

**VERIGOLD JEWELLERY
FZCO**

Consolidated Financial Statements

31 March 2025

Registered office:

5WB 440
Fourth Floor
5 West B
Dubai Airport Free Zone
Dubai, U.A.E.

VERIGOLD JEWELLERY FZCO

Consolidated Financial Statements

31 March 2025

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VERIGOLD JEWELLERY FZCO

Manager's Report

The manager submits his report and consolidated financial statements for the year ended 31 March 2025.

Results and dividend

The consolidated profit attributable to the owners of the holding company for the year amounted to US \$ 4,357,321/-.

To preserve the financial resources of the company no dividend is declared for the year ended 31 March 2025.

Review of the business

The company is registered to carry out trading in crystal products, jewellery, diamonds and precious stones trading including pearls and imitation jewellery.

Events since the end of the year

There were no important events, which have occurred since the year end that materially affect the company.

Shareholder and its interest

The sole shareholder, as at 31 March 2025, and its interest, as of that date in the share capital of the company was as follows:

<u>Name of shareholder</u>	<u>Country of Incorporation</u>	<u>No. of shares</u>	<u>AED</u>	<u>Equivalent US \$</u>
Renaissance Global Limited (converted @ 3.67 AED)	India	300	300,000	81,800

Auditors

A resolution to re-appoint **KSI Shah & Associates** as auditors and fix their remuneration will be put to the board at the annual general meeting.

Mr. Pratik Praful Shah
Manager



Independent Auditors' Report to the Shareholder/Directors of VERIGOLD JEWELLERY FZCO

Report on the Audit of the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of **VERIGOLD JEWELLERY FZCO**, (the "Group"), which comprise of the consolidated statement of financial position as of 31 March 2025, and the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year and a summary of significant accounting policies and explanatory notes.

In our opinion, the consolidated financial statements present fairly, in all material respects the financial position of the group as of 31 March 2025 and its financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) together with the ethical requirements that are relevant to our audit of the consolidated financial statements in the UAE, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code.

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

Other Information

Management is responsible for the other information. Other information comprises of the manager's report, which we obtained prior to the date of this auditor's report. The other information does not include the consolidated financial statements and our auditor's report thereon.

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

Responsibilities of Management and Those Charged With Governance for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with International Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Groups'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 Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's financial reporting process.

Independent Auditors' Report to the Shareholder/Directors of VERIGOLD JEWELLERY FZCO

Report on the Audit of the Consolidated Financial Statements (continued)

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated 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 will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

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

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

We communicate with Those Charged with Governance 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.

Report on Other Legal and Regulatory Requirements

We confirm that we have obtained all information and explanations necessary for our audit and further confirm that proper financial records have been maintained by the company in accordance with the Regulations issued by the Dubai Airport Free Zone Authority pursuant to Law No. 2 of 1996 and its Amendment No. 2 of 2000. To the best of our knowledge and belief no violations of said regulations have occurred which would have had a material effect on the business of the company or on its financial position.

For KSI Shah & Associates
Dubai, U.A.E.

Signed by:
Sonal P. Shah (Registration No. 123)



23 May 2025

VERIGOLD JEWELLERY FZCO

Consolidated Statement of Financial Position
At 31 March 2025

	<i>Notes</i>	2025 US \$	2024 US \$
ASSETS			
Non-current assets			
Property, plant and equipment	6	12,198	1,306,573
Goodwill	7	-	5,831,700
Intangible assets			16,031
Right to use asset	8	-	135,857
Investment in a subsidiary company	9	25,755,823	25,755,823
Investment in unquoted shares	10	132,040	132,040
Investments in financial assets	11	9,790,359	10,302,025
		<u>35,690,420</u>	<u>43,480,049</u>
Current assets			
Inventories	12	903,330	8,833,562
Trade and other receivables	13	31,987,068	11,622,004
Loan to related parties	26	5,213,456	4,074,336
Cash and cash equivalents	14	403,983	1,917,641
		<u>38,507,837</u>	<u>26,447,543</u>
TOTAL ASSETS		<u>74,198,257</u>	<u>69,927,592</u>
EQUITY AND LIABILITIES			
Equity			
Share capital	15	81,800	81,800
Retained earnings		50,375,581	43,472,017
Fair value reserve	11	1,157,730	1,650,328
Unearned ESOP shares		26,988	22,628
Net equity		<u>51,642,099</u>	<u>45,226,773</u>
Non-controlling interest	16	-	(258,072)
Total equity		<u>51,642,099</u>	<u>44,968,701</u>
Non-current liability			
Lease liability	17	-	59,748
Staff end of service gratuity		2,641	112,092
		<u>2,641</u>	<u>171,840</u>
Current liabilities			
Bank borrowings	18	3,862,814	4,429,068
Lease liability	17	-	56,367
Trade and other payables	19	18,690,703	20,301,616
		<u>22,553,517</u>	<u>24,787,051</u>
TOTAL EQUITY AND LIABILITIES		<u>74,198,257</u>	<u>69,927,592</u>

The accompanying notes 1 to 30 form an integral part of these consolidated financial statements.

The Independent Auditors' Report is set forth on page 2 to 3.

Approved by the Board of Directors on Date 23rd May 2025 and signed on their behalf by:

For VERIGOLD JEWELLERY FZCO


Mr. Pratik Praful Shah
 Director



VERIGOLD JEWELLERY FZCO

Consolidated Statement of Comprehensive Income
for the year ended 31 March 2025

	<i>Notes</i>	<i>2025 US \$</i>	<i>2024 US \$</i>
Revenue	20	86,238,185	102,941,104
Cost of revenue	21	(79,987,555)	(86,122,318)
Gross profits		6,250,630	16,818,786
Expenses	22	(2,414,304)	(13,038,950)
Other income	23	804,096	987,854
Profit from operations		4,640,422	4,767,690
Loss on disposal of subsidiary company		(22,000)	-
Finance cost	24	(261,101)	(296,371)
Profit before taxes for the year		4,357,321	4,471,319
Current income tax expense	25	-	-
Profit after taxes for the year		4,357,321	4,471,319
ATTRIBUTABLE TO:			
Equity holders of the parent company		4,357,321	4,473,917
Non-controlling interests		-	(2,598)
Profit for the year		4,357,321	4,471,319
Other comprehensive income			
<i>Item that may be reclassified subsequently to income statement:</i>			
Realised loss on sale of financial instruments measured at FVOCI		1,605,923	(815,164)
Net change in fair value of financial instruments measured at FVOCI	11	1,157,730	1,650,328
Total comprehensive income for the year		7,120,974	5,306,483
ATTRIBUTABLE TO:			
Equity holders of the parent company		7,120,974	5,309,081
Non-controlling interest in subsidiary company		-	(2,598)
Total comprehensive income for the year		7,120,974	5,306,483

The accompanying notes 1 to 30 form an integral part of these consolidated financial statements.

VERIGOLD JEWELLERY FZCO

Consolidated Statement of Changes in Equity
for the year ended 31 March 2025

	Share capital US \$	Retained earnings US \$	Fair value reserve US \$	Unearned ESOP shares US \$	Non- controlling interest US \$	Total US \$
As at 31 March 2023	81,800	39,813,264	(1,481,747)	14,613	(93,834)	38,334,096
Changes during the year	-	-	1,481,747	8,015	(161,640)	1,328,122
Transfer from other comprehensive income	-	(815,164)	1,650,328	-	-	835,164
Profit/loss for the year	-	4,473,917	-	-	(2,598)	4,471,319
As at 31 March 2024	81,800	43,472,017	1,650,328	22,628	(258,072)	44,968,701
Changes during the year	-	922,961	(1,650,328)	4,360	275,431	(447,576)
Transfer from other comprehensive income	-	1,605,923	1,157,730	-	-	2,763,653
Transfers from NCI	-	17,359	-	-	(17,359)	-
Profit/loss for the year	-	4,357,321	-	-	-	4,357,321
As at 31 March 2025	81,800	50,375,581	1,157,730	26,988	-	51,642,099

The accompanying notes 1 to 30 form an integral part of these consolidated financial statements.

VERIGOLD JEWELLERY FZCO

Consolidated Statement of Cash Flows
for the year ended 31 March 2025

	<i>Note</i>	<i>2025</i> <i>US \$</i>	<i>2024</i> <i>US \$</i>
<u>Cash flows from operating activities</u>			
Profit for the year		4,357,321	4,473,917
Adjustments for:			
Depreciation		88,218	252,361
Depreciation on right to use assets		28,108	56,206
Interest on lease liability		3,148	8,067
Amortization of intangible assets		2,069	6,208
Provision for ESOP		4,360	8,015
Provision for gratuity		(109,451)	27,788
Provision for inventories		(219,247)	(64,543)
Provision for trade receivables		542,018	(159,833)
Finance cost		261,101	321,317
Loss from discontinued subsidiary company		(22,000)	-
Unrealized profit on NAV investment		(47,945)	(272,916)
Interest income received		(316,120)	(263,219)
Dividend received		(42,114)	(37,813)
Operating profit before working capital changes		4,529,466	4,355,555
Changes in inventories		8,037,455	(591,217)
Changes in trade and other receivables		(21,950,212)	7,278,653
Changes in trade and other payables		(1,720,365)	(10,091,166)
Net cash generated from operating activities		(11,103,656)	951,825
<u>Cash flows from investing activities</u>			
Purchase of property, plant and equipment		(2,559)	(384,200)
Changes in right of use assets		135,857	-
Proceeds from Sale of Asset		1,294,375	-
Loan to a related party		(1,139,120)	(263,220)
Change in financial assets		3,780,878	(270,554)
Purchase of goodwill		5,847,731	(750,652)
Interest income received		316,120	263,219
Dividend received on investments		42,114	37,813
Net cash (used in) investing activities		(10,275,396)	(1,367,594)
<u>Cash flows from financing activities</u>			
Changes in lease liability		(116,115)	(61,226)
Finance costs		(261,101)	(321,317)
Changes in bank borrowings		(566,254)	938,552
Changes in non-controlling interest		258,072	(164,238)
Net cash generated from/(used in) financing activities		(685,398)	391,771
Net changes in cash and cash equivalents		(1,513,658)	(23,998)
Cash and cash equivalents at beginning of the year		1,917,641	1,941,639
Cash and cash equivalents at the end of the year	14	403,983	1,917,641

The accompanying notes 1 to 30 form an integral part of these consolidated financial statements.

VERIGOLD JEWELLERY FZCO

(Incorporated in DIEZA, Emirate of Dubai)

(Registration No. 01603)

Notes to the Consolidated Financial Statements
*for the year ended 31 March 2025***1. Legal status and business activity**

- a) **VERIGOLD JEWELLERY FZCO** ("The Company") is a free zone company with limited liability registered on 14 December 2014 with the Dubai Multi Commodities Centre. During the prior financial year, with effect from 20 March 2024, the company was redomiciled to Dubai Airport Free Zone Authority, Dubai, UAE as private freezone limited liability company issued by the Dubai Integrated Economic Zones Authority, under the trade license number 06164.
- b) The company is registered to carry out trading in crystal products, jewellery, diamonds and precious stones trading including pearls and imitation jewellery.
- c) These consolidated financial statements of **VERIGOLD JEWELLERY FZCO** includes the holding company and its following subsidiaries and stepdown subsidiaries:

<i><u>Name of the subsidiary companies</u></i>	<i><u>Country of incorporation</u></i>	<i><u>Registered activity</u></i>	<i><u>Percentage of ownership</u></i>
Verigold Jewellery LLC	U.A.E. Registered trade license no. 1093889 issued on 30 August 2022	The company is registered for trading of non-manufactured precious metal, diamonds, pearls & precious stones and jewellery.	100%

The ultimate parent of the group is Renaissance Global Limited, India.

This consolidated financial statement of the parent company and the subsidiary company's made up to 31 March 2025 are prepared from the audited financial statements for Verigold Jewellery LLC.

2. Basis of preparation**a) Statement of compliance**

The consolidated financial statements are prepared in accordance with International Financial Reporting Standards issued or adopted by the International Accounting Standards Board (IASB) and which are effective for accounting periods beginning on or after 1 January 2023 and the applicable rules and regulations of the Dubai Multi Commodities Centre.

b) Basis of measurement

The consolidated financial statements have been prepared on the historical cost basis, except for certain financial assets and financial liabilities which are being measured at fair values. Historical cost is generally based on the fair value of the consideration given in exchange of assets.

VERIGOLD JEWELLERY FZCO

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

Basis of measurement (continued)

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the group takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

For financial reporting purposes, fair value measurements are categorized into Level 1, 2 or 3 based on the degree to which inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety as described below:

- Level 1 inputs are quoted prices in active markets for identical assets or liabilities.
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

c) Functional and presentation currency

The functional currency of the group is U.A.E. Dirhams. These consolidated financial statements are presented in United States Dollars (US \$), which in the opinion of the management is the most appropriate presentation currency in view of the global presence of the group. U.A.E. Dirham is currently pegged to US \$ and there are no differences on translation from functional to presentation currency.

d) Basis of consolidation

The consolidated financial statements incorporate the financial statements of the group and subsidiary controlled by the group (its subsidiary).

The control is based on whether,

- a) The Investor has power over the investee
- b) It is exposed to rights of variable returns and
- c) It has the ability to use its power to affect the amount of the returns.

The results of subsidiary acquired or disposed off during the year are included in the Consolidated Statement of Comprehensive Income from the effective date of acquisition or up to the effective date of disposal, as appropriate.

Where necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with those used by other members of the group.

All intra group transactions, balances, income and expenses are eliminated on consolidation.

VERIGOLD JEWELLERY FZCO

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

3. Use of estimates and judgment

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

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

Judgments made in applying accounting policies

The significant judgments made in applying accounting policies that have the most significant effect on the amounts recognized in the consolidated financial statements are as follows:

Revenue from contracts with customers

■ Timing for transfer of control of goods:

In case of performance obligation satisfied at point in time, the control of goods is transferred, when physical delivery of the goods to the agreed location has occurred, as a result, the group has a present right to payment and retains none of the significant risks and rewards of the goods.

■ Financing components:

The Group does not expect to have any contracts where the period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year. As a consequence, the Group does not adjust any of the transaction prices for the time value of money.

■ Determining the transaction price:

The group's revenue from sale of goods is derived from fixed price contracts with customers and therefore the amount of revenue to be earned from each contract is determined by reference to those fixed prices. Based on the historical performance of the group, it is highly probable that there will not be reversal of previously recognized revenue on account of the return of goods or volume rebates.

■ Allocating the transaction prices:

There is a fixed unit price for each item sold to the customer. Therefore, there is no judgment involved in allocating the contract price to each unit ordered in contracts with customers. Where a customer orders more than one item, the group is able to determine the split of the total contract price between each item by reference to each product's standalone selling prices (all product lines are capable of being, and are, sold separately).

VERIGOLD JEWELLERY FZCO

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

Revenue from contracts with customers (continued)

■ Provision of rights to return goods, volume rebates and other similar obligations:

The group reviews its estimate of expected returns at each reporting date on basis of the historical data for the returns, rebates and other similar obligations and updates the amounts of the asset and liability accordingly.

Impairment of non-financial assets

At each reporting date, management conducts an assessment of property, plant and equipment, goodwill and investments to determine whether there are any indications that they may be impaired. In the absence of such indications, no further action is taken. If such indications do exist, an analysis of each asset is undertaken to determine its net recoverable amount and, if this is below its carrying amount, a provision is made.

Fair value measurements and valuation processes

Some of the company's assets and liabilities are measured at fair value for financial reporting purposes. The directors of the company determine the appropriate valuation techniques and inputs for fair value measurements.

In estimating the fair value of an asset or liability, the company uses market-observable data to the extent it is available. Where Level 1 inputs are not available, the company engages third party qualified valuers to perform the valuation. The directors ensure that the appropriate valuation techniques are employed to measure fair value and these are regularly reviewed to understand the cause of fluctuations in the fair value of the assets and liabilities.

Information about the valuation techniques and inputs used in determining the fair value of various assets and liabilities are disclosed in note 24.

Classification of investments

Management designates at the time of acquisition of securities whether these should be classified as at fair value or amortized cost. In judging whether investments in securities are classified as at fair value or amortized cost, management has considered the detailed criteria for determination of such classification as set out in IFRS 9 Financial Instruments.

Financial assets at fair value through other comprehensive income

Financial assets at fair value through other comprehensive income (FVOCI) comprise:

- Equity securities which are not held for trading, and which the group has irrevocably elected at initial recognition to recognise in this category. These are strategic investments and the group considers this classification to be more relevant.
- Debt securities where the contractual cash flows are solely principal and interest and the objective of the group's business model is achieved both by collecting contractual cash flows and selling financial assets.

The group has elected to classify its investments as financial assets at fair value through other comprehensive income (FVOCI).

VERIGOLD JEWELLERY FZCO

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

Key sources of estimation uncertainty and assumptions

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

Estimated useful life of property, plant and equipment

Management determines the estimated useful lives and depreciation charge for its property, plant and equipment at the time of addition of the assets and is reviewed on annual basis.

Residual value of property, plant and equipment

Residual values are assumed to be zero unless a reliable estimate of the current value can be obtained for similar assets of ages and conditions that are reasonably expected to exist at the end of the assets' estimated useful lives.

Carrying value of intangible assets

Carrying values of the intangible assets are assessed for premiums as commanded by the market forces on a periodic basis. Based on such assessments the premiums are reduced to their estimated market valuation.

Valuation of polished diamonds, diamond Jewellery and colour stones

Management undertakes periodic review of all inventories, of polished diamonds, diamond Jewellery and colour stones. The management ensures that the inventories of polished diamonds, diamond Jewellery and colour stones are correctly valued with respect to their quantity, quality, rate and value of different grades of polished diamonds and diamond jewellery.

Inventory provision

Management regularly undertakes a review of the group's inventory, in order to assess the likely realization proceeds, taking in account purchase and replacement prices, age, likely obsolescence, the rate at which goods are being sold and the physical damage. Based on the assessment assumptions are made as to the level of provisioning required.

Provision for expected credit losses of trade receivables

The loss allowances for financial assets are based on assumptions about the risk of default and expected loss rates. The management uses judgement in making these assumptions and selecting the inputs to the impairment calculations based on the past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

Impairment of non-financial assets

Assessments of net recoverable amounts of property plant and equipments, investments and goodwill are based on assumptions regarding future cash flows expected to be received from the related assets.

Staff end-of-service gratuity

The group computes the provision for the liability to staff end-of-service gratuity assuming that all employees were to leave as of the reporting date. The management is of the opinion that no significant difference would have arisen had the liability been calculated on an actuarial basis as salary inflation and discount rates are likely to have approximately equal and opposite effects.

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Notes to the Consolidated Financial Statements for the year ended 31 March 2025

4. Adoption of new and revised International Financial Reporting Standards

a) New and revised International Financial Reporting Standards

The following International Financial Reporting Standards (IFRSs), amendments and interpretations issued by IASB that became effective for the current reporting period:

- Amendments to IFRS 16 – Lease liability in a sale and leaseback.
- Amendments to IAS 1 - Classification of Liabilities as Current or Non-current.
- Amendments to IAS 1 - Non-current liabilities with Covenants.
- Amendments to IAS 7 and IFRS 7 -Supplier Finance Arrangements

During the current year, the management has adopted the above amendments to the extent applicable to them from their effective dates.

These amendments have no significant impact on the amounts reported in these financial statements. Their adoption has resulted in presentation and disclosure changes only.

b) International Financial Reporting Standards issued but not effective

Amendments to IAS 21 - Lack of Exchangeability. The effective date of the amendments is set for annual periods beginning on or after 1 January 2025.

Amendments to IFRS 9 and IFRS 7- Amendments to the classification and measurements of financial instruments. The effective date of the amendments is set for annual periods beginning on or after 1 January 2026.

IFRS 18 - Presentation and Disclosure in Financial Statements- The effective date of the standard is set for annual periods beginning on or after 1 January 2027.

IFRS 19 – Subsidiaries without public accountability: Disclosures- The effective date of the standard is set for annual periods beginning on or after 1 January 2027.

The company has not adopted any other standard, amendment or interpretation that has been issued but is not yet effective.

5. Significant accounting policies

a) Depreciation of property, plant and equipment

The cost of property, plant and equipment is depreciated by equal annual installments over their estimated useful lives as under:

Factory building	25 years
Plant and machinery	4 years
Furniture and office equipment	4 years
Vehicle	4 years

Depreciation on additions is calculated on a pro-rata basis from the month of additions and on deletion up to the month of deletion of the asset.

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Notes to the Consolidated Financial Statements for the year ended 31 March 2025

b) Leases

Right to use assets

The company recognises right of use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right of use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Unless the Branch is reasonably certain to obtain ownership of the leased asset at the end of the lease term, the recognised right-of-use assets are depreciated on a straight-line basis over the lease term. Right of use assets are subject to impairment.

Lease liabilities

At the commencement date of the lease, the company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees, if any. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the company and payments of penalties for terminating a lease, if the lease term reflects the company exercising the option to terminate. The variable lease payments that do not depend on an index or a rate are recognised as expense in the period on which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the company uses the incremental borrowing rate at the respective lease commencement date if the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the in-substance fixed lease payments or a change in the assessment to purchase the underlying asset.

c) Investment in subsidiaries

Subsidiary is an entity (investee) which is controlled by another entity (the Parent or the Investor). The control is based on whether,

- a) The Investor has power over the investee
- b) It is exposed to rights of variable returns and
- c) It has the ability to use its power to affect the amount of the returns.

The purchase method of accounting is used to account for the acquisition of subsidiaries. The cost of an acquisition is measured as the fair value of the assets given up, shares issued or liabilities undertaken at the date of acquisition plus costs directly attributable to the acquisition. The excess of cost of acquisition over the fair value of the net assets of the subsidiary acquired is recorded as goodwill.

VERIGOLD JEWELLERY FZCO

Notes to the Consolidated Financial Statements

for the year ended 31 March 2025

d) Goodwill on consolidation

Goodwill represents the difference between the company's share in the net worth of subsidiaries and the cost of acquisition at each point of time of making the investment in the subsidiaries. For this purpose, the company's share of net worth is determined on the basis of the latest financial statements prior to the acquisition after making necessary adjustments for material events between the date of such financial statements and the date of respective acquisition. Goodwill arising out of consolidation of financial statements of subsidiaries are tested for impairment at each reporting date.

e) Intangible asset

Intangible asset acquired separately is measured on initial recognition at cost. Cost comprises the acquisition price, development cost and any attributable/allocable incidental cost of bringing the asset to its working condition for its intended use. The useful life of intangible assets is assessed as either finite or indefinite. All finite-lived intangible assets, are accounted for using the cost model whereby intangible assets are stated at cost less accumulated amortization and impairment losses, if any. Intangible assets are amortized over the estimated useful economic life. Residual values and useful lives are reviewed at each reporting date.

When an intangible asset is disposed of, the gain or loss on disposal is determined as the difference between the proceeds and the carrying amount of the asset, and is recognized in the statement of comprehensive income within 'other income' or 'other expenses' respectively.

f) Investments in unquoted shares

Investments in unquoted shares are valued at cost less impairment, if any. Dividend income and interest income are recognised in the consolidated statement of comprehensive income as and when the dividend is declared or interest is received.

g) Financial instruments

Recognition and Initial measurement

The Group recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are measured at fair value on initial recognition. Transaction costs that are directly attributable in relation to financial assets and financial liabilities, other than those carried at fair value through profit or loss (FVTPL), are added to the fair value on initial recognition.

Classification and subsequent measurement of financial assets

For the purpose of subsequent measurement, financial assets are classified as follows:

VERIGOLD JEWELLERY FZCO**Notes to the Consolidated Financial Statements**
*for the year ended 31 March 2025***Financial instruments (continued)*****Financial assets at amortised cost (debt instruments)***

Financial assets that are held within a business model whose objective is to hold the asset in order to collect contractual cash flows that are solely payments of principal and interest are subsequently measured at amortised cost less impairments, if any. Interest income calculated using effective interest rate (EIR) method and impairment loss, if any are recognised in the statement of profit and loss. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

The Group's financial assets at amortised cost includes trade receivables, other financial assets, loan to a related party and cash and cash equivalents. Due to the short term nature of financial assets; their carrying amounts are considered to be the same as their fair value.

Financial assets designated at fair value through other comprehensive income with no recycling of cumulative gains and losses upon derecognition (equity instruments)

Upon initial recognition, the Group can elect to classify irrevocably its equity investments as equity instruments designated at fair value through other comprehensive income when they meet the definition of equity under IAS 32 Financial Instruments: Presentation and are not held for trading.

Gains and losses on these financial assets are never recycled to profit or loss. Dividends are recognised as other income in the statement of profit or loss when the right of payment has been established, except when the Group benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in other comprehensive income. Equity instruments designated at fair value through other comprehensive income are not subject to impairment assessment.

Financial assets at fair value through profit or loss

A financial asset which is not classified in any of the above categories are subsequently measured at fair value through profit or loss. Changes in fair value and income on these assets are recognised in the statement of profit and loss. Financial assets with cash flows that are not solely payments of principal and interest are classified and measured at fair value through profit or loss, irrespective of the business model.

Notwithstanding the criteria for debt instruments to be classified at amortised cost or at fair value through OCI, as described above, debt instruments may be designated at fair value through profit or loss on initial recognition if doing so eliminates, or significantly reduces, an accounting mismatch.

Financial assets at fair value through profit or loss include financial assets held for trading, financial assets designated upon initial recognition at fair value through profit or loss, or financial assets mandatorily required to be measured at fair value. Financial assets are classified as held for trading if they are acquired for the purpose of selling or repurchasing in the near term.

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Notes to the Consolidated Financial Statements for the year ended 31 March 2025

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

Derivatives, including separated embedded derivatives, are also classified as held for trading unless they are designated as effective hedging instruments.

Classification and subsequent measurement of financial liabilities

For the purpose of subsequent measurement, financial liabilities are classified as follows:

- Amortised cost - Financial liabilities are classified as financial liabilities at amortised cost by default. Interest expense calculated using EIR method is recognised in the statement of profit and loss.
- Fair values through profit or loss (FVTPL) - Financial liabilities are classified as FVTPL if it is held for trading, or is designated as such on initial recognition. Changes in fair value and interest expense on these liabilities are recognised in the statement of profit and loss.

The group's financial liabilities include trade and other payables and unsecured loan taken and short-term bank borrowings. The carrying amounts of financial liabilities are considered as to be the same as their fair values, due to their short-term nature.

Derecognition of financial assets and financial liabilities

Financial assets are de-recognised when, and only when,

- The contractual rights to receive cash flows expire or
- The Group 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 Group has transferred substantially all the risks and rewards of the asset, or
 - b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

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.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the statement of financial position, if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

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Notes to the Consolidated Financial Statements for the year ended 31 March 2025

Impairment of financial assets

The Group recognises an allowance for expected credit losses for all debt instruments not held at fair value through profit or loss. Expected credit losses are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group 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.

Expected credit losses are recognised in two stages.

- For credit exposures for which there has not been a significant increase in credit risk since initial recognition, expected credit losses are provided for credit losses that result from default events that are possible within the next 12-months.
- For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default.

For trade receivables, the Group applies a simplified approach in calculating expected credit losses. The Group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime expected credit losses at each reporting date.

h) Inventories

Inventories are valued as under:

Precious metals

Gold and gold forming part of gold jewellery is valued at lower of cost and net realisable value.

Making charges on physical inventory of gold jewellery is valued at lower of cost using the weighted average method and net realisable value.

Diamonds and diamond jewellery

Inventories of polished and certified diamonds, colour stones and diamond jewellery are valued at lower of cost and net realizable value using specific identification method.

Cost comprise of invoice value plus attributable direct expenses.

Other inventories

Other inventory items are valued at lower of cost and net realisable value. Cost includes purchase value and all the expenses incurred in bringing the inventories to their present location and condition.

Net realisable value represents the estimated selling price less all cost expected to be incurred for completion and/or disposal.

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Notes to the Consolidated Financial Statements for the year ended 31 March 2025

i) Loans and borrowings

Investment loan is initially recognized at the fair value of the consideration received less directly attributable transaction costs.

j) Provisions

Provisions are recognized when the group has a legal or constructive obligation as a result of a past event, it is probable that an outflow of resources will be required to settle the obligation, and the amount can be reliably estimated.

If the effect of the time value of money is material, estimate for the provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

k) Staff end-of-service gratuity

Provision is made for end-of-service gratuity payable to the staff, subject to the completion of a minimum service period, at the reporting date in accordance with the local labour laws.

l) Impairment of non-financial assets

The group assesses at each reporting date whether there is an indication that a non-financial asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the group estimates the asset's recoverable amount.

Where the carrying amount of an asset or cash generating units exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Impairment losses of continuing operations are recognized in the statement of comprehensive income in those expense categories consistent with the function of the impaired asset.

A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. Such reversal is recognized in the statement of comprehensive income.

m) Value Added Tax

The revenue, expenses and assets are recognized net of value-added tax (VAT). In case Input VAT paid to the supplier of asset or expense is not recoverable from the Federal Tax Authority, it is disclosed as part of asset acquired or expense incurred.

Receivables and payables are stated inclusive of the amount of VAT receivable or payable. The net amount of VAT recoverable from or VAT payable to, Federal Tax Authority is disclosed as other payable or other receivable under current liabilities or current assets in the statement of financial position.

n) Short-term lease

The Group applies the short-term lease recognition exemption to its short-term leases of office premise (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). Lease payments on short-term leases are recognized as expense on a straight-line basis over the lease term.

VERIGOLD JEWELLERY FZCO

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

o) **Borrowing costs**

Finance expense comprises of interest expense on bank borrowings and is recognised in the consolidated statement of comprehensive income.

p) **Foreign currency transactions**

Transactions in foreign currencies are converted into US Dollars at the rate of exchange ruling on the date of the transaction. Assets and liabilities expressed in foreign currencies are translated into US Dollars at the rate of exchange ruling at the reporting date. Resulting gain or loss is taken to the statement of comprehensive income.

q) **Revenue recognition**

The Group is engaged in trading of gold, pearls, precious stones and diamond jewellery items. It manufactures gold jewellery items and earns revenue through making charges.

Sales of goods

Revenue from sale of goods is recognized at a point in time when control of the goods has transferred to the customer. This is generally when the goods are delivered to the customers and have been accepted by the customers at their premises and there is no unfulfilled obligation that could affect customer's acceptance of the goods. Delivery occurs when the goods have been shipped to the specific location, the risks of obsolescence and loss have been transferred to the customer or the has objective evidence that all criteria for acceptance have been satisfied. The amount of revenue is shown as net of discounts, returns, other similar obligations and VAT as per the performance obligations determined as per the provisions of the contracts with customers.

Sale of services- making charges

Revenue from jewellery making charges is recognized in the statement of comprehensive income when the jewellery is sold either on fixed gold rate basis or on unfixed gold rate basis.

Other Income

Other income comprises of interest income and dividend from investments and profits on redemption/sale of investments.

Interest income from a financial asset at FVPL is included in the net fair value gains or loss on these assets. Interest income on financial assets at amortized cost and at FVOCI calculated using the effective interest method is recognized in statement of profit or loss as other income.

Interest income is presented as financial income where it is earned from financial asset that are held for cash management purposes.

Dividend income from investments is recognized when the shareholder's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the group and the amount of income can be measured reliably).

Profit on redemption/sale of investment is recognized by upon exercise of power by the group to redeem the investment held in any particular security/instrument (non-current as well as current investment).

Income other than mentioned above is recognized only when it is reasonably certain that the ultimate collection will be made.

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Notes to the Consolidated Financial Statements for the year ended 31 March 2025

r) Cash and cash equivalents

Cash and cash equivalents for the purpose of the cash flow statement comprise of cash and cheques on hand, bank balance in current accounts, deposits free of encumbrance with a maturity date of three months or less from the date of deposit and highly liquid investments with a maturity date of three months or less from the date of investment.

s) Dividend

Dividend is paid out of retained earnings, when declared.

6. Property, plant and equipment

	<i>Factory building^a</i>	<i>Plant and machinery</i>	<i>Furniture and office equipment</i>	<i>Vehicles</i>	<i>Total</i>
	<u>US \$</u>	<u>US \$</u>	<u>US \$</u>	<u>US \$</u>	<u>US \$</u>
Cost					
As at 01.04.2024	878,474	1,163,479	330,594	80,804	2,453,351
Additions during the year			2,559		2,559
Disposals during the year	(878,474)	(1,163,479)	(237,517)	(80,804)	(2,360,274)
As at 31.03.2025	-	-	95,636	-	95,636
Depreciation					
As at 01.04.2024	260,614	718,703	112,138	55,323	1,146,778
Charge for the year	11,713	64,510	9,420	2,575	88,218
Disposals during the year	(272,327)	(783,213)	(38,120)	(57,898)	(1,151,558)
As at 31.03.2025	-	-	83,438	-	83,438
Net book value					
As at 31.03.2025	-	-	12,198	-	12,198
As at 31.03.2024	617,860	444,776	218,456	25,481	1,306,573

^a The factory building is located at B3-04-33, 3W-04-01, 3W-04-03, 3W-04-05 and 3W-04-07 Jewellery and Gemplex 3, Dubai, U.A.E.

7. Goodwill

	<u>2025</u>	<u>2024</u>
	<u>US \$</u>	<u>US \$</u>
As on 01.04.2024 ^a	5,831,700	5,081,048
Addition during the year	-	750,652
Disposals during the year ^b	(5,831,700)	-
As at 31.03.2025	-	5,831,700

^a Goodwill of US \$ 4,330,396/- represents the difference between purchase consideration paid by Renaissance FMI INC, USA (step down subsidiary) and net assets of Four Mines INC, USA as at the date of acquisition as per the asset purchase agreement dated 22 February 2022.

^b During the year, the Company received a return of capital through a full share buyback from its wholly owned subsidiary, Renaissance D2C Ventures Inc., USA, via common stock repurchase agreement dated 6 March 2025. As a result, the good will has been derecognized in accordance with the principles of IAS 27 – Separate Financial Statements.

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Notes to the Consolidated Financial Statements
for the year ended 31 March 2025

	<i>Total</i> <u>US \$</u>
8. Right to use asset ^a	
Cost	
As at 01.04.2024	224,867
Addition during the year	-
Disposal during the year	(224,867)
As at 31.03.2025	<u>-</u>
Depreciation	
As at 01.04.2024	89,010
Charge for the year	28,108
Disposal during the year	(117,118)
As at 31.03.2025	<u>-</u>
Net book value	
As at 31.03.2025	<u>-</u>
As at 01.04.2024	<u>135,857</u>

^a During the year, the Company terminated its lease agreement for Office No. B2-07-33 in Jewellery & Gemplex Building-2, Dubai, U.A.E.

		<u>2025</u> <u>US \$</u>	<u>2024</u> <u>US \$</u>
9. Investment in a subsidiary company			
	% holding		
Equity investment measured at cost:			
Renaissance Jewelry N.Y. Inc., USA ^(a and b)			
125 shares of par value US \$ 100/- each	55.55%	<u>25,755,823</u>	<u>25,755,823</u>

^a Renaissance Global Limited ('RGL'), India, the parent of the company ('VJDMCC') is holding effective control over Renaissance Jewelry N.Y. Inc., USA ('RJNY') and hence the financial statements of RJNY are consolidated by RGL, despite the company ('VJDMCC') holding 55.55% share capital of RJNY as per management representation letter dated 30 September 2023.

^b Based on the consolidated management accounts of RJNY, provision for impairment in equity investment of RJNY, if any, is assessed, determined and recognized in the company's ('VJDMCC') financial statements. Management is of the opinion that as on reporting date no provision is required for impairment.

10. Investment in unquoted shares			
	% holding		
Investment measured at cost:			
Seeds Capital Limited, England ^a			
(42,735 shares at par value US \$ 0.00013/- each)	0.485%	<u>132,040</u>	<u>132,040</u>
		<u>132,040</u>	<u>132,040</u>

^a In the year 2022-23, the company has invested in 42,735 ordinary shares at premium of US \$ 132,034/- in Sustainable Energy Efficient Designed Structures Limited (SEEDS), England. Management is of the opinion that as on reporting date no provision is required for impairment to cover the impairment losses, if any.

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Notes to the Consolidated Financial Statements
for the year ended 31 March 2025

	2025 <u>US \$</u>	2024 <u>US \$</u>
11. Investments in financial assets		
At Fair value through Other Comprehensive Income		
Cost		
Investment in portfolio securities ^a	7,027,982	7,544,995
Net changes in fair value	<u>1,157,730</u>	<u>1,650,328</u>
(a)	<u>8,185,712</u>	<u>9,195,323</u>
At Fair Value through Comprehensive Income		
Cost		
Investment in securities ^b	1,250,000	800,000
Net changes in fair value	<u>354,647</u>	<u>306,702</u>
(b)	<u>1,604,647</u>	<u>1,106,702</u>
(a+b)	<u>9,790,359</u>	<u>10,302,025</u>
^a These amounts represents investment in equities carried out through banks. The market value of these investments as on 31st March 2025 was US \$ 7,490,156/- (previous year US \$ 9,195,323/-). These investments with all rights, title and interest therein (whether capital or income) are pledged as security for banking facilities (refer note 18).		
^b These amounts represents long term investment in Anived Long Term Growth Fund, Cayman Islands. The market value of these investments as on 31st March 2025 was US \$ 1,354,647/-.		
12. Inventories		
Polished diamonds, color stones ^a	-	2,770,062
Provision	-	<u>(157,035)</u>
A	-	<u>2,613,027</u>
Studded Jewellery ^a	953,142	6,226,171
Consumables	-	118,818
Provision for fluctuation in rates	<u>(49,812)</u>	<u>(124,454)</u>
B	<u>903,330</u>	<u>6,220,535</u>
A + B	<u>903,330</u>	<u>8,833,562</u>
^a As at March 31, 2025, inventories comprise of studded jewellery only and compared figures for the previous year includes polished diamonds, colour stones, and studded jewellery.		
13. Trade and other receivables		
Trade receivables (refer note 26)	32,574,165	10,707,382
Provision for doubtful debts	<u>(729,824)</u>	<u>(208,397)</u>
	<u>31,844,341</u>	<u>10,498,985</u>
Deposits	10,375	78,581
Prepayments	48,923	158,373
Other receivables and advances	83,429	102,563
Balance with broker	-	<u>783,502</u>
	<u>31,987,068</u>	<u>11,622,004</u>

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Notes to the Consolidated Financial Statements
for the year ended 31 March 2025

	2025 <u>US \$</u>	2024 <u>US \$</u>
14. Cash and cash equivalents		
Cash on hand	2,544	41,362
Bank balances in:		
Current accounts	<u>401,439</u>	<u>1,876,279</u>
	<u>403,983</u>	<u>1,917,641</u>
15. Share capital		
Authorized, issued and subscribed capital		
300 shares of AED 1,000 each		
(Converted @ AED 3.67/ US \$)	<u>81,800</u>	<u>81,800</u>
16. Non-controlling interest		
Renaissance Jewellery DMCC, U.A.E.	-	36,433
Renaissance FMI INC, USA	-	<u>(294,505)</u>
	-	<u>(258,072)</u>
17. Lease liability		
Opening balance	169,274	-
Addition during the year	-	224,867
Disposals during the year	(116,115)	
Interest on lease liability	8,067	5,633
Payments during the year	<u>(61,226)</u>	<u>(61,226)</u>
	-	<u>169,274</u>
18. Bank borrowing		
Term loan ^a	2,265,720	1,775,453
Bank overdraft ^a	<u>1,597,094</u>	<u>2,653,615</u>
	<u>3,862,814</u>	<u>4,429,068</u>
^a This term loan and bank overdraft are secured by investments in securities held with banks (refer note 11a).		
19. Trade and other payables		
Trade payables (refer note 26)	18,650,289	19,453,726
Accrual and other payables	<u>40,414</u>	<u>847,890</u>
	<u>18,690,703</u>	<u>20,301,616</u>
20. Revenue		
Polished diamonds and studded jewellery (refer note 26)	72,770,091	72,926,766
Gold Jewellery	12,648,389	26,179,121
Making charges	<u>819,705</u>	<u>3,835,217</u>
	<u>86,238,185</u>	<u>102,941,104</u>
21. Cost of revenue		
Opening stock	7,565,365	8,399,381
Purchase and direct expenses (refer note 26)	74,108,852	86,837,988
Closing stock	<u>(1,686,662)</u>	<u>(9,115,051)</u>
	<u>79,987,555</u>	<u>86,122,318</u>

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Notes to the Consolidated Financial Statements
for the year ended 31 March 2025

	<u>2025</u> <u>US \$</u>	<u>2024</u> <u>US \$</u>
22. Expenses		
Director's remuneration (refer note 26)	634,871	704,625
Salaries and benefits	136,777	1,282,857
Marketing expenses	4,130	7,075,695
Administration expenses	438,920	3,222,761
Professional fees	590,979	534,436
Rent expense	29,167	69,284
Provision for trade receivables	542,018	-
Provision for inventories	-	59,911
Amortisation of right to use of assets	28,108	56,217
Amortisation of intangible assets	2,069	6,206
Depreciation	7,265	26,958
	<u>2,414,304</u>	<u>13,038,950</u>
23. Other income		
Sale of gold dust	34,205	273,745
Dividend from investments	42,114	37,813
Interest received from a related party (refer note 26)	316,120	263,219
Realised and unrealized gain on investment	47,945	272,916
Reversal of provision for trade receivables	-	140,161
Reversal of provision for inventories	219,247	-
Other income	144,465	-
	<u>804,096</u>	<u>987,854</u>
24. Finance costs		
Finance costs paid to banks	261,101	270,852
Interest on unsecured loan (refer note 18a)	-	17,452
Interest on lease liability (refer note 17)	-	8,067
	<u>261,101</u>	<u>296,371</u>

25. Income taxes relating to continuing operations

On 9 December 2022, the UAE Ministry of Finance released Federal Decree-Law No. 47 of 2022 on the Taxation of Corporations and Businesses ("Corporate Tax Law" or "the Law") to enact a Federal Corporate Tax ("CT") regime in the UAE. The Cabinet of Ministers Decision No. 116 of 2022 specifies the threshold of income over which the 9% CT rate would apply and accordingly, the Law is now considered to be substantively enacted from the perspective of IAS 12 – Income Taxes. A rate of 9% will apply to taxable income exceeding AED 375,000, a rate of 0% will apply to taxable income not exceeding AED 375,000, and a rate of 0% will apply on qualifying income of qualifying free zone entities.

The Company is subject to the provisions of the UAE Corporate Tax Law with effect from 1 April 2024.

The tax expense for the year is reconciled to the profit before tax as per statement of comprehensive income as follows –

VERIGOLD JEWELLERY FZCO

Notes to the Consolidated Financial Statements for the year ended 31 March 2025

Income taxes relating to continuing operations (continued)

	2025	2024
	<u>US \$</u>	<u>US \$</u>
Accounting profit for the period before tax	4,357,321	4,471,319
Taxable Profit	-	N/A
Tax at application rate of 0%: USD 102,110/- (AED 375,000/-)	-	N/A
Current income tax payable	NIL	N/A

As at 31 March 2025, current income tax provision amounts to Nil (2024: Nil)

Conditions as required by Cabinet Decision No. 100 of 2023 on Determining Qualifying Income for the Qualifying Free Zone Person for the Purposes of Federal Decree-Law No. 47 of 2022 on the Taxation of Corporations and Businesses, accordingly corporate tax rate of 0% applies to the company. Hence, as confirmed by the independent tax consultant, there is no possible impact on the financial statements, both from current and deferred tax perspective

26. Related party transactions

For the purpose of these consolidated financial statements, parties are considered to be related to the group, if the group has the ability, directly or indirectly, to control the party or exercise significant influence over the party in making that party's financial and operating decisions, or vice versa, or where the group and the party are subject to common control or common significant influence. Related party may be individuals or other entities.

	Parent company	Entities under common control	Total	Total
	2025	2025	2025	2024
	<u>US \$</u>	<u>US \$</u>	<u>US \$</u>	<u>US \$</u>
Sales	3,538,396	39,110,745	42,649,141	43,515,584
Purchases	41,178,398	4,268,656	45,447,054	50,270,665
Interest income	-	316,120	316,120	263,219

Managerial remuneration for the year ended 31 March 2025 to directors amounts to US \$ 634,871/- (previous year US \$ 704,625/-).

At the reporting date, balances with related parties were as follows:

	Total 2025	Total 2024
	<u>US \$</u>	<u>US \$</u>
Included under Non-current assets:		
Investment in a subsidiary company:		
Renaissance Jewelry N.Y. Inc., USA ^b	25,755,823	25,755,823
Loan to related parties:		
Renaissance Jewelry N.Y. Inc., USA ^{a b}	4,336,836	4,074,336
Renaissance D2C Ventures Inc, USA ^c	876,620	-
Included under trade receivables:		
Renaissance Jewelry N.Y. Inc., USA ^b	1,002,587	1,511,771
Renaissance Global Limited, India	1,750,987	266,280
Jay Gems Inc., USA	627,653	589,213

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Related party transactions (continued)

	<i>Total 2025 US\$</i>	<i>Total 2024 US\$</i>
Included under trade payables:		
Renaissance Global Limited, India	11,523,503	18,178,992
Renaissance Jewelry N.Y. Inc., USA ^b	4,273,423	656,754
Jay Gems Inc., USA	325	325

^a In the year 2022-23, the company has given unsecured inter corporate loan with interest bearing 7% p.a. for the period of 12 months as per agreements dated 18 November 2022 and 14 February 2023 which are extended further for 15 and 12 months respectively as per addendum to the agreement dated 15 November 2023 and 13 February 2024.

^b Renaissance Global Limited ('RGL'), India, the parent of the company is holding effective control over Renaissance Jewelry N.Y. Inc., USA ("RJNY") and hence the financial statements of RJNY are consolidated by RGL, despite the company holding 55.55% share capital of RJNY as per management representation letter dated 30 September 2023.

^c During the year the company has given unsecured inter corporate loan with interest bearing 5% p.a. for the period of 12 months as per agreement dated 1 February 2025.

27. Financial instruments

The group has exposure to the following risks from its financial instruments:

- a) Credit risk
- b) Market risk
- c) Liquidity risk

a) Credit risk

Financial assets, which potentially expose the group to concentrations of credit risk, comprise principally of bank balances, trade and other receivables, loan given to subsidiary and investment in related parties.

Trade and other receivables

As at 31 March 2025, the company's exposure on significant concentration of credit risk from the receivables other than related parties situated outside UAE amounted to NIL. (previous year NIL) and within U.A.E. amounted to US \$ 28,974,928 /- due from five customers (previous year US\$ 7,128,548 due from three customers). There is no significant concentration of credit risk from trade receivables outside the industry in which the company operates.

There is no significant concentration of credit risk from trade receivables outside the industry in which the group cooperates.

Bank balances

The group's bank balances in current accounts are placed with high credit quality financial institutions.

b) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices, such as exchange rate risk, interest rate risk or other price risk, which will affect the group's income or the value of its holding of financial instruments.

Financial instruments affected by market risk include investments in financial assets and bank borrowing. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

Interest rate risk

The bank borrowing is at fixed rate of interest generally obtained in U.A.E.

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Exchange rate risk

There is no significant exchange rate risk as substantially all financial assets and financial liabilities are denominated in US Dollars or UAE Dirhams to which US Dollar is fixed.

c) Liquidity risk

Liquidity risk is the risk that the group will not be able to meet financial obligations as they fall due. The liquidity requirements are monitored on a regular basis by the owners and the management who ensure that sufficient funds are made available to the group to meet any future commitments.

28. Financial instruments: Fair value

The fair value of the group's financial assets comprising of cash and bank balances, loan to a related party, trade and other receivables and financial liabilities comprising of trade and other payables, unsecured loan and bank borrowings approximate to their carrying values.

The following table analyses the group's financial instruments, measured at fair value at the end of the reporting period, by the level in the fair value hierarchy into which the fair value measurement is categorized.

<i>As on 31 March 2025</i>	<i>Level 1</i> <i>US \$</i>	<i>Level 2</i> <i>US \$</i>	<i>Level 3</i> <i>US \$</i>	<i>Total</i> <i>US \$</i>
<i>Financial assets at fair value through other comprehensive income</i>				
Investment in subsidiaries	-	-	31,316,245	31,316,245
Investment in unquoted shares	-	-	132,040	132,040
Investments in financial assets (FVOCI)	8,185,712	-	-	8,185,712
<i>Financial assets at fair value through comprehensive income</i>				
Investments in financial assets (FOCI)	<u>1,604,647</u>	<u>-</u>	<u>-</u>	<u>1,604,647</u>
Total	<u>9,790,359</u>	<u>-</u>	<u>31,448,285</u>	<u>41,238,644</u>
<i>As on 31 March 2024</i>	<i>Level 1</i> <i>US \$</i>	<i>Level 2</i> <i>US \$</i>	<i>Level 3</i> <i>US \$</i>	<i>Total</i> <i>US \$</i>
<i>Financial assets at fair value through other comprehensive income</i>				
Investment in subsidiaries	-	-	31,316,245	31,316,245
Investment in unquoted shares	-	-	132,040	132,040
Investments in financial assets (FVOCI)	9,195,323	-	-	9,195,323
<i>Financial assets at fair value through comprehensive income</i>				
Investments in financial assets (FOCI)	<u>1,106,702</u>	<u>-</u>	<u>-</u>	<u>1,106,702</u>
Total	<u>10,302,025</u>	<u>-</u>	<u>31,448,285</u>	<u>41,750,310</u>

There were no transfers between the levels for fair value measurements during the year.

Notes: Fair value hierarchy

The categorization of fair value measurements into the different levels of the fair value hierarchy depends on the degree to which the inputs to the fair value measurements are observable and significance of the inputs to the fair value measurement.

29. Contingent liability

There was no contingent liability of a significant amount outstanding as at the reporting date.

30. Comparative figures

Previous year figures have been regrouped/ reclassified wherever necessary to confirm to the presentation adopted in the current year.