an unsecured basis (the "Guarantee") by the Company's ultimate holding company, Tata Steel Limited (the "Guarantor"), provided that, at all times, the Guarantee shall be in respect of an amount not exceeding 125% of the outstanding principal amount of these 2023 Notes which shall be S\$375,000,000 (the "Guaranteed Amount"). These Guaranteed 2023 Notes are unsecured obligations of the Company, will rank pari passu with all of its other existing and future unsubordinated obligations and will be effectively subordinated to its secured obligations and the obligations of the Guarantor's subsidiaries.

These Guaranteed 2023 Notes bear fixed interest at a rate of 4.95% per annum. Interest is paid on the Guaranteed 2023 Notes semi-annually in arrears on May 3 and November 3 of each year, beginning on 4 November 2013. Unless previously repurchased, cancelled or redeemed, these 2023 Notes will mature on 3 May 2023. Issue related costs amounted to approximately S\$3,210,000 (equivalent to US\$2,551,000).

During the financial year ended 31 March 2024, these Guaranteed 2023 Notes matured and were duly paid along with the interest. These Guaranteed 2023 Notes are measured at an amortised cost of S\$299,972,000 (equivalent to US\$225,561,000) as at 31 March 2023.

- (2) Guaranteed notes with principal amount of US\$ 1,000,000,000 which bear fixed interest rate at 5.95% per annum (the "2024 Notes") was issued on 31 July 2014 with maturity on 31 July 2024.

The above guaranteed notes are listed on the Freiverkehr (Open Market) of the Frankfurte Wertpapierbourse ("Frankfurt Stock Exchange").

The guaranteed notes are unsecured senior obligations of the Company and are irrevocably guaranteed on an unsecured basis (the "Guarantee") by the Company's ultimate holding corporation, Tata Steel Limited (the "Guarantor"), provided that, at all times, the Guarantee shall be in respect of an amount not exceeding 125% of the outstanding principal amount of the guaranteed notes which shall be US\$ 1,250,000,000 (the "Guaranteed Amount"). These guaranteed notes are unsecured obligations of the Company, will rank pari passu with all of its other existing and future unsubordinated obligations and will be effectively subordinated to its secured obligations and the obligations of the Guarantor's subsidiaries.



**NOTES TO THE FINANCIAL STATEMENTS**

*For the financial year ended 31 March 2024*

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**14. Borrowings (continued)**

These 2024 Notes bear fixed interest at a rate of 5.95% per annum. Interest is paid on semi-annually in arrears on January 31 and July 31 of each year, beginning on 31 January 2015. Unless previously repurchased, cancelled or redeemed, these 2024 Notes will mature on 31 July 2024 respectively. Issue related costs of 2024 Notes amounted to approximately US\$9,797,000.

As at 31 March 2024, these 2024 Notes are measured at an amortised cost of US\$ 999,674,000 (2023: US\$998,694,000) respectively.

- (3) Notes with principal amount of US\$ 300,000,000 which bear fixed interest rate at 4.45% per annum (the "2023 Notes") and US\$ 1,000,000,000 which bear fixed interest rate at 5.45% per annum (the "2028 Notes") were issued on 24 January 2018 with maturity on 24 July 2023 and 24 January 2028 respectively. These guaranteed notes are listed on the Official List of the Singapore Exchange Securities Trading Limited ("SGX-ST").

Each of the US\$ 300,000,000 4.45% Notes due 2023 (the "2023 Notes") and the US\$ 1,000,000,000 5.45% Notes due 2028 (the "2028 Notes") are unsecured senior obligations of ABJA Investment Co. Pte. Ltd. (the "Issuer"), and will rank pari passu with all of its other existing and future unsubordinated obligations and will be effectively subordinated to its

secured obligations and the obligations of its subsidiaries. Tata Steel Limited has provided a non-binding letter of comfort to the Trustee on behalf of the note holders in connection with the issuance of the Notes.

Interest will be paid on the 2023 Notes semi-annually in arrears on January 24 and July 24 of each year, beginning on 24 July 2018. Unless previously repurchased, cancelled, exchanged or redeemed, the 2023 Notes will

mature on 24 July 2023. Interest will be paid on the 2028 Notes semi-annually in arrears on January 24 and July 24 of each year, beginning on 24 July 2018. Unless previously repurchased, cancelled, exchanged or redeemed, the 2028 Notes will mature on 24 January 2028. Issue related costs amounted to approximately US\$ 9,360,000.

During the financial year ended 31 March 2024, these 2023 Notes matured and were duly paid along with the interest. As at 31 March 2023, these 2023 Notes are measured at an amortised cost of US\$299,902,000. As at 31 March 2024, the 2028 Notes are measured at an amortised cost of US\$ 997,300,000 (2023: US\$996,580,000) respectively.

As at 31 March 2024, the fair values of the Guaranteed 2024 Notes, and 2028 Notes approximates US\$ 999,010,000 and US\$ 999,990,000 respectively. The fair values are classified under Level 1 of the fair value hierarchy (Note 1, 2 and 3 above).

## ABJA INVESTMENT CO. PTE. LTD.

### NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2024

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#### 14. Borrowings (continued)

As at 31 March 2023, the fair values of the Guaranteed 2023 Notes, 2024 Notes, 2023 Notes and 2028 Notes approximates S\$299,712,000 (equivalent to US\$225,365,000), US\$996,750,000, US\$298,659,000 and US\$974,620,000 respectively. The fair values are classified under Level 1 of the fair value hierarchy (Note 1, 2 and 3 above).

(4) During the financial year ended 31 March 2024, the company borrowed US\$ 195,000,000 and US\$ 361,535,000 (2023: Nil) from its parent company. These loans are under interest moratorium of 2.5 years with interest rate based on 6 months SOFR + 490 basis points. US\$ 195,000,000 loan is payable on 28 April 2031 and US\$ 361,535,000 is payable on 20 July 2031.

#### 16. Share capital

	31 March		31 March	
	2024	2023	2024	2023
	Number of ordinary shares		US\$'000	US\$'000
<i>Issued and paid up:</i>				
At beginning and end of year	<b>200,000</b>	200,000	<b>200</b>	200

Fully paid ordinary shares, which have no par value, carry one vote per share and carry a right to dividends.

#### 17. Financial risk management

##### *Financial risk factors*

The Company's activities expose it to a variety of financial risks: market risk (including currency risk, interest rate risk and price risk), credit risk and liquidity risk.

The Board of Directors is responsible for setting the objectives and underlying principles of financial risk management for the Company. The management team then establishes the detailed policies such as risk identification and measurement, exposure limits and hedging strategies. Financial risk management is carried out by treasury personnel.

The finance personnel measure actual exposures against the limits set and prepare regular reports for the review of the management team and the Board of Directors. The information presented below is based on information received by the management team.

**NOTES TO THE FINANCIAL STATEMENTS**

*For the financial year ended 31 March 2024*

**17. Financial risk management (continued)**

(a) Market risk

(i) *Currency risk*

Currency risk arises when transactions are denominated in foreign currencies other than functional currency. Certain of the Company's financial assets and financial liabilities are denominated in currencies other than its functional currency and hence the Company is therefore exposed to foreign exchange risk. The Company uses forward foreign exchanges contracts to manage its exposure to foreign currency risk in the local reporting currency. Further details on these derivative financial instruments are disclosed in Note 11.

At the end of the reporting period, the carrying amounts of significant monetary assets and monetary liabilities denominated in currencies other than the Company's functional currency are as follows:

	<u>Liabilities</u>		<u>Assets</u>	
	<b>2024</b> US\$'000	2023 US\$'000	<b>2024</b> US\$'000	2023 US\$'000
Euro	-	-	1	164,986
Singapore dollar	<b>47</b>	230,164	*	33,139
	<hr/>		<hr/>	
	<u>Hedged exposure</u>		<u>Unhedged exposure</u>	
	<b>2024</b> US\$'000	2023 US\$'000	<b>2024</b> US\$'000	2023 US\$'000
Euro	-	164,873	1	113
Singapore dollar	-	196,987	<b>47</b>	38
	<hr/>		<hr/>	

\*Amount is less than US\$ 500.

Management is of the opinion that the impact of reasonable possible shifts in foreign currency rates on unhedged exposures to be immaterial.

(ii) *Interest rate risk*

Interest rate risk refers to the risk faced by the Company as a result of fluctuation in interest rates.

The Company's exposure to fluctuation in interest rates is limited to the floating rate loan receivables (Note 12) and floating rate loan payable (Note 15)

**NOTES TO THE FINANCIAL STATEMENTS**

*For the financial year ended 31 March 2024*

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**17. Financial risk management (continued)**

(a) Market risk (continued)

(ii) *Interest rate risk (continued)*

The sensitivity analyses below have been determined based on the exposure to interest rates for non-derivative instruments at the end of the reporting period and the stipulated change taking place at the beginning of the financial year and held constant throughout the reporting period in the case of instruments that have floating rates. A 50 basis point increase or decrease is used when reporting interest rate risk internally to key management personnel and represents management's assessment of the reasonably possible change in interest rates.

If interest rates had been 50 basis points higher and all other variables were held constant, the company's profit for the year ended 31 March 2024 would decrease by US\$ 3,241 (2023: Nil). This is mainly attributable to the company's net exposure to its variable rate loan receivables (Note 12) and loan payable (Note 15).

(b) Credit risk

Credit risk refers to the risk that counterparty will default on its contractual obligation, resulting in financial loss to the Company.

The maximum exposure to credit risk for each class of financial instruments is the carrying amount of that class of financial instruments presented on the balance sheet.

The Company's credit risk is primarily attributable to its cash and cash equivalents, loans to a related corporations and interest receivables due from a related corporation.

Cash balances are held with creditworthy financial institutions. At 31 March 2024, the Company has a concentration of credit risk from loan receivables and interest receivables due from one (2023: one) related corporation which account for: 100%, (2023: 99.9%), amounting to approximately US\$2,601,583,000 (2023: US\$2,507,911,000) of total receivables. Management has evaluated the credit quality of these receivables and who the counterparties are and has assessed that the credit risk for these amounts to be manageable.

The Company uses the following categories of internal credit risk rating for financial assets which are subject to expected credit losses under the 3-stage general approach. These four categories reflect the respective credit risk and how the loss provision is determined for each of those categories.

**NOTES TO THE FINANCIAL STATEMENTS**

*For the financial year ended 31 March 2024*

**17. Financial risk management (continued)**

(b) Credit risk (continued)

<b>Category of internal credit rating</b>	<b>Definition of category</b>	<b>Basis for recognition of expected credit losses</b>
Performing	Borrower or issuer has a low risk of default and a strong capacity to meet contractual cash flows	12-month expected credit losses (Stage 1)
Under-performing	Borrower or issuer for which there is a significant increase in credit risk; significant increase in credit risk is presumed if interest and/or principal repayment are 30 days past due	Lifetime expected credit losses (Stage 2)
Non-performing	Interest and/or principal payments are 90 days past due	Lifetime expected credit losses (Stage 3)
Write-off	Interest and/or principal repayments are 120 days past due and there is no reasonable expectation of recovery	Asset is written off

Receivables are written off when there is no reasonable expectation of recovery, such as a debtor failing to engage in a repayment plan with the Company. The Company categorises a receivable for write off when a debtor fails to make contractual payment greater than 120 days past due based on historical collection trend. Where receivables have been written off, the Company continues to engage in enforcement activity to attempt to recover the receivables due. Where recoveries are made, these are recognised in profit or loss.

(c) Liquidity risk

Liquidity risk reflects the risk that the Company will have insufficient resources to meet its financial liabilities as they fall due. The Company's strategy to manage liquidity risk is to ensure that the Company has sufficient funds to meet its potential liabilities as they fall due. As at 31 March 2024, the Company has a capital deficiency of US\$,432,000 (2023: US\$4,442,000), current liabilities in excess of current assets of US\$ 2,181,000 (2023: current assets in excess of current liabilities US\$4,136,000), and management has assessed as disclosed in Note 1 that the Company will have sufficient funds to operate as a going concern. In addition, management is of the opinion that, there are reasonable grounds to believe that the Company will be able to pay its debts when they fall due.

**ABJA INVESTMENT CO. PTE. LTD.****NOTES TO THE FINANCIAL STATEMENTS***For the financial year ended 31 March 2024***17. Financial risk management (continued)****(c) Liquidity risk (continued)**Financial liabilities

The Company's operations are largely financed by notes issued in public and loan from parent company (Note 14). The Company's financial liabilities are repayable between January 2028 to July 2031 except for 2024 Notes (Note 15) which is due within one year.

Non-derivative financial liabilities

The following table detail the remaining contractual maturity for non-derivative financial liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The table includes both interest and principal cash flows. The adjustment column represents the possible future cash flows attributable to the instrument included in the maturity analysis which is not included in the carrying amount of the financial liabilities on the statement of financial position.

Non-derivative financial liabilities (continued)

	Average effective interest rate %	On demand or within 1 year US\$'000	Within 2 to 5 years US\$'000	After 5 years US\$'000	Adjustment US\$'000	Total US\$'000
<b>2024</b>						
Non-interest bearing	-	20,116	28,632	-	-	48,748
Fixed interest rate instrument	5.45 – 5.95	1,064,190	1,163,500	-	(230,716)	1,996,974
Floating interest rate instrument	10.06- 10.36	-	141,107	697,807	(282,379)	556,535
		<u>1,084,306</u>	<u>1,333,239</u>	<u>697,807</u>	<u>(513,095)</u>	<u>2,602,257</u>
<b>2023</b>						
Non-interest bearing	-	27,154	-	-	-	27,154
Fixed interest rate instrument	4.45 – 5.95	644,870	2,233,100	-	(357,233)	2,520,737
		<u>672,024</u>	<u>2,233,100</u>	<u>-</u>	<u>(357,233)</u>	<u>2,547,891</u>

Financial assets

The Company's financial assets comprise cash at bank and on hand, other receivables and loans to a related corporation as disclosed in Notes 9, 10 and 12 respectively.

**ABJA INVESTMENT CO. PTE. LTD.****NOTES TO THE FINANCIAL STATEMENTS***For the financial year ended 31 March 2024***17. Financial risk management (continued)**

## (c) Liquidity risk (continued)

Non-derivative financial assets

The following table details the expected maturity for non-derivative financial assets. The tables below have been drawn up based on the undiscounted contractual maturities of the financial assets including interest that will be earned on those assets except where the Company anticipates that the cash flow will occur in a different period. The adjustment column represents the possible future cash flows attributable to the instrument included in the maturity analysis which are not included in the carrying amount of the financial assets on the statement of financial position.

Non-derivative financial assets (continued)

	Average effective interest rate %	On demand or within 1 year US\$'000	Within 2 to 5 years US\$'000	After 5 years US\$'000	Adjustment US\$'000	Total US\$'000
<b>2024</b>						
Non-interest bearing		20,767	28,574	-	-	49,341
Fixed interest rate instrument	3.60 – 6.03	1,064,861	1,167,118	-	(236,590)	1,995,389
Floating interest rate instrument	10.05-10.36	-	141,305	698,354	(311,267)	528,392
		<u>1,085,628</u>	<u>1,336,997</u>	<u>698,354</u>	<u>(547,857)</u>	<u>2,573,122</u>
<b>2023</b>						
Non-interest bearing		27,704	-	-	-	27,704
Fixed interest rate instrument	2.74 – 6.03	616,307	2,228,728	-	(364,030)	2,481,005
		<u>644,011</u>	<u>2,228,728</u>	<u>-</u>	<u>(364,030)</u>	<u>2,508,709</u>

Derivative financial instruments

During the financial year ended 31 March 2024, the derivative financial instrument outstanding as on 31 March 2023 were unwound and as at 31 March 2024, the Company has no derivative financial instruments. As at 31 March 2023, Company's derivative financial instrument comprise of foreign exchange forward contracts with contracted net cash inflow amounting to US\$33,432,000 (Note 11) and interest rate swaps with contracted net cash inflow amounting US\$408,000. Further information of these derivative financial instruments is disclosed in Note 11.

**NOTES TO THE FINANCIAL STATEMENTS**

*For the financial year ended 31 March 2024*

**17. Financial risk management (continued)**

(d) Capital risk

The Company's objectives when managing capital are to ensure that the Company is adequately capitalised and to maintain an optimal capital structure by issuing or redeeming additional equity and debt instruments when necessary.

The Board of Director's monitors its capital based on net debt and total capital. Net debt is calculated as borrowings plus trade and other payables less cash and bank deposits. Total capital is calculated as equity plus net debt.

	<b>2024</b>	2023
	<b>US\$'000</b>	US\$'000
Net debt	<b>2,602,144</b>	2,547,661
Total equity	<b>(432)</b>	(4,442)
Total capital	<b><u>2,601,712</u></b>	<u>2,543,219</u>

The Company is not subject to any externally imposed capital requirements.

(e) Fair value measurements

The table below presents assets and (liabilities) measured and carried at fair value and classified by level of the following fair value measurement hierarchy:

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>	<u>US\$'000</u>
<b>As at 31 March 2023</b>				
Derivative financial instruments (Assets)	-	33,856	-	33,856
Derivative financial instruments (Liabilities)	-	(16)	-	(16)

The fair value of financial instruments traded in active markets (financial assets and listed equity investments) are determined based on quoted current bid prices at the balance sheet date. These instruments are included in Level 1 fair value measurement hierarchy.



**NOTES TO THE FINANCIAL STATEMENTS**

*For the financial year ended 31 March 2024*

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**17. Financial risk management (continued)**

(e) Fair value measurements (continued)

The fair value of financial instruments that are not traded in an active market (over-the-counter currency forwards) is determined using quoted forward exchange rates at the balance sheet date. These instruments are included in Level 2.

There were no transfers between level 1 and level 2 fair values during the year.

The carrying value of trade payables and borrowings approximate to their fair values. The fair value of non-current financial liabilities and financial asset are estimated by discounting the future contractual cash flows at the current market interest rate that is available to the Company for similar financial instruments. The fair value of loans to a related corporation and non-current borrowings are disclosed in Note 12 and Note 14 respectively.

(f) Financial instruments by category

The carrying amounts of financial assets measured at fair value (derivative financial instruments) are disclosed on the face of the balance sheet and in Note 11 to the financial statements respectively.

The aggregate carrying amounts of loans, financial assets and financial liabilities at amortised cost are as follows:

	<b>2024</b>	2023
	<b>US\$'000</b>	US\$'000
Financial assets, at amortised cost	<b>2,601,696</b>	2,508,709
Derivative financial instruments	-	33,856
<b>Total financial assets</b>	<b>2,601,696</b>	<b>2,542,565</b>
Financial liabilities, at amortised cost	<b>2,602,257</b>	2,547,891
Derivative financial instruments	-	16
<b>Total financial liabilities</b>	<b>2,602,257</b>	<b>2,547,907</b>

(g) Offsetting financial assets and financial liabilities

There were no offsetting or netting arrangements in 2024 and 2023 for financial assets and liabilities.

## ABJA INVESTMENT CO. PTE. LTD.

### NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 31 March 2024

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#### 18. Immediate and ultimate holding corporations

The Company is a wholly-owned subsidiary of Tata Steel Limited, incorporated in India, which is also the Company's ultimate holding corporation.

During the year, other than as disclosed elsewhere in the financial statements, the Company entered into the following significant transactions with Tata Steel Limited.

	<b>2024</b> <b>US\$'000</b>	2023 US\$'000
Interest expenses on loan payable to Tata Steel Limited	<b>28,632</b>	-

For outstanding balances, as at 31 March 2024 and 31 March 2023 arising from transactions with holding corporations, refer to Notes 14 and 15.

#### 19. Related party transactions

- (a) Related corporations in these financial statements refer to members of the holding corporation's group of companies.

Some of the Company's transactions and arrangements are between members of the group and the effect of these on the basis determined between the parties is reflected in these financial statements. The intercompany balances are unsecured, interest-free and repayable on demand unless otherwise stated.

During the year, other than as disclosed elsewhere in the financial statements, the Company entered into the following significant transactions with related corporations:

	<b>2024</b> <b>US\$'000</b>	2023 US\$'000
Interest income from loans to a related corporation	<b>155,328</b>	145,864
Service received from a related corporation	<b>35</b>	18

For outstanding balances, as at 31 March 2024 and 31 March 2023 arising from transactions with related corporations, refer to Notes 10 and 12.

- (b) Key management personnel compensation

There are no key managerial personnel other than the directors of the Company. No remuneration is paid by the Company to the directors. The

**NOTES TO THE FINANCIAL STATEMENTS**

*For the financial year ended 31 March 2024*

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**19. Related party transactions (continued)**

directors are paid remuneration by related corporations in their capacity as directors and/or executives of those related corporations.

**20. New or revised accounting standards and interpretations**

Certain new accounting standards and interpretations have been published that are not mandatory for 31 March 2024 reporting periods and have not been early adopted by the Company. These standards are not expected to have a material impact on the Company in the current or future reporting periods and on foreseeable future transactions.

**21. Authorisation of financial statements**

These financial statements were authorised for issue in accordance with a resolution of the Board of Directors of ABJA Investment Co. Pte. Ltd. on