

***EMDI (Overseas) FZ - LLC***  
DDA, Dubai - UAE.

*Financial Statements and Auditor's Report*  
*For the year ended 31<sup>st</sup> March 2024.*

**EMDI (Overseas) FZ - LLC**  
DDA, Dubai - UAE.

**Financial statements and Auditor's Report**  
**For the year ended 31st March 2024.**

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**EMDI (Overseas) FZ - LLC**  
DDA, Dubai, UAE.

**Company information**

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**Address** : Premises: 115,  
Floor 01, Building No: B13,  
Dubai Knowledge Park,  
P. O. Box No: 500499,  
Dubai - UAE.

**Tax Registration Number** : 100612130300003

**Financial year ended** : 31<sup>st</sup> March 2024

**Shareholder** : **Incorporated In**  
M/s. Ironwood Education Limited India

**Manager** : **Nationality**  
Mr. Tushar Arun Morsawala Indian

**The Auditors** : **M/s. ASP Al Ansaari Auditing L.L.C**  
P.O. Box No: 103528  
Dubai-UAE  
Tel: +971 - 4 - 3353970  
Email: aspa@emirates.net.ae

**The Main Banker** : Emirates NBD

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## Directors' Report, Management Discussion and Analysis

We have pleasure in presenting the financial statements for the year ended 31st March 2024.

### **BUSINESS OVERVIEW:**

The company is engaged in the activity of Technical and Occupational Skills including Training for Health Care Awareness, Hospitality and Tourism and Media Production and Training in Professional & Management Development including Management & Sales & Marketing Training.

### **BUSINESS OPERATIONS REVIEW AND FUTURE BUSINESS DEVELOPMENT:**

The company has been in operation from March 2004.

### **HIGHLIGHTS OF EMDI (OVERSEAS) FZ - LLC'S PERFORMANCE IN 2024:**

Despite the difficult global business conditions, it pleases to inform you that the company succeeded in maintaining existing businesses.

- The company achieved a Turnover of **AED. 1,100,731/-** for the year ended 31st March 2024 as compared to **AED. 492,506/-** for the previous year ended 31st March 2023.
- The company posted a Net Loss of **AED. 209,720/-** for the year ended 31st March 2024 as against a Net Loss of **AED. 469,792/-** for the previous year ended 31st March 2023.
- The company experienced a smooth cash flow throughout the financial period and concluded with the liquidity in cash and bank balance equivalent worth **AED. 11,526/-**.

### **AUDITORS:**

The Auditors, **M/s. ASP Al Ansaari Auditing L.L.C, Dubai, UAE** are eligible for re-appointment and have expressed their willingness to continue as Auditors for the next year.

**DIRECTOR'S RESPONSIBILITIES:**

The Company law requires the Directors to prepare the financial statements for each financial year which gives a true and fair view of the state of the affairs of the Company and the Net Profit or Loss for the year. The Directors are responsible for keeping proper books of accounts and accounting records which disclose with reasonable accuracy at any time, the financial position of the Company and to enable them to ensure that the financial statements comply with Commercial Companies Law of 2021.

**ACKNOWLEDGEMENTS:**

The Directors take this opportunity to convey their deep sense of gratitude for valuable assistance and Co-operation extended to the company by all valued Customers, Bankers and various departments of government and local authorities.

The Directors also wish to place on record their sincere appreciation for the valued contribution, unstinted efforts and spirit of dedication shown by the Company employees, officers and the executives at all levels which contributed, in no small measure, to the progress and the high performance of the company during the year under review.

For EMDI (Overseas) FZ-LLC



Authorized Signatory

May 16, 2024.



To,  
The Shareholder,  
M/s. EMDI (Overseas) FZ - LLC  
DDA, Dubai - UAE.

## Independent Auditor's Report

### Report on the Audit of the Financial statements

#### Opinion

We have audited the accompanying financial statements of M/s. EMDI (Overseas) FZ - LLC, DDA, Dubai - UAE, UAE which comprise the statement of financial position as at 31st March 2024, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year ended 31st March 2024, and a summary of significant accounting policies and other explanatory information.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at 31st March 2024, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRS).

#### Basis of Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditors' Responsibilities for the audit of the Financial statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in, and we have fulfilled our ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Responsibilities of Management and Those Charged with Governance ("TCWG") for the Financial statements

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

In preparing the financial statements, Management is responsible for assessing the company 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.

Those Charged with Governance are responsible for overseeing the Company's financial reporting process.

### **Auditors' 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 Audit 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 to be 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.

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 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 disclosure made by management.

- Conclude on the appropriateness of management 's use of going concern basis of Accounting and based on the audit evidence obtained, whether 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 Auditors 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 transaction's and events in a manner that achieves fair presentation.

We communicate with management and 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 were identify during the Audit.

#### Report on the Legal and Regulatory Requirements

Further, as required by the U.A.E. Federal Law No. 32 of 2021 and Federal Decree-Law No. 47 of 2022 as amended by Federal Decree-Law No. 60 of 2023 on the Taxation of Corporations and Businesses and Dubai Development Authority is a Dubai Government entity established and named pursuant to Law No. 15 of 2014 and Law No 10 of 2018, we report that:

- i. the company has maintained proper books of accounts;
- ii. we have obtained all the information we considered necessary for the purposes of our audit;
- iii. the financial information included in the directors' report is in consistent with the books of accounts of the Company;
- iv. Further, based on the information made available to us, nothing has come to our attention which causes us to believe that the Company has contravened during the financial year ended 31st March 2024 of the above-mentioned laws and its Articles of Association which would materially affect its activities or its financial position as at 31st March 2024.

For ASP AL ANSAARI AUDITING L.L.C



May 16, 2024.

ايه اس بي الانصاري لتدقيق الحسابات ش.ذ.م.م.  
ص.ب: 103528، دبي - ا.ع.م.، هاتف: +971 4 3353970، فاكس: +971 4 3353907

**EMDI (Overseas) FZ - LLC**

DDA, Dubai - UAE

**STATEMENT OF FINANCIAL POSITION**

As at 31st March 2024

ASSETS	Note	Mar-24 AED	Mar-23 AED
<b>NON -CURRENT ASSETS</b>			
Property, Plant and Equipment	5	3,271	4,061
Intangible Assets	6	1,956	-
<b>Total Non-Current Assets</b>	<b>A</b>	<b>5,227</b>	<b>4,061</b>
<b>CURRENT ASSETS</b>			
Cash and Cash Equivalents	7	11,526	21,130
Accounts & Other Receivables	8	362,392	220,555
Other Current Assets	9	117,298	77,132
<b>Total Current Assets</b>	<b>B</b>	<b>491,216</b>	<b>318,817</b>
<b>TOTAL ASSETS</b>	<b>A+B</b>	<b>496,443</b>	<b>322,878</b>
<b>EQUITY &amp; LIABILITIES</b>			
<b>EQUITY</b>			
Share Capital	4	50,000	50,000
Shareholder Loan Account	14	1,748,760	1,473,085
Retained Earnings	15	(2,694,278)	(2,484,558)
<b>Total Equity</b>	<b>C</b>	<b>(895,518)</b>	<b>(961,473)</b>

(Cont.)



EMDI (Overseas) FZ - LLC

DDA, Dubai - UAE

STATEMENT OF FINANCIAL POSITION (Cont.)

As at 31st March 2024

LIABILITIES	Note	Mar-24 AED	Mar-23 AED
<b>NON CURRENT LIABILITIES</b>			
Provision for Employee Benefits	13	16,155	14,469
<b>Total Non Current Liabilities</b>	<b>D</b>	<b>16,155</b>	<b>14,469</b>
<b>CURRENT LIABILITIES</b>			
Accounts & Other Payables	10	205,742	176,213
Other Current Liabilities	11	1,091,064	1,002,669
Accruals and Provisions	12	79,000	91,000
<b>Total Current Liabilities</b>	<b>E</b>	<b>1,375,806</b>	<b>1,269,882</b>
<b>TOTAL LIABILITIES</b>	<b>D+E</b>	<b>1,391,961</b>	<b>1,284,351</b>
<b>TOTAL EQUITY &amp; LIABILITIES</b>	<b>C+D+E</b>	<b>496,443</b>	<b>322,878</b>

The notes on pages 12 to 31 form an integral part of these financial statements.

These financial statements were approved on May 16, 2024.

For EMDI (Overseas) FZ - LLC

Authorised Signatory

The report of the auditors is set on page 4 to 6.





EMDI (Overseas) FZ - LLC  
DDA, Dubai - UAE

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME  
For the year ended 31st March 2024

	Note	Mar-24 AED	Mar-23 AED
<b>Continuing Operations</b>			
Revenue	F	1,100,731	492,506
Cost of Revenue	G	(345,799)	(122,911)
Gross Profit		754,932	369,595
Other Income	H	87,779	58,572
<b>Operating Expenses</b>			
Employee Cost & Benefits	I	(229,752)	(265,107)
General & Administration Expenses	J	(452,338)	(317,782)
Selling and Distribution Expenses	K	(70,801)	(90,765)
Managerial Remuneration	L	(126,000)	(103,500)
Trademark Amortisation during the year		-	(3,300)
Depreciation on Property, Plant and Equipment		(790)	(830)
Total Operating Expenses		(879,681)	(781,284)
Operating Loss for the year		(36,970)	(353,117)
Financial Charges	M	(172,750)	(116,675)
Loss for the year		(209,720)	(469,792)
Other Comprehensive Income		-	-
Total Comprehensive Loss For the year		(209,720)	(469,792)
Total Comprehensive Loss for the year: Attributable to Shareholder		(209,720)	(469,792)

The notes on pages 12 to 31 form an integral part of these financial statements.

These financial statements were approved on May 16, 2024.

For EMDI (Overseas) FZ - LLC

Authorised Signatory

The report of the auditors is set on page 4 to 6.

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ASP AL ANSAARI AUDITING L.L.C



EMDI (Overseas) FZ - LLC  
DDA, Dubai - UAE

**CASH FLOW STATEMENT**  
For the year ended 31st March 2024

	Mar-24 AED	Mar-23 AED
<b>Cash Flow from Operating Activities</b>		
Total Comprehensive Loss as per Profit & Loss Account	(209,720)	(469,792)
Adjustment for non-cash items		
Depreciation	790	830
Interest paid during the year	100,564	106,566
Trademark Amortisation	-	3,300
Operating Cash Flow before changes in net operating assets	(108,366)	(359,096)
<b>Changes in :</b>		
(Increase) / Decrease in Accounts & Other Receivables	(141,837)	(12,340)
(Increase) / Decrease in Other Current Assets	(40,166)	(6,796)
Increase / (Decrease) in Accounts & Other Payables	29,529	(4,433)
Increase / (Decrease) in Other Current Liabilities	88,395	302,092
Increase / (Decrease) in Accruals & Provisions	(12,000)	67,800
Cash generated from Operating Activities	(76,079)	346,323
Net Cash Flow from / (used) from Operating Activities	(184,445)	(12,773)
<b>Cash flow from Financing Activities</b>		
Increase / (Decrease) of Non Current Liabilities	1,686	5,375
Increase / (Decrease) of Shareholders Loan Account	175,111	-
Net Cash Flow from / (used) in Financing Activities	176,797	5,375
<b>Cash flow from Investing Activities</b>		
Net Changes in Intangible Assets	(1,956)	-
Net Cash Flow from / (used) in Investing Activities	(1,956)	-
Net increase / (decrease) in cash & cash equivalents	(9,604)	(7,398)
Cash & Cash equivalents in the beginning of the year	21,130	28,528
Cash & Cash equivalents at the end of the year	11,526	21,130

The notes on pages 12 to 31 form an integral part of these financial statements.

These financial statements were approved on May 16, 2024.

For EMDI (Overseas) FZ - LLC

Authorised Signatory

The report of the auditors is set on page 4 to 6.





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STATEMENT OF CHANGES IN EQUITY  
For the year ended 31st March 2024

Particulars	Share Capital	Shareholder	Retained	Total
	AED	Loan Account	Earnings	
	AED	AED	AED	AED
Balance as on 01st April 2022	50,000	1,366,519	(2,014,766)	(598,247)
Net Movements of the year	-	106,566	-	106,566
Total Comprehensive Loss of the year	-	-	(469,792)	(469,792)
Balance as on 01st April 2023	50,000	1,473,085	(2,484,558)	(961,473)
Net Movements of the year	-	275,675	-	275,675
Total Comprehensive Loss of the year	-	-	(209,720)	(209,720)
Balance as on 31st March 2024	50,000	1,748,760	(2,694,278)	(895,518)

The notes on pages 12 to 31 form an integral part of these financial statements.

These financial statements were approved on May 16, 2024.

For EMDI (Overseas) FZ - LLC

Authorised Signatory



The report of the auditors is set on page 4 to 6.

**EMDI (Overseas) FZ - LLC**  
DDA, Dubai - UAE.

**Notes to the Financial Statements**  
**As on 31st March 2024**

## 1. Legal Status and Activities

- 1.1 M/s. EMDI (Overseas) FZ-LLC, is a Free Zone Limited Liability Company registered with the Dubai Development Authority, Government of Dubai, UAE vide Commercial License No.: 18140. The original license was granted on the 04<sup>th</sup> day of March 2004.
- 1.2 The registered address of the Company is Premises: 115, Floor 01, Building: B13, Dubai Knowledge Park, P. O. Box No: 500499, Dubai, UAE.
- 1.3 **The Shareholder of the Company is:**  
M/s. Ironwood Education Limited, Incorporated in India 100% Holder
- 1.4 **Mr. Tushar Arun Morsawala, Indian National** has been appointed as the manager of the Company and shall take care of the day to day activities of the Company.
- 1.5 The Company is licensed to engage in the activities of Technical and Occupational Skills including training of Health Care Awareness, Hospitality and Tourism and Media Production and Training in Professional & Management Development including Management & Sales & Marketing Training.

## 2. Application of new and revised International Financial Reporting Standards (IFRS)

- 2.1 **New and revised IFRSs effective for accounting periods beginning on or after 01<sup>st</sup> January 2023:**  
The following new and revised IFRSs which became effective for the annual period beginning on or after 01st January 2023 have been adopted in these financial statements.

**EMDI (Overseas) FZ - LLC**  
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<u>New and revised IFRSs</u>	<u>Summary of requirements</u>
<p>IFRS 17 - Insurance Contracts</p> <p>Amendments to IAS 1(Presentation of Financial Statements and IFRS Practice Statement 2(Making Materiality Judgments)  <i>'Disclosure of Accounting Policies'</i></p>	<p>IFRS 17 provides the first comprehensive guidance on accounting for insurance contracts under IFRS Accounting Standards. It aims to increase transparency and reduce diversity in the accounting for insurance contracts.</p> <p>Certain insurers also benefited from a temporary exemption from IFRS 9 Financial Instruments until IFRS 17 was effective.</p> <p>Amendments to IAS 1 help entities provide useful accounting policy disclosures by:</p> <ul style="list-style-type: none"> <li>• Requiring entities to disclose their material accounting policies instead of their significant accounting policies;</li> <li>• Clarifying that accounting policies related to immaterial transactions, other events or conditions are themselves immaterial and do not need to be disclosed; and</li> <li>• Clarifying that not all accounting policies relating to material transactions, other events or conditions are themselves material.</li> </ul>
<p>Amendments to IAS 8(Accounting Policies, Changes in Accounting Estimates and Errors)  <i>'Definition of Accounting Estimates'</i></p>	<p>Amendments to IAS 8 clarifies how entities distinguish changes in accounting policies from changes in accounting estimates, with a primary focus on the definition and guidance on accounting estimates. The distinction between the two is important because changes in accounting policies are applied retrospectively, whereas changes in accounting estimates are applied prospectively.</p> <p>The amendments clarify that accounting estimates are monetary amounts in the financial statements subject to measurement uncertainty. The amendments also clarify the relationship between accounting policies and accounting estimates by specifying that an entity develops an accounting estimate to achieve the objective set out by an accounting policy.</p>

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New and revised IFRSs	Summary of requirements
<p>Amendments to IAS 12 (Income Taxes)  <i>'Deferred Tax related to Assets and Liabilities arising from a Single Transaction'</i></p>	<p>Amendments to IAS 12 clarifies how entities account for deferred taxes on certain transactions, such as leases and decommissioning obligations, with a focus on reducing diversity in practice.</p> <p>The amendments narrow the scope of the initial recognition exemption so entities will need to recognize a deferred tax asset and a deferred tax liability arising from transactions that give rise to equal and offsetting temporary differences.</p>
<p>Amendments to IAS 12 (Income Taxes)  <i>'International Tax Reform – Pillar Two Model Rules' - Effective Date: 23 May 2023 *</i></p>	<p>Amendments to IAS 12 introduces an immediate temporary mandatory exception from accounting for deferred tax related to Globe top-up tax. However, entities will be required to provide new disclosures about their potential exposure to the top-up tax at the reporting date in periods in which a tax law is enacted but the top-up tax does not yet apply. The disclosure requirements apply from December 31, 2023. No disclosures are required in interim periods ending on or before December 31, 2023.</p>

\*The amendments introduce a relief from deferred tax accounting for the global minimum top-up tax under Pillar Two, which applies immediately, and new disclosure requirements, which apply from 31st December 2023. No disclosures are required in interim periods ending on or before 31st December 2023.

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**2.2 New and revised IFRSs in issue but not effective:**

The company has not yet applied the following new and Revised IFRS that have been issued but are not yet effective:

<b>New and Revised IFRSs</b>	<b>Effective for annual periods beginning on or after</b>
Amendments to IAS 7 & IFRS 7: Supplier Finance Arrangements	1 Jan 2024
Amendments to IFRS 16 – Leases: Amendments to Sale and Leaseback Transactions	1 Jan 2024
Amendments to IAS 1 Presentation of Financial Statements: Non-Current Liabilities with Covenants	1 Jan 2024
Amendments to IAS 21: Lack of Exchangeability	1 Jan 2025
Sale or Contribution of Assets between an Investor and its Associate or Joint Venture - Amendments to IFRS 10 and IAS 28	Available for optional adoption/ effective date deferred indefinitely**

\*\* The effective date for these amendments was deferred indefinitely. Early adoption continues to be permitted.

The company has not yet applied the following new IFRS Sustainability Disclosure Standards that have been issued but are not yet effective:

<b>New IFRS – S1 &amp; S2 ***</b>	<b>Effective for annual periods beginning on or after</b>
IFRS S1 – General Requirements for Disclosure of Sustainability – related Financial Information	1 Jan 2024
IFRS S1 – Climate Related Disclosures	1 Jan 2024

\*\*\*The implementation and the effective dates of IFRS Sustainability Disclosure Standards are subject to local regulation.

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Management anticipates that these new standards, interpretations and amendments will be adopted in the company's financial statements as and when they are applicable and the adoption of these new standards, interpretations and amendments may have no material impact on the financial statements of the Company in the year of initial application.

### 3. Significant Accounting Policies

#### Basis of Preparation

These financial statements have been prepared in accordance with the International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB), Interpretations issued by the International Financial Reporting Interpretations Committee (IFRIC) and applicable rules and regulation of the UAE Law and DDA rules and regulations. The significant accounting policies, which have been applied, are set out below:

#### a) Going concern basis of accounting

The financial statements have been prepared on a going concern basis, which assumes that the Company will be able to meet the mandatory repayment terms.

#### b) Application of IFRS 9 Financial Instruments

The Company has adopted IFRS 9 effective from 1 January 2018. IFRS 9 replaces IAS 39 and addresses the accounting for financial instruments including hedge accounting. IFRS 9 contains three principal classification categories for financial assets: measured at amortised cost, FVTOCI and FVTPL. IFRS 9 classification is generally based on the business model in which a financial asset is managed and its contractual cash flows. The business model assessment was completed based on the facts and circumstances which existed at the initial date of application. IFRS 9 eliminates the existing IAS 39 categories of held-to-maturity, loans and receivables and available-for-sale. Under IFRS 9, derivative embedded contracts where the host is a financial asset in the scope of IFRS 9 are never bifurcated. Instead, the whole hybrid instrument is assessed for classification.

The requirements for classification and measurement of financial liabilities under IFRS 9 are largely as existing under IAS 39.

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IFRS 9 replaces the “incurred loss” model under IAS 39 with “expected credit loss” model as it relates to the impairment of financial assets. The new impairment model does not apply to equity investments.

IFRS 9 amends the requirements for hedge effectiveness and consequently the application of hedge accounting. The IAS 39 effectiveness test is replaced with a requirement for an economic relationship between the hedged item and the hedging instrument, and for the “hedged ratio” to be the same as that used by the Company for risk management purposes.

The new standard requires alignment between the risk management objective of an individual hedging relationship and the risk management strategy of the Company. When assessing hedge effectiveness under IFRS 9, the Company is required to ensure credit risk due to counterparty or own creditworthiness does not dominate the change in fair value of either the hedged item or the hedging instrument. Generally, the mechanics of hedge accounting remain unchanged.

***Impairment of financial assets***

The Company has financial assets under “accounts and other receivables” that are subject to the expected credit loss model under IFRS 9. The Company has applied the simplified approach to measuring the expected credit losses which uses lifetime expected loss allowance for all trade receivables and financial investments. To measure the expected credit losses, trade receivables have been grouped based on similar credit risk characteristics and days past due. The revised impairment methodology has not resulted in additional credit loss in trade receivables and financial investments.

Changes in accounting policies resulting from the adoption of IFRS 9 have been applied retrospectively. However in accordance with transition provisions under IFRS 9, the Company has elected not to restate the comparative years.

**c) Accounting Convention:**

These financial statements have been prepared under the historical cost convention. The accounting policies have been consistently applied by the Company.

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**d) Revenue recognition:**

Income is recognized when it is earned, not necessarily when received. Expenses and charges have been recognized when it was incurred, not necessarily when paid.

***Revenue from contracts with customers***

IFRS 15 Revenue from Contracts with Customers outlines a single comprehensive model of accounting for revenue arising from contracts with customers and supersedes current revenue recognition guidance found across several Standards and Interpretations within IFRSs.

It establishes a new five-step model that will apply to revenue arising from contracts with customers.

**Step 1:** Identify the contract with a customer.

**Step 2:** Identify the performance obligations in the contract.

**Step 3:** Determine the transaction price.

**Step 4:** Allocate the transaction price to the performance obligations in the contract.

**Step 5:** Recognize revenue as and when the Company satisfies a performance obligation.

**e) Leases:**

IFRS 16 supersedes IAS 17 Leases, IFRIC 4 Determining whether and Arrangement contains a Lease, SIC - 15 Operating Leases - Incentives and SIC - 27 Evaluating the Substance of Transactions Involving the Legal Form of a Lease. The standard sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model.

The Company also elected to use the recognition exemptions for lease contracts that, at the commencement date, have a lease term of 12 months or less and do not contain a purchase option and lease contracts for which the underlying asset is of low value.

**f) Other Income**

Other Income is recognized on an accrual basis or when the Company's right to receive payment is established.

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**g) Property, Plant & Equipment:**

Property, Plant & Equipment is stated at historical cost less accumulated depreciation and identified impairment loss, if any. The cost comprises of purchase price, levies, duties and any directly attributable costs of bringing the asset to its working condition. The cost of property, plant & equipment is depreciated using the Straight Line Method basis over their estimated useful economic lives as follows:

- Furniture & Fittings : 5 Years
- Motor Vehicles : 5 Years
- Hardware & Software : 5 Years

The Carrying value of Property, Plant & Equipment is viewed for impairment when events or changes in circumstances indicate the carrying value may not be recoverable. If any such indication exists and where the carrying value exceed the estimated recoverable amount, the assets are written down to their recoverable amount, being the higher of their fair value less costs to sell and their value in use.

Gains and losses on disposal of property, plant and equipment are determined by reference to their carrying amount and are taken into account in determining net profit.

Repairs and renewals are charged to the statement of profit or loss and other comprehensive income when the expenditure is incurred.

**h) Related Party Transactions:**

The company, in its normal course of business, enters in to transactions with the companies that fall under the definition of "Related Party" of International Accounting Standard 24. Related parties comprise companies and entities under the common ownership and/or common management and in which control and management vested with the share holders or the key managerial personnel.

**i) Intangible Assets:**

Trademarks acquired are initially recognized at cost and are subsequently carried at cost less accumulated amortization and accumulated impairment losses. These costs are amortized to profit or loss using the straight line method over 10 years.





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a) Foreign Currency risk management

The entity undertakes certain transactions denominated in foreign currencies. Hence, exposures to exchange rate fluctuations arise.

b) Liquidity risk management

Ultimate responsibility for liquidity risk management rest with the management which has built an appropriate liquidity risk management framework for the management of the entity's short, medium and long term funding and liquidity management requirements. The entity manages liquidity risk by maintaining adequate reserves, continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities.

The table below summarizes the maturity profile of the entity's financial assets and financial liabilities. The contractual maturities of the financial assets and financial liabilities have been determined on the basis of the remaining period at the financial position date based on contractual repayment agreements were as follows:

Particulars	Interest Bearing			Non Interest Bearing			Total
	On Demand or Less than 3 Months	Within 1 Year	More than 1 Year	On Demand or Less than 3 Months	Within 1 Year	More than 1 Year	
<b>As at 31st March 2024</b>							
<b>Financial Assets</b>							
Cash and Bank Balances	-	-	-	11,526	-	-	11,526
Accounts Receivables	-	-	-	146,090	254,171	-	400,261
<b>TOTAL</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>157,616</b>	<b>254,171</b>	<b>-</b>	<b>411,787</b>
<b>Financial Liabilities</b>							
Accounts Payables	-	-	-	78,741	127,001	-	205,742
<b>TOTAL</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>78,741</b>	<b>127,001</b>	<b>-</b>	<b>205,742</b>

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c) Credit Risk Management

Credit risk refers to the risk that the counterparty will default on its contractual obligations resulting in financial loss to the entity. The Entity's exposure are continuously monitored and their credit exposure is reviewed by the management regularly and the entity maintains allowances for doubtful debts based on expected collectability of all Accounts Receivables .

Accounts Receivables consist of a number of customers. Ongoing credit evaluation is performed on the financial condition of Accounts Receivables. Further details of credit risk on trade and other receivable are disclosed in the notes to the Financial Statements.

The Company is exposed to credit risk on its Cash at Bank and Accounts Receivables as follows:

Particulars	31st March 2024	31st March 2023
	AED	AED
Cash at Bank	11,506	20,901
Accounts Receivable	400,261	258,255
<b>TOTAL</b>	<b>411,767</b>	<b>279,156</b>

With respect to credit risk arising from the other financial assets of the Company, including cash and cash equivalents, the Company's exposure to credit risk arises from default of the counterparty, with a maximum exposure equal to the carrying amount of these instruments.

d) Capital risk management

The Company's objectives when managing capital to safeguard the Company's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. The director's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business.

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In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt consistent with others in the industry; the Company monitors capital on the basis of the gearing ratio. This ratio is calculated as net debt divided by total capital. Net debt is calculated as total liabilities less Cash at Bank.

The Company manages its capital structure and makes adjustments to it, in light of changed in economic conditions. No Changes were made in the objectives, Policies or Processes during the years ended 31<sup>st</sup> March 2024 and 31<sup>st</sup> March 2023. Capital Consists of Share Capital Account, Shareholder Loan Account and Retained Earnings are measured at **Debit balance of AED. 895,518/-** as at 31<sup>st</sup> March 2024. (March 2023: Debit Balance of AED. 961,473/-).

e) Impairment of Accounts Receivables

An estimate of the collectible amount of Accounts Receivables is made when collection of the full amount is no longer probable. For individually significant amounts, this estimation is performed on an individual basis. Amounts which are not individually significant, but which are past due, are assessed individually and a provision applied according to the length of time past due, based on historical recovery rates.

At the reporting date, gross Accounts Receivables was **AED. 400,261/-** (2023: AED. 258,255/-), with provision for doubtful debts **AED. 37,869/-** (2023: AED. 37,700/-). Any difference between the amounts actually collected in future years and the amounts expected will be recognized in the statement of comprehensive income

f) Useful Lives of Property and Equipment

The Company's management determines the estimated useful lives of its property and equipment for calculating depreciation. This Estimate is determined after considering the expected usage of the asset or physical wear and tear. Management reviews the residual value and useful lives annually and future depreciation charge would be adjusted where the management believes the useful lives differ from previous estimates.

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**u) Contingencies and commitments:**

As at 31st March 2024 the Company doesn't have any commitments and contingencies

**v) Exchange Rate Risk:**

Since the main currencies of the financial instruments, other assets, liabilities and trading transactions including purchase and sales are UAE Dirhams and US Dollars, the Company is not exposed to any significant exchange rate risk.

**w) Financial Charges:**

The Financial Charges includes finance cost, interest on Loan and other charges related to finance and the bank charges.

**x) Corresponding Figures**

The corresponding figures of the previous year are comparable as these comprise the financial position and operating results for the year ended 31st March 2023, while the current figures comprised the financial position and operating results for the year ended 31st March 2024. Reclassification has been made wherever necessary, for the purpose of better presentation of financial information.

**y) Subsequent Events:**

There were no significant events subsequent to the year ended 31st March 2024 and occurring before the date of signing of the financial statements that would have a significant impact on these financial statements.

**4. Share Capital**

**31st March 2024**

*Authorized, Subscribed, Issued, Paid up Share Capital;*

-50 Shares of AED. 1,000/- each

AED. 50,000/-

**Shareholder and its holdings;**

M/s. Ironwood Education Limited, Incorporated in India

: 50 shares

AED. 50,000/-

**Total**

**: 50 shares**

**AED. 50,000/-**

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Notes to the Financial Statements

31st March 2024

**5. Property, Plant and Equipment**

	Furniture & Fittings AED	Motor Vehicles AED	Hardware & Software AED	Total AED
<b>Cost</b>				
Opening Value	214,415	19,000	20,489	253,904
Additions	-	-	-	-
Deletions	-	-	-	-
Total Cost	214,415	19,000	20,489	253,904
<b>Depreciation</b>				
Accumulated as on 01st April 2023	210,604	19,000	20,239	249,843
Charge for the year	540	-	250	790
Accumulated as on 31st March 2024	211,144	19,000	20,489	250,633
<b>Closing Value</b>				
As on 31st March 2023	3,811	-	250	4,061
As on 31st March 2024	3,271	-	-	3,271

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*Notes to the Financial Statements*

	<b>Mar-24</b>	<b>Mar-23</b>
	<b>AED</b>	<b>AED</b>
<b>6. Intangible Assets</b>		
Trademark	1,956	3,300
Less: Written off	-	(3,300)
	<b>1,956</b>	<b>-</b>
<b>7. Cash and Cash Equivalents</b>		
Cash in hand	20	229
Cash at Bank	11,506	20,901
	<b>11,526</b>	<b>21,130</b>
<p>Cash and Cash Equivalents are items, which are readily convertible to known amounts of Cash and which are subject to insignificant risk of change in value.</p>		
<b>8. Accounts &amp; Other Receivables</b>		
Accounts Receivables	400,261	258,255
Less: Provision for Doubtful Debts	(37,869)	(37,700)
	<b>362,392</b>	<b>220,555</b>
<b>Ageing Analysis:</b>		
0 - 30 days	58,707	46,585
31 - 60 days	55,610	9,500
61 - 90 days	31,773	9,500
90 - 120 days	254,171	192,670
	<b>400,261</b>	<b>258,255</b>

The company uses an allowance account when recognizing impairment losses on its receivables unless otherwise determined that the likelihood of collection is remote, in which the Company directly charges the loss against its receivables. The company writes off receivables if after exhausting prudent collection procedures, the Management assessed that the possibility of collection is remote.

**EMDI (Overseas) FZ - LLC**

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Notes to the Financial Statements

	Mar-24	Mar-23
	AED	AED
<b>9. Other Current Assets</b>		
Deposits	58,000	20,000
Prepayments	57,552	57,132
VAT Receivable	1,746	
	<b>117,298</b>	<b>77,132</b>
<i>Prepayments as follows:</i>		
<i>Prepaid license fee</i>	17,726	17,725
<i>Prepaid rent</i>	29,157	28,903
<i>Other prepaids</i>	10,669	10,504
	<b>57,552</b>	<b>57,132</b>
<b>10. Accounts &amp; Other Payables</b>		
Accounts Payables	205,742	130,313
Other Payables	-	45,900
	<b>205,742</b>	<b>176,213</b>
<i>Ageing Analysis:</i>		
<i>0 - 30 days</i>	30,126	18,484
<i>31 - 60 days</i>	27,705	-
<i>61 - 90 days</i>	20,910	910
<i>90 - 120 days</i>	127,001	110,919
	<b>205,742</b>	<b>130,313</b>
<b>11. Other Current Liabilities</b>		
Loan from Third Parties	970,580	820,355
Deferred Revenue	71,417	179,492
Student Visa Deposits	49,067	-
Vat Payable	-	2,822
	<b>1,091,064</b>	<b>1,002,669</b>
<b>12. Accruals &amp; Provisions</b>		
Accrued Expenses	79,000	91,000
	<b>79,000</b>	<b>91,000</b>
<i>Accrued Expenses as follows:</i>		
<i>Salary payable</i>	-	91,000
	<b>-</b>	<b>91,000</b>

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Notes to the Financial Statements

	Mar-24	Mar-23
	AED	AED
<b>13. Provision for Employee Benefits</b>		
Provision for Employee Benefits	16,155	14,469
	<b>16,155</b>	<b>14,469</b>
<p>The Provision for end of service benefits for employees is made in accordance with the requirements of the UAE Labour Laws. This is an unfunded defined benefits retirement plan. Employees are entitled to benefits based on the length of service and final remuneration. Accrued employees' terminal benefits are payable on termination of employment.</p>		
<b>14. Shareholders Loan Account</b>		
Balance at the beginning of the year	1,473,085	1,366,519
Add: Interest charged	100,564	106,566
Add: Additional Loan taken during the year	175,111	-
Balance at the end of the year	<b>1,748,760</b>	<b>1,473,085</b>
<b>15. Retained Earnings</b>		
Balance at the beginning of the year	(2,484,558)	(2,014,766)
Add: Total comprehensive Loss for the year	(209,720)	(469,792)
Balance at the end of the year	<b>(2,694,278)</b>	<b>(2,484,558)</b>
<b>F. Revenue</b>		
Course Fees	1,100,731	492,506
	<b>1,100,731</b>	<b>492,506</b>
<b>G. Cost of Revenue</b>		
Direct Expenses	345,799	122,911
	<b>345,799</b>	<b>122,911</b>
<b>H. Other Income</b>		
Miscellaneous Income	2,500	-
Student Visa Income	85,279	58,429
Graduation Ceremony Income	-	143
	<b>87,779</b>	<b>58,572</b>

**EMDI (Overseas) FZ - LLC**

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31st March 2024

*Notes to the Financial Statements*

	Mar-24	Mar-23
	AED	AED
<b>I. Employee Cost &amp; Benefits</b>		
Salaries & Benefits	229,752	265,107
	<b>229,752</b>	<b>265,107</b>
<b>J. General and Administration Expenses</b>		
Rent	176,349	146,481
Communication Cost	58,917	33,548
Printing & Stationery	914	2,370
Repair & Maintenance	8,838	1,987
Insurance Charges	798	798
Audit Fees	21,065	16,000
License, Professional & Legal Charges	43,790	51,590
Travelling and Conveyance Expenses	43,105	37,022
General Expenses	98,562	27,986
	<b>452,338</b>	<b>317,782</b>
<b>K. Selling and Distribution Expenses</b>		
Advertising and Marketing Expenses	70,801	90,765
	<b>70,801</b>	<b>90,765</b>
<b>L. Managerial Remuneration</b>		
Managerial Remuneration	126,000	103,500
	<b>126,000</b>	<b>103,500</b>
<b>* Transactions with key Managerial Personnel</b>		
<i>Key managerial personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the company. Key managerial personnel is manager of the company.</i>		
<b>M. Financial Charges</b>		
Finance Cost *	172,750	116,675
	<b>172,750</b>	<b>116,675</b>
<i>Finance Cost</i>		
<i>Bank Charges</i>	72,186	10,109
<i>Interest on GC loan</i>	100,564	106,566
	<b>172,750</b>	<b>116,675</b>

**EMDI (Overseas) FZ - LLC**

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31st March 2024

**Performance Analysis**

Particulars	Mar-24	Mar-23
	AED	AED
Revenue	1,100,731	492,506
Cost of Revenue	345,799	122,911
Gross Profit	754,932	369,595
Gross Profit Ratio	68.58%	75.04%

**Liquidity Ratios**

<b>Current Ratio</b>	0.36	0.25
Current Assets / Current Liabilities		

**Quick Ratio or Liquid Ratio**

(Cash + Marketable Securities + Accounts receivables) / Current Liabilities	0.30	0.22
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**Debt-to-Asset Ratio**

Total Liabilities / Total Assets	2.80	3.98
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