One & Only Villas at St. Geran Ltd
18 September 2025

Ratings

Facilities/Instruments	Amount (MUR Million)	Rating[1]	Rating Action
Long Term Bank Facility (Non-Fund Based)	**776* (USD 17) Reduced from 4,500 (USD 100)**	**CARE MAU AA-(SO)*; Stable**	Reaffirmed

The Structured Obligation is on account of the ring fencing of cashflow by way of escrow mechanism completely under the purview of bank. Any surplus cash can only be paid to the sponsor only with the prior approval of the bank in charge of the escrow account

Rating Rationale

The rating assigned to the bank facilities of One & Only Villas at St. Geran Ltd (OOVSGL) continues to derive strength from the experienced and strong promoter, Kerzner International Holdings Limited (KIHL) with over 16 years of track record in developing ultra-luxury hotels worldwide, explicit support in the form of sponsor shortfall undertaking and ultimate promoter group being Investment Corporation of Dubai (ICD) which is the sovereign fund of Government of Dubai.

The rating also takes into cognisance sale of 85% (44 villas) of the total villas and the strength of the structure under VEFA Regulation where GFA providing bank supervises the cash outflow for the project expenses and undertakes to complete the project in the event of sponsor's inability to complete the project and the vast experience of the contractor in executing greenfield projects in Mauritius.

The rating, is however, constrained by the project implementation risk associated with nascent stage of construction, development, and completion of the project in case of any default by the contractor, timely receipt of payment from the customers, marketing risk associated with sale of remaining inventory, and the regulatory risk in case there are changes pertaining to laws associated with property development and sale.

Rating sensitivities

Positive factors that could, individually or collectively, lead to positive rating action/upgrade

- Timely construction of the project within cost parameters
- Ability to achieve targeted sale within envisaged rate and time frame
- Ability to maintain steady cash surplus throughout the projected years by way of receipt of payments from customers without any delay

Negative factors that could, individually or collectively, lead to negative rating action/downgrade

- Delay in project construction within the envisaged rate and timeline
- Significant increase in construction costs and inability to absorb the cost which may lead to delay in execution
- Withdrawal of sponsor undertaking support

BACKGROUND

Incorporated on 15th March 2007, One & Only Villas at St Geran Ltd (OOVSGL) is a 100% subsidiary of Kerzner International Mauritius Holdings Limited which in turn is a 100% subsidiary of Dubai based hotel developer and operator, Kerzner International Holdings Limited (KIHL). The ultimate holding company of the group is Investment Corporation of Dubai (ICD with 99.998% stake in KIHL), which is the sovereign fund of Government of Dubai.

[1]Complete definitions of the ratings assigned are available at www.careratingsafrica.com.

OOVSGL is presently holding land at Pointe de Flacq and is currently developing 52 luxurious villas under the brand name of One & Only Private Homes, which is a renowned brand under KIHL. Other famous brands of KIHL are "Atlantis, One & Only and rare finds". As of July 04, 2025, OOVSGL has sold 44 villas out of 52 villas. The company appointed Stefanutti Stocks Hyvec Partners JV Limited as the contractor and Etwaro Associates Ltd as quantity surveyors for the project.

Kerzner International Holdings Limited (KIHL): Incorporated in March 2006, KIHL is a subsidiary of the Investment Corporation of Dubai (ICD). KIHL is a leading global developer and operator of destination resorts, which comprises of luxurious hotels and residences, which are of innovative entertainment and gaming experiences and immersive lifestyle destinations. The company operates under 4 renowned brands namely **Atlantis**, **One & Only, rare finds, and SIRO.** KIHL operates 20 resorts in countries like UAE, Mexico, China, Mauritius, Maldives, Greece, South Africa, Rwanda, Montenegro, and Morocco. Kerzner is globally renowned for being pioneers in developing destinations with quality being its trademark. Each of Kerzner's brand offers a different experience with the same vision to deliver, detail by detail and amazing experiences all over the world.

Investment Corporation of Dubai (ICD): Investment Corporation of Dubai is the principal investment arm of the Government of Dubai. It was established in May 2006 and mandated with the consolidation and management of the Government of Dubai's portfolio of commercial companies and investments. ICD was also assigned the provision of strategic oversight of portfolio companies though the development and implementation of effective corporate governance policies, and sound investment strategies.

Management: One & Only Villas at Le Saint Geran Ltd (OOVSGL) is a professionally managed company and is governed by a 3-members board of directors. The strategic development of the One & Only brand including all the operational performance of all the existing One & Only is overseen by Mr. Phillipe Zuber (Executive Director) who is also the Chief Executive Office of KIHL. Mr. Michel Checoury (Executive Director) who is also the Chief Financial and Administrative Officer of KIHL and is responsible for finance, Information technology, business development and legal functions. Mr. Checoury has more than 31 years of experience in Audit, Finance as well as Financial Management.

CREDIT RISK ASSESSMENT

Long track record of experienced promoters and strong financial strength

KIHL, incorporated in March 2006 and owned by Investment Corporation of Dubai, is a leading global developer and operator of destination resorts, which comprises of luxurious hotels and residences, which are of innovative entertainment and gaming experiences and immersive lifestyle destinations.

KIHL has successfully launched the One & Only brand in 2006, with over 20 resorts strategically located across different countries.

The One & Only Private Homes project is the first high end residential project under the Property Development Scheme (PDS) in Mauritius. Considering the eminence of the company through its diversified portfolio of brands, the One & Only Private Homes project gained popularity among the South African and European (mainly French) buyers and the remaining villas shall be sold as planned.

Brief Financials of Kerzner International Holdings Limited

For the year ended,	Dec-21	Dec-22	Dec-23
	USD Million		
Total Revenue	102	169	354
EBITDA*	37	59	134
PAT	25	52	75
Gross Cash Accruals (GCA)	38	65	93
Total debt and leases	62	54	254
Cash & Bank balances including term deposits with bank	187	179	248

Excluding share of profit/loss from Equity Investment and one-off gain/loss

ICD's portfolio comprises some of Dubai's most recognized companies and represents a cross-section of vital economic sectors that the Government of Dubai has deemed strategic for the continued development and growth of the Emirates. The sectors include financial services, transportation, energy and industry, real estate and construction, hospitality and leisure, retail, and other holdings. In addition, ICD has embarked on a disciplined and sustainable strategy of global investments, which are synergistic with its existing portfolio, to extend Dubai's presence and expertise into international markets. The aim of diversification is to reflect Dubai, modernisation, in sectors as per below portfolio breakdown:

Sector	Portfolio breakdown % based on ICD's investment as of December 31st, 2024
Banking & Finance Services	15%
Transportation	28%
Oil & Gas	3%
Industrial	7%
Hospitality & Leisure	17%
Real Estate & Construction	14%
Retail & Other Holdings	16%

The below is the brief financials of the ICD for the last 3 years:

For the year ended,	FY22	FY23	FY24
	USD Million*		
Revenue	72,817	84,473	95,204
Operating profit/(loss)	10,966	17,612	19,269
PAT	9,841	16,548	18,390
Asset Under Management	320,446	359,998	399,774

Pegged at 1 USD=3.6725 AED

Financial Guarantee backing from banks under VEFA regulation

As per GoM Regulation, all residential developments under PDS Schemes (targeted for international clients) should be under VEFA Regulation (Vente en État Futur d'Achèvement) – governed by Civil Law of Mauritius and requires a Financial Completion Guarantee (GFA) from a reputed Bank. A GFA is a financial guarantee given by a financial institution such as bank or insurance company to ensure the buyer that the property he bought off plan will be built and delivered even in the event the developer defaults. In other words, the Bank or the Insurance Company guarantees the full completion of the project should, for any reason, the developer fails to do so and is not able to complete construction. Banks provide GFA only when the developer has achieved breakeven of the project cost and after analysing past track record of the promoter and group's popularity among the international clients. As per the GFA regulations, GFA providing Bank will create a Designated Account, where in the sale proceeds from that development phase will be deposited in that Designated Account. Bank will monitor the expenses and will release the payments in line with the expenses schedule submitted by the developer and on receipt of bills from the contractors. If the bank is not satisfied with the progress of

work, they will not release any payment. If the development is also not in line with the plan committed by the developer, the bank will step in, take charge of the project, complete the project, and then hand over the same to the buyer.

Successful track record of sales & timely delivery of past developments

KIHL is a leading global developer and operator of destinations resorts, of ultra-luxury hotels and residences, innovative entertainment and gaming experiences, and immersive lifestyles destinations. Kerzner operates under four individual brands namely, Atlantis, One and Only, rare finds and SIRO which are all equally acclaimed brands worldwide. Under the Atlantis (Resorts & Residences), Kerzner has currently 3 resorts, The Palm and The Royal in Dubai and Sanya in China. One & Only Villas at St. Geran Ltd is the currently constructing 52 villas for sale under the Property Development Scheme (PDS) which is mostly marketed to the expatriates.

Prime location of existing and newly constructed properties

The One & Only Private Homes under OOVSGL is the first real estate project from Kerzner International Holdings Ltd. The 52 villas under OOVSGL are located at Pointe de Flacq, Mauritius, which is renowned for having one of the best white sand beaches around the Island. The villas are in the neighbourhood of One & Only Le Saint Geran Hotel, a 5-Star Hotel. The Capital, Bagatelle and the Airport is less than 1 hour drive from Pointe de Flacq.

Strong track record of the EPC contractor

OOVSGL has entered fixed price contract with a Stefanutti Stocks Hyvec Partners JV Limited, a Joint Venture company of Hyvec Partner. Hyvec Partners Ltd is a leading Grade A building and civil engineering construction company in Mauritius operating since 1990. Hyvec has executed projects like Melrose Prison, valued at MUR 2.2 billion to commercial malls, upmarket houses, high-rise office buildings, luxurious villas, universities, schools, and other prominent landmark buildings. The property and construction cluster remains the backbone of the Group including other diversified business vertical, namely, Retail & Distribution, Food, Leisure & Hospitality.

Background of the One & Only Private Homes Project and status of the project



One & Only Villas at St. Geran Ltd is the only real estate (private homes – residential) project currently being developed by KIHL, a reputed global player, at Pointe de Flacq in the eastern part of the Island. The project consists of construction of 52 high-end residential villas under the Property Development Scheme (PDS) of Government of Mauritius (GoM) targeting expats and foreigners.

The entire OOLSGV project is on "Sale and Build" model. The company has acquired land and has started development of the One & Only Private Homes project in May 2022 after achieving breakeven sales. As of July 04, 2025, the company has sold 44 villas and received deposit (payable on signature of deed) of MUR 3,170 million. In February 2024, the company has achieved highest ever sales of MUR 630 million for one of its villas. Since the project is being developed under the PDS Schemes (targeted for international clients), it requires a GFA from a reputed bank as per the VEFA Regulation. Banks provide GFA only when the developer has achieved breakeven of the project cost and after analysing past track record of the promoter and group's reputation among the international clients. Status of the project as at June 2025:

Villa Type	No. of units	Total Sales Value (USD million)	CRP/Sales deed signed		Not yet sold	
			Units	Sales value (USD million)	Units	Sales value (USD million)
Private Homes	52 villas	217	44	177	8	40

The construction of Private Homes is being constructed in a single phase and is expected to be completed by September 2025. During the period of August 2019 to July 2025, OOVSGL sold 44 villas, and the remaining villas are to be sold in the near future.

Industry Risk

Real Estate sector in Mauritius

Over the last few decades Mauritius has witnessed a surge in demand for real estate sector, attracting major Foreign Direct Investment ("FDI") for the country. This is reflected in increasing number of construction projects across the island in addition to the government introducing schemes such as the Integrated Resort Scheme (IRS), the Real Estate Scheme (RES), the Property Development Scheme (PDS), the Invest Hotel Scheme (IHS) and the Smart City Scheme (SCS). Such schemes have contributed positively to the increase in FDI. In 2024, FDI amounted to MUR 23.9 billion, with real estate contributing up to 72%. As a result, there is an increasingly growing number of construction projects across the island.

The main sources of FDI registered were from France, US and South Africa.

The **IRS** was initially introduced to allow non-citizens to acquire luxury freehold residential properties located within large resort developments such as golf estates or marinas, typically situated in prime coastal regions. Properties under the IRS were priced at a minimum of USD 375,000, and buyers were eligible for a residence permit upon purchase. However, IRS buyers were restricted from acquiring property outside designated schemes such as RES or PDS.

The **RES** catered to smaller-scale residential developments, ranging in size from 4,220 m² to 100,000 m², with no minimum price requirement. Nevertheless, a residence permit was only granted if the purchase value exceeded USD 375,000 or its equivalent in a freely convertible currency.

Both the **IRS** and **RES** were phased out and replaced in 2015 by the Property Development Scheme (PDS), which consolidated their features under a single regulatory framework. Under the PDS, developments must comprise at least six luxury residential units on freehold land of a minimum size of one arpent (approximately 4,220 m²) and not exceeding 50 arpents. The plot size of each villa (excluding apartments or penthouses) must not exceed 5,276 m². While there is no prescribed minimum property price under PDS, a residence permit is granted to any non-citizen who acquires a unit for at least USD 375,000.

The below enumerated points are the key amendments announced in the Budget 25-26 amidst the real estate sector:

1. Housing Loan Relief Scheme extended until 30 June 2027, then will be phased out.
2. The Home Ownership Scheme, Home Loan Scheme and VAT refund on residential construction ends on 30 June 2025 and will not be renewed beyond.
3. Increase in Land Transfer Tax and Registration duty - Land Transfer Tax on resale will rise to the greater of 10% of sales price or 30 % of capital gain whilst developers selling units will also face 10% land transfer tax. The registration duty on property acquisitions is set to increase from 5% to 10%
4. Changes to existing schemes – All fiscal incentives previously granted to SCS are ceased for certificates issued after 05 June 2025. However, ongoing projects before that date will continue to retain certain benefits.

5. The provision allowing promoters under the Property Development Scheme (PDS) or Smart City Scheme (SCS) to sell serviced plots of land not exceeding 2,100 m² to non-citizen holders of an occupation Permit, permanent residence permit, or residence permit remains active and has been extended until 30 June 2026.
6. Land Repurposing Scheme - Exemption from formal Land Conversion Permits for owners of small agricultural parcels.

Some of the key incentives are:

1. The Immigration Act amendment granting residence permits to retired non-citizens aged above 50 years and their family on acquisition of a senior living PDS property exceeding USD 200,000.
2. The processing fees structure, that is MUR 25,000 for property acquisition under IRS/RES/PDS/IHS/SCS, and higher fees for Smart City, PDS and other schemes remains in place as per existing regulations

Performance of One & Only Villas at St. Geran Ltd

OOVSGL is currently developing 52 villas at pointe de Flacq under the brand name of One & Only. The company has not recorded any revenue in FY22 as it executed sales deed for only one villa in 2022 and also construction is at nascent stage as at 31 December 2022 (One & Only Private Homes is the first project of Kerzner International in Mauritius). The project is being developed on a sale and build model which is recognized as having low salability risks. In the real estate sector where companies operate on Sale and Build model, annual profitability is not material due to timing mismatch in receipt of cashflow or booking of sales (in line with achievement on construction milestones) and expenses incurred on construction of the project. The profitability needs to be analysed over the tenure of project execution.

As at December 31, 2024, the company sold 43 villas and as basis of their percentage of completion, revenue of MUR 4,225 million has been recognised overtime. Accordingly, in tandem with the construction progress and recognition of revenue, the company recognised MUR 2,903 million as cost emanating from the sale of these 43 villas. Consequently, OOVSGL posted a PAT of MUR 796 million in FY24. Loan from related party (Kerzner) decreased to MUR 1,214 million following a net repayment of MUR 794 million. Cash balance as at December 31, 2024, stood at MUR 1,495 million.

The project derives significant strength from the holding company KIHL, which also extends short fall guarantee to the project. The company has been infused with MUR 692 million as capital contribution. The company has sold/CRP signed for 44 villas out of 52 villas which represents 85% of the inventory as at June 30, 2025.

Financial Performance – One & Only Villas at St. Geran Ltd (Standalone) **MUR million**

For the year ended as on	FY22	FY23	FY24
	Audited	Audited	Audited
Revenue	-	2,742	4,225
Total Income	-	2,771	4,235
EBITDA	(39)	935	1,101
Depreciation	0.23	0.23	0.19
Interest expense	63	110	83
Profit (Loss) Before Tax	(104)	769	988
Profit (Loss) After Tax	(104)	686	796
Gross Cash Accruals (GCA)*	(104)	686	797
Financial Position			
Equity share capital	0.0001	0.0001	0.0001
Capital contribution	692	692	692
Tangible Networth	237	923	1,719
Total debt	**2,234**	**1,939**	**1,215**
- Loan and accrued interest payable to subsidiary of KIHL	*2,231*	*1,938*	*1,214*
Cash & Bank balances	3	712	1,495
Overall gearing ratio (times)	9.43	2.10	0.71
Current ratio (times)	1.87	1.50	1.49

Excludes unrealised exchange losses

Adjustments

1. Tangible net worth is calculated by netting off revaluation reserve, and non-purchased intangible assets from total equity
2. Gross Cash Accruals (GCA) is calculated as PAT+ Depreciation + other non-cash expenditure
3. Overall Gearing ratio is calculated as total debt (long term and short-term debt)/Tangible Networth

Annexure I

Details of Rated Facility

1. Long term Facility

1.A. Long Term Bank Facility – Non-Fund Based

Sr. No.	Institution	Facility	Amount (MUR Million)
1	Bank	Garantie Financière Extrinsèque D'Achèvement (GFA)	776* (USD 17 million) Reduced from 4,500 (USD 100 million)

**1 USD at MUR 45.65*

Salient features of the GFA of MUR 4,500 million

Particulars	Facility details
Rated Amount	USD 100 million (MUR 4,500 million)
Outstanding amount	USD 17 million (MUR 776 million)
Purpose	**GFA:** To issue Guarantie Financière d'Achèvement ("GFA") in favor of buyers of villas in the Project
Sponsor	Kerzner International Holdings Ltd (Bahamas), owned and controlled by Investment Corporation of Dubai (ICD)
Covenants	• No distribution to the shareholders • No additional indebtedness by the Borrower • No change in shareholding and the ultimate shareholders • Quantity Surveyor's report to be submitted on a quarterly basis • Project manager's report to be submitted on a quarterly basis

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