MEYER PLC

(Formerly DN MEYER PLC)

UNAUDITED INTERIM

CONSOLIDATED AND SEPARATE

FINANCIAL STATEMENTS

30 JUNE 2025

MEYER PLC AND ITS SUBSIDIARY COMPANY CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 JUNE 2025

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DIRECTORS, ADVISORS AND REGISTERED OFFICE

Chairman of the Board Mr Kayode Falowo

Mr. Henshaw Nwaorgu (Ag. Managing Director)

Mr. Godswill Umunnakwe

Mr. Osa Osunde

Mrs. Erelu Angela Adebayo

Mr. Tony Uponi Dr. Olutoyin Okeowo

Mrs. Ochee Vivienne Bamgboye

Registered office No 32 Billings way,

Oregun Industrial Estate,

Ikeja, Lagos

Tax Identification Number 01150890-0001

Company Secretary Marriot Solicitors

15E, Muri Okunola Street Off Ajose Adeogun Street

Victoria Island,

Lagos

Company Registrar Greenwich Registrars & Data Solutions Limited

274, Murtala Muhammed Way

Alagomeji, Yaba

Lagos

Auditors BDO Professional Services

(Chartered Accountants)

ADOL House 15, CIPM Avenue

Central Business District

Alausa, Ikeja

Lagos.

Major Bankers Access Bank Plc

First Bank of Nigeria Limited

Zenith Bank Plc

United Bank for Africa Plc Stanbic IBTC Bank Limited Guaranty Trust Bank Limited First City Monument Bank Limited

Eco Bank Plc Union Bank Plc

Greenwich Merchant Bank Limited

FINANCIAL STATEMENTS

The Directors are pleased to submit their report together with the Unaudited Financial Statements for the period ended 30 June 2025.

LEGAL STATUS

The Company commenced operations in Nigeria in 1960 after it was incorporated as a private limited liability company. It was converted to a public company in 1979. The Company was listed on the Nigerian Stock Exchange in 1979.

PRINCIPAL ACTIVITIES

The principal activity of the Company is manufacturing and sale of paint products, coating, adhesives and flooring products.

Subsidiary	Principal	Date of Incorporation	Percentage
	Activities		Holding
DNM Construction Limited	Building and Construction	20 July, 2007	96%

The financial results of the subsidiary have been consolidated in these financial statements.

DIVIDEND

The Board of Directors has recommended no dividend for the period, (2024:30k)

SHARE CAPITAL AND SHAREHOLDING

- i. The Company did not purchase its own shares during the year.
- ii. The issued and paid up capital of the Company is N248,863,781.50 (2023:N248,863,781.50) divided into 497,727,563 (2023: 497,727,563) ordinary shares of 50 kobo each.
- iii. The issued and paid up capital of the Company is N248,863,781.50 divided into 497,727,563 ordinary shares of 50 kobo each.

SUBSTANTIAL INTEREST IN SHARES

List of shareholding with 5% and above for period 2025

S/N	NAMES	2025 SHAREHOLDING	%
1	Greenwich Capital Limited	156,419,326	31.43
2	Bosworth Investments & Service Limited	153,961,094	30.93
3	Mr. Osa Osunde	30,001,500	6.03
4	Mr. Kayode Falowo	25,688,982	5.16

No individual shareholder other than as stated above held more than 5% of the issued share capital of the Company as at 30 June 2025.

Interests of Directors in Shares of the Company

The interests of Directors in the issued shares of the company as stated in the Register of Members as at Period ended 30 June 2025 for the purposes of section 301 of the Companies and Allied Matters Act,2020 are as follows:

S/N	Name of Director	Direct shareholding	Indirect shareholding	Direct shareholding	Indirect shareholding
		2025	2024	2025	2025
1	Kayode Falowo	25,688,982	156,419,326	25,688,982	156,419,326
2	Mr. Osa Osunde	30,001,500	Nil	30,001,500	Nil
3	Erelu Angela Adebayo	Nil	Nil	Nil	Nil
4	Mr. Tony Uponi	3,298,804	Nil	3,298,804	Nil
5	Dr. Olutoyin Okeowo	2,080,482	Nil	2,080,482	Nil
6	Mrs. Vivienne Ochee-Bamgboye	384,998	Nil	384,998	Nil

RESEARCH AND DEVELOPMENT

In order to maintain and enhance skills and abilities, the Company's policy of continuously researching into new products and services was maintained.

EMPLOYMENT AND EMPLOYEES

i) Employment of Physically Challenged persons

It is the policy of the Company that there is no discrimination in considering applications for employment including those from Physically Challenged persons. All employees whether or not Physically Challenged are given equal opportunities to develop their experience and knowledge and to qualify for promotion in furtherance of their careers. As at 30 June 2025 there was no Physically Challenged person in the employment of the Company.

ii) Health, safety at work and welfare of employees.

Health and safety regulations are in force within the premises of the Company. The Company provides transportation, housing, meal and medical subsidies to all employees.

iii) Employee involvement and training

The Company is committed to keeping employees fully informed regarding its performance and progress and seeking their views wherever practicable on matters which particularly affect them as employees. Management, professional and technical expertise are the Company's major assets and investments to develop such skills continue.

The Company's expanding skills base has been extended by the provision of training which has broadened opportunities for career development within the organisation. Incentive schemes designed to meet the circumstances of each individual are implemented wherever appropriate.

COMPLIANCE WITH REGULATORY REQUIREMENTS

The Directors confirm to the best of their knowledge that the Company has substantially complied with the provisions of the Securities and Exchange Commission, Code of Corporate Governance and other regulatory requirements. The Directors further confirm that the Company has adopted the International Financial Reporting Standards (IFRS) and has complied substantially with the provisions thereof.

EFFECTIVENESS OF INTERNAL CONTROL SYSTEM

As the Company operates in a dynamic environment, it continuously monitors its internal control system to ensure its continued effectiveness. In doing this, the Company employs both high level and preventive controls which will ensure maximum opportunity for prevention of misleading or inaccurate financial statements, properly safeguard its assets and ensure achievement of its corporate goals while complying with relevant laws and regulations.

POST BALANCE SHEET EVENTS

There were no post balance sheet events that would have had an effect on these financial statements.

HUMAN CAPITAL MANAGEMENT

Employee relations were stable and cordial in the period under review.

The Companies and Allied Matters Act, 2020, requires the Directors to prepare financial statements for each financial year that give a true and fair view of the state of financial affairs of the Company at the end of the year and of its profit or loss. The responsibilities include ensuring that the Company:

- a) keeps proper accounting records that disclose, with reasonable accuracy, the financial position of the Company and comply with the requirements of the Companies and Allied Matters Act, 2020.
- b) Establishes adequate internal controls to safeguard its assets and to prevent and detect fraud and other irregularities; and
- c) Prepares its financial statements using suitable accounting policies supported by reasonable and prudent judgments and estimates, and are consistently applied.

The Directors accept responsibility for the annual financial statements, which have been prepared using appropriate accounting policies supported by reasonable and prudent judgments and estimates, in conformity with International Financial Reporting Standards (IFRS) and the requirements of the Companies and Allied Matters Act, 2020.

The Directors are of the opinion that the financial statements give a true and fair view of the state of the financial affairs of the Company and of its profit or loss. The Directors further accept responsibility for the maintenance of accounting records that may be relied upon in the preparation of financial statements, as well as adequate systems of internal financial control.

Nothing has come to the attention of the Directors to indicate that the Company will not remain a going concern for at least twelve months from the date of this statement.

Kayode Falowo Chairman

FRC/2014/CISN/00000007051

Olutoyin Okeowo

Director

FRC/2013/IODN/00000002638

		GROUP		COMPANY	
		2025	2024	2025	2024
	Notes	N'000	N'000	N'000	N'000
Revenue	9	2,023,756	1,324,916	2,023,756	1,324,916
Cost of sales	10	(1,275,159)	(858, 494)	(1,275,159)	(858,494)
Gross profit	-	748,597	466,422	748,597	466,422
Other operating income	11	8,553	17,480	8,553	17,480
Selling and distribution expenses	12	(205,964)	(156,676)	(205,964)	(156,676)
Administrative expenses	13	(331,413)	(241,759)	(331,413)	(241,759)
Profit from operating activities	-	219,773	85,467	219,773	85,467
Trone from operating activities	_	217,773		217,773	03, 107
Finance income	14(i)	168,798	105,807	168,798	105,807
Finance costs	14(ii)	(180)	(1,683)	(180)	(1,683)
Net finance income	_	168,618	104,124	168,618	104,124
Profit before taxation		388,391	189,590	388,391	189,590
Tax expense	16(a)	(131,156)	(63,513)	(131,156)	(63,513)
Profit for the period	<u>-</u>	257,235	126,077	257,235	126,077
Other comprehensive income: Items that will not be reclassified to profit or Items that may be reclassified to profit or		- -	- -	- -	-
Other comprehensive income for to period, net of tax	he _	-		-	<u>-</u>
Total comprehensive profit for the period	od _	257,235	126,077	257,235	126,077
Profit for the period attributable to: Owners of the parent		257,235	126,077	257,235	126,077
Non-controlling interest		(4)	(4)	257,235	-
Profit for the period	_	257,231	126,073	257,235	126,077
Total comprehensive profit attributable	to:	237,231	120,073	237,233	120,077
Owners of the parent		257,235	126,077	257,235	126,077
Non-controlling interest		4	4		-
Total comprehensive profit for the period	od _	257,239	126,081	257,235	126,077
•	=				
Basic earnings per share (kobo)	29	52	25	52	25
Diluted earnings per share (kobo)	29	52	25	52	25

MEYER PLC STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

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FOR THREE MONTHS & SIX MONTHS PERIODS ENDED 30 JUNE 2025

	GROUP				COMPANY			
	Three (3) Months Ended 30/06/2025	Six (6) Months Ended 30/06/2025	Three (3) Months Ended 30/06/2024	Six (6) Months Ended 30/06/2024	Three (3) Months Ended 30/6/2025	Six (6) Months Ended 30/06/2025	Three (3) Months Ended 30/06/2024	Six (6) Months Ended 30/6/2024
	N'000	N'000	N'000	N'000	N'000	N'000	N.000	N'000
Continuing operations								
Revenue	929,539	2,023,756	695,174	1,324,916	929,539	2,023,756	695,174	1,324,916
Cost of sales	(596,699)	(1,275,159)	(395,489)	(858,494)	(596,699)	(1,275,159)	(395,489)	(858,494)
Gross profit	332,840	748,597	299,685	466,422	332,840	748,597	299,685	466,422
Other operating income	4,947	8,553	3,081	17,480	4,947	8,553	3,081	17,480
Selling & Distribution expenses	(103,201)	(205,964)	(77,762)	(156,676)	(103,201)	(205,964)	(77,762)	(156,676)
Administrative expenses	(182,214)	(331,413)	(123,836)	(241,759)	(182,214)	(331,413)	(123,836)	(241,759)
Profit/ (loss) from operating activities	52,372	219,773	101,168	85,467	52,372	219,773	101,168	85,467
Finance Income	85,619	168,798	61,085	105,807	85,619	168,798	61,085	105,807
Finance costs	(73)	(180)	(744)	(1,683)	(73)	(180)	(744)	(1,683)
Net finance income	85,546	168,618	60,341	104,124	85,546	168,618	60,341	104,124
Profit before tax	137,918	388,391	161,509	189,591	137,918	388,391	161,509	189,591
Taxation (Provision)	(47,228)	(131,156)	(72,920)	-	(47,228)	(131,156)	(72,920)	(63,513)
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Profit After Tax for the period	90,690	257,235	88,589	126,078	90,690	257,235	88,589	126,078
Other comprehensive income								
Items that will not be reclassified subsequently to profit or loss:	-	-	-	-	-	-	-	-
Remeasurement of Defined benefit obligation	-	-	-	-	-	-	-	-
Other comprehensive income for the period, net of								
tax	-	-	-	-	-	-	-	-
-								404.070
Total comprehensive loss for the period	90,690	257,235	88,589	126,078	90,690	257,235	88,589	126,078
Profit/ (Loss) for the period attributable to:								
Owners of the Company	90,686	257,231	88,585	126,078	90,690	257,235	88,589	126,078
Non-controlling interests	4	4	4	4	-	-	-	-
	90,690	257,235	88,589	126,082	90,690	257,235	88,589	126,078
Total comprehensive Income for the period attributable to								
Owners of the Company	90,686	257,231	88,585	126,078	90,690	257,235	88,589	126,078
Non-controlling interests	4	4	4	4	-	-57,255	-	
	90,690	257,235	88,589	126,082	90,690	257,235	88,589	126,078
Earnings per share			· ·	<u> </u>		•	-	<u> </u>
Basic and diluted earnings per share (Kobo)	18	52	18	25	18	52	18	25
pasic and diluted carnings her shale (vono)							.•	

		GROUP		COMPANY		
	•	2025	2024	2025	2024	
	Notes	N'000	N'000	N'000	N'000	
Non-current assets						
Property, plant and equipment	17	347,117	330,219	347,117	330,219	
Right of use	17 (c)	(0)	2,750	(0)	2,750	
Intangible assets	17 (d)	17,089 [°]	18,553	17,089	18,553	
Total non-current assets	- -	364,206	351,522	364,206	351,522	
Current assets	40	450 457	270 202	450.457	270 202	
Inventories	19	458,657	379,392	458,657	379,392	
Trade and other receivables	20	324,027	533,154	296,917	506,043	
Cash and cash equivalents	21	1,846,958	1,576,334	1,846,774	1,576,150	
Total current assets	-	2,629,643	2,488,880	2,602,347	2,461,585	
Total assets	=	2,993,849	2,840,402	2,966,555	2,813,107	
Current liabilities						
Short term borrowings	22(ii)	1,822	5,779	1,822	5,779	
Trade and other payables	24	878,150	816,458	902,528	840,834	
Current tax liabilities	16(b)	129,842	141,819	129,842	141,819	
Total current liabilities	· · · · · · · · · · · · · · · · · · ·	1,009,815	964,056	1,034,192	988,432	
Net Current Assets	_	1,619,828	1,524,824	1,568,156	1,473,153	
Total assets less current liabilities	-	1,984,035	1,876,346	1,932,363	1,824,675	
Non-Current Liabilities						
Borrowings	22(ii)	-	-	-	-	
Dismantlement and restoration	25	15,143	15,143	15,143	15,143	
Employment benefits	23(d)	7,615	7,843	7,615	7,843	
Deferred tax liabilities	16	22,888	22,889	22,888	22,889	
	·-	45,646	45,875	45,646	45,875	
Net Assets	=	1,938,388	1,830,471	1,886,716	1,778,800	
Equity						
Share capital	26	248,864	248,864	248,864	248,864	
Share premium account	27	53,173	53,173	53,173	53,173	
Revenue reserve	28(i)	1,633,907	1,525,986	1,584,679	1,476,763	
Non-controlling interest	28(ii)	2,444	2,448	-	-	
Total Equity		1,938,388	1,830,471	1,886,716	1,778,800	

The financial statements and notes to the financial statements were approved by the Board of directors on 25 July 2025 and signed on its behalf by:

Mr. Kayode Falowo Chairman

FRC/2014/CISN/00000007051

Olutoyin Okeowo

Director FRC/2013/IODN/00000002638

Koleosho Adekunle Orelope Ag. Chief Finance Officer FRC/2024/PRO/ICAN/002/685438

The Group	Share capital	Share premium	Retained Earnings	Non controlling interest	Total Equity
	N'000	N'000	N'000	N'000	N'000
Balance at 1 January 2025	248,864	53,173	1,525,986	2,448	1,830,471
Profit for the period	-	-	257,239	(4)	257,235
Other comprehensive profit for the period	-	-	-	-	-
Total comprehensive income for the period			257,239	(4)	257,235
Contributions by and distributions to owners:					
Issued Share Capital	-	-	-	-	-
Dividend paid	-	<u> </u>	(149,318)		(149,318)
Balance as at 30 June 2025	248,864	53,173	1,633,907	2,444	1,938,388
Balance as at 1 January 2024	248,864	53,173	1,379,930	2,444	1,684,411
Comprehensive income for the period Profit for the period	-	-	295,406	4	295,410
Other comprehensive profit for the period	-	-	-	-	-
Total comprehensive income for the period	-	-	295,406	4	295,410
Contributions by and distributions to owners: Share Capital	-	-	-	-	-
Share premium Dividend paid	-	-	- (149,350)	-	-
Balance as at 31 December 2024	248,864	53,173	1,525,986	2,448	1,830,471
The Company	Share capital N'000	Share premium N'000	Retained Earnings N'000	Non controlling interest N'000	Total Equity N'000
Balance at 1 January 2025	248,864	53,173	1,476,763	-	1,778,800
Profit for the period	-	-	257,235		257,235
Other comprehensive profit for the period	-	-	-	-	-
Total comprehensive income for the period			257,235	-	257,235
Contribution by and Distribution to owners:					
Issued Share Capital	-	-	-	-	-
Dividend Paid	-	-	(149,318)	-	(149,318)
Share premium	249.974		4 504 (70	-	- 4 007 747
Balance as at 30 June 2025	248,864	53,173	1,584,679	<u> </u>	1,886,716
Balance as at 1 January 2024	248,864	53,173	1,330,707		1,632,744
Profit for the period			295,406	-	295,406
Total comprehensive income for the period			295,406	-	295,406
Contribution by and Distribution to owners:					
Share Capital Share premium	-	-	-	-	-
Share Capital Share premium Dividend paid	-		- (149,350)	-	- (149,350)

		GROUP		COMPANY		
	Notes	2025	2024	2025	2024	
Cash flow from operating activities:		N'000	N'000	N'000	N'000	
Profit for the period		388,391	457,602	388,391	457,606	
Adjusted for:						
Amortization of intangible assets	17(d)	2,093	1,325	2,093	1,325	
Depreciation of property, plant and equipment	17(c)	14,661	24,290	14,661	24,290	
Depreciation of Right of use assets	17	2,750	33,000	2,750	33,000	
Provision for dismantlement and restoration	25	-	3,494	-	3,494	
Finance cost	14	180	2,548	180	2,548	
Finance income	14	(168,798)	(251,508)	(168,798)	(251,508)	
Profit on disposal of property, plant and equipment	11	-	(12,606)	-	(12,606)	
Operating cash flows before movements in working capital	_	239,277	258,145	239,276	258,149	
Increase in inventories	19	(79,265)	(185,277)	(79,265)	(185,277)	
Increase in trade and other receivables	20	209,129	(137,137)	209,127	(137,138)	
Increase in trade and other payables	24(a)	61,692	217,704	61,694	217,700	
Decrease in employee benefit	23	(228)	(5,826)	(228)	(5,826)	
	_	430,605	147,609	430,604	147,608	
Income taxes paid	16 (b)	(143,133)	(116,955)	(143,133)	(116,955)	
Net cash generated by operating activities		287,472	30,654	287,471	30,653	
Cashflow from investing activities						
Additions to Property, Plant and equipment	17(a)	(31,560)	(33,377)	(31,560)	(33,377)	
Additions to intangible assets	17(d)	(629)	(19,878)	(629)	(19,878)	
Addition to Right of Use of assets	17(c)	-	(16,500)	-	(16,500)	
Proceeds from disposal of Property, plant and equipment	11(b)	-	12,700	-	12,700	
Finance income	14	168,798	251,508	168,798	251,508	
Net cash generated by investing activities	_	136,608	194,453	136,609	194,453	
Cashflow from financing activities						
Long term loan repaid	22(ii)	(3,958)	(12,551)	(3,958)	(12,551)	
Borrowing	22(ii)	-	(5,779)	-	(5,779)	
Dividend paid	()	(149,318)	(149,350)	(149,318)	(149,350)	
Finance charges	14	(180)	(2,548)	(180)	(2,548)	
Net cash generated by financing activities	_	(153,456)	(170,228)	(153,456)	(170,228)	
Net cash and cash equivalents for the year		270,624	54,879	270,624	54,878	
Cash and cash equivalents at beginning of the year	_	1,576,334	1,521,455	1,576,150	1,521,272	
Cash and cash equivalents at end of the period	_	1,846,958	1,576,334	1,846,774	1,576,150	
Cash and each equivalents semasics:						
Cash and cash equivalents comprise: Cash at Bank and in hand	21	1,846,958	1,576,334	1,846,774	1,576,150	
	_					

MEYER PLC AND ITS SUBSIDIARY COMPANY FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 JUNE 2025 NOTES TO THE FINANCIAL STATEMENTS

1 The Group

The group comprises Meyer Plc (the Company) and its subsidiary - DNM Construction Limited.

The Company - Corporate information and principal activities

Meyer Plc (previously called DN Meyer Plc) is a manufacturing Company incorporated in Nigeria on the 20 May 1960. The name was changed by a special resolution and the authority of the Corporate Affairs Commission on 1st of July 2016. The Company manufactures and markets paints. The shares of the Company are held as follows: 31.43% by Greenwich Capital Limited, 30.93% by Bosworth Investments & Services Limited, 5.42% by Osa Osunde, 5.06% by Kayode Falowo and 27.160% by Nigerian citizens.

Its registered office is at No 32, Billings way, Oregun Industrial Estate, Alausa Ikeja, Lagos.

2 Basis of preparation

(a) Statement of compliance

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB) and the requirements of the Companies and Allied Matters Act, 2020.

The financial statements were authorised for issue by the Board of Directors on 25 July 2025.

(b) Basis of measurement

The Group financial statements have been prepared on the historical cost basis except for the certain financial instruments measured at fair value

(c) Functional and presentation currency

The Group and Company's functional and presentation currency is the Nigerian naira. The financial statements are presented in Nigerian Naira and have been rounded to the nearest thousand except otherwise stated.

(d) Use of estimates and judgement

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates and judgments. It also requires management to exercise its judgement in the process of applying the Group's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 4.

3 Changes in accounting policies

(a) New standards, interpretations and amendments adopted from 1 January 2024

The following amendments are effective for the period beginning 1 January 2024:

- Supplier Finance Arrangements (Amendments to IAS 7 & IFRS 7);
- Lease Liability in a Sale and Leaseback (Amendments to IFRS 16);
- Classification of Liabilities as Current or Non-Current (Amendments to IAS 1); and
- □ Non-current Liabilities with Covenants (Amendments to IAS 1).

These amendments to various IFRS Accounting Standards are mandatorily effective for reporting periods beginning on or after 1 January 2024.

Supplier Finance Arrangements (Amendments to IAS 7 & IFRS 7)

On 25 May 2023, the IASB issued Supplier Finance Arrangements, which amended IAS 7 Statement of Cash Flows and IFRS 7 Financial Instruments: Disclosures.

The amendments require entities to provide certain specific disclosures (qualitative and quantitative) related to supplier finance arrangements. The amendments also provide guidance on characteristics of supplier finance arrangements.

Lease Liability in a Sale and leaseback (Amendments to IFRS 16);

On 22 September 2022, the IASB issued amendments to IFRS 16 - Lease Liability in a Sale and Leaseback (the Amendments).

Prior to the Amendments, IFRS 16 did not contain specific measurement requirements for lease liabilities that may contain variable lease payments arising in a sale and leaseback transaction. In applying the subsequent measurement requirements of lease liabilities to a sale and leaseback transaction, the Amendments require a seller-lessee to determine 'lease payments' or 'revised lease payments' in a way that the seller-lessee would not recognise any amount of the gain or loss that relates to the right of use retained by the seller-lessee.

These amendments had no effect on the consolidated financial statements of the Company

Classification of Liabilities as Current or Non-Current and Non-current Liabilities with Covenants (Amendments to IAS 1)

The IASB issued amendments to IAS 1 in January 2020 Classification of Liabilities as Current or Non-current and subsequently, in October 2022 Non-current Liabilities with Covenants.

The amendments clarify the following:

- An entity's right to defer settlement of a liability for at least twelve months after the reporting period must have substance and must exist at the end of the reporting period.
- If an entity's right to defer settlement of a liability is subject to covenants, such covenants affect whether that right exists at the end of the reporting period only if the entity is required to comply with the covenant on or before the end of the reporting period.
- □ The classification of a liability as current or non-current is unaffected by the likelihood that the entity will exercise its right to defer settlement.
- In case of a liability that can be settled, at the option of the counterparty, by the transfer of the entity's own equity instruments, such settlement terms do not affect the classification of the liability as current or non-current only if the option is classified as an equity instrument.

These amendments have no effect on the measurement of any items in the financial statements of the Company. However, the classification of certain borrowings has changed from non- current to current as result of the application of the amendments for the current financial year as well as the comparative period.

b) New standards, interpretations and amendments not yet effective

There are a number of standards, amendments to standards, and interpretations which have been issued by the IASB that are effective in future accounting periods that the Company has decided not to adopt early.

The following amendments are effective for the annual reporting period beginning 1 January 2025:

- Lack of Exchangeability (Amendment to IAS 21 the Effects of Changes in Foreign Exchange Rates);
 The following amendments are effective for the annual reporting period beginning 1 January 2026:
- Contracts Referencing Nature-dependent Electricity(Amendments to IFRS 9 and IFRS 7)

The following standards and amendments are effective for the annual reporting period beginning 1 January

- □ IFRS 18 Presentation and Disclosure in Financial Statements
- □ IFRS 19 Subsidiaries without Public Accountability: Disclosures.

The Company is currently assessing the effect of these new accounting standards and amendments.

IFRS 18 Presentation and Disclosure in Financial Statements, which was issued by the IASB in April 2024 supersedes IAS 1 and will result in major consequential amendments to IFRS Accounting Standards including IAS 8 Basis of Preparation of Financial Statements (renamed from Accounting Policies, Changes in Accounting Estimates and Errors). Even though IFRS 18 will not have any effect on the recognition and measurement of items in the financial statements, it is expected to have a significant effect on the presentation and disclosure of certain items.

These changes include categorisation and sub-totals in the statement of profit or loss, aggregation/disaggregation and labelling of information, and disclosure of management-defined performance measures.

The Company does not expect to be eligible to apply IFRS 19.

4) Critical accounting estimates and judgements

The Group makes certain estimates and assumptions regarding the future. Estimates and judgements are continually evaluated based on historical experience as other factors, including expectations of future events that are believed to be reasonable under the circumstances. In the future, actual experience may differ from these estimates and assumptions. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are:

i) Income and deferred taxation

Meyer Plc annually incurs income taxes payable, and also recognises changes to deferred tax assets and deferred tax liabilities, all of which are based on management's interpretations of applicable laws and regulations. The quality of these estimates is highly dependent upon management's ability to properly apply at times a very complex sets of rules, to recognise changes in applicable rules and, in the case of deferred tax assets, management's ability to project future earnings from activities that may apply loss carry forward positions against future income taxes.

ii) Impairment of property, plant and equipment

The Group assesses assets or groups of assets for impairment annually or whenever events or changes in circumstances indicate that carrying amounts of those assets may not be recoverable. In assessing whether a write-down of the carrying amount of a potentially impaired asset is required, the asset's carrying amount is compared to the recoverable amount. Frequently, the recoverable amount of an asset proves to be the Group's estimated value in use.

The estimated future cash flows applied are based on reasonable and supportable assumptions and represent management's best estimates of the range of economic conditions that will exist over the remaining useful life of the cash flow generating assets.

iii) Legal proceedings

The Group reviews outstanding legal cases following developments in the legal proceedings at each reporting date, in order to assess the need for provisions and disclosures in its financial statements. Among the factors considered in making decisions on provisions are the nature of litigation, claim or assessment, the legal process and potential level of damages in the jurisdiction in which the litigation, claim or assessment has been brought, the progress of the case (including the progress after the date of the financial statements but before those statements are issued), the opinions or views of legal advisers, experience on similar cases and any decision of the Group's management as to how it will respond to the litigation, claim or assessment.

5) Consolidation

(i) Subsidiary

The financial statements of the subsidiary are consolidated from the date the Company acquires control, up to the date that such effective control ceases. For the purpose of these financial statements, subsidiaries are entities over which the company has control. The Company controls an investee if all three of the following elements are present: power over the investee, exposure to variable returns from the investee, and the ability of the investor to use its power to affect those variable returns. Control is reassessed whenever facts and circumstances indicate that there may be a change in any of these elements of control.

De-facto control exists in situations where the Company has the practical ability to direct the activities of the investee without holding the majority of the voting rights. In determining whether de-facto control exists the Company considers all relevant facts and circumstances, including:

The size of The Company's voting rights relative to both the size and dispersion of other parties who hold voting rights; Substantive potential voting rights held by the Company and by other parties and other contractual arrangements.

The acquisition method of accounting is used to account for the acquisition of subsidiaries by the Company. The consideration transferred for the acquisition of a subsidiary is the fair value of the assets transferred, the liabilities incurred to the former owners of the acquiree and the equity instruments issued by the group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement.

FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 JUNE 2025

NOTES TO THE FINANCIAL STATEMENTS

Inter-company transactions, balances and unrealised gains on transactions between Companies within the Group are eliminated on consolidation. Unrealised losses are also eliminated in the same manner as unrealised gains, but only to the extent that there is no evidence of impairment. Accounting policies of subsidiary have been changed where necessary to ensure consistency with the policies adopted by the Group. Investment in subsidiaries in the separate financial statements of the parent entity is measured at cost.

(ii) Changes in ownership interests in subsidiary without change of control

The Group treats transactions with non-controlling interests as transactions with equity owners of the Group. For purchases from non-controlling interests, the difference between any consideration paid and the relevant shares acquired of the carrying value of net assets of the subsidiary is recorded in equity. Gains or losses on disposal to non-controlling interests are also recorded in equity.

(iii) Acquisition-related costs are expensed as incurred.

If the business combination is achieved in stages, fair value of the acquirer's previously held equity interest in the acquiree is re-measured to fair value at the acquisition date through profit or loss.

(iv) Disposal of subsidiaries

On loss of control, the Group derecognises the assets and liabilities of the subsidiary, any controlling interests and the other components of equity related to the subsidiary. Any surplus or deficit arising on the loss of control is recognised in profit or loss. If the Group retains any interest in the previous subsidiary, then such interest is measured at fair value at the date that control is lost. Subsequently, that retained interest is accounted for as an equity-accounted investee or as financial asset at fair value through other comprehensive income (FVOCI) depending on the level of influence retained.

6) Summary of significant accounting policies

The accounting policies set out below have been applied consistently to all years presented in these financial statements.

(a) Going concern

The directors assess the Company and its subsidiary's future performance and financial position on a going concern basis and have no reason to believe that the Company and its subsidiary will not be a going concern in the year ahead. For this reason, these financial statements have been prepared on the basis of accounting policies applicable to a going concern.

(b) Foreign currency

Foreign currency transactions

In preparing the financial statements of the Group, transactions in currencies other than the entity's presentation currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions.

Foreign exchange gains and losses resulting from the settlement of such transactions and from the conversion at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the statement of profit or loss.

Non -monetary items that are measured in terms of cost in a foreign currency are converted using the exchange rate at the end of the period.

(c) Revenue recognition

Revenue represents the fair value of the consideration received or receivable for sales of goods and services, in the ordinary course of the Group's activities and is stated net of value-added tax (VAT), rebates and discounts.

(i) Sale of goods and rendering of services

The Company recognizes revenue from contracts with customers based on the five-step process described in IFRS 15. Revenue is recognized when the entity satisfies a performance obligation by transferring a promised goods or service to a customer. The goods or services are transferred when the customer acquires control over the asset, which may happen either over time or at a particular point in time. Under the five-step process an entity must complete the following steps before revenue can be recognised: Identify contracts with customers, identify performance obligations, determine the transaction price, allocate the transaction price to each of the separate performance obligations, and finally recognize the revenue as each performance obligation is satisfied.

(ii) Other income

This comprises profit from sale of financial assets, property, plant and equipment, foreign exchange gains, fair value gains of non financial assets measured at fair value through profit or loss and impairment loss no longer required written back.

Income arising from disposal of items of financial assets, plant and equipment and scraps is recognised at the time when proceeds from the disposal has been received by the Group. The profit on disposal is calculated as the difference between the net proceeds and the carrying amount of the assets. The Group recognises impairment no longer required as other income when the Group receives cash on an impaired receivable or when the value of an impaired investment increased and the investment is realisable.

(d) Expenditure

Expenditures are recognised as they accrue during the course of the period. Analysis of expenses recognised in the statement of comprehensive income is presented in classification based on the function of the expenses as this provides information that is reliable and more relevant than their nature.

The Group classifies its expenses as follows:

- Cost of sales;
- Administration expenses;
- Selling and distribution expenses; and
- Other allowances and amortizations

Finance income and finance costs

Finance income comprises interest income on short-term deposits with banks, dividend income, changes in the fair value of financial assets at fair value through profit or loss and foreign exchange gains.

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

Interest income on short-term deposits is recognised by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

Finance costs comprise interest expense on borrowings, unwinding of the discount on provisions and deferred consideration and impairment losses on financial assets (other than trade receivables).

(e) Borrowing costs

Borrowing costs directly attributable to the construction of qualifying assets, which are assets that necessarily take a substantial period of time to prepare for their intended use, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use. All other borrowing costs are recognised as interest payable in the income statement in the period in which they are incurred.

(f) Income tax expenses

Income tax expense comprises current income tax, education tax and deferred tax.(See policy 'p' on income taxes)

(g) Earnings per share

The Group presents basic earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Group by the weighted average number of ordinary shares outstanding during the period. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding for the effects of all dilutive potential ordinary shares.

(h) Property, plant and equipment

Items of property, plant and equipment are measured at cost and less accumulated depreciation and impairment losses. The cost of property plant and equipment includes expenditures that are directly attributable to the acquisition of the asset. Property, plant and equipment under construction are disclosed as capital work-in-progress.

Where parts of an item of property, plant and equipment have different useful lives, they are accounted for as a separate item of property, plant and equipment and are depreciated accordingly. Subsequent costs and additions are included in the asset's carrying amount or are recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably.

All other repairs and maintenance costs are charged to the profit and loss component of the statement of comprehensive income during the financial period in which they are incurred.

Depreciation

Depreciation is recognised so as to write off the cost of the assets less their residual values over their useful lives, using the straight-line method on the following bases:

Major overhaul expenditure, including replacement spares and labour costs, is capitalised and amortised over the average expected life between major overhaul.

Furniture and Fixtures 4 years
Motor Vehicles 4 years
Plant and Machinery 8 years
Office Equipment 4 years

The estimated useful lives, residual values and depreciation methods are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Derecognition

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefit is expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the profit and loss component of the statement of comprehensive income within 'Other income' in the year that the asset is derecognised.

The assets' residual values, useful lives and methods of depreciation are reviewed at each financial year end, and adjusted prospectively, if appropriate.

(i) Intangible Assets

Computer software

Computer software purchased from third parties. They are measured at cost less accumulated amortisation and accumulated impairment losses. Purchased computer software is capitalised on the basis of costs incurred to acquire and bring into use the specific software. These costs are amortised on a straight line basis over the useful life of the asset.

Expenditure that enhances and extends the benefits of computer software beyond their original specifications and lives, is recognised as a capital improvement cost and is added to the original cost of the software. All other expenditure is expensed as incurred.

Amortisation is recognised in the income statement on a straight-line basis over the estimated useful life of the software, from the date that it is available for use. The residual values and useful lives are reviewed at the end of each reporting period and adjusted if appropriate. An Intangible asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

The estimated useful lives for the current and comparative period are as follows:

Computer software 5 years

Derecognition of intangible assets

An intangible assets is derecognised on disposal, or when no future economic benefits are expected from its use or disposal. Gains or losses arising from derecognition of an intangible assets, measured are as the difference between the net disposal proceeds and the carrying amount of the assets, are recognised in profit or loss when the asset is derecognised.

(j) Impairment of non-financial assets

Non-financial assets other than inventories are reviewed at each reporting date for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which they have separately identifiable cash flows (cash-generating units).

If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognised immediately in the income statement, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in the income statements, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment is treated as a revaluation increase.

k) Leases

The standard covers the recognition of leases and related disclosure information in the financial statements.

The new standard defines a lease as a contract that conveys the right to control the use of an identified asset for a period of time in exchange for consideration. In the financial statement of lessees, IFRS 16 requires recognition in the balance sheet for each contract that meets its definition of a lease as right-of-use (RoU) asset and a lease liability, while lease payments are reflected as interest expense and a reduction of lease liabilities. The RoU assets are depreciated over the shorter of each contract's term and the assets useful life.

Upon implementation of IFRS 16, the following main implementation and application policy choices were made by the group:

- Short term leases (12 months or less) and leases of low value assets are not reflected in the statement of profit or loss and other comprehensive income but are expensed or (if appropriate) capitalised as incurred, depending on the activity in which the leased asset is used
- Non-lease components within lease contracts will be accounted for separately for all underlying classes of assets and reflected in the relevant expense category or (if appropriate) capitalised as incurred, depending on the activity involved.

At the commencement of the lease period, the following shall be recognised:

- A lease liability equal to the net present value of the non-variable lease payments over the lease term, including any lease incentives and residual value guarantees expected to be paid under the contract.
- A RoU asset equal to the lease liability, with the addition of any lease pre-payments, initial direct costs and costs of dismantling or restoration.

(l) Financial instruments

a) Financial assets

Financial assets are initially recognised at fair value plus directly attributable transaction costs. Subsequent remeasurement of financial assets is determined by their designation that is revisited at each reporting date.

i) Financial assets at fair value through other comprehensive income

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

- Non-trading equity investments designated by management at initial recognition. Once designated, they cannot be reclassified into any other category
- Financial assets held with the objective of both collecting contractual cash flows and selling the financial assets and the assets cash flows are solely payment of principal and interest.

ii) Financial assets at amortised cost

The Company classifies its financial assets as at amortised cost only if both of the following criteria are met:

- the asset is held within a business model whose objective is to collect the contractual cash flows, and
- the contractual terms give rise to cash flows that are solely payments of principal and interest.

 The group financial assets are trade receivables, other receivables and cash and cash equivalents.

iii) Trade receivables

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business. They are generally due for settlement within 30 days and therefore are all classified as current. Trade receivables are recognized initially at the amount of consideration that is uncondition unless they contain significant financing components, when they are recognized at fair value. The Company holds the trade receivables with the objective to collect the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method. Details about the Company's impairment policies and the calculation of the loss allowance are provided in note 7(c).

iv) Other receivables

These amounts generally arise from transactions outside the usual operating activities of the group. Interest may be charged at commercial rates where the terms of repayment exceed six months. Collateral is not normally obtained. The non-current other receivables are due and payment within three years from the end of the reporting period

v) Cash and cash equivalents

Cash and cash equivalents consist of cash at bank and in hand and short-term deposits with an original maturity of three months or less.

Bank overdrafts are included as a component of cash and cash equivalents for the purpose of the statement of cash flows.

vi) Derecognition of financial assets

The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expires, or when it transfers substantially all the risks and rewards of ownership of the asset to another entity. On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in the income statement.

vii) Impairment of financial instruments

The Company has trade receivables for the sales of inventory that is subject to the expected credit loss model.

While cash and cash equivalents are also subject to the impairment requirements of IFRS 9, the identified impairment loss was immaterial.

The Company applies the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables.

To measure the expected credit losses, trade receivables has been grouped based on shared credit risk characteristics and the days past due. The Company has therefore concluded that the expected loss rates for trade receivable are a reasonable approximation of the loss rates for the contract assets.

The expected loss rates are based on the payment profiles of sales over a period of 36 month before 30 June 2025 or 1 January 2025 respectively and the corresponding historical credit losses experienced within this period. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. The Company has identified the GDP and the unemployment rate of the countries in which it sells its goods and services to be the most relevant factors, and accordingly adjusts the historical loss rates based on expected changes in these factors.

b) Financial liabilities

Financial liabilities are initially recognised at fair value when the Company becomes a party to the contractual provisions of the liability. Subsequent measurement of financial liabilities is based on amortized cost using the effective interest method. The Company financial liabilities include trade and other payables.

Financial liabilities are presented as if the liability is due to be settled within 12 months after the reporting date, or if they are held for the purpose of being traded. Other financial liabilities which contractually will be settled more than 12 months after the reporting date are classified as non-current.

i) Trade and other payables

Trade and other payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade and other payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

ii) Borrowings

Borrowings are recognized initially at their issue proceeds and subsequently stated at cost less any repayments. Transaction costs where immaterial, are recognized immediately in the statement of comprehensive income. Where transaction costs are material, they are capitalized and amortised over the life of the loan. Interest paid on borrowing is recognized in the statement of comprehensive income for the period.

iii) De-recognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or they expire. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in statement of profit or loss and other comprehensive income.

(m) Inventories

Inventories are stated at the lower of cost and net realisable value, with appropriate provisions for old and slow moving items. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

Cost is determined as follows:-

Raw materials

Raw materials which includes purchase cost and other costs incurred to bring the materials to their location and condition are valued at actual cost.

Work in progress

Cost of work in progress includes cost of raw materials, labour, production and attributable overheads based on normal operating capacity.

Finished goods

Cost is determined using standard costing method and includes cost of material, labour, production and attributable overheads based on normal operating capacity.

Spare parts and consumables

Spare parts which are expected to be fully utilized in production within the next operating cycle and other consumables are valued at weighted average cost after making allowance for obsolete and damaged inventory.

(n) Provisions

A provision is recognized only if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. The provision is measured at the best estimate of the expenditure required to settle the obligation at the reporting date.

Provisions are not recognised for future operating losses. Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognized even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small. The Group's provisions are measured at the present value of the expenditures expected to be required to settle the obligation.

(o) Employee benefits

The Group operates the following contribution and benefit schemes for its employees:

(i) Defined contribution pension scheme

In line with the provisions of the Nigerian Pension Reform Act, 2014, Meyer Plc has instituted a defined contributory pension scheme for its employees. The scheme is funded by fixed contributions from employees and the Group at the rate of 8% by employees and 10% by the Group of basic salary, transport and housing allowances invested outside the Group through Pension Fund Administrators (PFAs) of the employees choice.

The Group has no legal or constructive obligation to pay further contributions if the fund does not hold sufficient assets to pay all employee benefits relating to employees' service in the current and prior periods.

The matching contributions made by Meyer Plc to the relevant PFAs are recognised as expenses when the costs become payable in the reporting periods during which employees have rendered services in exchange for those contributions. Liabilities in respect of the defined contribution scheme are charged against the profit of the period in which they become payable.

Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

(ii) Short-term benefits

Short term employee benefit obligations which include wages, salaries, bonuses and other allowances for current employees are measured on an undiscounted basis and recognised and expensed by Meyer Plc in the income statement as the employees render such services.

A liability is recognised for the amount expected to be paid under short - term benefits if the Group has a present legal or constructive obligation to pay the amount as a result of past service provided by the employee and the obligation can be estimated reliably.

(p) Income Taxes - Company income tax and deferred tax liabilities

Income tax expense comprises current and deferred tax. Income tax expense is recognised in the income statement except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity or in other comprehensive income. Current income tax is the estimated income tax payable on taxable income for the year, using tax rates enacted or substantively enacted at the statement of financial position date, and any adjustment to tax payable in respect of previous years.

The tax currently payable is based on taxable results for the year. Taxable results differs from results as reported in the income statement because it includes not only items of income or expense that are taxable or deductible in other years but it further excludes items that are never taxable or deductible. The Group's liabilities for current tax is calculated using tax rates that have been enacted or substantively enacted at the reporting date.

Deferred tax assets and liabilities are recognised where the carrying amount of an asset or liability differs from its tax base. Deferred taxes are recognized using the balance sheet liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes (tax bases of the assets or liability). The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities using tax rates enacted or substantively enacted by the reporting date.

Deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised. Additional income taxes that arise from the distribution of dividends are recognised at the same time as the liability to pay the related dividend is recognised.

(q) Share capital and Share premium

Shares are classified as equity when there is no obligation to transfer cash or other assets. Any amounts received over and above the par value of the shares issued is classified as 'share premium' in equity. Incremental costs directly attributable to the issue of equity instruments are shown in equity as a deduction from the proceeds, net of tax.

(r) Dividend on ordinary shares

Dividends on ordinary shares are recognised as a liability and deducted from equity when they are approved by the Group's shareholders. Interim dividends are deducted from equity when they are declared and no longer at the discretion of the shareholders. Dividends for the year that are approved after the statement of financial position date are disclosed as an event after the statement of financial position date.

(s) Retained earnings

General reserve represents amount set aside out of profits of the Group which shall at the discretion of the directors be applied to meeting contingencies, repairs or maintenance of any works connected with the business of the Group, for equalising dividends, for special dividend or bonus, or such other purposes for which the profits of the Group may lawfully be applied.

(t) Contingent liability

A contingent liability is disclosed, unless the possibility of an outflow of resources embodying economic benefits is remote. Where the Group is jointly and severally liable for an obligation, the part of the obligation that is expected to be met by other parties is treated as a contingent liability. The entity recognises a provision for the part of the obligation for which an outflow of resources embodying economic benefits is probable, except in the extremely rare circumstances where no reliable estimate can be made. Contingent liabilities are assessed continually to determine whether an outflow of resources embodying economic benefits has become probable. If it becomes probable that an outflow of future economic benefits will be required for an item previously dealt with as a contingent liability, a provision is recognised in the financial statements of the period being audited except in the extremely rare circumstances where no reliable estimate can be made.

(u) Related party transactions or insider dealings

Related parties include the related companies, the directors, their close family members and any employee who is able to exert significant influence on the operating policies of the Group. Key management personnel are also considered related parties. Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity directly, including any director (whether executive or otherwise) of that entity. The Group considers two parties to be related if, directly or indirectly one party has the ability to control the other party or exercise significant influence over the other party in making financial or operating decisions.

Where there is a related party transactions within the Group, the transactions are disclosed separately as to the type of relationship that exists within the Group and the outstanding balances necessary to understand their effects on the financial position and the mode of settlement.

(v) Effective Interest Method

The effective interest method is a method of calculating the amortised cost of an interest bearing financial instrument and of allocating interest income and expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cashflows (including all fees and points paid or received that form an integral part of the effective interest rate, translation costs and other premiums or discounts) through the expected life of the debt instruments, or where appropriate, a shorter period, to the net carrying amount on initial recognition.

(w) Segment reporting

An operating segment is a component of the Group that engages in business activities from which it can earn revenues and incur expenses, including revenues and expenses that relates to transactions with any of the Group's other components, whose operating results are reviewed regularly by the Finance Director (being the Chief Operating Decision Maker) to make decisions about resources allocated to each segment and assess its performance, and for which discrete financial information is available.

7 Determination of fair value

(a) A number of the Group's accounting policies and disclosures require the determination of fair value for the both financial and non-financial assets and liabilities. Fair values have been determined for measurement and /or disclosure purposes based on the following methods. Where applicable, further information about the assumptions made in determine fair values is disclosed in the notes specific to that assets or liabilities.

i Property, plant and equipment

The fair value of items of plant and machinery, fixtures and fittings, motor vehicles and Land and buildings is based on depreciated replacement cost and comparison approaches. "Depreciated replacement cost" reflects the current cost of reconstructing the existing structure together with the improvements in today's market adequately depreciated to reflect its physical wear and tear, age, functional and economic obsolescence plus the site value in its existing use as at the date of inspection while "Comparison Approach" that is the analysis of recent sale transactions or similar properties in the neighbourhood. The figure thus arrived at represents the best price that the subsisting interest in the property will reasonably be expected to be sold if made available for sale by private treaty between a willing seller and buyer under competitive market conditions.

ii Valuation of financial assets at fair value through other comprehensive income (FVOCI)

The fair value of investments in equity are determined with reference to their quoted closing bid price at the measurement date, or if unquoted, determined using a valuation technique. Valuation techniques employed is the net asset per share basis.

iii Fair value hierarchy

Fair values are determined according to the following hierarchy based on the requirements in IFRS 7 Financial Instrument Disclosure'.

Level 1: quoted market prices: financial assets and liabilities with quoted prices for identical instruments in active markets.

Level 2: valuation techniques using observable inputs: quoted prices for similar instruments in active markets or quoted prices for identical or similar instruments in inactive markets and financial assets and liabilities values using models where all significant inputs are observable.

Level 3: valuation techniques using significant unobservable inputs: financial assets and liabilities valued using valuation techniques where one or more significant inputs are unobservable. The best evidence of fair value is a quoted price in an active market. In the event that the market for a financial asset or liability is not active, a valuation technique is used.

(b) Financial risk management

i General

Pursuant to a financial policy maintained by the Board of Directors, the Group uses several financial instruments in the ordinary course of business. The Group's financial instruments are cash and cash equivalents, trade and other receivables, interest-bearing loans and bank overdrafts and trade and other payables.

The Group has exposure to the following risks from its use of financial instruments:

- Credit risk
- Liquidity risk
- Market risk, consisting of: currency risk, interest rate risk and price risk

Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The Group is mainly exposed to credit risk from Group's receivables from customers. It is the Group's policy to assess the credit risk of new customers before entering into contracts.

The Management has established a credit policy under which each new customer is analysed individually for creditworthiness before the Group's standard payment and delivery terms and conditions are offered. The Group's review includes external ratings, when available, and in some cases bank references. Purchase limits are established for each customer, which represents the maximum open amount without requiring approval from the Management.

The Management determines concentrations of credit risk by quarterly monitoring the creditworthiness rating of existing customers and through a monthly review of the trade receivables' ageing analysis. In monitoring the customers' credit risk, customers are grouped according to their credit characteristics. customers that are grouped as "high risk" are placed on a restricted customer list, and future credit services are made only with approval of the Management, otherwise payment in advance is required.

Credit risk also arises from cash and cash equivalents and deposits with banks and financial institutions. Banks with good reputation are accepted by the Group for business transactions.

The maximum credit risk as per statement of financial position, without taking into account the aforementioned financial risk coverage instruments and policy, consists of the book values of the financial assets as stated below:

	2025	2024
	N'000	N'000
Trade receivables (Note 20)	321,602	461,593
Cash and cash equivalents (Note 21)	1,846,872	1,576,150
	2,168,473	2,037,743

As at the reporting date there was no concentration of credit risk with certain customers.

Credit risk also arises from cash and cash equivalents and deposits with banks and financial institutions. Banks with good reputation are accepted by the Group for business transactions.

Cash is held with the following institutions

	N'000	N'000
Access Bank Plc	22,251	8,395
Eco Bank Plc	534	1,810
First City Monument Bank Limited	14,977	6,925
Guaranty Trust Bank Plc	4,622	7,354
Stanbic IBTC Bank Plc	213	118
First Bank of Nigeria Limited	548	17
Zenith Bank Plc	2,422	9
Sterling Bank Plc	13	13
Union Bank of Nigeria Plc	8,244	2,753
Polaris Bank Limited	508	914
Heritage Bank Limited	6	6
United Bank for Africa Plc	654	307
Wema Bank Plc	174	174
Providus Bank Limited	1	1
Wema Bank Plc (Through GTL Registrar)	-	224,206
Greenwich Asset Management Limited	1,790,305	126,260
Greenwich Merchant Bank Limited	1,400	1,196,888
	1,846,872	1,576,150

c) Impairment of trade receivables

The Company has trade receivables for the sales of inventory that is subject to the expected credit loss model.

While cash and cash equivalents are also subject to the impairment requirements of IFRS 9, no impairment loss was identified.

The Company applies the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables and contract assets.

To measure the expected credit losses, trade receivables and contract assets have been grouped based on shared credit risk characteristics and the days past due. The contract assets relate to unbilled work in progress and have substantially the same risk characteristics as the trade receivables for the same types of contracts. The Company has therefore concluded that the expected loss rates for trade receivable are a reasonable approximation of the loss rates for the contract assets.

The expected loss rates are based on the payment profiles of sales over a period of 36 month before 31 December 2024 or 1 January 2024 respectively and the corresponding historical credit losses experienced within this period. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. The Company has identified the GDP and the unemployment rate of the countries in which it sells its goods and services to be the most relevant factors, and accordingly adjusts the historical loss rates based on expected changes in these factors.

On that basis, the loss allowance as at 31 March 2025 and 31 December 2024 was determined as follows for both trade receivables and contract assets:

30 June 2025	1 - 30 days	31 - 60 days past due	61 - 90 days past due	91 - 180 days past due	181 - 360 days past due	Above 360 days	Total
Expected loss rate	0.0%	0%	0%	0%	0%	0%	
	N'000	N'000	N'000	N'000	N'000	N'000	N'000
Gross carrying amount - trade receivables	102,518	67,079	42,189	47,234	51,272	60,220	370,512
Gross carrying amount - contract assets	-	-	-	-	-	-	-
Loss allowance	-	-	-	-	-	-	-
31 December 2024	1 - 30 days	31 - 60 days past due	61 - 90 days past due	91 - 180 days past due	181 - 360 days past due	Above 360 days	Total
Expected loss rate	0.0%	0%	0%	10%	50%	100%	
	N'000	N'000	N'000	N'000	N'000	N'000	N'000
Gross carrying amount - trade receivables	339,870	50,654	31,611	41,436	4,332	42,600	510,503
Gross carrying amount - contract assets	-	-	-	-	-	_	-
Loss allowance	-	-	-	4,144	2,166	42,600	48,910

Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Group's approach to managing liquidity is to ensure that it will have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions. Liquidity projections including available credit facilities are incorporated in the regular management information reviewed by Management. The focus of the liquidity review is on the net financing capacity, being free cash plus available credit facilities in relation to the financial liabilities. The following are the contractual maturities of financial liabilities:

As at 30 June 2025	Book value	Contractual cashflow	One year or less	1-5 years
	N'000	N'000	N'000	N'000
Borrowings	1,822	-	1,822	-
Trade and other payables	902,528	-	902,528	
	904,349	-	904,349	-
As at 31 December 2024				
	Book value	Contractual	One year or	1-5 years
		cashflow	less	
	N'000	N'000	N'000	N'000
Borrowings	24,109	-	5,779	-
Trade and other payables	840,834	-	840,834	-
	864,943	-	846,613	-

Market risk

Market risk concerns the risk that Group income or the value of investments in financial instruments is adversely affected by changes in market prices, such as exchange rates and interest rates. The objective of managing market risks is to keep the market risk position within acceptable boundaries while achieving the best possible return.

Foreign exchange risk

The functional currency of the Group is the Nigerian naira.

Interest rate risk

The Group has fixed interest rate liabilities. In respect of controlling interest risks, the policy is that, in principle, interest rates for loans payable are primarily fixed for the entire maturity period. This is achieved by contracting loans that carry a fixed interest rate. The effective interest rates and the maturity term profiles of interest-bearing loans, deposits and cash and cash equivalents are stated below:

As at 30 June 2025	Effective	one year or		
	interest	less	1-5 years	Total
	N'000	N'000	N'000	N'000
Cash and cash equivalents	-	1,846,872	-	1,846,872
Borrowings	-	(1,822)	-	(1,822)
	-	1,845,050	-	1,845,050

Fair Value

Financial instruments accounted for under assets and liabilities are cash and cash equivalents, receivables, and current and non-current liabilities. The fair value of most of the financial instruments does not differ materially from the book value.

(ii) Capital management

The Board of Director's policy is to maintain a strong capital base so as to maintain customer, investor, creditor and market confidence and to support future development of the business. The Board of Directors monitors the debt to capital ratio. The Board of Directors also monitors the level of dividend to be paid to holders of ordinary shares. The Board of Directors seeks to maintain a balance between the higher returns that might be possible with higher levels of borrowings and the benefits of a sound capital position. There were no changes in the Company's approach to capital management during the year. The Group is not subject to externally imposed capital requirements.

The debt-to-adjusted-capital ratio at 30 June 2025 and at 31 December 2024 were as follows:

	2025	2024
	N'000	N'000
Trade and other payables	902,528	840,834
Borrowings	1,822	5,779
Less: cash and cash equivalents	(1,846,872)	(1,576,150)
Net debt	(942,523)	(729,537)
Total equity	1,886,716	1,778,800
Debt to adjusted capital ratio (%)	-50%	-41%

9 Revenue from contracts with customers

The Company has disaggregated revenue into various categories as analysed below:

		GROUP			COMPANY	
30 June 2025		Application			Application	
	Paint	of paint	Total	Paint	of paint	Total
Customer category	N'000	N'000	N'000	N'000	N'000	N'000
Private	1,160,282	23,270	1,183,552	1,160,282	23,270	1,183,552
Wholesale	700,170	-	700,170	700,170	-	700,170
Retail	140,034	-	140,034	140,034	-	140,034
Sum Total	2,000,486	23,270	2,023,756	2,000,486	23,270	2,023,756
Product category	N'000	N'000	N'000	N'000	N'000	N'000
Decorative	1,200,291	23,270	1,223,562	1,200,291	23,270	1,223,562
Auto & Wood	30,007	-	30,007	30,007	-	30,007
Industrial and Marine	770,187	-	770,187	770,187	-	770,187
Sum Total	2,000,486	23,270	2,023,756	2,000,486	23,270	2,023,756
Region-Wise	N'000	N'000	N'000	N'000	N'000	N'000
East	440,107	-	440,107	440,107	-	440,107
West	1,080,262	23,270	1,103,532	1,080,262	23,270	1,103,532
North	480,117	, -	480,117	480,117	, -	480,117
Sum Total	2,000,486	23,270	2,023,756	2,000,486	23,270	2,023,756
=	, ,					, ,
30 June 2024	5 · ·	Application	-	.	Application	
	Paint	of paint	Total	Paint	of paint	Total
Customer category	N'000	N'000	N'000	N'000	N'000	N'000
Private	881,231	9,646	890,877	881,231	9,646	890,877
Wholesale	368,276	-	368,276	368,276	-	368,276
Retail	65,763	<u>-</u> .	65,763	65,763	-	65,763
Sum Total	1,315,270	9,646	1,324,916	1,315,270	9,646	1,324,916
Product category	N'000	N'000	N'000	N'000	N'000	N'000
Decorative	789,162	9,646	798,808	789,162	9,646	798,808
Auto & Wood	23,675	-	23,675	23,675	-	23,675
Industrial and Marine	502,433	-	502,433	502,433	-	502,433
Sum Total	1,315,270	9,646	1,324,916	1,315,270	9,646	1,324,916
Region-Wise	N'000	N'000	N,000	N'000	N'000	N,000
East	263,054	-	263,054	263,054	-	263,054
West	762,856	9,646	772,502	762,856	9,646	772,502
North	289,359	-	289,359	289,359	-	289,359
Sum Total	1,315,270	9,646	1,324,916	1,315,270	9,646	1,324,916
=				GROUP	COMF	PANY
			2025	2024	2025	2024
Cost of sales			N'000	N'000	N'000	N'000
Paints			1,254,465	851,595	1,254,465	851,595
Application of paints			20,694	6,899	20,694	6,899
		_	1,275,159	858,494	1,275,159	858,494

Segment Reporting

10

Products and services from which reportable segments derive their revenues

The determination of the Group's operating segments is based on the organisation units for which information is reported to the management. Revenue is primarily generated from the sale of Paints and Services rendered through application of paints.

The principal categories are sale of paints, adhesives/tiles and application of paints. The entity's reportable segments under IFRS 8 are therefore as follows:

Paints This segment is involved in the production of diverse paints products of premium class in

their different categories.

Painting services This segment is involved in application of paints on completed buildings in accordance

with the architectural design.

	(GROUP	COM	PANY
	2025	2024	2025	2024
Segment Revenue and results	N'000	N'000	N'000	N'000
Paints	2,000,486	1,315,270	2,000,486	1,315,270
Painting services	23,270	9,646	23,270	9,646
	2,023,756	1,324,916	2,023,756	1,324,916
Segment results	N'000	N'000	N'000	N'000
Investment income	168,798	105,807	168,798	105,807
Other gains and losses	8,553	14,399	8,553	14,399
Finance costs	(180)	(1,683)	(180)	(1,683)
Profit before tax	388,391	28,082	388,391	28,082

Segment Accounting Policies

The accounting policies of the reportable segments are the same as the group's accounting policies described in note 6. Segment results represents the gross profit earned by each segment without allocation of general operating expenses, other gains and losses recognised on investment income, other gains and losses as well as finance costs.

This is the measure reported to the Chief Operating Decision Maker for the purpose of resource allocation and assessment of segment performance.

Business and geographical segments

The company operates in all geographical areas in the Country.

Segment assets and liabilities

All assets and liabilities are jointly used by the reportable segments.

	GR	OUP	COMPANY		
11 (a) Other operating income	2025 N'000	2024 N'000	2025 N'000	2024 N'000	
Profit on disposal of property, plant and equipment	-	12,606	-	12,606	
Sale of scraps	8,025	4,470	8,025	4,470	
Being Withholding tax credit recovered	-	-	-	-	
Sundry income	153	404	153	404	
Insuarnce Claim	375	-	375	-	
Provision no longer required (Note 23)	-	-	-	-	
Canteen takings	-	-	-	-	
	8,553	17,480	8,553	17,480	
11 (b) Proceed from disposal of property, plant and equ	uipment				
	N'000	N'000	N'000	N'000	
Cost	-	16,840	-	16,840	
Accumulated depreciation	-	(16,746)	-	(16,746)	
Carring amount	-	94	_	94	
Profit on disposal of property, plant and equipment	-	12,606	-	12,606	
• •		12,700		12,700	

12	Selling and distribution expenses	GRO)UP	COMPAI	NY
		2025	2024	2025	2024
		N'000	N'000	N'000	N'000
	Basic salary	62,579	54,416	62,579	54,416
	Overtime	844	1,416	844	1,416
	Fringe costs	32,935	31,551	32,935	31,551
	Christmas bonus	5,361	4,448	5,361	4,448
	NSITF	903	728	903	728
	Pension scheme	25,276	7,472	25,276	7,472
	Casual labour	4,345	5,374	4,345	5,374
	Carriage inward	39,428	35,766	39,428	35,766
	Sales promotion/commission	17,382	2,821	17,382	2,821
	Depot and sales float expenses	10,992	5,384	10,992	5,384
	Delivery Van expenses	4,835	6,596	4,835	6,596
	Dev.and Product testing	1,084	704	1,084	704
		205,964	156,676	205,964	156,676
13	Administrative expenses	N'000	N'000	N'000	N'000
	Canteen expenses	8,776	11,053	8,776	11,053
	Medical expenses	7,572	6,567	7,572	6,567
	Maintenance - mechanical	374	62	374	62
	Security guards expenses	3,193	2,573	3,193	2,573
	Computer expenses	368	1,897	368	1,897
	Building rents and rates	360	2,614	360	2,614
	Repairs and maintenance general	5,236	2,101	5,236	2,101
	Depreciation - building	5	5	5	5
	Depreciation - vehicles	9,246	7,646	9,246	7,646
	Depreciation - office equipment	2,246	1,718	2,246	1,718
	Depreciation - furniture and fittings	532	357	532	357
	Depreciation - Right of use asset	2,750	16,500	2,750	16,500
	Amortization - Software	2,093	-	2,093	
	Advert and publicity expenses	2,731	1,490	2,731	1,490
	Fuel and lubricants	10,523	11,086	10,523	11,086
	Vehicle running expenses	16,754	7,075	16,754	7,075
	Travelling	9,443	5,301	9,443	5,301
	Directors fees and board expenses	19,020	11,275	19,020	11,275
	Insurance expenses	3,148	5,252	3,148	5,252
	Legal and professional fees	13,663	5,840	13,663	5,840
	Staff Welfare	4,818	6,256	4,818	6,256
	Printing and Stationary	1,323	2,185	1,323	2,185
	Telephone	2,265	2,001	2,265	2,001
	AGM expenses	1,725	1,650	1,725	1,650
	Courier/postage	1,725	39	1,723	39
	Audit fees	3,548	2,956	3,548	2,956
	Bank charges - local	1,332	1,119	1,332	1,119
	Performance cost	51,981	26,624		26,624
			188	51,981	188
	Staff training	3,676		3,676	
	Licence renewal	21,097 763	10,608 740	21,097 763	10,608 740
	Industrial training fund	/03	740	/03	740
	ITF (Back duty Assessment) General stores and consumables	1 261	2 254	1 241	2 254
		4,364	3,354	4,364	3,354
	Entertainment Management foot expenses	1,495	1,390	1,495	1,390
	Management fees expenses	101,188	66,339	101,188	66,339
		317,608	225,862	317,608	225,862

		GROUP		COMPANY			
		2025	2024	2025	2024		
		N'000	N'000	N'000	N'000		
	Balance brought forward	317,608	225,862	317,608	225,862		
	Provision for doubtful receivables (Note 20(i))	, -	, -	, -	, -		
	Light and Water Expenses	4,041	1,245	4,041	1,245		
	Site & office cleaning	3,483	2,751	3,483	2,751		
	Subscriptions	5,253	6,445	5,253	6,445		
	Provision for dismantlement and restoration	-	-	-	-		
	Other expenses	1,028	5,456	1,028	5,456		
	_	331,413	241,759	331,413	241,759		
					-		
14	Finance income and costs	N'000	N.000	N'000	N'000		
(i)	Finance income:	4/0.700	405 007	4/0.700	405 007		
	Interest received on bank deposit	168,798	105,807	168,798	105,807		
(ii)	Finance costs:	N'000	N'000	N'000	N'000		
(,	Finance expense on lease	180	1,683	180	1,683		
15	Profit before taxation is arrived at after charging:						
		N'000	N'000	N'000	N'000		
	Depreciation of property, plant						
	and equipment	24,290	5,794	24,290	25,444		
	Depreciation of Right of use assets	2,750	8,250	2,750	2,750		
	Amortization - Software	2,093	-	2,093	-		
	Profit on disposal of property, plant and equipment		12,606		12,606		
	Auditors remuneration**	3,648	1,578	3,548	2,956		
47	-	Mooo	Mooo	Mood	NICOO		
16	Tax expense	N'000	N'000	N'000	N'000		
(a)	Per profit and loss account Income tax payable on results for the year:						
	Company Income tax	117,453	56,877	117,453	56,877		
	Police Trust Fund	1,958	948	1,958	948		
	Education tax	11,745	5,688	11,745	5,688		
	Deferred tax expense	-	-	-	-		
	Underprovision of Income tax in prior period	-	<u> </u>	<u>-</u>	-		
		131,156	63,513	131,156	63,513		

16(b) Per statement of financial position

	GR	ROUP	COMPANY		
Balance at 1 January	2025 N'000	2024 N'000	2025 N'000	2024 N'000	
Income tax	127,882	103,378	127,882	103,378	
Education tax	13,914	11,535	13,914	11,535	
Nigeria Police Trust Fund levy	23	18	23	18	
Capital Gain Tax	-	-	-	-	
	141,819	114,931	141,819	114,931	
Payments during the year:					
Income tax	(17,379)	-	(17,379)	-	
Education tax	(13,914)	(11,720)	(13,914)	(11,720)	
Withholding tax utilised	(111,817)	(105,216)	(111,817)	(105,216)	
Capital Gain Tax	-	-	-	-	
Nigeria Police Trust Fund levy	(23)	(18)	(23)	(18)	
Provision for the year:					
Income tax	117,453	127,882	117,453	127,882	
Education tax	11,745	13,914	11,745	13,914	
Nigeria Police Trust Fund levy	1,958	23	1,958	23	
Underprovision of Income tax in prior years		2,023	-	2,023	
Balance at 30 June	129,842	141,819	129,842	141,819	

16(c) Income tax recognised in profit or loss

Company income tax is calculated at 30% of the estimated taxable profit for the Period. The charge for taxation in these financial statements is based on the provisions of the Company Income Tax Act, CAP C21 LFN, 2004.

The charge for education tax is based on the provision of the Education Tax Act which is 3% of the assessable profit for the period.

Nigeria police trust fund levy is based on the provisions of the Nigeria Police Trust Fund (Establishment) Act 2019 which is 0.0005% of the net profit before tax for the period.

The income tax expense for the year can be reconciled to the accounting profit as per the statement of comprehensive income as follows:

16(d) Deferred taxation		GRO	COMPANY		
		2025	2024	2025	2024
		N'000	N'000	N'000	N'000
	Deferred tax liabilities	22,888	22,889	22,888	22,889
	Deferred tax assets		-	<u>-</u>	=
		22,888	22,889	22,888	22,889
	Deferred tax				
	Movement in deferred tax				
	At 1 January	22,888	4,530	22,888	4,530
	Expense during the year		18,358	<u> </u>	18,358
	At 30 June	22,888	22,888	22,888	22,888

The tax rate used for 2025 and 2024 reconciliation above is the corporate tax rate of 30% and 3% for tertiary education tax payable by corporate entities in Nigeria on taxable profits under tax laws in the Country, for the period ended 30 June 2025.

MEYER PLC AND ITS SUBSIDIARY COMPANY FINANCIAL STATEMENTS FOR THE period ENDED 30 JUNE 2025 NOTES TO THE FINANCIAL STATEMENTS

17(a) Property, plant and equipment - Group

Cost:	Buildings N'000	Plant & machinery N'000	Office equipment N'000	Furniture & fittings N'000	Motor vehicles N'000	Capital Work In Progress N'000	Total N'000
At 1 January 2024	513	227,669	48,035	14,295	184,976		724,378
Additions		10,447	6,580	1,357	14,993	-	33,377
Disposals	-	(6,820)	-	-	(10,020)	-	(16,840)
Reclassifications	-	-	-	-	-	-	-
At 31 December 2024	513	231,296	54,615	15,652	189,949	248,890	740,915
At 1 January 2025	513	231,296	54,615	15,652	189,949	248,890	740,915
Additions	-	12,961	5,614	585	12,400	-	31,560
Disposals	-	-	-	-	-	-	-
At 30 June 2025	513	244,258	60,228	16,237	202,349	248,890	772,475
Accumulated depreciation and imparts At 1 January 2024	210	206,601	39,533	12,485	144,323	-	403,152
Charge for the year	10	4,242	3,772	806	15,459	-	24,290
Reclassification	-	-	-	-	-	-	-
On dispoals	-	(6,820)	-	-	(9,926)	-	(16,746)
At 31 December 2024	220	204,023	43,305	13,291	149,856	<u>-</u>	410,695
At 1 January 2025	220	204,023	43,305	13,291	149,856	-	410,695
Charge for the year	5	2,632	2,246	532	9,307	-	14,722
On dispoals		-	-	-	-	-	
At 30 June 2025	225	206,655	45,551	13,823	159,162	-	425,417
Carrying amounts as at:							
30 June 2025	288	37,602	14,677	2,414	43,247	248,890	347,117
31 December 2024	293	27,273	11,309	2,361	40,093	248,890	330,219

b) Property, plant and equipment - Company

Cost: At 1 January 2024	Buildings N'000 513	Plant & machinery N'000 227,669	Office equipment N'000 48.035	Furniture and fittings N'000 14,295	Motor Vehicles N'000 184.976	Capital Work- in Progress N'000 248,890	Total N'000 724,378
Additions	-	10,447	6,580	1,357	14,993	-	33,377
Reclassification	-	-	-	-	-	-	-
Disposals		(6,820)	-	-	(10,020)	-	(16,840)
At 31 December 2024	513	231,296	54,615	15,652	189,949	248,890	740,915
At 1 January 2025	513	231,296	54,615	15,652	189,949	248,890	740,915
Additions	-	12,961	5,614	585	12,400	-	31,560
Disposals	-	-	-	-	-	-	-
At 30 June 2025	513	244,258	60,228	16,237	202,349	248,890	772,475
Accumulated depreciation and impairment:							
At 1 January 2024	210	206,601	39,533	12,485	144,323	-	403,152
Charge for the year	10	4,242	3,772	806	15,459	-	24,290
On disposals	-	(6,820)	-	-	(9,926)	-	(16,746)
Reclassification		-	-	-	-	-	
At 31 December 2024	220	204,023	43,305	13,291	149,856	-	410,695
At 1 January 2025	220	204,023	43,305	13,291	149,856	-	410,695
Charge for the year	5	2,632	2,246	532	9,307	-	14,722
On disposals	-	-	-	-	-	-	-
At 30 June 2025	225	206,655	45,551	13,823	159,162	-	425,417
Carrying amount as at:							
30 June 2025	288	37,602	14,677	2,414	43,247	248,890	347,117
31 December 2024	293	27,273	11,309	2,361	40,093	248,890	330,219

i Assets pledged as security

None of the Company's assets is pledged as collateral for loans (2024: Nil)

ii Contractual commitments

At 30 June 2025, the Company had no contractual commitments for the acquisition of property, plant and equipment (2024: Nil).

17(c)	Right of use assets -Group Cost: At 1 January 2025	Motor Vehicles N'000	Leased Building N'000 148,834	Total N'000 148,834
	Additions		16,500	16,500
	Reclassification	-	10,300	10,300
	At 31 December, 2024		165,334	165 224
	·	-		165,334
	At 1 January 2025	-	165,334	165,334
	Additions			
	At 30 June, 2025		165,334	165,334
	Accumulated Depreciation: At 1 January 2024 Charge for the year Reclassification	- -	129,584 33,000	129,584 33,000
	At 31 December, 2024	-	162,584	162,584
	At 1 January 2025 Charge for the year	-	162,584 2,750	162,584 2,750
	At 30 June , 2025	-	165,334	165,334
	Carrying amount : At 30 June 2025		(0)	(0)
	At 31 December 2024	<u></u> _	2,750	2,750
	Right of use assets -Company	Motor	Leased	
	ragine of use ussets company	Vehicles	Building	Total
	Cost	N'000	N'000	N'000
	At 1 January 2024 Additions	-	148,834	148,834
	Reclassification	-	16,500 -	16,500
	At 31 December, 2024		165,334	165,334
	At 1 January 2025			
	Additions (Note 17)	<u>-</u>	165,334	165,334
	At 30 June, 2025		165,334	165,334
	Accumulated Depreciation: At 1 January 2024 Charge for the year		129,584 33,000	129,584
	Reclassification	<u> </u>		
	At 31 December , 2024	<u> </u>	162,584	162,584
	At 1 January 2025	-	162,584	162,584
	Charge for the year		2,750	2,750
	At 30 June , 2025		165,334	165,334
	Carrying amount At 30 June 2025		(0.33)	(0.33)
		<u> </u>	(0.33)	(0.33)
	At 31 December 2024	- _	2,750	2,750

17(d)	Intangible assets -Group		
		Software	Total
	Cost:	N'000	N'000
	At 1 January 2024	4,157	4,157
	Additions	19,878	19,878
	At 31 December, 2024	24,035	24,035
	At 1 January 2025	24,035	24,035
	Additions	629	629
	At 30 June, 2025	24,664	24,664
	Depreciation: At 1 January 2024 Charge for the year	4,157 1,325	4,157 1,325
	At 31 December , 2024	5,482	5,482
	At 1 January 2025	5,482	5,482
	Charge for the year	2,093	2,093
	At 30 June , 2025	7,575	7,575
	Carrying amount : At 30 June 2025	<u> 17,089</u>	17,089
	At 31 December 2024	18,553	18,553
	Intangible assets - Company	 -	
		Software	Total
	Cost	N'000	N'000
	At 1 January 2024	4,157	4,157
	Additions	19,878	19,878
	At 31 December, 2024	24,035	24,035
	At 1 January 2025	24,035	24,035
	Additions (Note 17)	629	629
	At 30 June, 2025	24,664	24,664
	Depreciation At 1 January 2024 Charge for the year	4,157 1,325	4,157 1,325
	At 31 December , 2024	5,482	5,482
	At 1 January 2025	5,482	5,482
	Charge for the year	2,093	2,093
	At 30 June , 2025	7,575	7,575
	Carrying amount At 30 June 2025	17,089	17,089
			
	At 31 December 2024	<u> 18,553</u> _	18,553

		GRO	GROUP		ANY
18	Investment in subsidiary	2025	2024	2025	2024
	•	N'000	N '000	₩'000	N'000
	Carrying amount at cost	9,600	9,600	9,600	9,600
	Provision for Impairment	(9,600)	(9,600)	(9,600)	(9,600)
		-	-	-	-

Details of the Company subsidiary at the end of the reporting period is as stated below:

Name of the company	Principal activity Place of incorporation		Proportion of ownership interest and voting power held by the Company		
	Construction and rehabilitation of		2025	2024	
DNM Construction Limited	buildings	Nigeria	96%	96%	

The Company's owns 96% of the DNM Construction Limited

The remaining 4% shares attributable to non controlling interest is as detailed below:

	Cost		
	N'000	%	
Mr. Kayode Falowo	100	1	
Dr. Olutoyin Okeowo	100	1	
Alhaji Ibrahim Suleman	100	1	
Arc. Ayoola Onajide	100	1	_
	400		
	400	4	

Two out of the four shareholders are directors of Meyer Plc.

19	Inventory	GR	GROUP		PANY
		2025	2024	2025	2024
		N'000	H'000	N'000	N'000
	Raw Materials	314,391	228,087	314,391	228,087
,	Work-in-progress	52,308	34,067	52,308	34,067
	Finished goods	83,006	112,812	83,006	112,812
	Consumables	8,952	4,426	8,952	4,426
	Stock Interim received	-	-	-	-
	Stock interimDelivered	-	-	-	-
		458,657	379,392	458,657	379,392

⁽i) The carrying amount of the inventory is the lower of cost and net realisable value as at the reporting dates.

		GF	GROUP		PANY
20	Trade and other receivables	2025	2024	2025	2024
		000' / 4	N'000	N'000	N'000
	Trade receivables	397,223	537,214	370,512	510,503
	Allowance for doubtful debts (i)	(48,910)	(48,910)	(48,910)	(48,910)
	Trade receivables - net	348,313	488,304	321,602	461,593
	WHT claimable	(63,459)	6,302	(63,459)	6,302
	Prepayments (iv)	3,112	3,810	3,112	3,810
	Sundry debtors	3,790	3,331	3,390	2,931
	Deferred Income*	32,272	31,407	32,272	31,407
	Total trade and other receivables	324,027	533,154	296,917	506,043

The directors consider that the carrying amount of trade and other receivables is approximately equal to their fair value.

(i) Movement in allowance for doubtful debts is as analysed below:

	000 N	000 M	H 000	000 M
Balance at the beginning of the year	48,910	42,598	48,910	42,598
Addition during the period	-	6,312	-	6,312
Balance at the end of the period	48,910	48,910	48,910	48,910

Trade receivables represents receivables from customers for goods sold and other trading services rendered to them. Trade receivables are stated at amortised cost as at the statement of financial position date. The movement in the impairment allowance for trade receivables has been included in administrative expenses line in the consolidated statement of profit or loss and other comprehensive income.

(iii) The age analysis of trade receivables is as follows:			₩'000	N'000
Past due < 90days			211,785	422,135
Past due 90-180 days			47,234	41,436
Past due 180-360 days			51,272	4,332
Past due 360 days and above		_	60,220	42,600
			370,512	510,503
(iv) Prepayments				
	N '000	₩'000	N '000	N '000
Prepaid rent	375	236	375	236
Prepaid expenses	2,324	3,305	2,324	3,305
Prepaid insurance	413	269	413	269
Total prepayments	3,112	3,810	3,112	3,810

^{*}Deferred charges represent costs incurred for ongoing Decor projects, where the contractual obligations have not yet been fully completed during the period.

		G	GROUP		COMPANY	
21	Cash and cash equivalents	2025	2024	2025	2024	
		N'000	N'000	N'000	N'000	
	Cash and bank balances	55,547	29,093	55,363	28,909	
	Short term investments	1,791,411	1,547,241	1,791,411	1,547,241	
		1,846,958	1,576,334	1,846,774	1,576,150	

For the purposes of the statement of cashflows, cash and cash equivalents include cash on hand and in banks and short term investments with an original maturity of three months or less, net of outstanding bank overdraft. Cash and cash equivalents at the end of the reporting period as shown in the statement of cash flows can be reconciled to the related items in the statement of financial position as above.

(i) Short term investments

These represent cash held in fixed deposits in various banks. These Investments are placed in short term deposits and are continuously rolled over throughout the period.

22	Borrowings GTL Registrars	N'000 1,813	N'000 1,813	N'000 1,813	N'000 1,813
	Greenwich Asset Mgt Limited (Term loan obligations) (Note				
	22(i)(a)	9	3,966	9	3,966
		1,822	5,779	1,822	5,779
(i)	Term Loan obligations	N'000	N'000	N'000	N'000
(a)	The movement in the Term Loan obligations is as follows:				
	Balance at the beginning of year	3,966	22,296	3,966	22,296
	Additions during the period	-	-	-	-
	Repayments	(3,958)	(18,330)	(3,958)	(18,330)
	Balance at the end of the period	9	3,966	9	3,966

(b) Finance lease liabilities represent the asset financing facility for the purchase of a Motor vehicle. Future minimum finance lease payments at the end of each reporting period under review were as follows:

	Minimum lease payment 30 June 2025 Lease payment	_	Total N'000 9	Within 1 year N'000 9	Within 1 to 2 years N'000
	31 December 2024	_			
	Lease payment	=	3,966	3,966	<u>-</u>
(ii)	The movement in loan is as follows:	N'000	N'000	N'000	N'000
	Balance at the beginning of the year	5,779	24,109	5,779	24,109
	Additions during the period	-	-	-	-
	Repayments	(3,958)	(18,330)	(3,958)	(18,330)
		1,822	5,779	1,822	5,779
	Amount due within one year	(1,822)	(5,779)	(1,822)	(5,779)
	Amount due after one year	-	-	-	-

This current position relates to amount that will fall due to Greenwich Assets Management Limited (GAML).

Lease facility from GAML, a related party, was for the purchase of a Motor Vehicle at a lease rate of interest of 18% Per annum and spread over 24 months.

		G	ROUP	COMPANY		
		2025	2024	2025	2024	
23	Employment benefits	N'000	N'000	N'000	N'000	
	Balance as at 1 January	7,843	13,669	7,843	13,669	
	Provision no longer required writeback (Note 11)	-	(13,669)	-	(13,669)	
	Pension funds received	-	20,018	-	20,018	
	Payment for the period	(229)	(12,175)	(229)	(12,175)	
	Balance 30 June	7,615	7,843	7,615	7,843	
24	Trade and other namelies	N '000	N '000	N '000	NiOOO	
24	Trade and other payables				N '000	
	Trade payables	155,530	288,778	149,695	282,943	
	Amount due to related parties (Note 31(i))	218,611	117,423	250,395	149,207	
	Total financial liabilities, excluding loans and					
	borrowings, classified as financial liabilities measured at	271111	101 001	400.000	120 150	
	amortised cost	374,141	406,201	400,090	432,150	
	Other payables and accruals (Note 24(a))	504,009	410,257	502,438	408,684	
	Total trade and other	878,150	816,458	902,528	840,834	
(a)	Other payables and accruals	N'000	N'000	N'000	N'000	
	Value Added Tax (VAT)	80,370	54,356	80,370	54,356	
	Withholding tax payable	33,319	32,675	33,276	32,632	
	Pay As You Earn (PAYE)	1,543	1,835	1,543	1,835	
	Accruals	27,060	28,186	27,061	28,187	
	Industrial Training Fund	205	20,205	205	20,205	
	National Housing Fund	65	65	65	65	
	Sundry creditors	30,758	24,145	29,227	22,614	
	Customer deposits	225,671	143,796	225,671	143,796	
	Pension scheme	2,894	2,868	2,894	2,868	
	Unclaimed dividend	102,126	102,126	102,126	102,126	
		504,009	410,257	502,438	408,684	

(i) In accordance with Pension Reform Act, 2014 the employees of the Company are members of a pension scheme which is managed by pension fund administrators of their choice. The Company is required to contribute a specified percentage of payroll costs to the retirement benefit scheme to fund the benefits. The only obligation of the Company with respect to the defined contribution plan is to make the specified contributions.

		2025	2024	2025	2024
25	Dismantlement and restoration	N'000	N'000	N'000	N'000
	Balance as at 1 January	15,143	11,649	15,143	11,649
	Provision for the period	-	3,494	-	3,494
	Balance as at 30 June	15,143	15,143	15,143	15,143

This represents the initial estimate of the cost of dismantling and removing items and restoring the site (Leased building) in respect of Right of use assets as disclosed in Note 17(c).

The Group makes full provision for the future cost of decommissioning and dismantling the leased warehouse based on estimated cost of decommissioning the plant, equipment and facilities. It relates to the removal of assets as well as their associated restoration costs. This obligation is recorded in the period in which the liability meets the definition of a "probable future sacrifice of economic benefits arising from a present obligation", and in which it can be reasonably measured. The provision represents the estimated value of future expenditure to be incurred when the plant facilities will be dismantled or relocated to a new location. The estimate is reviewed regularly to take into account any material changes to the assumptions.

		G	ROUP	COMPANY		
26	Share Capital	2025	2024	2025	2024	
		000' / 4	₩'000	N'000	900'H	
	Issued and fully paid:					
	497,727,563 ordinary shares of 50k each	248,864	248,864	248,864	248,864	
27	Share Premium	N'000	H '000	N'000	900'H	
	Balance at the beginning and end of the year	53,173	53,173	53,173	53,173	
28(i) Revenue reserve	N'000	N '000	N '000	N'000	
	Balance at the beginning of the year	1,525,986	1,379,930	1,476,763	1,330,707	
	Transfer from statement of profit or loss	257,239	295,406	257,235	295,406	
	Dividend paid during the period**	(149,318)	(149,350)	(149,318)	(149,350)	
	Balance at the end of the period	1,633,907	1,525,986	1,584,679	1,476,763	

^{**}At the Annual General Meeting (AGM) held on 28 May 2024, the shareholders approved the payment of a final dividend of 30 kobo per share, subject to applicable withholding tax deductions. The total dividend amounting to N149.318 million was declared for the year ended 31 December 2024.

The dividend was paid on 30 May 2025 to shareholders whose names appeared on the Company's Register of Members as at the close of business on 9 May 2025.

(ii) Non controlling interest	H'000	000'H	N'000	H'000
Balance as at 1 January	2,444	2,440	-	-
Transfer from profit or loss	4	4	-	-
Balance at 30 June	2,448	2,444	-	-

29 Basic earnings per ordinary share

Basic earnings per ordinary share of N0.50k each is calculated on the Group's earnings after taxation based on the number of shares in issue at the end of the period.

	N '000	N '000	N '000	N '000
Profit for the period attributable to shareholders	257,235	126,077	257,235	126,077
Basic earnings per share of No.50k each	52	25	52	25
Diluted earnings per share (kobo)	52	25	52	25

30 Reconciliation of statement of cash flows

For the purpose of the statement of cash flows, cash comprises cash at bank and in hand, net of overdraft facilities. Cash at the end of the financial period as shown in the statement of cash flows is reconciled to the related items in the statement of financial position as follows:

	N '000	N '000	N'000	₩'000
Cash and bank balances	1,846,958	1,576,334	1,846,774	1,576,150

31 Related Parties Disclosures

i)

(a) Transactions with related parties

The Company enters into various transactions with its related Companies and with other key management personnel in the normal course of business. The sales to and purchases from related parties are made at normal market price. Details of the significant transactions carried out during the period with the related parties are as follows:

Related parties	Nature of transaction		Transaction value for the year					
		GF	ROUP	CO	MPANY			
		2025	2024	2025	2024			
		N'000	H'000	N'000	N '000			
GTL Properties Limited	Sales and Application of							
	Paints	-	19,585	-	19,585			
Greenwich Asset								
Management Limited	Lease of vehicles	2,418	3,966	2,418	3,966			
	_	2,418	23,551	2,418	23,551			
Due to related parties:		N'000	N'000	N '000	N'000			
DNM Construction Limited		-	-	31,784	31,784			
Greenwich Capital Limited		218,190	117,002	218,190	117,002			
Greenwich Registrar & Data	a Sol Limited	421	421	421	421			
	_	218,611	117,423	250,395	149,207			

(ii) Identity of related parties

The related parties to the Company include:

DNM Construction Limited - A 96% owned subsidiary of the Company involved in the business and trade of builders, architects and contractors for construction of any kind and for demolition of any structure.

Greenwich Capital Limited- A major shareholder of the Company having 31.43% holdings of the issued share capital as at 30 June 2025 provides management support services to the Company.

Greenwich Asset Management Limited (GAML) - A non-banking financial institution and also a member of the Greenwich group where the Company placed deposit for Money market Investment which amounted to N1.588 billion as at period end, (2024: N126 million).

Greenwich Merchant Bank Limited- A Banking financial institution and also a member of the Greenwich group where the Company placed deposit for Money market Investment which amounted to N1.3 million as at period end, (2024: N1.197 billion).

(b) Transactions with key management personnel

Key management staff are those persons who have authority and responsibility for planning, directing and controlling the activities of the Company.

There is no any key management personnel compensation in the category of post employment benefits, other long term benefits, terminal benefits, and share-based payment for the periods under review.

MILLARDED

Key management includes directors (executive and non-executive) and members of the Executive Committee. The compensation paid or payable to key management for employee services is shown below:

(i) Remuneration of key management personnel

The remuneration of the directors, who are the key management personnel of the Company, is set out below in aggregate for each of the categories specified in IAS 24 Related Party Disclosures.

	<u>Directors</u>	GRO	UP	COMPANY		
		2025	2024	2025	2024	
	The aggregate emoluments of the Directors were:	N '000	N'000	N '000	N '000	
	Fees	7,800	7,800	7,800	5,000	
	Other emoluments including pension contributions	-	-	-	16,500	
		7,800	7,800	7,800	21,500	
(ii)	Chairman	1,800	1,800	1,800	2,750	
	Directors earned fees in the following ranges	NUMBER		NUMBER		
	N10,000,000 - Above	1	1	1	1	
(iii)	<u>Employees</u>	GRO	UP	COMPANY		
	Management	4	6	4	6	
	Sales and Marketing	26	15	26	15	
	Production	26	21	26	21	
	Administration	23	27	23	27	
		79	69	79	69	

The aggregate payroll costs of these persons were as follows:

	GROUP		COMPANY	
	000'H 000'H		N'000	000'H
Wages, salaries, allowances and other benefits	106,967	51,131	106,967	51,131
Pension and social benefits	25,276	3,614	25,276	3,614
Staff training	3,676	155	3,676	155
	135,919	54,900	135,919	54,900

The table below shows the number of employees of the Company (other than Directors) who earned over N100,000 during the year and which fell within the bands stated below:

	NUMBER		NOWR	ŁK .
	2025	2024	2025	2024
N500,001 - N2,000,000	22	21	22	21
N2,000,001 - N3,000,000	26	32	26	32
N3,000,001 - Above	26	16	26	16
	74	69	74	69

32 Contingent liabilities

There are several ongoing legal actions against the Company arising out of its normal business operations amounting to N211.284 million (2024: N211.284 million). The directors believe that, based on currently available information and advice of counsels, none of the outcomes that may result from such proceedings will have material effect on the financial position of the Company. Consequently, no provision has been made in these financial statements in respect of any contingent liabilities.

33 Guarantees and other financial commitments charges on assets

There were no guarantees and other financial commitments at period end. (2024: Nil)).

34 Capital expenditure

Capital expenditure authorised by the Directors but not contracted was nil (2024: nil)

35 Comparative figures

Where necessary comparative figures have been adjusted to conform to changes in presentation in the current period in accordance with International Accounting Standard (IAS)1.

36 Events after the reporting date

There are no significant events after reporting period, which could have had a material effect on the state of affairs of the Company as at 30 June, 2025 that have not been adequately provided for or disclosed in the financial statements.

MEYER PLC AND ITS SUBSIDIARY COMPANY FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 JUNE 2025 OTHER NATIONAL DISCLOSURE CONSOLIDATED AND SEPARATE STATEMENT OF VALUE ADDED

	The Group			The Company				
	2025 N'000	%	2024 N'000	%	2025 N'000	%	2024 N'000	%
Revenue Investment income Other income	2,023,756 168,798 8,553		1,324,916 105,807 17,480		2,023,756 168,798 8,553		1,324,916 105,807 17,480	
	2,201,107		1,448,203		2,201,107		1,448,203	
Bought-in-materials and services: - Local	(1,647,488)		(1,039,457)		(1,647,484)		(1,039,453)	
Value added	553,619	100	408,746	100	553,622	100	408,750	100
Value added as percentage of turnover	27%		31%		27%		31%	
Applied as follows:								
To pay employees: Salaries, wages and other benefits	135,919	25	203,410	50	135,919	25	203,410	50
To pay Government: Taxation	131,156	24	63,513	16	131,156	24	63,513	16
To pay providers of capital: Finance charges	180	0	1,683	0	180	0	1,683	0
Retained for Companies future: - Depreciation (PPE & RoU) - Dismantlement and restoration	29,133	5	14,067	3	29,133	5	14,067	3
Non controlling interest Profit or loss account	(4) 257,235	46	(4) 126,077	31	257,235	46	126,077	31
	553,619	100	408,746	100	553,622	100	408,750	100

Value added represents the additional wealth which the Company has been able to create by its own and its employees' efforts. The statement shows the allocation of that wealth to employees, government, providers of finance and shareholders, and that retained for future creation of more wealth.