ROUTE SMS SOLUTIONS ZAMBIA LIMITED

ANNUAL REPORT

FOR THE PERIOD ENDED 31 MARCH 2022

#### ANNUAL REPORT FOR THE PERIOD ENDED 31 MARCH 2022

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# ROUTE SMS SOLUTIONS ZAMBIA LIMITED GENERAL INFORMATION

DIRECTORS:

Rajdipkumar Gupta

Sandipkuma Chandrakant Gupta

Brian Mwale

COMPANY SECRETARY:

Brian Mwale

**NATURE OF BUSINESS:** 

The Company is involved in the telecommunication

services.

**AUDITORS:** 

George Mpishi & Associates,

3rd Floor, Lottie House,

Lusaka

REGISTERED OFFICE AND

**BUSINESS ADDRESS:** 

Plot No. 253/05, Hybrid Road, Chamba Valley, Lusaka

# ROUTE SMS SOLUTIONS ZAMBIA LIMITED STATEMENT OF RESPONSIBILITY

The directors are responsible for the preparing financial statements for each financial year which give a true and fair view of the state of affairs of the company and of the profit or loss for the period then ended. In preparing these financial statements, the directors have selected suitable accounting policies and then applied them consistently, made adjustments and estimates that are reasonable and prudent and complied with the provisions of the Companies Act, 2017 and International Financial Reporting Standards. The company keeps proper accounting records which disclose with reasonable accuracy at any time the financial position. The company's directors are responsible for safe guarding the assets of the company and for the prevention and detection of fraud and other irregularities.

#### In the opinion of the directors

- The statement of comprehensive income is drawn up so as to give a true and fair view of the profit of Route SMS Solutions Zambia Limited for the period ended 31 March 2022;
- The statement of financial position is drawn up so as to give true and fair view of the state
  of affairs of Route SMS Solutions Zambia Limited as at 31 March 2022;
- There are reasonable grounds to believe that Route SMS Solutions Zambia Limited will be able to pay their debts as and when they fall due;
- The company complied with the requirements of International Financial Reporting Standards (IFRS).

Consequently the financial	statements set out on pages 10 to	19 were approved by the board
of directors on	and signed on its behalf by:	, ,

Director

Director

# ROUTE SMS SOLUTIONS ZAMBIA LIMITED DIRECTORS' REPORT TO THE MEMBERS

The directors hereby submit their report together with the audited financial statements for the period ended 31 March 2022.

#### 1. Principal Activities

Route SMS Solutions Zambia Limited - principal business activities involved in is the telecommunication services.

#### 2. Share Capital

Details of the company's authorised and issued share capital are included in note 8 to the financial statements.

#### 3. Results for the period

A summary of results is as follows:

	2022 ZMW	2021 ZMW
Turnover		
Other income	82,400	4,686
Loss before tax	(9,991)	(182,051)
Income tax		
Loss after tax	(9,991)	(182,051)

#### 4. Dividends

The directors do not recommend the declaration of a dividend.

#### 5. Operations

The company continued business is involved in the provision of telecommunication services.

#### 6. Directors

The directors and secretary who served during the year are as follows:

- Rajdipkumar Gupta
- Sandipkuma Chandrakant Gupta
- Brian Mwale

#### 7. Employees

The company during the year had 1 member of staff.

#### 8. Donations

Donations during the period amounted ZMWnil.

# ROUTE SMS SOLUTIONS ZAMBIA LIMITED DIRECTORS' REPORT TO THE MEMBERS (CONTINUED)

#### 9. Other material facts, circumstances and events

The directors are not aware of any material fact, circumstance or event which occurred between the accounting date and the date of this report which might influence an assessment of the company's financial position or the results of its operations.

#### 10. Financial statements

The financial statements set out on pages 10 to 19 have been approved by the directors.

#### 11. Auditors

In accordance with the provisions of the Articles of Association of the company the auditors, Messrs George Mpishi & Associates, will retire at the conclusion of the forthcoming Annual General Meeting. As they have expressed their willingness to continue in office a resolution for their re-appointment will he proposed at the Annual General Meeting

By order of the Board

Lusaka, Zambia

Date: 13 \ 05 \ 2022

### **GEORGE MPISHI & ASSOCIATES**

#### CHARTERED ACCOUNTANTS OF ZAMBIA

3rd Floor, Lottie House Cairo Road North – End info@finsgrowsolutions.com P.O. Box 35600 Lusaka, Zambia Mobile No. 0977 -855419 0977-634110

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ROUTE SMS SOLUTIONS ZAMBIA LIMITED

#### **Opinion**

We have audited the accompanying financial statements of **ROUTE SMS SOLUTIONS ZAMBIA LIMITED** which comprise the statement of financial position as at 31 March 2022, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory notes.

In our opinion, the financial statements present fairly, in all material respects, the financial position of ROUTE SMS SOLUTIONS ZAMBIA LIMITED as of 31 March 2022, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standard for Small and Medium Entities and accounting principles generally accepted in Zambia under the Companies Act 1994.

#### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the financial statements section of our report. We are independent of the company in accordance with the International Ethics Standards Board for Accountants Code of Ethics for Professional Accountants (Parts A and B) (IESBA Code) and other independence requirements applicable to performing audits of financial statements in Zambia. We have fulfilled our other ethical responsibilities in accordance with the IESBA Code and in accordance with other ethical requirements applicable to performing audits in Zambia. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### **Key Audit Matter**

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide an opinion on these matters.

#### Other information

The directors are responsible for other information. The other information comprises the directors' report as required by the Companies Act 1994, which we obtained prior to the date of this report. Other information does not include the financial statements and our auditor's report thereon.

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

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS ROUTE SMS SOLUTIONS ZAMBIA LIMITED

#### Responsibilities of the directors for the Financial Statements

As described on page 2 the directors are responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standard for Small Entities and in the manner required by Companies Act No. 26 of 1994. This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement whether due to fraud and error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

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

#### Auditor's responsibilities for the audit of the Financial Statements

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

As part of an audit in accordance with International Standards on Auditing, we exercise professional judgement 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 disclosures made by the directors.

## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS ROUTE SMS SOLUTIONS ZAMBIA LIMITED

Conclude on the appropriateness of the directors' use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.

 Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair representation.

We communicate with the members 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.

George Mpishi & Associates Chartered Accountants

George Mpishi & Associates Chartered Accountants P.O. Box 35600, Lusaka. Cell: 0977 855419

KINDION

George Mpishi – FCCA,FZICA Managing Partner Practice Certificate No. AUD/F000039

Lusaka

Date 13 MAY 2022

# ROUTE SMS SOLUTIONS ZAMBIA LIMITED STATEMENT OF COMPREHENSIVE LOSSES FOR THE PERIOD ENDED

INCOME	Notes	2022 ZMW	2021 ZMW
Turnover	1		
Other income – exchange gains	i	82,400	4,686
Total income	***********	82,400	4,686
Overheads			
Administration expenses	11	(19,050)	(630)
Professional charges	III	(73,341)	(102,932)
Financing expenses	IV		(83,175)
Total overheads	Accommoded	(92,391)	(186,737)
Loss before taxation Income tax		(9,991)	(182,051)
Loss for the year		(9,991)	(182,051)

# STATEMENT OF FINANCIAL POSITION FOR THE PERIOD ENDED

ASSETS	Notes	2022 ZMW	2021 ZMW
Non-current assets Property, plant & equipment	5	1,470	2,520
Current assets			
Cash and bank	7	76,934	82,007
		76,934	82,007
Total assets		78,404	84,527
EQUITY AND LIABILITIES			
Share Capital	8	15,000	15,000
Accumulated Reserves		(326,061)	(316,070)
		(311,061)	(301,070)
Non-current liabilities			
Related Party Loans	9	383,757	378,616
		383,757	378,616
Current liabilities			
Trade and other payables	10	5,708	6,981
Tax payable	15		•
		5,708	6,981
Total equity and liabilities		78,404	84,527

The financial statements have been compiled in accordance with the provisions of the Companies Act of Zambia.

The financial statements on pages 10 to 19 were approved by the Board of Directors on and were on its behalf by:

Director

Director

# STATEMENT OF CASHFLOWS FOR THE PERIOD ENDED

	2022	2021
	ZMW	ZMW
Cash inflow from operating activities		
Loss before taxation	(9,991)	(182,051)
Depreciation	1,050	630
Increase/(decrease) in trade and other payables	(1,273)	2,281
Unrealized foreign exchange loss	(88,963)	
	(99,177)	(179,140)
	(00,111)	(173,140)
Net cash outflow before financing	(99,177)	(179,140)
Tavatian		
Taxation		
Tax adjustments	-	-
Investments		
Purchase of property, plant and equipment	•	(3,150)
Net cashflow from investing activities	•	(3,150)
(Decrease)/Increase in cash and cash equivalents	(99,177)	(182,290)
		· · · · · · · · · · · · · · · · · · ·
Financing Share Conite!		
Share Capital	-	
Proceeds from related party loans	94,104	192,433
Net cash inflow financing	94,104	192,433
Movements in cash and cash equivalents	(5,073)	10,143
Cash and cash equivalent at beginning of the		
period	82,007	71,864
Cash and cash equivalent at end of the period	76,934	82,007
• 1000000000000000000000000000000000000		

### STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 31 MARCH 2022

	Share Capital	Accumulated Reserves	Total
	ZMW	ZMW	ZMW
At 1 April 2020	15,000	(134,019)	(119,019)
Loss for the period	•	(182,051)	(182,051)
At 31 March 2021	15,000	(316,070)	(301,070)
Loss for the period		(9,991)	(9,991)
At 31 March 2022	15,000	(326,061)	(311,061)

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2022

#### 1. Principal activity

The company is incorporated in Zambia and is principal business activities involved in communication services.

#### 2. Basis of preparation of the financial statements

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

#### (a). Basis of preparation

The financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS"). The financial statements have been prepared under the historical cost convention.

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires directors to exercise judgement in the process of applying the Company's accounting policies.

At 31 March 2022, the company made a loss after taxation of **ZMW9,991**. The company meets its day to day working capital requirements through borrowing from its shareholders.

The financial statements have been prepared on a going concern basis which assumes that the company will continue in operational existence for the foreseeable future.

The validity of this assumption depends on the director being able to generate sufficient funds.

If the company were unable to continue in operational existence for the foreseeable future, adjustments would have to be made to reduce the statement of financial position values of assets to their recoverable amounts, to provide for further liabilities that might arise and to reclassify fixed assets and long term liabilities as current assets and liabilities.

The directors are of the opinion that it is appropriate for the financial statements to be prepared on a going concern basis.

#### (b) Changes in accounting policy and disclosures

(i) Standards and amendments to existing standards effective 01 July 2020

There are no standards, interpretations or amendments to existing standards that are effective for annual period beginning on 01 July 2020 that have a material impact on the Company's financial statements.

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2022 (CONTINUED)

#### 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### (b) Changes in accounting policy and disclosures (continued)

(ii) New standards, amendments, and interpretations effective after 01 July 2020 and have not been early adopted

Several new standards, amendments to standards and interpretations are effective for annual periods beginning after 01 July 2020 and have not been early adopted in preparing these financial statements. None of these are expected to have a material effect on the company's financial statements.

#### (c) Foreign currency translation

#### (i)Functional and presentation currency

Items included in the financial statements are measured using the currency of the primary economic environment in which the company operates (the "functional currency"). The financial statements are presented in Zambian Kwacha ("ZMW"), which is the company's functional currency.

#### (ii) Transactions and balances

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

#### (d) Receivables

Receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

#### (e) Stated capital

Ordinary shares are classified as equity.

#### (f) Borrowings

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

#### (g) Trade payables

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

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2022 (CONTINUED)

#### 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### (h) Expenses recognition

Expenses are accounted for on an accrual basis.

#### (i) Current income tax

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted by the end of the reporting period. The directors periodically evaluate positions taken in the tax returns with respect to situations in which applicable tax regulation is subject to interpretation and establish provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

#### (j) Use of judgements and estimates

In preparing the financial statements, management has made the below judgements and estimates:

#### Impairment of financial assets

The Company considers a receivable that is repayable to be in default if the borrower goes in a net liability position. The Company determines that the receivable is credit impaired if the fair value of the cash generating unit (CGU) to which the borrower belongs is less than the receivable amount or when the borrower goes in a net liability position. Determining the fair value of the CGU is a critical accounting estimate which involves a high level of granularity and complexity.

A number of significant judgements are also required in applying the accounting requirements for measuring the expected credit losses (ECL) on the financial assets such as:

- Determining there is a significant increase in credit risk;
- Choosing appropriate models and assumptions for the measurement of ECL;

As at 31 March 2022, the trade receivable was ZMWnil.

#### 3. GOING CONCERN BASIS

The financial statements have been prepared on the going concern basis which assumes that the Company will continue in operational existence for the foreseeable future. The validity of this assumption depends on the continued support of the directors.

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2022 (CONTINUED)

#### 4. FINANCIAL RISK MANAGEMENT

#### Financial risk

The Company's activities expose it to the various types of risks: market risk (including foreign exchange risk, interest rate risk and other price risk), credit risk and liquidity risk. The Company's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Company's financial performance.

#### (a) Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risks: foreign exchange risk, interest risk and other price risk.

#### Foreign exchange risk

Foreign exchange risk arises on monetary financial instruments that are denominated in a foreign currency, that is, in a currency other than the functional currency in which they are measured.

#### Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's loans with floating interest rates.

#### (b) Credit risk

Credit risk is the risk that a counterparty will be unable to pay amounts when they fall due. The company is not exposed to any credit risk as at 31 March 2022.

#### (c) Liquidity risk

Liquidity risk is the risk that the company is unable to meet its payment obligations associated with its financial liabilities when they fall due.

#### (d) Capital risk management

The company's objectives when managing capital are to safeguard the company's ability to pay its debts as they fall due in order to continue as a going concern and provide returns for the shareholder. Capital comprises equity and debt. In order to maintain or adjust the capital structure, the company may issue new shares or have recourse to its parent for equity funding. The company is not subject to any externally imposed capital requirements.

### NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2022 (CONTINUED)

5. Property, Plant and Equipment	Phone	Total
	ZMW	ZMW
Cost or valuation At 1 April 2021	3,150	3,150
At 31 March 2022	3,150	3,150
Cost/Valuation At 1 April 2021	3,150	3,150
Additions		
At 31 March 2022	3,150	3,150
Depreciation At 1 April 2021	-	-
Charge for the year	630	630
At 31 March 2022	630	630
Charge for the year	1,050	1,050
At 31 March 2022	1,680	1,680
Net book value	1	
At 31 March 2022	1,470	1,470
At 31 March 2021	2,520	2,520
6. Trade and other receivables		
	2022 ZMW	2021 ZMW
Trade receivables	-	-
Other receivables	-	
7. Cash and cash equivalent		
	2022	2021
	ZMW	ZMW
Cash and bank	76,934	82,007
Total cash and cash equivalent	76,934	82,007

### NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2022

8. Share capital		
Issued Share capital	2022	2021
15,000 Ordinary shares at ZMW1.00 each	ZMW	ZMW
Issued and fully paid	15,000	15,000

## 9. Related Party Loans - Route Mobile (UK) Limited

Holding company for Route Sms Solutions Zambia Limited are related party's loans entered during the period and are unsecured, interest free and has no fixed terms of repayments.

Related Party Loans	2022	2021
	ZMW	ZMW
At 1 April 2021	378,616	186,183
Loan acquisition from Route Mobile (UK) Limited	94,104	192,433
Unrealized foreign exchange loss	(88,963)	
31 March 2022	383,757	378,616
10. Trade and other payable		
	2022	2021
	ZMW	ZMW
Trade payables		
Other payables	5,708	6,981
	5,708	6,981

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2022 (CONTINUED)

#### 11. CONTINGENT LIABILITIES

At 31 March 2022, the company has no material litigation claims outstanding, pending or threatened against, which could have a material effect on the company's financial position or results of operations.

#### 12. CAPITAL COMMITMENTS

There was no capital commitment at the reporting date.

#### 13. COMPARATIVE FIGURES

Comparatives have been stated to afford comparability.

#### 14. EVENTS AFTER THE REPORTING PERIOD

Since the reporting date there has been a global outbreak of a novel strain of coronavirus (COVID-19) which is causing widespread disruption to financial markets and normal patterns of business activity across the world. According to management, this outbreak is classified as non-adjusting event after the reporting date.

Since the situation is still developing, in the opinion of management, it is currently impracticable to quantify the potential impact of this outbreak on the company. Management will continue to closely monitor the potential impact of this outbreak and will take all possible measures to mitigate possible consequences.

#### 15. INCOME TAX

The charge for taxation is made up as follows:Income tax at the rate of 35% on the taxable

Taxation as at 1 <sup>st</sup> April Charge year Income tax paid Taxation as at 31 <sup>st</sup> March	2022 ZMW - - - -	2021 ZMW - - -
16. INVENTORIES	2022	2021
Raw material and finished goods(a)	ZMW -	ZMW -
	•	

# ROUTE SMS SOLUTIONS ZAMBIA LIMITED DETAILED INCOME STATEMENT FOR THE PERIOD ENDED 31 MARCH 2022

TURNOVER	SCHEDUL	SCHEDULE I	
TORROYER	2022	2021	
	ZMW	ZMW	
Turnover		•	
Total turnover	•	•	
Other income – exchange gains	82,400	4,686	
<b>3 3 3 3 3 3 3 3 3 3</b>	82,400	4,686	
Administration expenses	SCHEDUL	EII	
	2022	2021	
	ZMW	ZMW	
Depreciation	1,050	630	
Internet and website expenses	18,000	-	
internet and website expenses	19,050	630	
	COUEDIII	<b>E</b> III	
Professional charges	SCHEDUL 2022	2021	
	ZMW	ZMW	
Audit 9 accountancy force	5,708	7,695	
Audit & accountancy fees Professional fees	67,633	95,237	
Professional fees	73,341	102,932	
Financing expenses	SCHEDUL	EVI	
ו וומווטווא באףכוופכפ	2022	2021	
	ZMW	ZMW	
Bank charges		519	
Exchange loss - unrealized		82,656	
	######################################	83,175	