



20 | ANNUAL REPORT AND
22 | FINANCIAL STATEMENTS

THRIVING THROUGH THE STORM



EASYCARE

WASHABLE & TOUGH

Dulux Easycare is the ultimate washable paint



Forgiveness is easy



AkzoNobel

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Vision

Creating a new Africa inspired by colours



Mission

Provide individuals and organizations with products and services to create colourful and exciting spaces



Values

Integrity

We must be honourable, honest, open and fair in all our dealings

Courage

We need to be fearless in the face of challenges and willing to stretch

Excellence

We need to go above and beyond to deliver on our objectives, striving for perfection in all we do

Leadership

We must take control in our own areas and leading change, working together and not afraid to make decision and take the lead

Innovation

We need to raise the standard each day with bold solutions that will impact our business environment positively

Customer-Centric

Placing our customers in the heart of all we do, giving them value that is unmatched anywhere else.

Do MORE
with less



A Dulux stroke gives superior coverage

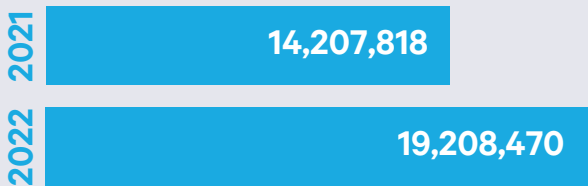

Dulux
let's colour

 **CAP**

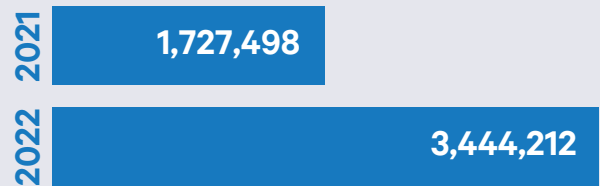
RESULT AT A GLANCE



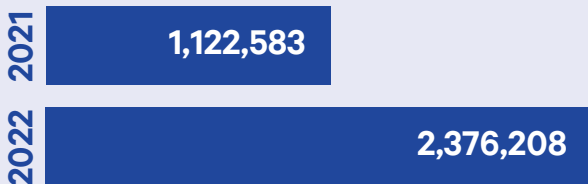
REVENUE



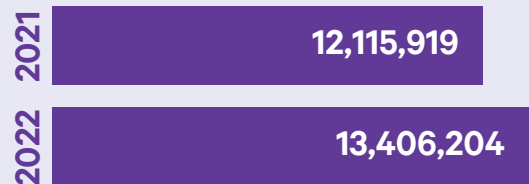
PROFIT BEFORE TAXATION



PROFIT FOR THE YEAR



TOTAL ASSETS



OPERATING PROFIT



EARNINGS PER SHARE





Express your world in
ANY COLOUR

NOTICE OF ANNUAL GENERAL MEETING



Ayomipo Wey

Company Secretary

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the **Annual General Meeting** of **Chemical and Allied Products PLC** (the “**Company**”) will be held at **Festival Hotel, Diamond Estate, Amuwo Odofin, Lagos, Nigeria** on **Thursday, June 15, 2023** at **10.00am** in order to transact the following businesses:

ORDINARY BUSINESS

1. To lay before members the Audited Financial Statements for the year ended December 31, 2022, and the Report of the Directors, Auditors and Audit Committee thereon.
2. To declare a dividend.
3. To re-elect Mrs. Udo Okonjo who is retiring by rotation.
4. To authorize the Directors to fix the remuneration of the External Auditors for the 2023 Financial Year.
5. To elect members of the Statutory Audit Committee.
6. To disclose the remuneration of Managers of the Company.

SPECIAL BUSINESS

7. To fix the remuneration of Directors.
8. To approve the appointment of Dr. Babs Omotowa.
9. To consider and if thought fit, pass the following resolution as an ordinary resolution of the Company:

“That a general mandate be and is hereby given, authorizing the Company through the Directors to enter into recurrent transactions with related parties or companies until reviewed by the Company at an Annual General Meeting.”

Dated this 8th day of May, 2023

BY ORDER OF THE BOARD



AYOMIPO WEY

COMPANY SECRETARY

FRC/2013/NBA/00000003124

NOTES

1. PROXY

Any member of the Company entitled to attend and vote at this meeting is also entitled to appoint a proxy to attend and vote in his/her stead. A proxy need not be a member of the Company. A proxy form must be completed and deposited at the office of the Company's Registrar, Africa Prudential Plc, 220B Ikorodu Road, Palmgrove, Lagos or sent via email to cxc@africaprudential.com not later than 24 hours before the time fixed for the meeting.

2. STAMPING OF PROXY

The Company has made arrangements, at its cost, for the stamping of duly completed and signed proxy forms submitted to the Company's Registrars within the stipulated timeline.

3. CLOSURE OF REGISTER

The Register of Members and transfer books will be closed from June 2 to June 8, 2023 (both dates inclusive) for the purpose of updating the Register of Members and payment of Dividend.

4. DIVIDEND

Directors have recommended to members, the payment of a dividend of N1.55kobo per share. A resolution to this effect will be put to the meeting for the approval of members. If the dividend recommended by the Directors is approved by members at the Annual General Meeting, dividend will be paid, subject to withholding tax, on June 16, 2023 to the Shareholders whose names appear in the Company's Register of Members at the close of business on June 1, 2023.

Shareholders are advised to complete the E-Dividend Mandate Activation Form, which is available at http://sec.gov.ng/wp-content/uploads/2016/04/Afric-Prudential-EDMMS-Form_2018.pdf and forward same to the Registrar, Africa Prudential Plc at their office at 220B, Ikorodu Road, Palmgrove, Lagos or send via email to cxc@africaprudential.com to enable direct credit of their dividend on June 16, 2023.

5. NOMINATION TO THE STATUTORY AUDIT COMMITTEE

Pursuant to Section 404 (6) of the Companies and Allied Matters Act, 2020, any member may nominate a shareholder as a member of the Audit Committee by giving notice in writing of such nomination. Such

notice shall reach the Company Secretary at least 21 days before the Annual General Meeting. Section 404 (5) CAMA 2020 has mandated that all members of the Audit Committee must be financially literate and at least one member shall be a member of a professional accounting body in Nigeria established by an Act of the National Assembly. We therefore request that nominations be accompanied by a copy of the nominee's curriculum vitae.

6. RIGHT OF SECURITIES HOLDERS TO ASK QUESTIONS

Shareholders and other holders of the Company's securities have a right to ask questions not only at the meeting, but also in writing prior to the meeting, and such questions must be submitted to the Company on or before June 13, 2023.

7. UNCLAIMED DIVIDENDS

Shareholders who are yet to claim their outstanding dividends are hereby advised to complete the e-dividend registration form by downloading the Registrar's E-Dividend Mandate Activation Form, which is available at http://sec.gov.ng/wp-content/uploads/2016/04/Afric-Prudential-EDMMS-Form_2018.pdf and submit to the Registrars at Africa Prudential Plc, 220b Ikorodu Road, Palmgrove Lagos or their respective Banks for the purpose of claiming their outstanding dividends.

A list of Shareholders who are yet to claim their dividends as of March 31, 2023 is available on the Company's Website at www.capplc.com.

8. BIOGRAPHICAL DETAILS OF DIRECTORS FOR ELECTION AND RE-ELECTION

The biographical details of the Directors submitted for election and re-election are contained in the Annual Report and on the Company's website at www.capplc.com.

9. E- ANNUAL REPORT PUBLISHED ON THE WEBSITE

In order to improve delivery of our Annual Report, we have inserted a detachable Form to the Annual Report and hereby request Shareholders who wish to receive the Company's Annual Report in an electronic format to complete and return the Form to the Registrars for further processing. In addition, Annual Reports are available online for viewing and download from our website at www.capplc.com.

BOARD OF DIRECTORS, OFFICERS AND PROFESSIONAL ADVISERS

BOARD OF DIRECTORS:	<p>Mrs. Awuneba Ajumogobia Chairperson (Independent Non-Executive Director) Appointed with effect from August 1, 2019</p> <p>Mrs. Bolarin Okunowo Managing Director Appointed with effect from December 1, 2021</p> <p>Mrs. Ifeoma Chuks-Adizue Executive Director, Commercial Appointed with effect from April 1, 2022</p> <p>Mr. Yomi Adenson Executive Director, Finance and Risk Appointed with effect from April 1, 2022</p> <p>Mrs. Muhibat Abbas Non-Executive Director Appointed with effect from May 31, 2019</p> <p>Mrs. Udo Okonjo Independent Non-Executive Director Appointed with effect from August 1, 2019</p> <p>Dr. Vitus Ezinwa Non-Executive Director Appointed with effect from June 17, 2021</p> <p>Mr. Folasope Aiyesimoju Non-Executive Director Appointed with effect from October 5, 2021</p> <p>Dr. Babs Omotowa Independent Non-Executive Director Appointed with effect from June 17, 2022</p>
FRC Number:	FRC/2012/0000000000296
RC Number:	4551
Company Secretary	Ms. Ayomipo Wey
Registered Office	2, Adeniyi Jones Avenue P.M.B. 21072, Ikeja – Lagos Tel: 08159493070 E-mail: careline@capplc.com
Auditors	KPMG Professional Services KPMG Tower, Bishop Aboyade Cole Street Victoria Island, Lagos Tel: 01 271 8955
Registrars	Africa Prudential PLC 220b, Ikorodu Road Palmgrove Lagos. Tel: 070023747783

CHAIRPERSON'S STATEMENT



Awuneba Ajumogobia

Chairperson

Distinguished Shareholders,

It is my pleasure to welcome you all to the 58th Annual General Meeting of your Company, Chemical and Allied Products PLC, and to present to you, the Annual Report and Audited Financial Statements for the year ended 31 December 2022, which has been prepared following the International Financial Reporting Standards (IFRS).

2022 OPERATING ENVIRONMENT

The Nigerian economy recorded minimal growth in 2022 (+3.1%), the second-highest Gross Domestic Product (GDP) growth in the last 5 years (the highest being +3.5% in 2021). Despite foreign exchange supply shortage and decline in oil production output, the economy remained resilient as the non-oil sector continued to record growth (+4.8%).

The global economy also experienced disruption as world GDP growth rate slowed to 3.2% in 2022 from 5.9% in 2021. The Russia-Ukraine conflict that escalated in February 2022 significantly impacted global trade, resulting in substantial losses across various industries, thus threatening global food security and resulting in supply chain disruptions. As a result, global inflation increased to 8.7% in 2022 from 4.7% in the previous year, causing a rise in prices.

Operational efficiency efforts proved positive as margins improved by 4-percentage points, bringing profit after tax margin to 12.4% in 2022 from 7.9% achieved in 2021.

Oil prices rose to a 15-year high in 2022, also fuelled by supply concerns due to the Ukraine-Russia conflict. In Jun-22 OPEC basket price peaked at US\$117.7, a significant improvement from pre-pandemic levels. However, in the second half of the year, prices declined to US\$79.7 per barrel in Dec-22, as recession fears grew. In Nigeria, oil production decreased to 1.1mbpd in 2022 from 1.6mbpd in 2021 due to declining exploration activities and incessant theft and vandalism, impeding the country's ability to satisfy the OPEC quota of 1.8mbpd.

Consequently, the Nigerian foreign exchange reserve reduced by US\$3.4bn in 2022 due to lower oil revenues,

foreign direct investment and foreign portfolio investment; thereby restricting forex supply and fueling further currency devaluation, with the exchange rate depreciating 6% from ₦435/US\$1 in Dec-22 to ₦462/US\$1.

Consumer price index, however, which measures the rate of inflation, increased by 36.5% (year-on-year) to 21.3% in Dec-22, following energy and food price increases which commenced in Feb-22. The Monetary Policy Rate (MPR) was reviewed by the Central Bank of Nigeria (CBN) from 11.5% in Q1 2022 to 13.0% in Q2 2022 and 15.0% in Q3 2022. In November, following the hike in inflation rate to 18.0%, MPR was further reviewed to 16.5% and retained until Dec-22.

The Nigerian Stock market, on the contrary, recorded growth as the all-share index (ASI) closed at ₦51,251.06 in Dec-22 from ₦43,046.78 in Jan-22, representing a 19-percentage point increase.

REVIEW OF OPERATIONS

Despite economic pressures, your Company grew revenues to N19bn, a 35% increase from 2021. Operational efficiency efforts proved positive as margins improved by 4-percentage points, bringing profit after tax margin to 12.4% in 2022 from 7.9% achieved in 2021.

Your Company executed its goal of improving service experience and expanding its retail footprint. We embarked on the renovation of our stores and established new stores, closing the year with 109 stores (41 Dulux Color Centres, 49 Dulux Color Shops and 19 Sandtex stores). In addition, we commenced in-store tinting for our Dulux Emulsion and Silk Emulsion lines to improve customer service levels.

Your company retained its ISO 9001:2015 and ISO 14001:2015 certifications in Quality Management Systems and Environmental Management Systems, respectively. We remain committed to executing our operations in a safe and healthy environment whilst delivering quality products and services to our customers with minimal impact on our environment and in full compliance with regulatory requirements.

FINANCIAL RESULTS

Despite the numerous economic conditions, your Company ended the year with strong financial performance. The highlights are listed below:

- Gross earnings for the Company increased by 35% to ₦19.2bn (2021: ₦14.2bn)
- Operating income for the Company grew by 109% to ₦3.1bn (2021: ₦1.5bn)
- Profit Before Tax for the Company is ₦3.4bn as against ₦1.7bn in 2021 (+99%)
- Profit for the year is ₦2.4bn as against ₦1.1bn achieved in 2021 (+112%)
- The Company's total assets grew to ₦13.4bn from ₦12.1bn in 2021 (+11%).

DIVIDEND

CAP reiterates its commitment to continually deliver returns to its highly esteemed shareholders by proposing a Dividend of 155 kobo for every 50 kobo ordinary share to shareholders on the Register of Members at the close of business on June 1, 2023. These proposals are subject to the consideration and approval of the Shareholders.

OUTLOOK

According to the International Monetary Fund, Nigeria's GDP is projected to grow at 3.2% in 2023. Inflation is expected to average 20%, and oil production volumes are estimated to improve, following a slight rebound in Q4 2022.

The commencement of a new administration also poses new opportunities as economic diversification efforts are expected to intensify and expansionary fiscal policies instituted to foster economic growth. We are positioned to leverage structural reforms and are attentive to market changes, particularly changes in the construction and real estate market, which directly impact the paints and coatings industry.

We anticipate growth in the construction sector, particularly the real estate market, as it remains a haven for investors in periods of economic uncertainties due to its resilience. Consequently, we are poised to harness this growing market and deepen adoption across all our brands.

Our goal is to drive aggressive expansion of our retail footprint locally and establish a presence in regional markets to strengthen our market-leading position.

We view technology as an important strategic enabler and are focused on leveraging technology to improve our service delivery to customers and transform our operations.

CAP reiterates its commitment to continually deliver returns to its highly esteemed Shareholders by proposing a Dividend of 155 kobo for every 50 kobo ordinary share to Shareholders on the Register of Members at the close of business on June 1, 2023.

BOARD CHANGES

I wish to update you on the changes on the Board since the last Annual General Meeting (AGM). Dr. Babs Omotowa was appointed as an Independent Non-Executive Director effective June 17, 2022.

APPRECIATION

On behalf of the Board, I applaud Mrs. Bolarin Okunowo for the growth she has championed in her first year as Managing Director and her drive towards the next phase of growth of the business.

I wish to thank our staff for their dedication and hard work, our trade and technical partners, for their consistent support and our priceless customers for their unwavering loyalty. Together, we will create a greater CAP.

Finally, on behalf of the Board, I thank our highly esteemed shareholders for the continued support extended to the Board and Management of your Company over the years. We are conscious of the macroeconomic uncertainties, however, we remain committed to maximizing value for you.

Thank you for your time.



Awuneba Ajumogobia

Chairperson

FRC/2020/003/00000020872



Do The Matt!



CEO'S STATEMENT



Bolarin Okunowo
Chief Executive Officer

Welcome Address

Dear Shareholders,

I welcome you to the 58th Annual General Meeting of Chemical and Allied Products PLC, where we present the operational and financial performance for the year ended December 31, 2022.

Introduction

The year 2022 was indeed a remarkable year for our Company. Our outstanding financial performance, despite the challenging macroeconomic environment, was a result of our resilience as a business and the strong execution of strategic initiatives.

We expanded our retail network to 109 stores and extended our in-store tinting capabilities across our Dulux brand. We also successfully completed the implementation of SAP S/4 Hana and have seen improvements in customer service levels, productivity and controls as a result.

Our people drive our success and are at the core of everything we do. Since joining the Company, I have been impressed with the passion and commitment of our people. In addition to providing an enabling environment which helps us attract and retain the best talent, we also launched an employee engagement and rewards program last year to drive the right culture and encourage employees to display our core values which is the cornerstone of our performance.

We delivered a strong performance in 2022 whilst navigating a highly volatile business environment, and are excited about the opportunities the future holds.

Thriving Through the Storm

The operating environment in 2022 was significantly challenging. Globally, the escalation of the conflict between Russia and Ukraine in February 2022 led to an increase in global oil prices, which ushered in a global inflationary environment.

Inflation in Nigeria soared to 21% in December 2022 from 16% in January 2022, recording a 12-month average of 19% in 2022 (180 basis points higher than 17% in 2021). The Central

Bank of Nigeria increased the monetary policy rate four consecutive times from 12% in Q1 2022 to 17% in Nov-22 to combat the effect of inflation. This impacted lending rates as they soared to 21% in December 2022 from 13% in January 2022, increasing the cost of capital. Foreign exchange supply conditions also worsened as the spread between the parallel and official market widened, restricting access to foreign exchange.

Our company delivered exceptional results, notwithstanding the macroeconomic headwinds, which is proof of our resilience as a business.

- Revenue increased 35% from N14.2bn in 2021 to N19.2bn in 2022.
- Gross profit grew by 62% to N7.6bn in 2022, with gross margin of 40% (800 basis points above 2021) despite input cost escalations.
- Operating profit grew by 109% to N3.1bn in line with operational efficiency efforts.
- Profit before tax increased by 99% to N3.4bn and profit after tax increased by 112% to N2.4bn
- Earnings per share rose by 93% to 292 kobo.

We delivered a strong performance in 2022 whilst navigating a highly volatile business environment, and are excited about the opportunities the future holds.

Awards and Recognition

In September 2022, we received an award from the National Office for Technology Acquisition and Promotion (NOTAP) in recognition of our active support and sponsorship of the NOTAP Industry Technology Transfer Fellowship (NITTF) Scheme.

We also received the "SON'S 50th Anniversary Special Awards for Supporting Standards and Quality in Nigeria" from the Standard Organization of Nigeria (SON) in December 2022.

Looking at 2023

The International Monetary Fund (IMF) upgraded its growth rate projection to 3.2% from 3.0% earlier projected for

As a business, we maintain a positive outlook and will execute growth initiatives with caution until macroeconomic conditions improve.

2023 due to measures to address security concerns in the oil industry. Headline inflation has consistently increased over the first quarter in 2023, 21.8% in January, 21.9% in February and 22.0% in March and is forecasted to average 20% through the year. Foreign exchange concerns, risk of a devaluation and availability, are also expected to persist in 2023. On the back of this, we anticipate some pressure on our customers and business.

We are working to increase the proportion of our inputs that are sourced locally. As a business, we maintain a positive outlook and will execute growth initiatives with caution until macroeconomic conditions improve.

Finally, we remain committed to delivering high quality products and services that exceed our customers' expectations and leverage technology to transform our operations and drive the growth and profitability of the business.

Appreciation

On behalf of our Executive Management Team and the Board of Directors, I want to thank you, our esteemed shareholders, our trade partners and customers, for your support in 2022. My sincere appreciation goes to the exceptional team at CAP, without which of all these would not have been possible. Your commitment to building the CAP of our dream is truly inspiring and I look forward to working with you on this continued journey of transformation.

Thank you for your attention.



Bolarin Okunowo

Managing Director

FRC/2020/003/00000020616



Lasting Coats of Perfection!



CORPORATE PROFILE

CREATING A NEW AFRICA INSPIRED BY COLOURS

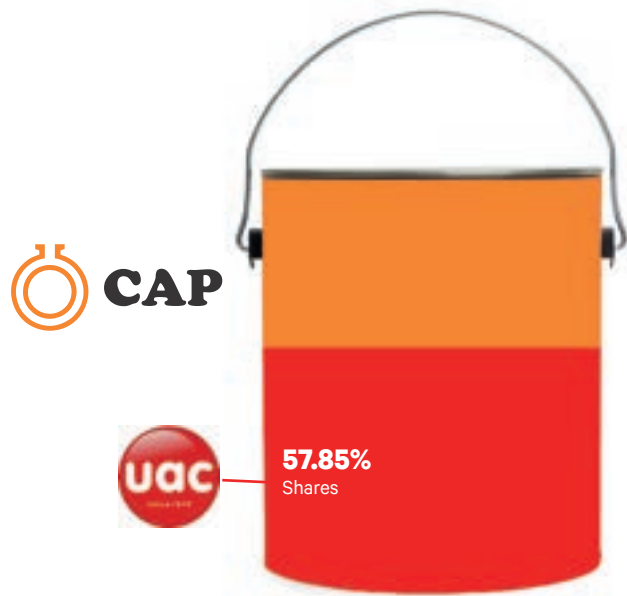
Chemical and Allied Products PLC (CAP PLC), a subsidiary of UAC of Nigeria PLC, is a technological licensee of AkzoNobel Coatings International B.V. (“AkzoNobel”)

Chemical and Allied Products PLC (CAP PLC) is a leading manufacturer and distributor of paints and paint products in Nigeria, a subsidiary of UAC of Nigeria PLC and a technological licensee of AkzoNobel Coatings International B.V. (“AkzoNobel”).

CAP PLC evolved from the world-renowned British multinational, Imperial Chemical Industries PLC (ICI), which formalised its Nigerian operations in 1957 under ICI Exports Limited. In 1965, ICI Exports Limited changed its name to ICI Nigeria Limited and in 1968, it was subsumed by ICI Paints Limited. ICI was acquired in 2008 by AkzoNobel and changed its name to Chemical and Allied Products Limited (CAPL). In 1991, CAPL became a public company and in 1992, ICI Nigeria Limited disposed its 40% shareholding in CAP PLC when it sold 35.7% of its equity to UAC of Nigeria PLC and the rest to the Nigerian public.

Currently, UAC of Nigeria PLC holds 57.85% of the Company's shares.

The Company has the ISO 9001:2015 Quality Management System certification and the ISO 14001:2015 Environmental Management System certification.



CAP PLC is a signatory to the United Nations Global Compact (UNGC), aligning with global standards on sustainability, human rights, labour, environmentally-friendly business activities and operations.

In July 2021, CAP PLC successfully completed a merger with Portland Paints and Products Nigeria PLC, another leading paints company with decades of experience in manufacturing, distributing and marketing a wide array of decorative, automotive and industrial paints and marine and protective coatings that support the building, construction and oil and gas industry in Nigeria.

CAP PLC plays within the premium and standard segments of the paints and coatings market with flagship brands such as Dulux, positioned in the premium segment, Sandtex in the standard segment, Caplux for surface preparation products and Hempel for industrial coatings.

The Company offers expert colour consultancy services to guide colour and décor choices; and realize the vision for various spaces.

The Company pioneered the Colour centre concept in Nigeria in 2005 and as of December 31, 2022, has 109 outlets comprising Dulux Colour Centers, Dulux Colour Shops and Sandtex Stores across the country.



Dulux Trade

The ultimate range of top-quality paints, Dulux Trade has a recognized heritage amongst professional decorators as the best quality paint in the market. It delivers superior coverage, opacity, durability and is available in several thousands of colours, obtainable instantly in-store with the aid of tint machines. Dulux Trade has products for both interior and exterior use.

Dulux Decorative

Dulux is a range of superior quality paints with a wide array of interior and exterior finishes, and colours to meet varying customer needs. Dulux goes far beyond paint; it creates a world in which people can live more colourful and enjoyable lives. It has been designed to give superior coverage, opacity, and durability. With Dulux, you can do more with less paint.

Dulux Matt and Silk Emulsion lines are now available in bases and can be tinted in any of our standard colours in-store instantly.



Sandtex is a leading name in the paints industry in Nigeria. It has built a strong reputation as a great quality paint and has been trusted for years for both interior and exterior surfaces. It has a wide range of finishes such as Emulsion, Satin, Matt and Gloss. Sandtex has been positioned as the 'Smart Choice' for homeowners, building professionals and painters, offering great value at an affordable price.



Caplux offers a range of top-quality surface preparation products designed to deliver a perfectly prepared surface to enable painters achieve a perfect finish once a topcoat is applied. The range includes screeding filler, primers, and undercoats. Caplux also has a range of topcoats.



MARINE AND PROTECTIVE COATINGS

CAP PLC is a major representative of Hempel, a renowned global paint company that specializes in marine and protective coatings. We service oil and gas and shipping industries for the protection of infrastructure exposed to corrosive and aggressive environments. Through Hempel, CAP PLC offers complete assortment of high-performance coatings. CAP PLC also provides customers with expert technical service and support to ensure every coating meets their specific needs.

For more information visit



www.capplc.com



careline@capplc.com



08159493070

DULUX COLOUR CENTERS



STATE	S/N	BUSINESS NAME	TELEPHONE	ADDRESS
LAGOS	1	Ikeja	09098709732, 09098709734	17a, Ajao Road, Off Adeniyi Jones Avenue, Ikeja, Lagos
	2	Isolo	08023190872, 08159493052	9a Osolo Way, Aswani Market Roundabout Off Int'l Airport Road, Ajao Estate, Isolo, Lagos
	3	Festac	08055057055, 08159492907	28, Rabi Babatunde Tinubu Road, Apple Junction, Amuwo Odofin, Lagos
	4	Gbagada	08159493046, 08186000000	175 Gbagada Express way, Gbagada
	5	Surulere	08023133443, 08054422554, 08159492954	133, Ogunlana Drive, Opposite UBA Bank, Beside Access Bank, Surulere, Lagos
	6	Victoria Island	09098709714, 08033075013	17a, Bishop Aboyade Cole Street, Victoria Island, Lagos
	7	Lekki Chevron	08095942000, 013427647	KM 18/19 Lekki Epe Expressway, Igbo-Efon Bus Stop by Chevron Roundabout, Lagos
	8	Lekki Ajah	08023175220, 08023904119	Suite 1- 4 Bluecrest Mall, By Fara Park Estate, Majek Bus-Stop, Abijo, Ajah, Lagos
	9	Lekki Admiralty	09068261710, 08026816560, 08183764808	12B, Admiralty Way, Opposite Ascon Filling Station, Lekki Phase 1, Lagos
	10	Ibeju Lekki	08055057055, 08159492907	Toro Plaza, Km 40 Lekki-Epe Expressway beside Fidelity Bank, Maletete Bus Stop, Ibeju
	11	Ikoyi	09098709735, 08037145634, 09098709714	Fezel plaza 8A Kingsway Road Ikoyi, Lagos
	12	Ikeja	08023190872	87 Opebi Road, Ikeja, Lagos.
ABUJA	13	Wuse II	08032210044	Prime Plaza, 187 Ademola Adetokunbo Street, Wuse 2, Abuja
	14	Asokoro	09055555678, 09050555302	72, Yakubu Gowon Crescent, Asokoro, Abuja
	15	Utako	092912026	Plot 171, Gouba Plaza, AE Ekuinam Street, Utako District, Abuja
	16	Gwarimpa	08034485280	Plot 104, 3rd Avenue, (Pa Michael Imodu) Gwarimpa II, Estate, Abuja
	17	Gudu	08033089368, 08028405450	Suite 15-18, AJB Mall, Plot 1123, Oladipo Diya (Opposite Zenith Bank), Gudu, Apo District, Abuja
	18	Wuye	08037096558, 08077000000	Balab Plaza Beside Zartech, By Wuye Modern Market, Wuye, Abuja
	19	Garki	08055070405, 08159493031, 08051396449	Dunukofia Street, By FCDA, Area 11, Garki, Abuja
	20	Maitama	08031896900	75B Agunyi Ironsi Street, Maitama, Abuja
	21	Lugbe	00092912026	Arish Mall, Lugbe, Abuja.
	22	Kubwa	08099445169	Kabom court, Gado Nasco Road, FHA, Kubwa, Abuja.
	23	Jahi	08095494771	Suite 002, Ammah Plaza, Jahi, Abuja
RIVERS	24	Waterlines	08159492975, 08159492969	190/172, Aba Road, Opposite Waterlines Bus-Stop, Port Harcourt
	25	Trans Amadi	08034710210	36, Trans Amadi Road, Rumubiakani, Port Harcourt,
	26	Eliozu	08038828431	LA Trinity Mall, G.U Ake Road, Eliozu - Port Harcourt



DULUX COLOUR CENTERS

STATE	S/N	BUSINESS NAME	TELEPHONE	ADDRESS
DELTA	27	Warri	07031995657, 08055455387	40, Effurun Warri Road, Opposite Union Bank, After Urhobo College, Before Enerhen Junction, Warri
	28	Asaba	08159492957	417B, Idolor House, Nnebisi Road, Beside Uzoigwe Primary School, Asaba, Delta State
ENUGU	29	Enugu	08159493002, 07016842514	19, Ogui Road, Canute House, Enugu
KANO	30	Kano	08077212499, 08077212830, 08063399916	9b Niger street opposite Royal Tropicana hotel, Kano
GOMBE	31	Gombe	08159493037	Alhajiyeel Plaza, opposite Nipost Office, Bauchi Road, Gombe
EDO	32	Benin	07033158462, 08023281885	71, Akpakpava Road, James Watt, Benin City, Edo State
OYO	33	Ibadan	08159492928, 08159492780	2a, Aare Avenue, Off Awolowo Road, New Bodija, Ibadan
AKWA IBOM	34	Uyo	08034710210	115, Ikot Ekpene Road, opp former AKTC Transport, beside Keystone Bank, Uyo Akwa Ibom
IMO	35	Owerri	08159493002, 07016842514	Plot 106 Okigwe Road Opp Federal Govt College, Owerri, Imo State
KADUNA	36	Kaduna	08159493037	No. 22, Ahmadu Bello Way (opp NDIC building), Kaduna
PLATEAU	37	Jos	8159493029	N0 5, Yakubu Gowon way (Korinjoh house), Opp Sharwama & Grills, Jos
OGUN	38	Abeokuta	08035784729	Block A shop A001, Providence centre, Moshood Abiola Way, Abeokuta, Ogun.
ONDO	39	Akure	08035806232	72 Arakale Road, Beside Ecobank , Akure, Ondo.
ANAMBRA	40	Awka	08038828431	Ositadinma Plaza, Km 44/45 Enugu/Onitsha Expressway, Aroma Junction, Awka
KWARA	41	Ilorin	08033075013	17A Assadam Road, Ilorin, Kwara.



DULUX COLOUR SHOPS

STATE	S/N	BUSINESS NAME	TELEPHONE	ADDRESS
LAGOS	1	Ikorodu	08023102943	216 Lagos Road, Opposite Government Secondary School, Beside Coker Estate, Idiroko, Lagos State
	2	Dopemu	08023190872, 08159493053	5 Shasha Road Akowonjo Dopemu , Opposite Union Bank, Lagos
	3	Okota	08023190872, 08159493055	159, Ago Palace Way, Okota, Lagos
	4	Ikoyi	08095441799	71, Awolowo Road, Ikoyi, Lagos
	5	Magodo	08150982351, 08159493046, 08186204455	Suit 5, No 61 Adekunle Banjo Avenue, Shangisha Magodo
OGUN	6	Ijebu Ode	09053605501	25, Ibadan Road, Opposite Kroyal Fast Food, Ijebu Ode
	7	Abeokuta	08023190872, 08159493054	Beside Conoil Filling Station, Awolowo Avenue Omidia/Ibara Abeokuta
IBADAN	8	Ibadan	07038411013	KM3 Alao Akala way, Elebu, Ibadan
	9	Ibadan	08035794407, 08028834958	12, Railway Goodshed Magazine Road, Jericho, Ibadan. Oyo State
OSOGBO	10	Osogbo	09024663833, 08159492942	46, Odi Olowo Street Beside Yetty Mama Hotel Osogbo, Osun State


DULUX COLOUR SHOPS

STATE	S/N	BUSINESS NAME	TELEPHONE	ADDRESS
EKITI	11	Ado Ekiti	08055057055, 08065046830	49,Ajilosun Road Ado- Ekiti, Ekiti State
ANAMBRA	12	Onitsha	07037230368, 08159492958	Trinity Complex, 109 Upper New Market Road,by DMGS Roundabout, Onitsha, Anambra State
	13	Ekwulobia	8038828432	35 Orlu Road, beside Emlek Filling Station new Aguata Local Govt HQ, Ekwulobia, Anambra
	14	Nnewi	07035443113	27 Owerri Road, Nnewi, Anambra State
ABIA	15	Umuahia	08159492970	15 or 38 Mission Hill Road, Umuahia
	16	Aba	07035443113	No 157, Aba-Owerri Road, Aba, Abia State
EBONYI	17	Abakiliki	08089814888, 07016842515	Dennis Onele Ogah Shopping Plaza, 43 Afikpo Road, Abakiliki
JIGAWA	18	Dutse	08077212499	No 2, Sani Abacha way, Dutse, Jigawa State
KATSINA	19	Sabontiti Kwado	08077212499, 08077212480	Alheri house near Shaaban supermarket Sabontiti Kwado, Katsina State OR 6/7, Block B Yahaya Madaki Way Katsina State
SOKOTO	20	Sokoto	08077212499, 08077212480	No 8,Abdurrahman Dude road opposite Sultan Macciddo institution. Sokoto State
KEBBI	21	Kebbio	08077212499	Muhammadu Buhari way by House of Assembly round about, Kebbi State
RIVERS	22	Rumueme	08159492967	64, Ada George Road, Mile 4 Rumueme, Port Harcourt
AKWA IBOM	23	Uyo	08063267835,08028706270	416B Oron Road, Uyo, Akwa-Ibom
BAYELSA	24	Yenagoa	07031002900, 08023213796	129, Milford Okilo Road, Amarata, Yenagoa. Bayelsa State
DELTA	25	Agbor	07031592776, 07065593839	165, Old Lagos-Asaba Road, Boji Boji Owa, Agbor
	26	Sapele	08022905606	40 cemetary road , sapele, Delta
	27	Ughelli	08025569409, 08037410222	170, Isoko Road, Ughelli
	28	Ovwian Udu	07063734799, 08055445037	124, Palm Royal Plaza, Opposite Lonia Clinic DSC Expressway, Ovwian Udu, Warri
CROSS RIVER	29	Calabar	08035389596, 08023149990	135, Ndidem Usang Iso, Calabar
BAUCHI	30	Bauchi	08035391104, 08032659508	A420, Opposite Sabo Clinic, Ran Road, Bauchi
ADAMAWA	31	Yola	08159493070	Plot 3329, Lamido Aliyu Mustapha Road, Opposite Federal College of Education Main Gate, Yola, Adamawa State
KOGI	32	Lokoja	08108035909, 08036108114	Suite 4, Kristal Plaza, Opposite Muslim Community School,Lokogoma,Lokoja, Kogi State
BENUE	33	Makurdi	08055070405, 08159493035	O.G. Winners Plaza, Suite A23/24, 29 New Bridge, Makurdi-Otukpo Road, Makurdi, Benue State
NIGER	34	Suleija	07036571806	Suite 8 Kwakwashe Plaza, Opposite Mahafiya Petroleum Ltd, Kwakwashe, Suleija, Niger State
	35	Minna	08108395611	Shop GF 1,2 &3 Bashir Plaza . SW 495 kateren Gwari Road , Minna. Niger state.



DULUX COLOUR SHOPS

STATE	S/N	BUSINESS NAME	TELEPHONE	ADDRESS
ABUJA	36	Lugbe	08030889711, 08063266681, 07046956382	No.1 Shop 8 Behind Danmarna Filling Station, Opposite Guardian Angel Catholic Police Chaplaincy, Lugbe Modern and Building Market Road, F.H.A. Lugbe, Abuja
	37	Kurudu	08033142081	Suite A2 Mobe Plaza, Plot MF 627 Jikwoyi, Kurudu, Abuja
	38	Karu	09021239818	Prince oil Station, Kugbo along Abuja/Keffi express way, Abuja
	39	Dei-Dei	07062504669, 08026173221	Plot 185/186 Bakusa Industrial Layout Dei-Dei, Abuja
	40	Utako	08023431980	Suite 22/23 Emmanuel plaza plot 228 POW Manfani Crescent. Beside Chida Conference Centre. Utako, Abuja
	41	Gwagwalada	08037264585	NNPC Mega Filling station, City mall Boulevard, Gwagwalada, Abuja
	42	Lokogoma	08033089368, 08028405450	Suite GF7 Global Plaza, Plot 819 Cadastral zone, Lokogoma, Abuja
	43	Kuje	08037530907, 08072220785	Okanga Shopping Plaza, Plot 174, Cadastral Zone, Kuje, FCT Abuja
EDO	44	Benin	08062524283	Elora Plaza, 162 Sapele Road, Benin.
	45	Auchi	08067443000	14 Old Court Road opposite Public Field
NASSARAWA	46	Lafia	08055070405, 08159493034	Former Wabas Restaurant, Opposite Nassarawa State Ministry Of Mineral Resources, Makurdi-Jos Road, Lafia Nassarawa
BORNO	47	Maiduguri	07036093838	Shop No 7 Hamada Plaza, Damboa Road, Maiduguri

SANDTEX STORE

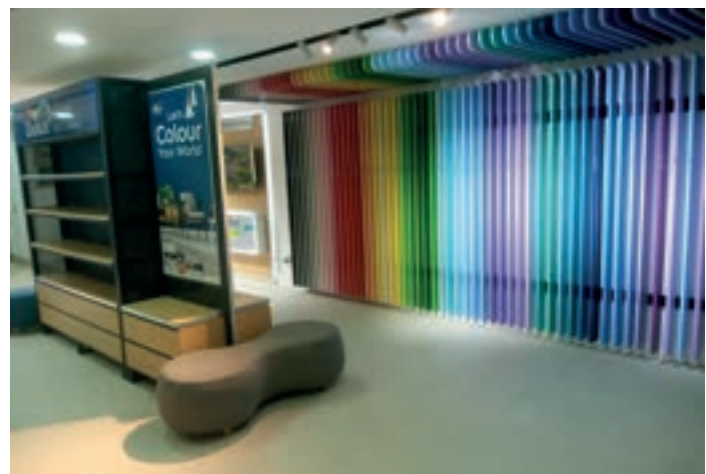
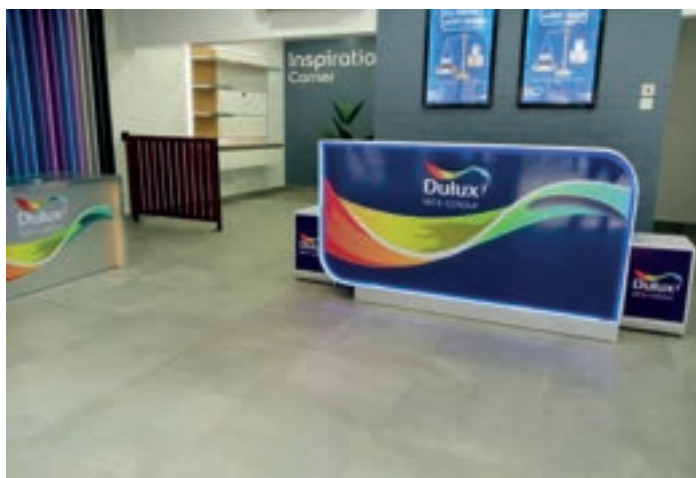
STATE	S/N	BUSINESS NAME	TELEPHONE	ADDRESS
LAGOS	1	Ikeja	08172491682	15a Aromire, Ikeja
	2	Lekki	08172491682	Km20, Lekki/Epe Express Way, Igbo Efon B/Stop
	3	Oworonshoki	07052940445	12, Oduduwa (Lafarge) Car Wash Bustop, Oworonshoki
	4	Mushin	08023644426	280, Agege Motor Road Mushin
	5	Ikota	08099445169	Oando Fuel Station, 2nd Gate, Ikota, Lagos
OYO	6	Molete	08033206032	27, Challenge Molete Road, Ibadan
	7	Ibadan	07038411013	KM3 Alao Akala way, Elebu, Ibadan
	8	Sango	08037250405	21 Oyo Road, Opp Sango Police Station, Ibadan
DELTA	9	Refinery Road, Warri	08035536311	300a, Effurun, Sapele Road, Refinery Road, Warri
	10	Effurun	08023268702	80, Effurun Road, Warri
ANAMBRA	11	Onitsha	08039174655	91, Limca Road, Onitsha
EDO	12	Benin	08180007057	56, Adesuwa Road Gra Benin City
ABUJA	13	Wuye	08037096558, 08077000000	Balab Plaza Beside Zartech, By Wuye Modern Market, Wuye, Abuja
	14	Wuse	08033329549	Suite 16, Wuse Zone 3 Shopping Complex, Wuse Abuja
	15	Gwarimpa	08099445169	Shop 06 Riko Arena, A/B Close, Off First Avenue, Gwarimpa, Abuja.
	16	Jabi	08038500011	Plot 492, Ahmadu Bello Way, Kado District
KANO	17	Kano	08030909743	107a Lamido Crescent Nasarawa Gra, Kano
KADUNA	18	Kaduna	08032575671	AH20, Lagos Street, Kaduna



OTHERS

STATE	S/N	LOCATION	ADDRESS
LAGOS	1	Ilupeju	PricePoint, 6-10 Ilupeju Industrial Crescent, Ilupeju
ABUJA	2	Lifemate	Central Business District, Wuse, Zone4

RETAIL OUTLETS



OUR PRODUCT OFFERINGS



Dulux Trade

Considered the best paint by professional decorators due to its performance. Saves time and money with better opacity, durability, higher spreading rates and pack sizes that are more convenient and economical to use. It is available as millbases which can be tinted with the aid of in-store machines to achieve desired colours. Dulux Trade offers a wide variety of finishes including Vinyl Silk, and Weathershield Smooth Masonry.

Dulux EasyCare

Dulux EasyCare is a tough and long-lasting interior emulsion paint that offers stain resistance without leaving patches. It is 20 times tougher than conventional Matt. It is the ultimate washable Matt paint. With EasyCare, forgiveness is easy.

Dulux Emulsion

This is an interior and exterior finish formulated on high quality emulsion binder, which gives an even matt coating.

Dulux Silk Emulsion

An acrylic base emulsion paint with mid sheen finish suitable for all interior and exterior surfaces.

Dulux Weathershield

The ultimate exterior paint range for long lasting durability and protection in various texture finishes including – Dulux Weathershield Textured, Dulux Weathershield Smooth, Dulux Weathershield Tex Matt and Dulux Weathershield Ultra.

Dulux Gloss

This is a quality quick drying and hardwearing oil modified alkyd paint.



Caplux Screeding Filler

Caplux Screeding Filler is an acrylic based wall putty suitable for interior/exterior application on rough or uneven rendered concrete surfaces to give a perfectly smooth, matt finish.

Caplux Alkali Resisting Primer

Caplux Alkali Resisting Primer is a solvent based, hardwearing primer suitable for use on interior/exterior concrete plaster and cement rendered surfaces that contain alkali.

Caplux Stabilizing Solution

Caplux Stabilizing solution is a water-based sealer for penetrating and bonding powdery surfaces.

Caplux Red Oxide Primer

Caplux Red Oxide Primer is a high-quality alkyd primer with rust inhibiting properties to prevent the spread of corrosion in metals. It is suitable for protection of interior/exterior metal surfaces.

Caplux Undercoat

Caplux Undercoat is a premium quality, hard wearing undercoat recommended for use with Dulux/Sandtex Finish. It is suitable for interior/exterior concrete and wood surfaces over appropriate primers when an undercoat is required.



Sandtex VME

Sandtex Vinyl Matt Emulsion is a ready-mix matt finish for walls, facades and ceiling. It inhibits mould growths in humid conditions.

Sandtex Satin

Sandtex Satin is a ready-mix premium emulsion with a mild sheen effect that gives walls and ceilings a wipeable finish.

Sandtex Matt

Sandtex Matt is a ready-mix subtly textured matt finish with good opacity and acrylic base. It is suitable as external finish in wet & coastal areas.

Sandtex Gloss

It is a multi-purpose quick drying solvent paint for building, wood/metal and industrial structures suitable for exterior use.

Sandtex Finebuild

It is a ready mixed easy to apply textured wall finish formulated with synthetic resin base, prime pigments and extenders; which provides excellent covering for cracks and uneven rendering.



Hempalin Primer 12050

Hempalin Primer 12050 is a relatively quick-drying alkyd primer. It serves as a primer for Hempalin systems for protection of steel in mild to medium atmospheric corrosive environment.

Hempalin Enamel 52140

Hempalin Enamel 52140 is a glossy alkyd weather resistant paint. It is a general-purpose finishing coat in alkyd systems on exterior and interior steel and woodwork in mildly to moderately corrosive environment.

Hempatex Hi-build 46410

Hempatex Hi-Build 46410 is a single component, physically drying high build acrylic paint with good colour retention. It is used as primer and intermediate for Hempatex systems.

Hempatex Enamel 56360

Hempatex Enamel 56360 is based on acrylic resin and non-chlorinated plasticizer for optimum gloss and colour retention. It is suitable for exterior and interior usage in medium atmospheric corrosive environments.

Hempel's Oceanic+ 73952

Hempel's Oceanic+ 73952 is a high solids SPC antifouling based on zinc carboxylate and acrylic binders. It delivers strong predictable anti-fouling protection through a very stable self-polishing mechanism, which is based on chemical hydrolysis and a strong 2 component biocide package. It is specified for drydocking intervals of up to 60 months.

Hempadur AvantGuard 7501736G

Hempadur Avantguard 7501736G is an activated, zincrich epoxy primer in compliance with the requirements of Level 2, type II in SSPC Paint 20, 2002 and ISO 12944 Part 5, 2018. It is suitable as a versatile primer for longterm protection of steel in severely corrosive environment.

Hempel's Silicon Aluminium 56914

Hempel's Silicon Aluminium 56914 is a heat resistant aluminum pigmented polysiloxane paint which cures to a hard film at ambient condition. It is suitable for longterm protection of hot pipelines, exhaust pipes, smokestacks and other hot surfaces.

Hempadur Mastic 45881

Hempadur Mastic 45881 is a two-component polyamide adduct cured, high solids, high build epoxy paint. It forms a hard and tough coating, has good wetting properties. It is a three-in-one coating that can serve as a self-primed, surface-tolerant paint system or as an intermediate and/or topcoat.

Hempathane Topcoat 55210

Hempathane Topcoat 55210 is a two-component, glossy acrylic polyurethane coating, cured with aliphatic isocyanate, with good gloss and colour retention. It serves as a finishing coat for protection of structural steel in severely corrosive atmospheric environment, where light-fastness and gloss retention are required.

RETAIL OUTLETS





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DIRECTORS' PROFILE



Mrs. Awuneba Ajumogobia

Mrs. Awuneba Ajumogobia graduated from the University of Ibadan with a BSc. (Hons.) degree in Economics and is a Fellow of the Institute of Chartered Accountants of Nigeria. She has more than thirty years of broad professional experience spanning several industries including energy, insurance, construction, manufacturing, engineering and telecommunications; and disciplines including finance, accounting, external audit, taxation, marketing, and business performance optimisation.

Over the course of her career, she worked at Deloitte and Accenture. Until her appointment to the Board of CAP PLC, she was an Independent Non-Executive Director on the Board of UAC of Nigeria PLC.

Mrs. Ajumogobia also serves as an Independent Non-Executive Director on the Board of Airtel Africa PLC, is the Chairperson of the Governing Council of Grange School, Lagos, a member of the Board of the University of Ibadan Research Foundation, trustee of the Musical Society of Nigeria (MUSON) and is a member of the Executive Council of WIMBIZ (Women in Management, Business and Public Service).

Mrs. Ajumogobia remains committed to personal and professional development and regularly participates in leading local and international institutions in her areas of interest.

Mrs. Ajumogobia was appointed to the Board of Chemical and Allied Products PLC on August 1, 2019.



Mrs. Bolarin Okunowo

Mrs. Bolarin Okunowo is a seasoned business leader and finance specialist with over 18+ years' experience in a range of roles spanning investment banking and financial services, manufacturing, oil and gas, real estate and hospitality.

She is the Managing Director Director/Chief Executive Officer of CAP PLC. Prior to her executive appointment at CAP PLC, Mrs. Okunowo served as the immediate past Managing Director/CEO of Portland Paints and Products Nigeria PLC ("Portland Paints"), a subsidiary of UACN. At Portland Paints, she led a turnaround of the business and implementation of the successful merger with CAP PLC in July, 2021.

Prior to joining UACN, she was the Head, Energy & Infrastructure Finance at Stanbic IBTC Capital ("Stanbic") with responsibility for the oil and gas, power and infrastructure debt finance portfolio. Prior to Stanbic, Mrs. Okunowo worked with ARM Investments Managers and PricewaterhouseCoopers. Mrs. Okunowo is a qualified Chartered Accountant; she holds a Bachelor's degree in Commerce from the University of Birmingham UK and a Master's degree in Information Systems from the prestigious London School of Economics.

Mrs Okunowo has served in various capacities on the boards of various publicly listed companies. She is currently an Independent Non-Executive Director of Wema Bank PLC.

Mrs. Bolarin Okunowo was appointed to the Board of Chemical and Allied Products PLC on December 1, 2021.



Mrs. Udo Okonjo

Mrs. Udo Okonjo is currently the Chief Executive Officer/Vice Chairman of Fine and Country West Africa. She is an experienced international commercial lawyer and astute business leader with core specialisations in Complex Stakeholder Negotiations, Ethics and Corporate Governance along with Business Development, Strategic Branding and New Media Marketing.

Mrs. Okonjo was admitted to the Nigerian Bar Association and New York Bar in 1991 and 1994 respectively and pursued a successful legal career for more than two decades, in addition to having acted as Senior Special Adviser on Legal and Constitutional Matters to the Senate President of the Federal Republic of Nigeria and being a Partner at a leading corporate law firm, Templars Barristers & Solicitors.

She recently became a Berkeley Certified Executive Coach (University of Berkeley Haas Business School) and also an Official Member of Forbes Business Council, an invitation only community for exceptional business owners and leaders.

Having emerged best graduating female student at the Nigerian Law School, in 1991, Udo Okonjo was awarded the prestigious British Chevening Scholarship to study at the University of London, Kings College School of Law, where she graduated with a Master's degree in Law (LLM) specializing in Corporate and Commercial Law. She earned a certificate in Effective Real Estate Marketing from the National University of Singapore in conjunction with the Dubai Real Estate Institute amongst several real estate and executive courses at the Said Business School, Oxford University, Judge Business School, Cambridge University, and Lagos Business School, Pan Atlantic University.

She is a keen advocate for Leadership Development as the antidote to Africa's and the world's biggest challenges. Udo is also passionate about real estate and entrepreneurship as a means of wealth creation and nation building and is convener of the annual Refined Investor Series to provide an accurate roadmap and insight on the Nigerian real estate market.

Mrs. Udo Okonjo was appointed to the Board of Chemical and Allied Products PLC on August 1, 2019.



Mrs. Muhibat Abbas

Mrs. Muhibat Abbas graduated from the University of Lagos with B.Sc. (Hons) degree in Business Administration. She is a Fellow of the Institute of Chartered Accountants of Nigeria, with over thirty years' experience in Internal Audit, Financial Accounting, Management Accounting, Treasury Management and Pension Fund Administration.

She worked variously as Group Treasurer of

UAC Nigeria PLC., Finance Director/Company Secretary of CAP PLC., Divisional Commercial Director Bordpak Premier Packaging and Managing Director of UNICO CPFA Ltd. She was the Acting Chief Financial Officer of UAC Nigeria PLC and was a Non-Executive Director of FSDH Merchant Bank Limited from inception till July 2019. She is currently a Non-Executive Director of Leonine Investment Services and Business Nest Investment.

Mrs. Muhibat Abbas was appointed to the Board of Chemical and Allied Products PLC on May 31, 2019.

Board of Directors, officers and professional advisers



Dr. Vitus Ezinwa

Dr. Ezinwa is a seasoned business manager and human resource professional with experience in leading multinational corporations.

He is currently the Managing Director of Grand Cereals Limited, a subsidiary of UACN, and the Chief Operating Officer of UACN PLC. Prior to joining UACN, he worked as Group Human Resources Director for Promasidor Africa; Human Resources Director, Coca-Cola Nigeria & Equatorial Africa with responsibility for 10 countries and Human Resources Director for British American Tobacco, West & Central Africa covering Ghana, Benin, Niger & Togo. Dr. Ezinwa was, until recently, the Group Human Resource Director for Tropical General Investments (TGI) Group.

He is a member of the Advisory Board of Afterschool Graduate Development Centre, member of the Institute of Directors and a Fellow of the Chartered Institute of Personnel and Development (CIPD) UK.

He is a co-founder and Director of HR Network Africa and was until 2014, a member of the Lagos Business School's Advisory Board. He holds a Bachelor's degree in Sociology/Anthropology from the University of Nigeria, Nsukka, MBA in Management from Lagos Business School, a Master's in applied business research and a Doctorate in Business Administration, both from Swiss Business School, Zurich, Switzerland.

He was appointed to the Board of Chemical and Allied Products PLC on June 17, 2021.



Mr. Folasope Aiyesimoju

Mr. Aiyesimoju is a finance professional with experience spanning corporate finance, principal investing and private equity. Over the course of his career, he has lived and worked in Sub-Saharan Africa's most important economies gaining experience of the operating landscape in the region.

Mr. Aiyesimoju is currently the Group Managing Director of UAC of Nigeria PLC ("UACN"), with responsibility for shaping overall strategy and driving long-term value creation. He is also the founder of Themis Capital Management, an investment firm focused on concentrating capital and talent on high-potential opportunities in Sub-Saharan Africa.

Prior to founding Themis, he worked with Kohlberg Kravis Roberts, a leading global

investment firm. His experience also includes working with the Standard Bank Group, where he led mergers and acquisitions in Nigeria. He spent the early part of his career with Ocean and Oil Holdings Limited, a principal investment firm in Nigeria and ARM Investment Managers, one of Nigeria's leading investment advisory and wealth management firms. He also sits on the Boards of MDS Logistics Limited, Grand Cereals Limited, UAC Foods Limited and UPDC PLC.

Mr. Aiyesimoju holds a B.Sc. (Hons) degree in Estate Management from the University of Lagos, where he was awarded a Certificate of Excellence in Real Estate Development and Finance, and earned the right to use the CFA designation in 2006.

He was appointed to the Board of Chemical and Allied Products PLC on October 5, 2021.

Board of Directors, officers and professional advisers



Mrs Ifeoma Chuks-Adizue

Mrs. Chuks-Adizue is a seasoned commercial professional with in-depth experience in Brand Management, Sales, Media garnered over 17 years' experience building brands, people and businesses across Africa within global FMCG companies. Mrs. Chuks-Adizue joined CAP PLC in February 2021 as the Chief Commercial Officer leading the development and execution of strategies to deliver the business growth agenda.

Prior to joining CAP PLC, Mrs. Chuks-Adizue was Head of Marketing Cocoa Beverages at Cadbury Nigeria, responsible for the growth of the business across Nigeria and Ghana as well as leading the Equity and Innovation agenda for the category across Middle East and Africa. Prior to joining Cadbury, Mrs. Chuks-Adizue worked with Procter & Gamble for over 12-years, holding various

senior sales and marketing roles.

Mrs. Chuks-Adizue is passionate about the all-round growth of people, especially women. She is the author of the books – 'The Uncommon Woman' and 'Made For MORE' and Founder of the Uncommon Woman Movement, an online platform focused on helping career women birth the 'MORE' in them whilst growing in their careers and being a positive pillar in their homes.

Mrs. Chuks-Adizue holds a degree in Economics from the University of Jos where she graduated top of her class. She is a Registered Practitioner of the Advertising Practitioners Council of Nigeria and serves as a Non-Executive Director on the board of FINCA Microfinance Bank Limited.

Mrs. Chuks-Adizue was appointed Executive Director, Commercial effective April 1, 2022.



Mr. Yomi Adenson

Mr. Yomi Adenson is an adroit finance professional and a seasoned Accountant with 19 years plus experience, contributing to topline growth, business risk assessment and corporate governance, cost analysis, margin management and enhancement of bottom-line performance. His areas of specialty include treasury management, financial control, process improvement, financial planning, tax and regulatory compliance, negotiation and procurement strategy, strategy and leadership.

Mr. Adenson joined CAP PLC in June 2021 as Chief Finance Officer with responsibility for the finance and risk management functions. Prior to joining CAP PLC, Mr. Adenson was the Senior Finance Manager (General

Manager – Finance) at Promasidor Nigeria Limited, a company he worked with for over 13 years. Prior to Promasidor, Mr. Adenson worked with May & Baker Nigeria PLC and former Dunlop Nigeria PLC.

Mr. Adenson has a strong accounting background, a Master's in Business Administration in Finance, and an alumnus of the Manchester Business School Leadership Program, Hub of Finance Transformation and CFO University – USA. He is also a Fellow of the Institute of Chartered Accountant of Nigeria (ICAN), a serving board member of the Taxation and Fiscal Policy of ICAN, and a serving board member of Quality Education for All Students (QEFAS) preparatory school in Nigeria.

Mr. Adenson was appointed Executive Director, Finance and Risk effective April 1, 2022.

Board of Directors, officers and professional advisers



Dr. Babs Omotowa

Dr. Omotowa is a consummate leader across a number of sectors including global energy, banking, and academia. He has had an extensive executive career and board roles across many continents in established and emerging markets.

He was the MD/CEO of Nigeria LNG Limited (“NLNG”) for almost 5 years from December 2011 to September 2016 where he achieved 65% revenue growth to \$40bn, a 70% rise in returns, and raised \$2bn international financing.

Prior to joining NLNG, Dr. Omotowa had served as Vice-President Shell Africa, and as Executive Director at Shell Petroleum Development Company. He was also a Non-Executive Director at West African Gas Pipeline Company; The Nigerian Economic Summit Group, and a global president of a 100,000 members UK Chartered Institute.

Subsequent to his tenure at Nigeria LNG, Dr. Omotowa served as Vice President of Shell Global Upstream E&P, and Special Adviser to

the Shell Global Upstream Director.

He is currently an Independent Director at StanbicBTC Holding, Chairman of the Advisory Board of Montserrado B.V. Group, and also sits on the board of Pearlhill Technologies (an American LLC, leading innovative technologies to positively impact climate change). Dr. Omotowa is also the President of the Nigerian University of Technology and Management.

Dr. Omotowa is currently studying for a DBA (Doctor of Business Administration) from Edinburgh Business School (2020 to 2026), he obtained an MBA from the University of Leicester (2002) and a DSc (Hon) from Kwara State University (2021). He has attended several leadership programs including the Leadership Development Program from INSEAD (2015), Senior Leadership Development Program from IMD Business School (2012), and General Manager’s Program from Harvard University (2003).

Dr. Omotowa was appointed to the Board of CAP PLC with effect from June 17, 2022, as an independent non-executive director.

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FINANCIAL HIGHLIGHTS

FOR THE YEAR ENDED 31 DECEMBER 2022

	2022	2021	
	N'000	N'000	change
Revenue	19,208,470	14,207,818	35
Operating profit	3,096,001	1,478,524	109
Finance income	381,765	256,588	49
Profit before taxation	3,444,212	1,727,498	99
Taxation	(1,068,004)	(604,915)	77
Profit for the year	2,376,208	1,122,583	112
Total equity and liabilities	13,406,204	12,115,919	11
Additions to property, plant & equipment (PPE)	704,409	614,717	15
Depreciation on PPE	353,875	225,100	57
Cash and cash equivalents	3,761,078	2,571,991	46
Earnings per share (kobo) - Basic	292	151	93
Earnings per share (kobo) - Diluted	292	151	93
Net asset per share (kobo) - Basic	837	559	50

REPORT OF THE DIRECTORS

The Directors have the pleasure in presenting their report to members on the affairs of Chemical and Allied Products PLC (the “Company” or “CAP PLC” or “CAP”), together with the Audited Financial Statements and independent Auditor’s Report for the year ended December 31, 2022.

1 LEGAL FORM AND PRINCIPAL ACTIVITIES

Chemical and Allied Products PLC is a technological licensee of AkzoNobel Coatings International B.V. (“AkzoNobel”). CAP PLC evolved from the world-renowned British multinational, Imperial Chemical Industries PLC (ICI), which formalized its Nigerian operations in 1957 under ICI Exports Limited. In 1965, ICI Exports Limited changed its name to ICI Nigeria Limited and in 1968, it was subsumed by ICI Paints Limited. ICI was acquired in 2008 by AkzoNobel, changed its name to Chemical and Allied Products Limited (CAPL) in the spirit of indigenization and in 1991, CAP became a public company. In 1992, ICI Nigeria Limited disposed its 40% shareholding in CAP when it sold 35.7% of its equity to UAC of Nigeria PLC (“UAC”) and the rest to the Nigerian public. Currently, UAC holds 57.85% of CAP’s shares.

CAP operates within the premium and standard segments of the Paints and Coatings market with flagship brands such as Dulux positioned in the premium segment, and Caplux and Sandtex in the standard segment. CAP also operates in the marine and protective coatings segment through distribution of the Hempel brand. The Company has the ISO 9001:2015 Quality Management System certification and the ISO 14001:2015 Environmental Management system certification. CAP is a signatory to the UN Global Compact (UNGC) initiative, raising the bar in human rights, labour standards, environment, and anti-corruption.

The Company pioneered the colour centre concept in Nigeria in 2005, which began a revolution in the Nigerian paint industry. As of 31 December, 2022 the Company has One hundred and Nine (109) outlets across major cities in the country following the strategic merger with Portland Paints and Products Nigeria PLC (“Portland Paints”) which became effective on July 1, 2021.

2 OPERATING RESULTS

The following is the summary of the performance of the Company for the year under review as compared with the previous year:

	2022 N’000	2021 N’000
Revenue	19,208,470	14,207,818
Operating Expenses	(4,800,166)	(3,342,428)
Profit before taxation	3,444,212	1,727,498
Taxation	(1,068,004)	(604,915)
Profit after taxation	2,376,208	1,122,583
Retained earnings	4,700,110	3,028,137

3 DIVIDEND

The Directors are pleased to recommend to shareholders a full year ordinary dividend of N1.55k per 50 kobo share, representing N1.26billion cash distribution. Dividend will be paid net of withholding tax (2021:N985million).

Dividend will be paid to shareholders whose names appear in the Company’s Register of Members as at the close of business on June 1, 2023.

4 RECORD OF DIRECTORS' ATTENDANCE AT MEETINGS

Pursuant to Section 284(2) of the Companies and Allied Matters Act, No. 3 of 2020, the records of Director's attendance at Board meetings during the year under review will be available for inspection at the Annual General Meeting.

5 BOARD CHANGES

RETIREMENT

Amb. Kayode Garrick, having spent 9 years on the Board since his first election, retired from the Board as an independent non-executive director on March 21, 2022.

The Board was deeply appreciative of Amb. Garrick for his hard work and valuable contributions to the growth of the Company. The NGX Regulation Limited, the Securities and Exchange Commission and the Corporate Affairs Commission were duly notified of these retirements.

BOARD APPOINTMENT

During the period under review, the following appointments were made to the Board of the Company:

- Mrs. Ifeoma Chuks-Adizue as executive director with effect from April 1, 2022
- Mr. Yomi Adenson as executive director with effect from April 1, 2022
- Dr. Babs Omotowa as an Independent non-executive director with effect from June 17, 2022

The appointments of Mrs. Ifeoma Chuks-Adizue and Mr. Yomi Adenson were approved by CAP's shareholders at the Annual General Meeting June 16, 2022. The appointment of Dr. Babs Omotowa will be presented at this Annual General Meeting for the approval of the Shareholders and Dr. Omotowa's profile is contained in this Annual Report. The NGX Regulation Limited, Securities and Exchange Commission and the Corporate Affairs Commission were notified of these appointments.

6 DIRECTORS RETIRING BY ROTATION

In accordance with the Articles of Association of the Company and Section 285 of CAMA, Mrs. Awuneba Ajumogobia and Mrs. Udo Okonjo are the directors retiring by rotation at this meeting. Mrs. Okonjo, being eligible, offers herself for re-election and her profile is contained in this Annual Report.

7 DIRECTORS' TRAINING AND INDUCTION

During the year, the Directors attended relevant trainings to deepen corporate governance practice through multi-sectoral and multi-generational collaborations and enhance strategic leadership skills.

Every newly appointed Director receives a comprehensive letter of appointment detailing the terms of reference and composition of the Board and Board committee, schedule of Board meetings, their entitlements and demand on their time as a result of the appointment. The letter of appointment is accompanied with the Memorandum and Articles of Association of the Company, the previous year's Annual Report and Financial Statements, the Code of Corporate Governance for Public Companies in Nigeria, CAP PLC's Code of Business Conduct, and other documents, policies, processes and procedures of the Company that help the director gain understanding of the Company, its history, culture, values, business principles, people, projects, processes and plan.

A new Director undergoes an induction for him/her to get acquainted with the business operations, issues and brands of the Company. As part of the induction process, he/she is introduced to the Directors, members of the Leadership Team, Company's operations and trade partners including Dulux partners and Sandtex franchisees.

8 DIRECTORS INTERESTS IN CONTRACTS

None of the Directors has notified the Company for the purpose of Section 303 (1) of CAMA of any declarable interest in contracts in which CAP PLC is involved.

9 DIRECTORS AND THEIR INTERESTS IN THE SHARES OF THE COMPANY

Directors' interests in the issued share capital of the Company as recorded in the Register of Members and/or as notified by the Directors in compliance with CAMA and the Listing Requirements of the NGX Regulation Limited were as follows:

S/N	NAME/POSITION OF DIRECTORS	31-Dec-22		31-Dec-21	
		DIRECT	INDIRECT	DIRECT	INDIRECT
1	Mrs. Awuneba Ajumogobia (Chairperson)	Nil	Nil	Nil	Nil
2	Mrs. Bolarin Okunowo - Managing Director	Nil	Nil	Nil	Nil
3	Mrs. Udo Okonjo - Independent Non-Executive Director	Nil	Nil	Nil	Nil
4	Mrs. Muhibat Abbas - Non-Executive Director	Nil	Nil	Nil	Nil
5	Dr. Vitus Ezinwa - Non-Executive Director	Nil	Nil	Nil	Nil
6	Mr. Folasope Aiyesimoju** - Non-Executive Director	Nil	471,343,569	Nil	445,696,097
7	Ambassador Kayode Garrick Independent Non-Executive Director (Retired by rotation at the Annual General Meeting of June 16, 2022).	Nil	Nil	1,215	36,555
8	Mrs. Ifeoma Chuku-Adizue - Executive Director	Nil	Nil	Nil	Nil
9	Mr. Yomi Adenson - Executive Director	Nil	Nil	Nil	Nil
10	Mr. Babs Omotowa - Independent Non-Executive Director	Nil	Nil	Nil	Nil

**Mr. Folasope Aiyesimoju is the Group Managing Director of UACN and he indirectly controls the shares of UACN in CAP PLC

10 ALTERNATE DIRECTORSHIP

There was no alternate directorship during the year under review.

11 SHAREHOLDING AND SUBSTANTIAL SHAREHOLDERS

The issued and fully paid-up share capital of the Company is N407,373,750 (Four Hundred and Seven Million, Three Hundred and Seventy-Three Thousand, Seven Hundred and Fifty Naira) divided into 814,747,500 (Eight Hundred and Fourteen Million, Seven Hundred and Forty-Seven Thousand, Five Hundred) Ordinary shares of N0.50k each.

In terms of significant shareholding (5% and above), the table below is instructive:

S/N	PARTICULARS OF SHAREHOLDING	NUMBER OF SHARES	PERCENTAGE % OF SHAREHOLDING
1	UAC of Nigeria PLC	471,343,569	57.85

Other than the above, no other shareholder holds 5% and above of the Company's issued shares as of December 31, 2022.

12 RANGE ANALYSIS OF SHAREHOLDING

As at the end of 2022, CAP PLC's shares were held by 16,612 shareholders as analyzed below

Range	No. of Holders	Holders %	Holders Cum.	Units	Units %	Units Cum.
1 - 999	4,997	30.08	4,997	1,640,119	0.2	1,640,119
1000 - 9999	8,908	53.62	13,905	28,995,319	3.56	30,635,438
10,000 - 99,999	2,299	13.84	16,204	62,912,503	7.72	93,547,941
100,000 - 999,999	364	2.19	16,568	93,676,070	11.5	187,224,011
1,000,000 - 9,999,999	39	0.23	16,607	97,040,813	11.91	284,264,824
10,000,000 - 99,999,999	4	0.02	16,611	59,139,107	7.26	343,403,931
100,000,000 - 999,999,999	1	0.01	16,612	471,343,569	57.85	814,747,500
Grand Total	16,612	100.00		814,747,500	100	

13 DIRECTORS' REMUNERATION

CAP PLC ensures that remuneration paid to its directors complies with the provisions of the Code of Corporate Governance issued by its regulators and other relevant laws. In compliance with Section 34 (5) (f) of the SEC Code of Corporate Governance for Public Companies, the Company makes disclosures of the remuneration paid to its Directors.

Package	Type	Description	Period
Basic Salary	Fixed	This is part of the gross salary package for the Managing Director and Executive Directors only	Paid monthly during the financial year
Directors' fee	Fixed	This is paid annually to Non-Executive Directors only	Paid in December of the year
Sitting Allowance	Fixed	This is paid to Non-Executive Directors only	Paid after attendance at each meeting
Travel Allowances	Fixed	This is paid to Non-Executive Directors only	Paid in the first month of the year

14 CORPORATE GOVERNANCE EVALUATION

In line with the provisions of the Nigerian Code of Corporate Governance 2018, an evaluation was carried out to assess the level of the Company's compliance with corporate governance requirements. The exercise was carried out by DCSL Corporate Services Limited. Our corporate governance strategy is aspirational, ensuring on-going compliance improvements with relevant codes of corporate governance as well as the post listing requirements of the NGX Regulation Limited.

15 BOARD EVALUATION

To assess the effectiveness of the Board, the Board Committees and individual Directors, a Board evaluation was undertaken covering the period of the financial year under review by Deloitte and Touche. The performance of the Board, Board Committees and individual directors were adjudged to be satisfactory and necessary feedback arising from the exercise was communicated, as appropriate.

16 COMPLAINT MANAGEMENT FRAMEWORK

The Company has a Complaint Management Policy and Framework in place in accordance with the directive of the Securities and Exchange Commission on resolution of complaints. This policy has also been uploaded on the Company's website for public access.

17 INSIDER TRADING AND PRICE SENSITIVE INFORMATION

The Company has a Securities Trading Policy which prohibits the directors and employees from trading in the Company's shares during periods they are in possession of price sensitive information. The Company was in compliance with the Securities Trading Policy during the year under review.

18 WHISTLE BLOWING PROCEDURE

The Company has a Whistle Blowing Procedure which ensures that reports are anonymously received, discretely investigated and a report sent to the Audit Committee.

19 ACQUISITION OF OWN SHARES

The Company did not purchase any of its own shares during the year.

20 THE NIGERIAN CODE OF CORPORATE GOVERNANCE 2018 AND THE SEC CORPORATE GOVERNANCE GUIDELINES

The Company has complied with the Securities and Exchange Commission's Code of Corporate Governance for Public Companies in Nigeria. The Company has substantially complied with the provisions of Nigerian Code of Corporate Governance 2018. The Company has adopted an aspirational approach, where identified gaps continue to be closed to ensure full compliance.

21 HUMAN RESOURCES REPORT

CAP PLC believes its people are its greatest assets therefore makes it a key priority to hire talents based on high standards criteria and competence. Also, the Company upholds a sound culture of providing continuous development and training for its staff to address knowledge gaps and provide new skill sets along the Company's lines of responsibilities. Annually, trainings are identified for staff and followed through in accordance with an approved training plan meant to ensure that this objective is achieved. The Company encourages easy interaction between Management and other staff of the Company so as to foster an atmosphere of warmth at work and also to kindle the necessary synergy required for the Company's success.

22 EMPLOYMENT OF DISABLED PERSONS

The Company adhered to its age-long policy of non-discrimination against disabled persons in 2022. The Company had one disabled person on its payroll as at 31 December, 2022. All employees are treated equally and are given equal opportunities to develop their careers. Disability is not a barrier to promotion or career development in the Company.

23 HEALTH, SAFETY AND WELFARE OF EMPLOYEES

The Company approaches Health, Safety and Welfare issues affecting staff with every sense of seriousness and therefore maintains an insurance health care scheme with Health Maintenance Organizations (HMOs), licensed by the National Health Insurance Scheme (NHIS) to provide health insurance to employees in the private sector. Through this arrangement, each employee, their respective spouses, and dependents below the age of eighteen (18) years are entitled to medical treatments in well-equipped, qualitative network of hospitals under the scheme.

There is also an on-site clinic in the Company's premises where first aid treatment can be administered to ailing staff. Safety regulations are in place within the Company's premises and employees are regularly informed of the regulations.

There are contributory retirement benefit schemes for both management and employees of the Company in conformity with the Pensions Reform Act 2014.

The Company is committed to providing a safe working environment for employees, contractors, customers and members of the public.

HIV/AIDS

The Company does not discriminate against or dismiss any employee on the basis of his or her HIV status. The HIV status and medical records of any individual will be considered and kept as strictly confidential. As much as possible care will be taken to support such individuals by providing counselling and medical support services.

Employee Involvement

CAP PLC is passionate about maintaining an engaged workforce that perceives CAP as a “Great place to work”. To achieve this, an employee engagement survey was conducted in the course of the year to understand areas of focus for employee engagement. The result of the survey is being used to determine engagement actions to keep the workforce highly engaged and motivated.

Training and Staff Development

The Company recognizes the need to invest in the learning and development of its human resources. We believe this is an investment that adds value to the business. We are therefore committed to continuous development of our workforce through on the job learning, coaching and mentoring and training courses and seminars organized internally and externally including overseas courses. Individual needs of each employee are considered in organizing learning and development interventions. Members of staff are also encouraged and assisted financially to embark on self-development schemes to improve themselves both academically and professionally.

Anti-corruption and Business integrity

CAP PLC does not give or receive whether directly or indirectly, bribes or other improper advantages for business or financial gain. No employee shall offer, give or receive any gift or payment which is or may be construed as being, a bribe. Any demand for, or offer of, a bribe must be rejected immediately and reported to management. No employee will be criticized for any loss of business resulting from adherence to these principles. The Company’s accounting records and supporting documents must accurately describe and reflect the nature of the underlying transactions. No undisclosed or unrecorded account, fund or asset will be established or maintained.

A whistle blowing policy has also been put in place to encourage employees at all levels to alert and inform management of any negative development that might impinge on the value, performance and/or image of the Company before any harm is done. Similarly, a corporate fraud policy has been established to facilitate the development of controls which will aid in the detection and prevention of fraud against the company. It is our intention to promote consistent organizational behaviour by providing guidelines and assigning responsibility for the development of controls and conduct of investigations.

24 DONATIONS

The following were given by way of gifts and donations during the year

2022 DONATIONS

S/N	DESCRIPTION	AMOUNT
1	Repainting of Missionaries of Charity Orphanage, Ketu, Lagos. (Paint Donation and application, volunteers etc.)	2,801,853
2	Repainting of Heritage Homes Ophanage, Ikota, Ajah, Lagos (Paint Donation and application, volunteers etc.)	2,069,162
Total		4,871,015

25 EVENTS AFTER REPORTING PERIOD

There are no significant events, which could have had a material effect on the state of affairs of the Company as at December 31 2022 that have not been adequately provided for or disclosed in these financial statements.

26 TRADING IN SECURITIES POLICY

Chemical and Allied Products PLC (the Company) has a Securities Trading Policy regulating securities transactions by its directors and other insiders. The company's Securities Trading Policy complies with the standard set out by the Rules of the Nigerian Exchange and are no less stringent than the said standard. The company's Securities Trading Policy is to generally ensure the board members, employees and its external stakeholders who have knowledge of confidential and potentially price sensitive information are aware of the prohibition imposed by law against using, disclosing (other than in the normal course of the performance of their duties) or encouraging transactions in securities on the basis of such inside information.

In addition to obligations imposed by law, Chemical and Allied Products PLC wants board members, employees and external stakeholders to respect the safeguarding of confidential information and potentially price sensitive information. The Policy has been made available to all stakeholders and is also available on the Company's website. Having made specific enquiry of all directors, the Company confirms that all of its directors have complied with the standards set out in relevant laws as well as the Company's Securities Trading Policy.

27 PROPERTY, PLANT AND EQUIPMENT

Information relating to property, plant and equipment is given in Note 14 to the financial statements. In the opinion of the Directors, the market value of the Company's property plant and equipment is not less than the carrying value shown in the financial statements.

28 AUDITOR

Messrs. KPMG Professional Services, having satisfied the relevant corporate governance rules on their tenure in office have indicated their willingness to continue in office as auditors to the Company. In accordance with Section 401 (2) of the Companies and Allied Matters Act (CAMA), 2020, therefore, the independent auditors will be re-appointed at the next annual general meeting of the Company without any resolution being passed. A resolution will however be proposed authorising the Directors to fix their remuneration.

Dated this 20th day of March, 2023

BY ORDER OF THE BOARD



AYOMIPO WEY

Company Secretary

FRC/2013/NBA/00000003124

CORPORATE GOVERNANCE REPORT

Introduction

The Board of Chemical and Allied Products PLC (“CAP PLC” or the “Company”) is pleased to present the Corporate Governance Report (the “Report”) for the 2022 Financial Year. The Report provides insight into the operations of our governance framework and Board’s key activities during the year. The Board recognizes that effective governance is a key imperative for strong corporate performance and sustainable success of the Company. It operates on the understanding that sound governance practices are fundamental to earning the trust of stakeholders, which is critical to sustainable growth. The Company’s corporate governance framework is designed to align Management’s and Board’s actions with the interests of shareholders whilst ensuring appropriate balance with the interests of other stakeholders.

Our corporate governance compliance strategy is aspirational. It ensures on-going compliance with relevant codes of corporate governance as well as the post listing requirements of the Nigerian Exchange Group and the NGX Regulation Limited. Our governance model is founded on key pillars of accountability, responsibility, transparency, independence, fairness and discipline. CAP PLC is governed under a framework that enables the Board discharge its oversight functions, provide strategic direction to the Company, take decisions and ensure regulatory compliance.

1 THE BOARD

1.1 General

The Board is responsible for developing the Company’s strategy and ensuring that its available assets are utilized towards the attainment of its set strategy and plans. The Board performs supervisory oversight over management activities ensuring that the affairs of the Company are conducted in a manner that increases the value of shareholders’ investments and is also beneficial to all other stakeholders of the Company.

In accordance with best practices, the Board comprises of nine (9) Directors made of up six (6) non-executive directors three (3) of whom are independent), two (2) executive directors and the Managing Director. The Board members are professionals and business persons with vast experience and credible track record.

1.2 Appointment Process

The Board appointment process is guided by transparent and high ethical standards. In other words, the process of appointment to the Board of CAP PLC is transparent and in accordance with relevant regulatory laws and guidelines. In compliance with the SEC Code of Corporate Governance, the Nigerian Code of Corporate Governance and the Board’s policy on process for appointment of directors, the Directors are selected based on their skills, competence, experience and diversity. Upon approval by the Board, the NGX Regulation Limited, and the Corporate Affairs Commission are notified of the appointments of the candidates.

1.3 General Board Philosophy

The Board provides overall guidance and policy direction to Management and acts on behalf of Shareholders in the overall interest of stakeholders and is accountable to the shareholders.

1.4 Chairman and CEO Positions

In accordance with good corporate governance practices, the positions of the Managing Director and that of the Chairperson of the Board are occupied by different persons and while the Managing Director is responsible for implementation of the Company’s business strategy and the day-to-day management of the business, the Chairperson is not involved in the day-to-day operations of the Company and is not a member of any committee of the Board.

1.5 Non-Executive Directors

The Non-Executive Board members possess strong knowledge of the Company’s business and contribute actively at Board meetings.

1.6 Independent Non-Executive Directors

The Board consists of three (3) Independent Non-Executive Directors who bring objectivity and independent judgment to Board deliberations. In accordance with the Nigerian Code of Corporate Governance, the continued independence of the Independent Non-Executive Directors is annually ascertained against set criteria.

1.7 Board Changes

The following changes occurred during the year under review:

- Mr. Yomi Adenson and Mrs. Ifeoma Chuks - Adizue were each appointed as Executive Director, Finance and Risk and Executive Director, Commercial effective April 1, 2022 respectively.
- Ambassador Kayode Garrick retired from the Board of CAP PLC as Non- Executive Director (independent) effective June 16, 2022.
- Dr. Babs Omotowa was appointed as an Independent Non-Executive Director effective June 17, 2022.

The NGX Regulation Limited, the Securities and Exchange Commission and the Corporate Affairs Commission were notified of the changes.

1.8 Attendance at Board Meetings

The Board meets at least once in every quarter or as frequently as the Board's attention may be required on any situation which may arise. Sufficient notices with clear agenda and reports are given prior to convening such meetings.

A total of 100% attendance was recorded at Board meetings in 2022. This displays the Board's strong commitment and unwavering dedication to the Company's affairs whilst ensuring that the Company's best interest is protected.

1.9 Board Meeting Attendance

A total of six (6) Board Meetings were held in the 2022 Financial Year. The table below shows Directors' attendance at the meetings.

S/N	Members	3/21/22	4/25/22	6/16/22	7/22/22	10/24/22	10/24/22	Total number of Meetings attended	Percentage of Attendance
1	Mrs. Awuneba Ajumogobia	P	P	P	P	P	P	6	100%
2	Mrs. Bolarin Okunowo	P	P	P	P	P	P	6	100%
3	Ambassador Kayode Garrick	P	P	LTB	LTB	LTB	LTB	2	100%
4	Mrs. Udo Okonjo	P	P	P	P	P	P	6	100%
5	Mrs. Muhibat Abbas	P	P	P	P	P	P	6	100%
6	Dr. Vitus Ezinwa	P	P	P	P	P	P	6	100%
7	Mr. Folasope Aiyesimoju	P	P	P	P	P	P	6	100%
8	Mr. Yomi Adenson	NYAM	P	P	P	P	P	5	100%
9	Mrs. Ifeoma Chuks-Adizue	NYAM	P	P	P	P	P	5	100%
10	Dr. Babs Omotowa	NYAM	NYAM	NYAM	P	P	P	3	100%

KEY:

P	-	Present
LTB	-	Left the Board
AWA	-	Absent with Apology
NLM	-	No Longer a Member
NYAM	-	Not Yet a Member

1.10 Board Committees

The Board exercises oversight responsibility through its standing committees, each of which has its own Terms of Reference that clearly defines its purpose, composition, structure, frequency of meetings, duties, tenure and reporting lines to the Board. In line with best practice, the Chairman of the Board is not a member of any committee and the Chairmen of the Committees are appointed by the Board. The Board has three (3) standing committees, namely: the Risk Management Committee, the Remuneration and Governance Committee and the Board Audit Committee. While the various Board Committees have the authority to examine issues within their remit and report their decisions and/or recommendations to the Board, the ultimate responsibility for all matters lies with the Board.

1.10.1 Risk Management Committee

The Risk Management Committee is responsible for overseeing the efficacy of risk management and the strength and appropriateness of control processes across the Company.

The Committee is constituted as follows:

1	Mr. Folasope Aiyesimoju	Chairman/Non-Executive Director
2	Mrs. Bolarin Okunowo	Member/ Managing Director
3	Ambassador Kayode Garrick	Member/Independent Non-Executive Director (member until his retirement with effect from June 16, 2022)
4	Mrs. Muhibat Abbas	Member/Non - Executive Director,
5	Mr. Yomi Adenson	Member/Executive Director, Finance and Risk
6	Dr. Babs Omotowa	Member/Independent Non-Executive Director

The following are the Committee's terms of reference:

- Oversee the establishment of a management framework that defines the company's risk policy, risk appetite and risk limit and recommend for approval of the Board as well as assist the Board in its oversight of risk management strategy;
- Ensure that the risk management framework is integrated into the day-to-day operations of the business and provides guidelines and standards for administering the acceptance and on-going management of the Company's key risks;
- To review the Company's risk management policies, systems and procedures developed by management and to confirm their consistency with the Company's strategy and business plans;
- To review and assess steps taken by management to manage and mitigate identifiable risks, and review the status of the Company's key risks at every meeting;
- To review the adequacy and effectiveness of the Company's risk management and internal control systems on a regular basis;
- To ensure that the Company undertakes at least once annually a thorough risk assessment covering all aspects of the Company's business and the results of the risk assessment are used to update the Company's risk management framework;
- Review the level of the Company's compliance with applicable laws and regulatory requirements which may impact the Company's risk profile;
- Periodically review changes in economic and business environment which may threaten the Company's business model, key strategies, future performance, solvency and liquidity and make recommendations to the Board as appropriate;
- Review and recommend for approval of the Board, at least annually, the Company's I.T. data governance framework;
- Consider and recommend significant I.T. investments and expenditure for the Company;
- Make recommendations to the Board on capital expenditure, specific projects and their financing, within the overall approved plan;
- Make recommendations on management of Company's cash and debt exposure/borrowings;
- Understand the principal risks to achieving the company's strategy;
- Ensure that business profile and plans are consistent with the Company's risk appetite;
- Assist the Board in overseeing risk management and monitoring the Company's performance with regards to risk management;

- Review the process for identifying and analyzing business level risk;
- Agree and implement risk measurement and reporting standards as well as methodologies;
- Periodically review the key controls, processes and practice, including limit structure;
- Review and challenge all aspects of the Company's risk profile; key risk management practice;
- Periodically evaluate the Company's risk profile, action plans to manage high risks and progress on the implementation of these plans;
- Monitor risk management policies to ensure they are integrated into the Company's culture;
- Review quarterly risk management reports and make recommendation to the Board on appropriate actions;
- Ensure the Company's risk exposures are within approved risk control limits;
- Assess new risk-return opportunities;
- Review the structure for, and implementation of, risk measurement and reporting standards, as well as, methodologies;
- Ensure disclosure of the Company's risk management policies and practices in the annual report;
- Recommend to the Board for approval the authority limits for all Executives (including the Managing Director).

The Committee met four (4) times in 2022 in line with its Terms of Reference and recorded 100% attendance by all its members. The table below shows Directors' attendance at the meetings.

S/N	Members	3/15/22	4/19/22	7/18/22	10/14/22	Total number of meetings attended	Percentage of Attendance
1	Mr. Folasope Aiyesimoju	P	P	P	P	4	100%
2	Mrs. Bolarin Okunowo	P	P	P	P	4	100%
3	Mrs. Muhibat Abbas	P	P	P	P	4	100%
4	Ambassador Kayode Garrick (member until his retirement with effect from June 16, 2022)	P	P	NLM	NLM	2	100%
5	Dr. Vitus Ezinwa	P	P	NLM	NLM	2	100%
6	Mr. Yomi Adenson	NYAM	P	P	P	3	100%
7	Dr. Babs Omotowa	NYAM	NYAM	P	P	2	100%

1.10.2 Remuneration and Governance Committee

The Remuneration and Governance Committee is responsible for overseeing the Company's compliance with corporate governance best practices; developing a process and policy for the appointment of directors; recommending the remuneration of directors and senior management to the Board, examining the Company's human resources policy and practices and making recommendations to the Board on ways of complying with international best practices.

The Committee is constituted as follows:

1	Mrs. Udo Okonjo	Chairperson/Independent Non-Executive Director
2	Ambassador Kayode Garrick (Member until his retirement with effect from June 16, 2022)	Member/Independent Non-Executive Director
3	Mrs. Muhibat Abbas (No longer a member with effect from June 16, 2022)	Member/Non-Executive Director
4	Dr. Vitus Ezinwa	Member/Non-Executive Director
5	Dr. Babs Omotowa (Member with effect from June 16, 2022)	Member/Independent Non-Executive Director

The following are the Committee's terms of reference:

- Review the structure, size, composition and commitment of the Board at least annually and make recommendations on any proposed changes to the Board;
- Establish a formal and transparent process for Board appointments, including establishing the criteria for appointment to the Board and Board committees, reviewing prospective candidates' qualifications and any potential conflict of interest; assessing the contribution of current Directors against their re-nomination suitability, and making appropriate recommendations to the Board;

- Identify individuals suitably qualified to become Board members and make recommendations to the Board for nomination and appointment as Directors;
- Periodically determine the skills, knowledge and experience required on the Board and its committees;
- Ensure that the Company has a formal program for the induction and training of Directors;
- Undertake the annual assessment of the independent status of each INED;
- Ensure that the Company has a succession policy and plan in place for the Chairman of the Board, the MD/CEO and all other Executive Directors, Non-Executive Directors and senior management positions to ensure leadership continuity. Succession planning should be reviewed periodically, with provision made for succession in emergency situations as well as long-term vacancies;
- Deal with all matters pertaining to executive management selection and performance, including set the performance targets/criteria and evaluate the performance of the Managing Director/CEO and make recommendations to the Board on his/her performance;
- Develop a process for, and ensure that the Board undertakes, an annual performance evaluation of itself, its committees, the Chairman and individual Directors, as well as the Company's corporate governance practices.
- Ensure the development and periodic review of Board charters, Board committee charters and other governance policies, such as the code of ethics, conflict of interest and whistleblowing policies among others;
- Make input into the annual report of the Company in respect of Directors' compensation;
- Review and make recommendations to the Board for approval on the Company's organizational structure and propose amendments;
- Development of a formal, clear and transparent framework for the Company's remuneration policies and procedures;
- Recommendation to the Board on the Company's remuneration policy and structure for all Directors and senior management employees;
- Reviewing the Company's Human Resources Policy for compliance with international best practises and thereafter recommend same to the Board for approval;
- Advising the Board on all Human Resources related issues which may from time to time be referred to it by the Board;
- To consider such staff matters as may from time to time be referred to it by the Board and Management of the Company.

The Committee met two (2) times in 2022 in line with its Terms of Reference and recorded 100% attendance by all its members. The table below shows Directors' attendance at the meetings.

S/N	Members	3/15/22	10/14/22	Total number of meetings attended	Percentage of Attendance
1	Mrs Udo Okonjo	P	P	2	100%
2	Ambassador Kayode Garrick (member until his retirement with effect from June 16, 2022)	P	NLM	1	100%
3	Mrs Muhibat Abbas	P	NLM	1	100%
4	Dr Vitus Ezinwa	P	P	2	100%
4	Dr. Babs Omotowa	NYAM	P	1	100%

1.10.3 Board Audit Committee

The Board Audit Committee is tasked with providing assurance to the Board as to the veracity of the financial statements and the strength and appropriateness of control processes across the Company.

The Committee is constituted as follows:

1	Mrs. Muhibat Abbas	Chairperson/Non-Executive Director
2	Mrs. Udo Okonjo	Member/Independent Non-Executive Director
3	Ambassador Kayode Garrick (Member until his retirement with effect from June 16, 2022)	Member/Independent Non-Executive Director
4	Dr Vitus Ezinwa (Member with effect from June 16, 2022)	Member/Non-Executive Director

The following are the Committee's terms of reference:

- To monitor the integrity of the financial statements of the Company and ascertain whether the accounting and reporting policies of the Company are in accordance with legal requirements and agreed ethical practice;
- To review the scope and planning of the Company's audit requirements with the external auditor;
- To review the findings in management letters in conjunction with the external auditor and departmental responses thereon;
- To continuously review the effectiveness of the Company's system of accounting and internal control;
- To make recommendations to the Board with regards to the appointment, removal and remuneration of the external auditors of the Company;
- To authorize the internal auditor to carry out investigations into any activities of the Company which may be of interest or concern to the Committee;
- Exercise oversight over management's processes to ascertain the integrity of the Company's financial statements, compliance with all applicable legal and other regulatory requirements; and assess the qualifications and independence of the external auditors, and the performance of the Company's internal audit function as well as that of the external auditors;
- Ensure the establishment of, and exercise of oversight on the internal audit function which provides assurance on the effectiveness of the internal controls. On a quarterly basis, obtain and review a report by the internal auditor describing the strength and quality of internal controls including identification of any issues or recommendations for improvement raised by the most recent internal audit review of the Company;
- Ensure the development of a comprehensive internal audit framework for the Company, obtain appropriate (internal and or external) assurance and report annually in the Company's audited financial report, on the design and operating effectiveness of the Company's internal controls over the financial reporting systems;
- Oversee the process for the identification of fraud risks across the Company and ensure that adequate prevention, detection and reporting mechanisms are in place;
- Discuss the interim or annual audited financial statements as well as significant financial reporting findings and recommendations with management and external auditors prior to recommending same to the Board for their consideration and appropriate action;
- Maintain oversight of financial and non-financial reporting;
- Review and ensure adequate whistle-blowing policies and procedures are in place and that the issues reported through the whistle-blowing mechanism are summarized and presented to the Board;
- Develop a policy on the nature, extent and terms under which the external auditors may perform non-audit services;
- Preserve auditor independence by setting clear hiring policies for former employees of external auditors;
- Review the independence of the external auditors in line with the policy referred to above prior to their appointment to perform non-audit services to ensure that where approved non-audit services are provided by the external auditors, there is no real or perceived conflict of interest or other legal or ethical impediment.
- Ensure the development of related party transaction policy and monitor its implementation by management. The Committee should consider any related-party transaction that may arise within the Company.
- At least once every year, the Committee should hold a discussion with the head of internal audit function and the external auditors without the presence of management to facilitate an exchange of views and concerns that may not be appropriate for open discussion.

The Committee met four (4) times in 2022 in line with its Terms of Reference. The table below shows Directors' attendance at the meetings.

S/N	Members	3/18/22	4/22/22	7/20/22	10/19/22	Total number of meetings attended	Percentage of Attendance
1	Mrs. Muhibat Abbas	P	P	P	P	4	100%
2	Ambassador Kayode Garrick (member until his retirement with effect from June 16, 2022)	P	P	NLM	NLM	2	100%
3	Mrs. Udo Okonjo	P	P	P	P	4	100%
4	Dr. Vitus Ezinwa	NYA	NYA	P	AWA	1	50%

2 THE STATUTORY AUDIT COMMITTEE

By virtue of section 404 (2) of the Companies and Allied Matters Act No 3 of 2020, every public company is required to establish a Statutory Audit Committee (“SAC”).

In the period under review, the Committee had 5 (five) Members as follows:

1	Prince Bassey Manfred	Chairperson/Shareholder
2	Mrs. Abigail Olufolake Olaaje	Member/Shareholder
3	Mrs. Samiat Adebanye Odunuga	Member/Shareholder
4	Mrs. Muhibat Abbas	Member/Non-Executive Director
5	Mrs. Udo Okonjo	Member/Independent Non-Executive Director

The profiles of the Shareholder representatives in the SAC are:

1 Prince Bassey Manfred- Chairman

Prince Bassey Manfred is a graduate of Law, Economics and Management Policy Strategy and Evaluation from the University of Calabar and holds a Masters Degree in Economics from University of Calabar and another Masters Degree in Management from the University of Ado-Ekiti. He was the pioneer Assistant General Secretary of Independent Shareholders Association of Nigeria. He is an active investor in the Nigerian Capital Market with holdings in quoted and unquoted companies. He sits on the Board of a number of private companies and is an audit committee member for several public companies in Nigeria.

2 Mrs. Abigail Olufolake Olaaje- Member

Mrs. Olaaje had her Secretarial training in the Lagos State Government Remedial School, Marywood Grammar School Centre, Ebute Metta and also Federal Training Centre, Lagos. She worked as a Typist, Stenographer and Secretary in the following Organizations between 1967 and 2002 - Ministry of Defence, Abeokuta, Nigerian Army Apapa, Lagos, Armed Forces Medical Services, Lagos, Western Naval Command 4, Apapa Lagos, Ministry of Communications, Tafawa Balewa Square Lagos, P & T Department, Lagos and Court of Appeal, Lagos. She retired as Chief Confidential Secretary. She is an avid investor in the stock market. She is also a member of the Audit Committee of LASACO Assurance PLC.

3 Mrs. Samiat Adebanye Odunuga- Member

Mrs. Odunuga holds a first degree in Business Administration from Lagos State University, Ojo Lagos State (2008). She had worked as a Teacher at Tees Private School from 1998 to 2002 and later worked with Independent National Electoral Commission, Simpson Street, Lagos in 2012. She is currently working at Livingstone Store. She had obtained training certificates in the following fields – career development and Workplace effectiveness from Skillsedge Consulting Limited, Egbeda Lagos (October 2009). She participated in the workshop on recharge cards printing (December 2009). She also participated in an audit committee training organized by KPMG in 2019.

2.2 Terms of Reference of the Statutory Audit Committee

- Ascertain whether the accounting and reporting policies of the Company are in accordance with legal requirements and agreed ethical practices;
- Review the scope and planning of external audit;
- Review the findings as reported through the management controls report and management responses thereon;
- Keep under review the effectiveness of the Company’s system of accounting and internal control;
- Make recommendation to the Board with regards to the appointment, removal and remuneration of the external auditors of the Company;
- Authorize the internal auditor to carry out investigations into any activities of the Company, which may be of interest or concern to the Committee.

In addition, the 2011 Securities and Exchange Commission (SEC) Code of Corporate Governance also assigns the following responsibilities to the Statutory Audit Committee:

- To oversee internal audit and internal controls; and to document and review the roles, responsibilities, authority and scope of operations of the internal audit function; approve the annual internal audit plan.
- Assist in the oversight of the integrity of the Company's financial statements, compliance with legal and other regulatory requirements, assessment of qualifications and independence of external auditor and performance of the Company's internal audit function as well as that of external auditors;
- Establish an internal audit function and ensure there are other means of obtaining sufficient assurance of regular review or appraisal of the system of internal controls of the company;
- Ensure the development of a comprehensive internal control framework for the company; obtain assurance and report annually in the financial report, on the operating effectiveness of the company's internal control framework;
- Oversee management's process for the identification of significant fraud risks across the company and ensure that adequate prevention, detection and reporting mechanisms are in place;
- At least on an annual basis, obtain and review a report by the internal auditor describing the strength and quality of internal controls including any issues or recommendations for improvement, raised by the most recent control review of the company;
- Discuss the annual audited financial statements and half yearly unaudited statements with management and external auditors;
- Discuss policies and strategies with respect to risk assessment and management;
- Meet separately and periodically with management, internal auditors and external auditors;
- Review and ensure that adequate whistle-blowing procedures are in place. A summary of issues reported are highlighted to the chairman;
- Review, with the external auditor, any audit scope limitations or problems encountered and management's responses to same;
- Review the independence of the external auditors and ensure that where non-audit services are provided by the external auditors, there is no conflict of interest
- Preserve auditor independence, by setting clear hiring policies for employees or former employees of independent auditors;
- Consider any related party transactions that may arise within the company or group;
- Invoke its authority to investigate any matter within its terms of reference and the company must make available resources, including internal audit and access to external advice where necessary, to carry out this function; and report to the members of the company at annual general meeting and to the Board of Directors, when necessary.

2.3 Attendance at SAC Meetings

In the course of the financial year 2022, the SAC met four (4) times as outlined in the schedule below and recorded 100% attendance by all its members:

S/N	Members	3/18/22	4/22/22	7/20/22	10/19/22	Total number of meetings attended	Percentage of Attendance
1	Prince Bassey Manfred	P	P	P	P	4	100%
2	Mrs. Abigail Olufolake Olaaje	P	P	P	P	4	100%
3	Mrs. Samiat Adebanye Odunuga	P	P	P	P	4	100%
4	Mrs. Muhibat Abbas	P	P	P	P	4	100%
5	Mrs. Udo Okonjo	P	P	P	P	4	100%

3 ACCOUNTABILITY, AUDIT AND CONTROL

3.1 Financial Reporting

The Directors make themselves accountable to shareholders through regular publication of the Company's financial performance and annual reports.

The Board is mindful of its responsibilities and is satisfied that in the preparation of its financial report, it has presented a balanced assessment of the Company's position and prospects in accordance with its obligation under the Code of Corporate Governance.

KPMG Professional Services acted as external auditors to the Company during the 2022 financial year.

3.2 Control Environment

The Company has consistently improved its internal control system to ensure effective management of risks. The Directors review the effectiveness of the system of internal control through regular reports and reviews at Board and Risk and Management Committee Meetings.

The Board has continued to place emphasis on risk management as an essential tool for achieving the Company's objectives. Towards this end, it has ensured that the Company has in place robust risk management policies and mechanisms to ensure the identification of risks and effective controls.

The Board approves the annual budget for the Company and ensures that a robust budgetary process is operated with adequate authorization levels put in place to regulate capital expenditure.

4 COMPANY SECRETARY

The Company Secretary plays a pivotal role in supporting the effectiveness of the Board by assisting the Board and Management to develop good corporate governance practices and culture within the Company. The Company Secretary ensures adequate dissemination of information among Board members and between the Board and the Management of the Company. In furtherance of Board and Committee meetings, the Company Secretary undertakes the preparation of the necessary papers and other documents requisite for the success in deliberations. The Company Secretary is responsible for providing the Board and Directors individually, with detailed guidance as to how their responsibilities should be properly discharged in the best interest of the Company.

The office of the Company Secretary ensures that the Company complies with the relevant regulatory laws including but not limited to the Investment and Securities Act, the Securities and Exchange Commission (SEC) Rules and Regulations, the Securities and Exchange Commission (SEC) Code of Corporate Governance, the Nigerian Code of Corporate Governance, the Factories Act, the Companies and Allied Matters Act, the NGX Regulation Limited Rules and Regulations, amongst others.

The procedure for the appointment and removal of the Company Secretary is a matter for the Board.

5 SHAREHOLDERS

The Company ensures the existence of adequate interaction among the Shareholders, the Management and the Board of the Company. The Company's General Meetings provide Shareholders the platform to contribute to the administration of the Company. Annual General Meetings (AGMs) are held in accessible locations and are open to Shareholders or their proxies. The AGMs are conducted in a manner that facilitates Shareholders' participation in accordance with relevant regulatory and statutory requirements

The Company encourages Shareholders to attend these meetings by ensuring that notices of meetings and other information required by Shareholders to make informed decisions are dispatched in a timely manner. The office of the Company Secretary additionally affords Shareholders channels of communication to the Board and the Management of the Company.

It is the responsibility of the Shareholders to approve the appointment of Directors and to grant other approvals that are required by law or the Articles of Association of the Company.

The Shareholders through its representatives on the Statutory Audit Committee in line with section 404 of the CAMA and the SEC Code of Corporate Governance also assume responsibility for the integrity of the Company's audited accounts.

6 TRADING IN SECURITIES POLICY

In compliance with the Rules of the Nigerian Stock Exchange, the Company has in place a Securities Trading Policy to guide the Board, Employees, External Advisers and Related Parties on trading in the securities of the Company within the closed period. Under the policy, the closed period is when no Director, employee, external adviser and related party with inside information can trade in the Company's securities. The closed period commences from the end of the financial period in review or 15 days prior to the date of any meeting of the Board of Directors proposed to be held to consider any price sensitive matter or the date of circulation of agenda papers pertaining to a board meeting on any of the said matters, whichever is earlier, up to 24 hours after the price sensitive information is submitted to the exchange via its issuer's portal and disclosed to the public. The trading window shall thereafter be opened.

We hereby confirm that no Director and key management personnel traded in the securities of the Company within the closed period.

7 COMPLAINT MANAGEMENT POLICY

CAP PLC has in place a Complaints Management Policy to handle and resolve complaints from our shareholders and investors. The policy was defined and endorsed by the Company's senior management that is also responsible for its implementation and for monitoring compliance. The policy is on the Company's website at www.capplc.com.

8 CODE OF BUSINESS CONDUCT

CAP PLC has a Code of Business Conduct. The Code forms the basis of the conduct expected of every employee of the Company and reflects our core values and principles. The Board of Directors is responsible for ensuring that the Code is communicated to, understood and observed by all employees.

DCSL Corporate Services Limited

235 Ikorodu Road
Ilupeju, Lagos

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Statement Hotel, Plot 1002
1st Avenue, Off Shehu Shagari
Way, Abuja

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Lagos, Nigeria
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Tel: +234 9 461 4902
RC NO. 352393

March 2023

REPORT OF THE EXTERNAL CONSULTANTS ON THE CORPORATE GOVERNANCE AUDIT OF CHEMICAL AND ALLIED PRODUCTS PLC FOR THE YEAR ENDED 31 DECEMBER 2022

DCSL Corporate Services Limited was engaged by Chemical and Allied Products Plc (“CAP Plc.”, “the Company”) to undertake a Corporate Governance Compliance audit for the year-ended 31st December 2022. The audit entailed a review of the Company’s corporate and statutory documents, the Minutes of Board and Committee meetings, policies in place and other ancillary documents made available to us.

The objective of the review was to ascertain the Company’s corporate governance practices and compliance with the provisions of the Nigerian Code of Corporate Governance 2018 (NCCG), Securities and Exchange Commission Guidelines on Corporate for Public Companies (“SCGG”), Nigerian Stock Exchange (NSE) Regulations, Companies and Allied Matters Act 2020 (CAMA) and international best practices, and covered the following seven key corporate governance themes:

1. Board Structure and Composition
2. Strategy and Planning
3. Board Operations and Effectiveness
4. Measuring and Monitoring of Performance
5. Risk Management and Compliance
6. Corporate Citizenship; and
7. Transparency and Disclosure.

Following a detailed review of the corporate governance policies, processes and procedures adopted by the Company , we confirm that the Company and the Board of Directors substantially complied with the provisions of the NCCG, SCGG, NSE Regulations and CAMA, and that the activities of the Board and the Company are to a large extent in compliance with corporate governance best practices. We confirm that the Board is committed to setting the pace for the observance of highest ethical standards and compliance with relevant statutory and regulatory obligations and corporate best practices.

We have proffered recommendations to address the areas of improvement identified during the audit exercise and have assurance that the Board will take appropriate steps to implement these.

Yours faithfully,

For: DCSL Corporate Services Ltd



Bisi Adeyemi
Managing Director

Deloitte.

Deloitte & Touche
Civic Towers, Plot GA 1
Ozumba Mbadiwe Avenue
Victoria Island, Lagos
Nigeria.
Tel: +234 1 2717800
Fax: +234 1 2717801
www.deloitte.com/ng

16 March, 2023

The Chairperson

Chemical and Allied Products PLC
2 Adeniyi Jones
Ikeja
Lagos, Nigeria.

Dear Sir,

Report of the Independent Consultants on the Performance Evaluation of the Board of Directors of Chemical and Allied Products PLC

Deloitte & Touché has performed the annual evaluation of the Board of Directors of Chemical and Allied Products PLC (CAP PLC) for the year ended 31 December 2022. The scope of the review included an assessment of the Board's structure and composition, its responsibilities, processes, procedures and the effectiveness of Board Committees. The review was performed in compliance with the Nigerian Code of Corporate Governance ("NCCG") and the Securities and Exchange Commissions (SEC) Corporate Governance Guidelines.

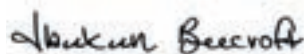
Our approach involved a review of the Board framework in CAP PLC, relevant governance documents, policies and procedures. The report of our evaluation was premised on desk review of governance documents, interview sessions with Directors and survey responses received from the Directors.

The result of our evaluation has shown that the Board complies with the provisions of the extant Codes of Corporate Governance in terms of its structure, composition, procedures and responsibilities. We also ascertained that the key Board functionaries (Board and Board Committee Chairpersons) and the Board Committees met their responsibilities under the Codes and governance charters in CAP PLC. The report further highlights details of our review activities, observations and recommendation for the Board's action.

It should be noted that the matters raised in this report are only those that came to our attention during the course of our review. The evaluation is limited in nature and does not necessarily disclose all significant matters about the company. As such, we do not express any opinion on the activities reported. The report should be read in conjunction with the Corporate Governance Section of the Annual Report.

Yours faithfully,

For: Deloitte and Touche



Ibukun Beecroft
FRC/2020/ICAN/00000020765
Partner

caplux

YOUR FOUNDATION
FOR PERFECTION



SUSTAINABILITY REPORT



SUSTAINABILITY AT CHEMICAL AND ALLIED PRODUCTS PLC

At Chemical and Allied Products (“CAP”) PLC, we strive to balance the triple bottom line of people, planet, and profit to achieve long-term success and viability. This means we understand the importance of integrating sustainability principles into business strategy and operations thereby protecting the safety, health, and welfare of our stakeholders.

Our aim is also to positively impact society even as we maximize the creation of shared value for all stakeholders. We understand our responsibility in ensuring that our products, services and business activities do not harm the environment. We believe that the success of our Company is linked with the livelihoods and resilience of the communities we operate in. As such, we will continue to work with our stakeholders to ensure that they understand and comply with relevant environmental protection laws and guidelines.

HEALTH AND SAFETY

At CAP PLC, the Occupational Health and Safety drive ensures the involvement of everyone in the achievement and sustenance of a standard safety culture. Our occupational health and safety policy focuses on conducting our operations safely at all times, protecting the health and safety of all persons in compliance with relevant statutory requirements.

We focus on driving a robust commitment-based Health, Safety and Environment (“HSE”) culture with continuous improvement of HSE processes, and operational excellence to achieve our vision of zero accidents, injuries and harm.

The CAP PLC HSE Standard Operating Procedure ensures a robust contractor engagement for the safe delivery of the contracts. The CAP permit-to-work system and the haulage minimum HSE requirement are strategies deployed to ensure a safe stay within the CAP premises.

CAP PLC has an Emergency Response and Disaster Recovery Plan which covers fire, utility and medical emergencies. Thus, we possess adequate fire management, protection systems and fire fighting equipment which includes fire hydrant systems and fire alarm panels. CAP is in full compliance with the statutory fire drill exercise.

PRODUCT LIFE CYCLE APPROACH

Product and Services responsibility in CAP PLC ensures the environmental impact of products and services is considered during the product lifecycle. As such, we ensure the production of our products is done with lead-free raw materials and 95.5% of our products are water-based. We have reduced Volatile Organic Compounds (VOC) level as a

result of the low production of solvent-based products.

WASTE MANAGEMENT APPROACH

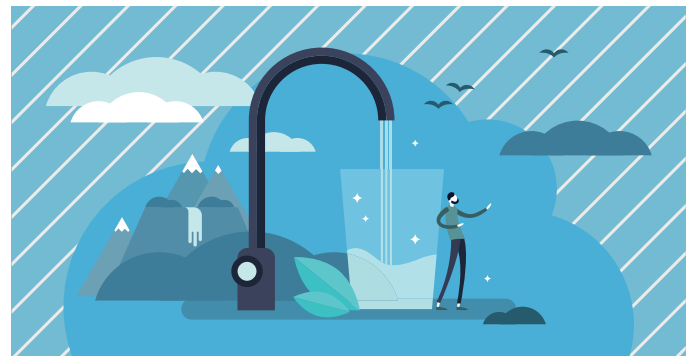
CAP PLC generates both biodegradable and non-biodegradable waste. The production process contributes largely to the total waste generated. There was minimal electronic waste generated during the year, hence no disposal. Minimal medical waste was also generated, and this was appropriately disposed of by the Lagos State Government licensed medical waste manager.

WATER CONSUMPTION

Sustainable water supply is essential to life and the sustainability of our business as we rely on water for our manufacturing process as well as domestic purposes.

7,508,000 litres of water were generated and consumed in 2022.

1,440,000 litres of wastewater was treated at the Effluent Treatment Plant (ETP) in compliance with the relevant regulatory standards.



ENERGY USAGE

Energy use is another key environmental indicator at CAP PLC. Greenhouse Gas (GHG) emissions from the facilities are primarily related to electricity consumption and the fuel used for generating set and transport. The total energy consumed in 2022 from the grid is 409,900kwh and fuel consumption is 1, 491,864.64kwh totaling 1,901,764.64kwh.

The installed 200Kw PV solar system generated a total yield of 156.742MWh for the year 2022, further reducing energy costs from IKEDC, generator power consumption and contributing to our quest to avoid CO₂.

ENVIRONMENTAL REGULATORY COMPLIANCE

CAP PLC being a proactive business observes strict adherence to relevant environmental laws and regulations. CAP PLC has a functioning Effluent treatment plant (ETP) that ensures our compliance with environmental law achieved by the engagement of an environmental consultant

that carries out the various periodic tests as required in state and national laws.

HUMAN RIGHTS

Human rights remain integral to how we operate our business at CAP PLC. We firmly believe in respect for individuals and hold human rights to be important rights. We understand that social equity refers to a fair and equitable distribution of economic and environmental costs and benefits, and the ability to participate in decision-making processes; and this is thoroughly integrated into our working conditions, both internally (as it affects our staff) and externally.

The Company is careful not to engage in transactions that harbor human rights risks, such as child labor, human trafficking and was well as all forms of discrimination, including gender and religion.

CORPORATE GOVERNANCE ON ENVIRONMENTAL AND SOCIAL LIFE

This is a vital part of our commitment to sustainable practices as a public company. We strive to achieve a high level of corporate governance; it is essentially balancing the interests of all our stakeholders. We note that it is not sufficient for a company to be only profitable but to also strive to demonstrate a global standard practice of corporate governance. Typically, the Board is charged with overseeing the implementation of corporate governance practices and the Company Secretary is the Chief Governance officer, advising continuously on compliance with best corporate governance practices.

One of the tenets of corporate governance is ensuring that there are clear lines of responsibility, authority and accountability and making sure appropriate responsibilities and measures are in place.

Our business is supported by sound governance structures, and strong organizational and risk frameworks. Together, these foster adequate decision making and risk management processes. For CAP PLC, responsible governance means operating according to high ethical standards, including those that address environmental and social challenges. It also means operating within the ambit of the law, regulations, sound principles of transparency, responsibility, fairness, efficiency, and defense of shareholder's interest.

The Board of Directors is the Company's highest decision-making body, except for matters reserved for Members at General meeting. Our approach to responsible governance underpins our corporate culture, which remains essential for the Company's long-term success and its stakeholder relationships. In 2022, the Board consisted of 9 directors, 3 of

whom were Independent Non-Executive Directors (INEDs). The INEDs bring their independent, specialist knowledge and impartiality to bear in strategy development and execution monitoring. Corporate culture is not only fostered through top-down leadership; it also requires employees at all levels to understand the importance of personal accountability, risk, and values of integrity.

At CAP PLC, we remain focused and committed on achieving sustainable performance. This translates into taking measures to minimize harm in the communities we operate in. We would continually communicate our progress and create more awareness. It is our belief that for sustainability initiatives to thrive within the Nigerian manufacturing industry, a firm commitment by, and robust collaboration with, all industry stakeholders is necessary and we are committed to achieving this.

CORPORATE SOCIAL RESPONSIBILITY REPORT

- CAP PLC participates in the United Nations Global Compact Initiative and pursues a vibrant corporate social responsibility agenda.
- CAP PLC launched its corporate social responsibility policy in 2006 with the aim of looking at the business through a new lens. We are mindful that our little action or inaction affect our society, the economy, and the environment. Hence, we have remained steadfast and committed to the culture of truly Caring About People.
- Our focus has been on the educational sector through initiatives that seek to uplift standards in the sector and provide a more conducive environment for a sound academic attainment.
- Our CSR policy recognizes the Company's role in the following broad areas: vision, mission and values, marketplace activities, workforce activities, supply chain activities, community activities, stakeholder engagement and environmental concerns. The adventure has been fulfilling, and we are motivated to continue doing good.
- CAP PLC has a code of business conduct which outlines expected pattern of conduct for all employees including the rejection of any form of conflict of interest and inducement (giving or receiving bribe).
- **Shared Values:** The CAP community strives to live its shared values of Integrity, Courage, Excellence, Leadership, Innovation and Customer-Centric.
- **Whistle Blowing:** The whistleblowing system in place ensures that e-mails are received anonymously, discreetly investigated and a report is delivered to

the Statutory Audit Committee. In addition, there are dedicated telephone lines to our partner – KPMG - to report any violation.

- **Marketplace Activities:** Our service mission is to delight our customers with exceptional quality products and services. We aspire to provide peace of mind for our customers. Some of the marketplace activities are:
- **Product Information Integrity:** Precise and concise information about our products are provided to customers through clear and proper labeling and product information materials.
- **Value/culture alignment of Franchisees:** Agents and their employees are educated on the values of the Company and are supported to imbibe them.
- **Customer involvement in improvement processes:** Product knowledge and suggestions for improvement are regularly shared with our customers at different customer/consumer engagement for a to continuously improve customer satisfaction surveys are also conducted as part of the feedback system.
- **Capacity building of Agents and users:** Several training and development initiatives are conducted annually for our agents, partners, and other product users.
- **HSE compliance of Agents:** Agents' outlets are regularly assessed for compliance with HSE standards and practices. Corrective actions are taken as appropriate to ensure conformity.
- **Careline Unit:** The Customer Careline section collects and monitors input from our customers and other stakeholders. This is integrated into our workflow for customer satisfaction improvement activities.
- **Training and Development:** The annual training plan achievement is measured to monitor performance and progress. Effectiveness of training programs is also monitored through annual performance appraisal of staff and delegation of responsibilities.
- **Freedom of Association and Collective Bargaining:** Our employees are members of industry wide trade unions namely The National Union of Chemical, Footwear, Rubber, Leather and Non-Metallic Employees (NUCFRLANMPE) and Chemical & Non-Metallic Products Senior Staff Association (CANMPSSAN).
- **Continuous Employee Development:** The tuition costs of pre-approved and relevant programs of study for our employees are fully paid for by the company.
- **The Crèche:** A crèche is operated at the company's head office at Ikeja to promote baby-mother bonding.
- **Recognition:** We recognize the achievement of employees who display exemplary traits of integrity, dedication to duty, customer focus and initiative in line with our shared values.
- **Appointment and fair treatment of Suppliers and Contractors:** Suppliers of goods and services are selected using predetermined criteria that do not discriminate based on gender, age, culture, religion, skills, race, tribes, ethnicity, and physical disability.
- **Fair treatment of Shareholders:** All shareholders are treated equally.
- **Health, Safety and Environmental (HSE) Activities:** We are committed to providing a safe working environment for all employees, contractors, customers, and members of the public. The company holds ISO 9001:2015 certification.

WORKFORCE ACTIVITIES

- We aspire to be an employer of choice. We understand that the caliber and motivation of our employees are critical to our success.
- **Recruitment and Retention:** Our policy involves placing the right people in the right places and retaining talented employees. Annual employee surveys are undertaken to learn what our employees' value and where we may improve. We launched an employee engagement survey in 2022 to ascertain the engagement levels of our staff and have used the results to curate actions and programs that will boost engagement levels.
- **HSE Policy and Manual:** This sets out the company policy on HSE and actions/guidelines for maintenance of a safe workplace. HSE assessments and fire drills are conducted regularly.
- **Environmental Assessment:** We conduct periodic environmental assessment of our operations. The environmental assessment report is submitted to the regulatory agencies for verification.
- **Promoting Sustainable Environment:** We maintain a vibrant relationship with the Nigeria Conservation Foundation. We also ensure that our operations are carried out with minimum impact on the environment.

- **Promoting Healthy Lifestyle:** We conduct health seminars to drive employee health and wellness. We have also curated programs to promote exercise, wellness, and relaxation.

2022 INITIATIVES

- The principles of the UN Global Compact Initiative guide the way we work and the way we implement policies, processes and programs to clearly align with our thrust for business growth with our obligations to the society.

In 2022, we undertook the following projects:

- Repainting of Missionaries of Charity (Mother Theresa): We repainted this facility so that the young orphans can live in a more appealing and homely environment. Additionally, we also made non-cash gift donations to the orphanage.
- Repainting of Heritage Homes Orphanage: We painted this facility to make the children feel special and create a homely environment for them.



CAP - A Participant in the UN Global Compact Initiative

In August 2006, the Company was accepted by the United Nations' Secretary General as a signatory to UN Global Compact Initiative, raising the bar in the areas of Sustainability, Human Rights, Labour, Environment-friendly business activities and operations. We are members of the Global Compact Local Network Nigeria with the mission to promote the United Nations Global Compact's 10 Principles and SDGs in Nigeria, as well as contribute to the implementation of the United Nations' broader development goals:

S/N	Global Compact Principle	Action Taken/Impact Achieved
1	Businesses should support and respect the protection of internationally proclaimed human rights	The staff handbook provides guidelines on Staff welfare, disciplinary and grievance procedures. Employees are made aware of their rights at the workplace and are assured of fair treatment always.
2	Businesses to ensure that they are not complicit in human rights abuses.	People are assessed based on defined criteria that do not discriminate based on religion, tribe, or gender. CAP is represented at employers' associations with a view to assisting the process of human rights observance.
3	Businesses should uphold the freedom of association and the effective recognition of the right to collective bargaining.	CAP workers belong to vibrant industry unions. CAP recognizes the union's right to collective bargaining and implements industry's collective agreement on schedule.
4	The elimination of all forms of forced and compulsory labor	Employees discuss, negotiate, and agree their terms of employment and are free to accept/reject the terms without coercion. CAP employs 8-hour workday and annual leave with full benefits.
5	The effective abolition of child labor;	CAP will not employ anyone under the age of 18 years and will not do business with any supplier that engages in child labor utilization.
6	The elimination of discrimination in respect of employment and occupation.	CAP is an equal rights employer, without discrimination on account of gender, age, culture, religion, skills, race, tribes, ethnicity, and physical disability.
7	Businesses should support a precautionary approach to environmental challenges;	We have undertaken product substitutions in our operations based on environmental considerations. We are committed to producing environmentally friendly products. For example, the company has successfully produced Lead-free water-based paints making the company first to achieve this feat in the country.
8	Undertake initiatives to promote greater environmental responsibility;	We work closely with agencies to monitor our environmental performance and sustain improvements. We conduct quarterly environmental audits. We ensure regular maintenance of our effluent system. CAP has a well-articulated Environmental Management Program which made the company to be awarded the NIS ISO 14001:2004 (Environmental Management System) certification by SON.
9	Businesses should encourage the development and diffusion of environmentally friendly technologies.	In making decisions to buy or use products and services, we appraise their environmental friendliness.
10	Businesses should work against all forms of corruption, including extortion and bribery.	In addition CAP's Code of Business Conduct outlines expected pattern of conduct for all employees including the rejection of any form of inducement (giving or receiving of bribe).

OTHER EMPOWERMENT INITIATIVES

In 2022, our CAP Training Academy empowered 742 painters with product knowledge and paint application trainings. These trainings were held in Lagos, Abuja and Asaba.

The CAP Training Academy is a capability development initiative aimed at upskilling painters, decorators and paint enthusiasts (skilled and unskilled) with technical knowledge on various paint product and the right application of same.

With a bespoke course content/ curriculum ranging from product knowledge to customer service training for the target audience, the academy aims at continuously improving the level of professionalism in the industry.



REPORT OF THE STATUTORY AUDIT COMMITTEE

for the year ended 31 December 2022

To Members of Chemical and Allied Products PLC,

In compliance with the provisions of Section 404 (7) of the Companies and Allied Matters Act No 3 of 2020 (“CAMA”), we the members of the Statutory Audit Committee of Chemical and Allied Products PLC (the “**Company**”) hereby report that we have exercised our statutory functions under Section 404 (7) of **CAMA** and acknowledge the cooperation of Management and Staff in the conduct of these responsibilities.

Specifically, we confirm that:

1. The accounting and reporting policies of the Company are in compliance with International Financial Reporting Standards (IFRS), the CAMA and the Financial Reporting Council of Nigeria Act, 2011.
2. The scope and planning of the external audit for the year ended December 31, 2022 were satisfactory and adequate.
3. The Company maintained effective systems of accounting and internal controls during the year.
4. The Company’s Management adequately responded to matters covered in the management report issued by the external auditors.

We deliberated with the external auditors who confirmed that all necessary cooperation was received from Management and that they had issued a clean report in respect of their audit for the year ended December 31, 2022.



Prince Bassey Manfred

Chairman, Statutory Audit Committee

FRC/2021/004/00000022400

Dated 17 March 2023

Members of the Statutory Audit Committee:

Prince Bassey Manfred	Chairman
Mrs. Abigail O. Olaaje	Member
Mrs. Samiat Odunuga	Member
Mrs. Muhibat Abbas	Member
Mrs. Udo Okonjo	Member

Secretary to the Statutory Audit Committee:

Ayomipo Wey

STATEMENT OF DIRECTORS RESPONSIBILITIES IN RELATIONS TO THE FINANCIAL STATEMENTS

for the year ended 31 December 2022

The directors accept responsibility for the preparation of the annual financial statements that give a true and fair view in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board (IFRS Standard) and in the manner required by the Companies and Allied Matters Act (CAMA), 2020 and Financial Reporting Council of Nigeria Act, 2011.

The directors further accept responsibility for maintaining adequate accounting records as required by the Companies and Allied Matters Act (CAMA), 2020 and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement whether due to fraud or error.

The directors have made an assessment of the Company's ability to continue as a going concern and have no reason to believe the Company will not remain a going concern in the year ahead.



Mrs. Awuneba Ajumogobia
Chairperson
FRC/2020/003/00000020872
20 March, 2023



Mrs. Bolarin Okunowo
Managing Director
FRC/2020/003/00000020616
20 March, 2023

STATEMENT OF CORPORATE RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

for the year ended 31 December 2022

- a. That we have reviewed the audited financial statements of the Company for the year ended 31 December 2022.
- b. That the audited financial statements do not contain any untrue statement of material fact or omit to state a material fact which would make the statements misleading, in the light of the circumstances under which such statement was made.
- c. That the audited financial statements and all other financial information included in the statements fairly present, in all material respects, the financial condition and results of operation of the Company as of and for, the year ended 31 December 2022.
- d. That we are responsible for establishing and maintaining internal controls and have designed such internal controls to ensure that material information relating to the Company is made known to us by other officers of the companies, during the period ended 31 December 2022.



Mrs. Bolarin Okunowo
Managing Director
FRC/2020/003/00000020616
20 March, 2023



Mr Yomi Adenson
Executive Director, Finance and Risk
FRC/2021/001/00000023429
20 March, 2023



KPMG Professional Services
 KPMG Tower
 Bishop Abiodun Cole Street
 Victoria Island
 PMB 40014, Falomo
 Lagos

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 Internet : home.kpmg/ng

INDEPENDENT AUDITOR’S REPORT

To the Shareholders of **Chemical and Allied Products Plc**

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of **Chemical and Allied Products Plc** (the Company), which comprise:

- the statement of financial position as at 31 December 2022;
- the statement of profit or loss and other comprehensive income;
- the statement of changes in equity;
- the statement of cash flows for the year then ended; and
- the notes, comprising significant accounting policies and other explanatory information.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Company as at 31 December 2022, and of its financial performance and its cash flows for the year then ended in accordance with IFRS Standards as issued by the International Accounting Standards Board (IFRS Standards) and in the manner required by the Companies and Allied Matters Act (CAMA), 2020 and the Financial Reporting Council of Nigeria Act, 2011.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor’s Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with International Ethics Standards Board for Accountants *International Code of Ethics for Professional Accountants (including International Independence Standards)* (IESBA Code) together with the ethical requirements that are relevant to our audit of the financial statements in Nigeria and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

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

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Registered in Nigeria No SN 966025

Partners

- | | | | | |
|---------------------|-----------------------|-----------------------|----------------------|---------------------|
| Adigbola A. Oyelami | Bukuruji D. Apinla | Martins I. Anjoja | Okunoye I. Ogunrinde | Williams I. Ehinosa |
| Adetola P. Adesanya | Chibuzor N. Anyanachi | Mohammed M. Adams | Oluwalami G. Awolade | |
| Adekunle K. Ajayi | Chiamaka E. Awogbo | Araku C. Esuma | Oluwalayin A. Olayi | |
| Ajilola D. Damiola | Dunni D. Okeghenika | Ogunlami I. Ogunlami | Omosale D. Ogun | |
| Akinwale D. Akin | Elijah O. Odegunmoye | Osborne S. Afolabi | Osoye J. Olatoye | |
| Akinwami J. Ashade | Goodluck C. Ode | Osinloye I. Salaudeen | Samuel A. Osoye | |
| Ayibami L. Salami | Isaiah M. Adigbolu | Osunkoya I. James | Sauyo A. Oshale | |
| Ayinde A. Soyinka | Semua T. Eniola-Egbo | Osunkoya A. Babem | Udoakpan N. Oshin | |
| Ayinde H. Oshinwa | Fabi D. Okunola | Osunkoya D. Dayem | Udoakpan G. Nwanneke | |
| Balogun S. Abiodun | Lawrence C. Anani | Osunkoya A. Sowande | Victor U. Oshinwa | |



1. Accounting for and adequacy of presentation and disclosure of Assets-held for sale in the financial statements	
Key Audit Matter	How the matter was addressed in our audit
<p>The Company acquired Portland Paints and Products Nigeria Plc (PPP) in the prior year. Included in the assets taken over as part of the acquisition was a group of Assets Held for Sale.</p> <p><i>IFRS 5 – Non-current Assets Held for Sale and Discontinued Operations</i> requires that an asset held for sale is carried at the lower of its carrying amount and fair value less costs to sell.</p> <p>The directors engaged an external expert to estimate the fair value of the assets. The estimation of the fair value involves judgments and assumptions that affect the fair value.</p> <p>The significance of the amounts involved and uncertainties inherent in estimating the fair value makes this a key audit matter.</p>	<p>The following audit procedures were performed among others:</p> <ul style="list-style-type: none"> • We made inquiries from management and inspected minutes of board of directors' meetings to understand the status of the assets as at year-end. • We obtained relevant documentation supporting the classification of the asset as Held for Sale. We obtained the fair valuation report issued by the expert engaged by the board of directors and checked the basis of the valuation including key inputs and assumptions • We held discussions with the expert to obtain further insights on the basis of the valuation. • We challenged the basis of the valuation by comparing the fair value with the prices of similar properties in the market and also challenged the depreciation assumption used in the valuation. • We compared the value determined by the expert to the carrying amount of the assets • We considered the appropriateness of the classification and adequacy of the disclosures in the financial statements.

Other Information

The Directors are responsible for the other information. The other information comprises the Corporate Information, Financial Highlights, Report of the Directors, Corporate Governance Report, Report of the Statutory Audit Committee, Statement of Directors' Responsibilities in Relation to the Financial Statements, Statement of Corporate Responsibility for the Financial Statements, and Other National Disclosures which we obtained prior to the date of this auditor's report, but does not include the financial statements and our auditor's report thereon. Other information also includes the Chairperson's statement, shareholders' information amongst others together the "outstanding reports", which are expected to be made available to us after that date.

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

In connection with our audit of the financial statements, our responsibility is to read the other information identified above and in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.



If, based on the work we have performed on the other information that we have obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Directors for the Financial Statements

The Directors are responsible for the preparation of financial statements that give a true and fair view in accordance with IFRS Standards and in the manner required by the Companies and Allied Matters Act (CAMA), 2020 and the Financial Reporting Council of Nigeria Act, 2011, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

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



We communicate with the Audit Committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide Audit Committee with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied

From the matters communicated with Audit Committee, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

Compliance with the requirements of Schedule 5 of the Companies and Allied Matters Act (CAMA), 2020

- i. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
- ii. In our opinion, proper books of account have been kept by the Company, so far as appears from our examination of those books.
- iii. The Company's statement of financial position and statement of profit or loss and other comprehensive income are in agreement with the books of account.

Signed:

Mohammed Adama

FRC/2012/ICAN/00000000443

For: KPMG Professional Services

Chartered Accountants

29 March 2023

Lagos, Nigeria



STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

for the year ended 31 December 2022

	Notes	2022 N'000	2021 N'000
Revenue	5	19,208,470	14,207,818
Cost of sales	7i	(11,594,947)	(9,649,521)
Gross profit		7,613,523	4,558,297
Write-back/(impairment loss) on trade receivables	18a	31,443	(36,535)
Selling and distribution expenses	7iii	(1,913,377)	(987,821)
Administrative expenses	7ii	(2,886,789)	(2,354,606)
Other income	6	251,201	299,189
Operating profit		3,096,001	1,478,524
Finance income	9	381,765	256,588
Finance cost	10	(33,554)	(7,614)
Net Finance income		348,211	248,974
Profit before taxation		3,444,212	1,727,498
Income tax expense	11	(1,068,004)	(604,915)
Profit for the year		2,376,208	1,122,583
Other comprehensive income for the year net of tax		-	-
Total comprehensive income for the year		2,376,208	1,122,583
Earnings per share for profit attributable to the equity holders of the company:			
Basic EPS (kobo)	13	292	151
Diluted EPS (kobo)	13	292	151

The financial statements have been approved and authorised for issue by the board of Directors on 20th March 2023

The accompanying notes to the financial statements form part of these financial statements.

STATEMENT OF FINANCIAL POSITION

As at 31 December 2022

Assets	Notes	2022 N'000	2021 N'000
Non-current assets			
Property, plant and equipment	14i	1,723,492	1,374,421
Right of use asset	16	11,206	17,384
Intangible assets	15	394,821	196,926
Finance lease receivable	18b	10,372	10,372
		2,139,891	1,599,103
Current assets			
Inventories	17	5,100,796	5,484,222
Trade and other receivables	18a	868,135	551,593
Finance lease receivable	18b	600	3,300
Prepayments	19	1,297,565	1,663,427
Cash and cash equivalents	20	3,761,078	2,571,991
		11,028,174	10,274,533
Assets held for sale	14.2	238,139	242,283
		11,266,313	10,516,816
Total assets		13,406,204	12,115,919
Liabilities			
Non-current liabilities			
Lease Liability	24	7,874	7,874
Deferred taxation	23	328,672	165,809
		336,546	173,683
Current liabilities			
Trade and other payables	21	3,350,598	5,664,919
Lease liability	24	1,417	1,417
Current income tax liabilities	11	922,800	536,128
Import finance facility	26	735,110	6,170
Dividend payable	12	1,460,132	1,323,814
		6,470,057	7,532,448
Total liabilities		6,806,603	7,706,131
Ordinary share capital	22	407,374	394,130
Share premium	22	523,850	19,254
Other Reserves	22	968,267	968,267
Retained Earnings		4,700,110	3,028,137
Equity attributable to equity holders of the Company		6,599,601	4,409,788
Total equity		6,599,601	4,409,788
Total equity and liabilities		13,406,204	12,115,919

Mrs. Awuneba Ajumogobia
Chairperson
FRC/2020/003/00000020872

Mrs. Bolarin Okunowo
Managing Director
FRC/2020/003/00000020616

Mr. Yomi Adenson
Executive Director, Finance and Risk
FRC/2021/001/00000023429

The financial statements have been approved and authorised for issue by the Board of Directors on 20th March 2023
The accompanying notes to the financial statements form part of these financial statements.

STATEMENT OF CASH FLOWS

For the year ended 31 December 2022

	Notes	2022 N'000	2021 N'000
Profit after taxation		2,376,208	1,122,583
Adjustments for:			
Depreciation of property plant and equipment	14	353,875	225,100
Depreciation of Right of Use assets	16	6,178	6,178
Amortisation	15	26,680	8,052
Profit on sale of PPE	6	(6,466)	(164,268)
Finance costs	10	33,554	7,614
Finance income	9	(381,765)	(180,480)
Impairment of trade and other receivables		(31,443)	42,270
Write back of impairment on other financial and non financial assets.	7ii	(28,708)	(60,829)
Write down and write off on inventory	7ii	60,575	100,935
Impairment of withholding tax asset	11	-	36,453
Write off of obsolete assets	7ii	5,016	-
Income Tax expense	11	905,140	536,128
Deferred tax expense	23	162,864	46,800
Cash from operations before working capital changes		3,481,708	1,726,536
Changes in inventory	17	322,851	(4,129,914)
Changes in trade and other receivables	18(a)	(327,585)	188,224
Changes in finance lease receivable	18(b)	2,700	-
Changes in trade payables	21	(2,058,002)	2,676,271
Changes in prepayment	19	365,862	(1,165,376)
Cash generated from/(used in) operations		1,787,534	(704,259)
Income taxes paid	11	(447,275)	(574,435)
Net cash generated from/ (used in) operating activities		1,340,259	(1,278,694)
Cash flows from investing activities			
Purchase of property plant and equipment	14	(704,409)	(614,717)
Proceeds from disposal of PPE		10,919	184,221
Purchase of Intangible Assets	15	(228,437)	(142,059)
Interest received	9	381,765	177,180
Net cash out flow used in investing activities		(540,163)	(395,375)
Cash flows from financing activities			
Dividends paid	12	(467,154)	(1,470,000)
Dividend refunded	12	160,758	-
Interest paid		(32,247)	(6,199)
Repayment of lease liabilities	24	(1,307)	(1,307)
Proceeds from issue of share capital		-	44,130
Inflow of import finance facility	26	1,772,369	1,693,957
Repayment on import finance facility	26	(1,043,428)	(1,762,890)
Net cash flow used in financing activities		388,990	(1,502,309)
Net increase/ (Decrease) in cash and cash equivalents		1,189,087	(3,176,378)
Net foreign exchange gain/(loss)			-
Cash and cash equivalents at beginning of period	20	2,571,991	5,748,369
Cash and cash equivalents at end of period	20	3,761,078	2,571,991

The accompanying notes to the financial statements form part of these financial statements.

STATEMENT OF CHANGES IN EQUITY

For the year ended 31 December 2022

	Notes	Share Capital N'000	Share Premium N'000	Other Reserves N'000	Retained Earnings N'000	Total Equity N'000
At 01 January 2021		350,000	19,254		3,375,554	3,744,808
Acquired through merger	22	44,130	-	968,267	-	1,012,397
Profit for the year		-	-	-	1,122,583	1,122,583
Other comprehensive income		-	-	-	-	-
Total comprehensive income:		-	-	-	1,122,583	1,122,583
Transaction with owners:						
Dividend declared		-	-	-	(1,470,000)	(1,470,000)
Balance at 31 December 2021		394,130	19,254	968,267	3,028,137	4,409,788
Balance at 1 January 2022		394,130	19,254	968,267	3,028,137	4,409,788
Profit for the year		-	-	-	2,376,208	2,376,208
Other comprehensive income		-	-	-	-	-
Total comprehensive income:		-	-	-	2,376,208	2,376,208
Transactions with owners:						
Dividend declared		-	-	-	(984,994)	(984,994)
Scrip dividend	22	13,244	504,596	-	-	517,840
Write back of stature barred dividend		-	-	-	280,759	280,759
Balance at 31 December 2022		407,374	523,850	968,267	4,700,110	6,599,601

The accompanying notes to the financial statements form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2022

1. GENERAL INFORMATION

1.1 Reporting Entity

Chemical and Allied Products PLC ('the Company') is a company incorporated in Nigeria. The Company is involved in the manufacturing and sale of paints. The address of the registered office is 2 Adeniyi Jones Avenue, Ikeja, Lagos.

The company is a public limited company, which is listed on the Nigerian Exchange domiciled in Nigeria. The Parent Company is UACN PLC, a Nigerian Company listed on the Nigerian Exchange.

1.2 Basis of accounting

i) Statement of compliance

The financial statements of Chemical and Allied Products PLC have been prepared in accordance with IFRS Standards as issued by the International Accounting Standards Board (IFRS Standards) and the requirements of the Companies and Allied Matters Act (CAMA), 2020 and the Financial Reporting Council of Nigeria Act, 2011. The financial statements, which were prepared on a going concern basis, were authorized for issue by the Company's board of directors on 20 March 2023. Details of the Company's accounting policies, including changes thereto are included in Note 2.

(All amounts are in Naira thousands unless otherwise stated)

ii) Basis of measurement

The financial statements have been prepared in accordance with the going concern assumption under the historical cost concept except for the following items, which are measured on an alternative basis on each reporting date:

- Derivative financial instruments - measured at fair value
- Non- derivative financial instruments - initially measured at fair value and subsequently at amortised cost.
- Inventory - lower of cost and net realisable value
- Lease liabilities - measured at present value of future lease payments

1.3 Functional and Presentation Currency

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Naira (N), which is the Company's functional currency. All amounts have been rounded to the nearest thousand unless otherwise indicated.

2. SIGNIFICANT ACCOUNTING POLICIES

2.0 Leases

The Company applies a single recognition and measurement approach for all leases. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration

i) Right-of-use assets (ROU)

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

over the shorter of the lease term and the estimated useful lives of the assets, as follows:

- Land 40 to 99 years
- Shop Space 5 years

If ownership of the leased asset transfers to the company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment. Refer to the accounting policies in section (s) Impairment of non-financial assets.

ii) Lease liabilities

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

In calculating the present value of lease payments, the company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

iii) Short-term leases and leases of low-value assets

The Company has elected not to recognise right-of-use assets and lease liabilities for leases of low-value assets and short-term leases. The company has an annual rental expenses for its warehouse and has recognised the payment as an expense.

Company as a lessor

Leases in which the Company does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease term. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. This has been recognised as finance lease receivable.

2.1 Foreign currency translation

(a) Functional and presentation currency

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Naira (N), which is the company's functional currency.

(b) Transactions and balances

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

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined.

Non-monetary items that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. Foreign currency differences are generally recognised in profit or loss and presented within other income or administrative expenses.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the statement of profit or loss and other comprehensive income related to financial instruments.

2.2 **Property, plant and equipment** **Recognition and measurement**

The cost of an item of property, plant and equipment is recognised as an asset when:

- it is probable that future economic benefits associated with the item will flow to the entity; and
- the cost of the item can be measured reliably.

Items of property, plant and equipment are measured at cost, which includes capitalised borrowing costs, less accumulated depreciation and any accumulated impairment losses. If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment. An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in profit or loss.

Subsequent expenditure

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost can be measured reliably. The carrying amount of the replaced cost is derecognised. All other repairs and maintenance are charged to the statement of profit or loss and other comprehensive income during the financial period in which they are incurred.

2.3 **Depreciation**

Depreciation is calculated to write off the cost of items of property, plant and equipment less their estimated residual values using the straight-line method over their estimated useful lives, and is generally recognised in profit or loss. Land is not depreciated. The estimated useful lives of property, plant and equipment for current and comparative periods are as follows:

Building on leasehold land	Shorter of useful life and lease terms (40 to 99 years)
Plant and machinery	3 to 43 years
Furniture and fittings	3 to 6 years
Tinting equipment	4 years
Motor vehicles	4 to 6 years

Depreciation methods, useful lives and residual values are reviewed at each reporting date and disclosed as/in capital work in progress and adjusted if appropriate. Asset under construction are disclosed as Capital Work in Progress and are not depreciated.

Depreciation begins when the asset is available for use and continues until the asset is derecognised, even if it is idle.

Derecognition

An item of property and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

2.4 Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in the statement of profit or loss in the period in which the expenditure is incurred.

The useful lives of intangible assets are assessed as either finite or indefinite.

Asset	Useful Life
Trademark	Indefinite
Computer Software	5 years

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit or loss and other comprehensive income in the expense category that is consistent with the function of the intangible assets.

Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis. Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit or loss and other comprehensive income when the asset is derecognised.

2.5 Computer software

Costs associated with maintaining computer software programmes are recognised as an expense as incurred. Development costs that are directly attributable to the design and testing of identifiable and unique software products controlled by the company are recognised as intangible assets when the following criteria are met:

- it is technically feasible to complete the software product so that it will be available for use;
 - the directors intend to complete the software product and use it;
 - there is an ability to use or sell the software product;
 - it can be demonstrated how the software product will generate probable future economic benefits;
 - adequate technical, financial and other resources to complete the development and to use or sell the software product are available; and
 - the expenditure attributable to the software product during its development can be reliably measured.
- Other development expenditures that do not meet these criteria are recognised as an expense as incurred. Development costs previously recognised as an expense are not recognised as an asset in a subsequent period.

Computer software development costs recognised as assets are amortised over their estimated useful lives, which does not exceed five years.

2.6 Impairment of non-financial assets

Assets that are subject to depreciation and amortisation are reviewed 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 cost of disposal and value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

2.7 Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

i) Financial Assets

Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Company's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient, the Company initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient are measured at the transaction price determined under IFRS 15. Refer to the accounting policies in Revenue from contracts with customers.

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level.

2.7.1 Financial Instruments-initial recognition and subsequent measurement

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Subsequent Measurement

For purposes of subsequent measurement, financial assets are classified into 1 category:

- Financial assets at amortised cost (debt instruments)

Financial assets at amortised cost (debt instruments)

This category is the most relevant to the Company. The Company measures financial assets at amortised cost if both of the following conditions are met:

- The financial asset is held within a business model with the objective to hold financial assets in order to collect contractual cash flows; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at amortised cost are subsequently measured using the effective interest (EIR) method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

The Company's financial assets at amortised cost includes trade receivables, other receivables, loans, cash and cash equivalents and related parties receivables.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e., removed from the Company's statement of financial position) when:

- The rights to receive cash flows from the asset have expired or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if, and to what extent, it has retained the risks and rewards of ownership.

When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of its continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

2.7.2 Financial Instruments-initial recognition and subsequent measurement

Impairment of financial assets

Further disclosures relating to impairment of financial assets are also provided in the note to Trade receivables Note 18a.

The Company recognises an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation of the original effective interest rate.

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

For trade receivables and contract assets, the Company applies a simplified approach in calculating ECLs. Therefore, the Company does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Company has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment using the loss rate model.

For receivables to related parties (non-trade), other receivables and short-term deposits, the Company applies general approach in calculating ECLs. It is the Company's policy to measure ECLs on such asset on a 12-month basis. However, when there has been a significant increase in credit risk since origination, the allowance will be based on the lifetime ECL.

The Company considers a financial asset in default when contractual payments are 90 days past due. However, in

certain cases, the Company may also consider a financial asset to be in default when internal or external information indicates that the Company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Company.

A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

The mechanics of the ECL calculations are outlined below and the key elements are, as follows:

- PD - the probability of default is an estimate of the likelihood of default over a given time horizon.
- EAD- the exposure at default is an estimate of the exposure at a future default date, taking into account expected changes in the exposure after the reporting date, including repayments of principal and interest, whether scheduled by contract or otherwise.
- LGD - the loss given default is an estimate of the loss arising in the case where a default occurs at a given time. It is based on the difference between the contractual cash flows due and those that the Company would expect to receive, including from the realization of any collateral. It is usually expressed as a percentage of the EAD.

2.7.3 Write-off policy

The Company writes off a financial asset when there is information indicating that the debtor is in severe financial difficulty and there is no realistic prospect of recovery, e.g. when the debtor has been placed under liquidation or has entered into bankruptcy proceedings, or in the case of trade receivables, when the amounts are over two years past due, whichever occurs sooner. Financial assets written off may still be subject to enforcement activities under the Company's recovery procedures, taking into account legal advice where appropriate. Any recoveries made are recognized in profit or loss.

- ii) All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts.

Subsequent measurement

The subsequent measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at amortized cost

These includes trade and other payables, loans payables and borrowings. Trade payables and borrowings are classified as current liabilities due to their short term nature.

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. Gains or losses on liabilities held for trading are recognised in the statement of profit or loss and other comprehensive.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in IFRS 9 are satisfied. The Company has not designated any financial liability as at fair value through profit or loss.

Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the statement of financial position when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

2.8 Inventories

Inventories are stated at the lower of cost and estimated net realisable value. Cost is calculated based on the actual cost that comprises cost of direct materials and where applicable, direct labour costs and those overheads that have been incurred in bringing the inventories to their present location and condition. Cost is calculated using the weighted average method. Net realisable value represents the estimated selling price less all estimated costs of completion and costs to be incurred in marketing, selling and distribution. Allowance is made for obsolete items where applicable.

2.9 Cash and cash equivalents

Cash and cash equivalents includes cash at bank and in hand plus short-term deposits. Short-term deposits have a maturity of less than three months from the date of acquisition, are readily convertible to cash and are subject to an insignificant risk of change in value.

2.10 Provisions, Contingent liabilities and Contingent assets

Provisions are recognised when:

- the Company has a present obligation as a result of a past event it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and
- a reliable estimate can be made of the obligation.

Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost. The amount of a provision is the present value of the expenditure expected to be required to settle the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cashflows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Contingent Liabilities

A contingent liability is a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company, or a present obligation that arises from past events but is not recognised because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or the amount of the obligation cannot be measured with sufficient reliability. Contingent liabilities are only disclosed and not recognised as liabilities in the statement of financial position. If the likelihood of an outflow of resources is remote, the possible obligation is neither a provision nor a contingent liability and no disclosure is made.

Contingent Assets

A contingent asset is a possible asset that arises from past events, and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity.

2.11 Share Capital

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities.

The Company has only one class of shares; ordinary shares. Ordinary shares are classified as equity. When new shares are issued, they are recorded in share capital at their par value. The excess of the issue price over the par value is recorded in the share premium reserve. The use of the share premium account is governed by Companies and Allied Matters Act (CAMA), 2020. All ordinary shares rank equally with regard to the Company's residual assets. Holders of these shares are entitled to dividends as declared from time to time and are entitled to one vote per share at general meetings of the Company.

2.12 Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax. It includes tax payable on current year's profit plus adjustment in respect of previous years.

2.12.1 Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit as reported in profit or loss because of items of income or expense that are taxable or deductible in future years and items that are never taxable or deductible. The Company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period and is assessed as follows;

- Company income tax is computed on taxable profits
- Tertiary education tax is computed on assessable profits
- Nigeria Police Trust Fund levy is computed on net profit (i.e. profit after deducting all expenses and taxes from revenue earned by the Company during the year).

Minimum tax

Minimum tax is payable by companies having no taxable profits for the year or where the tax on profits is below the minimum tax. Minimum tax is calculated by applying 0.5% on Company's turnover.

2.12.2 Deferred tax

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

2.12.3 Current and deferred tax for the year

Current and deferred tax are recognized in profit or loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

2.13 Employee benefits

The company operates a defined contribution plan. A defined contribution plan is a pension plan under which the company pays fixed contributions into a separate entity. The company has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods.

(a) Defined contribution schemes

i) Statutory contributions (Note 8): The Pensions Reform Act of 2014 requires all companies to pay a minimum of 10% of employees monthly emoluments and the employee to pay a minimum of 8% of monthly emoluments to a pension fund on behalf of all full time employees.

The contributions are recognised as employee benefit expenses as services are rendered by employees. The company has no further payment obligation once the contributions have been paid.

(b) Productivity incentive and bonus plans

All full time staff are eligible to participate in the productivity incentive scheme. The company recognises a liability and an expense for bonuses and productivity incentive, based on a formula that takes into consideration the profit attributable to the company's shareholders after certain adjustments. The company recognises a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

(c) Termination benefits

Termination benefits are recognised as an expense when it is paid under involuntary resignation or when the Company is committed to a formal detailed plan to terminate employment before the normal retirement date.

(d) Short term employee benefits

Short term employee benefit obligations are expensed undiscountedly as the related service is provided. A liability is recognised for the amount expected to be paid under short term cash bonus or profit sharing plans if the Company has a present legal or constructive obligation to pay the amount as a result of past service provided by the employee and or the obligation can be estimated reliably.

2.14 Revenue From Contracts with Customers (IFRS 15)

The Company is involved in the manufacturing and sale of paints.

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company has generally concluded that it is the principal in its revenue arrangements because it typically controls the goods or services before transferring them to the customer.

The Company has applied IFRS 15 practical expedient to a portfolio of contracts (or performance obligations) with similar characteristics since the Company reasonably expect that the accounting result will not be materially different from the result of applying the standard to the individual contracts. The Company has been able to take a reasonable approach to determine the portfolios that would be representative of its types of customers and business lines. This has been used to categorised the different revenue stream detailed below.

Sale of Paints

The Company manufactures and sells paints and other decoratives. Revenue are recognised at the point in time when control of the asset is transferred to the customer, generally on delivery of the products. The normal credit term is 30 to 60 days upon delivery. Delivery occurs when the products have been shipped to the specific location, the risks of obsolescence and loss have been transferred to the customer, and either the customer has accepted the products in accordance with the sales contract, the acceptance provisions have lapsed, or the Company has objective evidence that all criteria for acceptance have been satisfied.

2.15 Revenue From Contracts with Customers (IFRS 15)

The paint is often sold with volume rebates based on aggregate sales over a three months period. Revenue from these sales is recognised based on the price specified in the contract, net of the estimated volume rebates. The Company normally transfer the products to the customers premises as part of the sales incentive which is a logistics discount. The logistic discount which is the transport cost paid on behalf of the customer is recognised as a reduction to revenue for the related goods. The Company considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated (if any). In determining the transaction price for the sale of paint, the Company considers the existence of significant financing components and consideration payable to the customer (if any).

i) Variable Consideration

If the consideration in a contract includes a variable amount, the Company estimates the amount of consideration to which it will be entitled in exchange for transferring the goods to the customer. The variable consideration is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved. Some contracts for the sale of paint and other decorative provide customers with a right of return and usage based fees (management fee). The rights of return and usage based fees give rise to variable consideration.

Rights of return

Certain contracts provide a customer with a right to return the goods within a specified period. The Company uses the expected value method to estimate the goods that will not be returned because this method best predicts the amount of variable consideration to which the Company will be entitled. The requirements in IFRS 15 on constraining estimates of variable consideration are also applied in order to determine the amount of variable consideration that can be included in the transaction price. For goods that are expected to be returned, instead of revenue, the Company recognises a refund liability. A right of return asset (and corresponding adjustment to cost of sales) is also recognised for the right to recover products from a customer, as at 31 December 2022 no performance obligation is outstanding however, we have assessed our revenue as at year end and recognised return assets in the statements of financial position and the corresponding entry was adjusted in the revenue as required by IFRS 15.

Customer Usage

The Company has contracts where support staff are located in the colour centres/shops that belongs to its numerous customers. The fee charged is based on a constant rate on sales made by the customer. The total transaction price of service cost rendered by Company would be variable since the contracts have range of possible transaction prices arising from different volume purchased even though the rate per unit/band is fixed. The Company estimates the variable consideration using the expected value (i.e., a probability weighted amount) because this method best predicts the amount of consideration.

ii) Significant financing component

Using the practical expedient in IFRS 15, the Company does not adjust the promised amount of consideration for the effects of a significant financing component since it expects, at contract inception, that the period between the transfer of the promised good or service to the customer and when the customer pays for that good or service will be one year or less. As a consequence, the Company does not adjust any of the transaction prices for the time value of money.

Application of paints

The Company provides service of application of paints to its customers. Such services are recognised as a performance obligation satisfied over time. Revenue is recognised by measuring progress using the input method that is labour hours.

Using the practical expedient in IFRS 15 for the application of paints, the Company has elect to recognise revenue based on the amount invoiced to the customer since the Company has a right to consideration from its customer in an amount that corresponds directly with the value to the customer of the Company's performance completed to date.

Contract Balances

Trade Receivables

A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due).

Assets and liabilities arising from rights of return

Right of return assets

Right of return asset represents the Company's right to recover the goods expected to be returned by customers. The asset is measured at the former carrying amount of the inventory, less any expected costs to recover the goods, including any potential decreases in the value of the returned goods. The Company updates the measurement of the asset recorded for any revisions to its expected level of returns, as well as any additional decreases in the value of the returned products.

Refund Liabilities

A refund liability is the obligation to refund some or all of the consideration received (or receivable) from the customer and is measured at the amount the Company ultimately expects it will have to return to the customer. The Company updates its estimates of refund liabilities (and the corresponding change in the transaction price) at the end of each reporting period. Refer to above accounting policy on variable consideration.

Cost to obtain a contract

The Company pays sales commission to its employees for each contract that they obtain for sales of paint. The Company has elected to apply the optional practical expedient for costs to obtain a contract which allows the Company to immediately expense sales commissions (included under employee benefits and part of selling and distribution) because the amortisation period of the asset that the Company otherwise would have used is one year or less.

2.16 Fair value measurement

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- (a) Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- (b) Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- (c) Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable:

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between Levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

In some cases, if the inputs used to measure the fair value of an asset or a liability is categorised in different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognizes transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

Further information about the basis of determination of fair values are included in Note 27 Financial Instruments - Fair Values and Financial Risk Management.

2.17 Dividend distribution

Dividend distribution to the company's shareholders is recognised as a liability in the company's financial statements in the period in which the dividends are approved by the company's shareholders.

Dividend not claimed for over a period of 15 months are refunded back to the company and are treated as a liability in the company's financial statements.

2.18 Earnings per Share

Basic earnings per share is computed by dividing the profit or loss attributable to owners of the Company by the weighted average number of shares outstanding during the period.

Diluted earnings per share is calculated by dividing the profit or loss attributable to the owners of the Company, by the weighted average number of shares outstanding after adjusting for the effects of all dilutive potential ordinary shares.

2.19 Assets held for sale

The Company classifies non-current assets and disposal groups as held for sale if their carrying amounts will be recovered principally through a sale transaction rather than through continuing use. Non-current assets and disposal groups classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell. Costs to sell are the incremental costs directly attributable to the disposal of an asset (disposal group), excluding finance costs and income tax expense.

“The criteria for held for sale classification is regarded as met only when the sale is highly probable, and the asset or disposal group is available for immediate sale in its present condition. Actions required to complete the sale should indicate that it is unlikely that significant changes to the sale will be made or that the decision to sell will be withdrawn. Management must be committed to the plan to sell the asset and the sale expected to be completed within one year from the date of the classification. Property, plant and equipment and intangible assets are not depreciated or amortised once classified as held for sale. Assets and liabilities classified as held for sale are presented separately as current items in the statement of financial position.

2.20 Prepayment

Prepayments are non-financial assets which result when payments are made in advance of the receipt of goods and services. They are recognised when the Company expects to receive future economic benefits equivalent to the value of the prepayments. The receipt or consumption of the services results in a reduction in the prepayment and a corresponding increase in expenses or assets for that reporting period.

2.21 Operating profit

Operating profit is the result generated from the continuing principal revenue-producing activities of the Company as well as other income and expenses related to operating activities. Operating profit excludes net finance costs, share of profit of equity-accounted investees and income taxes.

2.22 Finance income and finance costs

The Company's finance income and finance costs include:

- Interest income
- Interest expense

Interest income or expense is recognised using the effective interest method. Dividend income is recognised in profit or loss on the date on which the Company's right to receive payment is established.

The 'effective interest rate' is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to:

- the gross carrying amount of the financial asset; or
- the amortised cost of the financial liability.

In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortised cost of the liability. However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

3 STANDARDS AND INTERPRETATIONS EFFECTIVE FROM 1 JANUARY 2022

A number of standards are effective for annual periods beginning after 1 January 2022.

The Company has determine the impact of that these standards and amendments will have on its financial statements. See the standards as follows:

A Onerous contracts – Cost of Fulfilling a Contract (Amendments to IAS 37)

The amendments specify that the ‘cost of fulfilling’ a contract comprises the ‘costs that relate directly to the contract’. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labour, materials) or an allocation of other costs that relate directly to fulfilling contracts (an example would be the allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract). The amendments are effective on 1 January 2022.

B Other standards

The following are standards effective during the year: 1 January 2022 to 31 December 2022

Standard/ Interpretation		Date issued by IASB	Effective date Period beginning on or after	Summary of the requirements and impact assessment
Amendments to IFRS 1, IFRS 9, IFRS 16 and IAS 41	Annual improvement 2018 - 2020	May 2020	1 January 2022	<p>IFRS 1 First Time Adoption of International Financial Reporting Standards - The amendment permits a subsidiary (as a first-time adopter of IFRS that applies IFRS later than its parent) that applies IFRS 1.D16(a) to measure cumulative translation differences using the amounts reported by its parent, based on the parent’s date of transition to IFRSs.</p> <p>IFRS 9 Financial Instruments - The amendment clarifies that for the purpose of performing the “10 per cent test” for derecognition of financial liabilities – in determining those fees paid net of fees received, a borrower includes only fees paid or received between the borrower and the lender, including fees paid or received by either the borrower or lender on the other’s behalf.</p> <p>IFRS 16 Leases – The amendment removes the illustration of payments from the lessor relating to leasehold improvements. As currently drafted, this example is not clear as to why such payments are not a lease incentive.</p> <p>IAS 41 Agriculture - The amendment removes the requirement to exclude cash flows for taxation when measuring fair value, thereby aligning the fair value measurement requirements in IAS 41 with those in IFRS 13 Fair Value Measurement.</p> <p>The amendments are effective for annual reporting periods beginning on or after 1 January 2022, with earlier application permitted.</p>

Standard/ Interpretation		Date issued by IASB	Effective date Period beginning on or after	Summary of the requirements and impact assessment
Amendments to IAS 16	Property, Plant and Equipment: Proceeds before Intended Use	May 2020	1 January 2022	<p>The amendment prohibits deducting from the cost of an item of property, plant and equipment any proceeds from selling items produced before its intended use by management. As such, proceeds from selling items before the related item of property, plant and equipment is available for use should be recognised in profit or loss, together with the costs of producing those items. IAS 2 Inventories should be applied in identifying and measuring these production costs. Companies will therefore need to distinguish between:</p> <ul style="list-style-type: none"> costs associated with producing and selling items before the item of property, plant and equipment is available for use; and costs associated with making the item of property, plant and equipment available for its intended use. Making this allocation of costs may require significant estimation and judgement. <p>The amendments also clarify that testing whether an item of PPE is functioning properly means assessing its technical and physical performance rather than assessing its financial performance – e.g. assessing whether the PPE has achieved a certain level of operating margin. The amendments apply for annual reporting periods beginning on or after 1 January 2022, with earlier application permitted. The amendments apply retrospectively, but only to items of property, plant and equipment made available for use on or after the beginning of the earliest period presented in the financial statements in which the Company first applies the amendments.</p>

C The following are standards available for early adoption

Standard/ Interpretation		Date issued by IASB	Effective date Period beginning on or after	Summary of the requirements and impact assessment
Amendments to IAS 1	Classification of liabilities as current or non-current	January 2020	1 January 2023	<p>The existing requirement to ignore management's intentions or expectations for settling a liability when determining its classification is unchanged. The amendments also clarify how a Company classifies a liability that includes a counterparty conversion option, which could either be recognised as either equity or liability separately from the liability component under IAS 32 Financial Instruments: Presentation. The standard is effective for annual periods beginning on or after 1 January 2023. Early adoption is permitted.</p>
Amendments to IAS 12	Deferred Tax related to Assets and Liabilities arising from a Single Transaction		1 January 2023	<p>The amendments narrow the scope of the initial recognition exemption to exclude transactions that give rise to equal and offsetting temporary differences – e.g. leases and decommissioning liabilities. The amendments apply for annual reporting periods beginning on or after 1 January 2023. For leases and decommissioning liabilities, the associated deferred tax asset and liabilities will need to be recognized from the beginning of the earliest comparative period presented, with any cumulative effect recognized as an adjustment to retained earnings or other components of equity at that date. For all other transactions, the amendments apply to transactions that occur after the beginning of the earliest period presented.</p>

Standard/ Interpretation		Date issued by IASB	Effective date Period beginning on or after	Summary of the requirements and impact assessment
Amendments to IAS 1 and IFRS Practice Statement 2	Disclosure initiative: Accounting Policies	February 2021	1 January 2023	<p>The amendments were issued to assist companies provide useful accounting policy disclosures. The key amendments to IAS 1 include:</p> <ul style="list-style-type: none"> requiring companies to disclose their material accounting policies rather than their significant accounting policies; clarifying that accounting policies related to immaterial transactions, other events or conditions are themselves immaterial and as such need not be disclosed; and clarifying that not all accounting policies that relate to material transactions, other events or conditions are themselves material to a Company's financial statements; <p>The amendments are consistent with the refined definition of material: "Accounting policy information is material if, when considered together with other information included in an entity's financial statements, it can reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements". The amendments are effective from 1 January 2023.</p>
Amendments to IFRS 10 and IAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	September 2024	The effective date of this amendment has been deferred indefinitely by the IASB.	<p>The amendments require the full gain to be recognised when assets transferred between an investor and its associate or joint venture meet the definition of a 'business' under IFRS 3 Business Combinations. Where the assets transferred do not meet the definition of a business, a partial gain to the extent of unrelated investors' interests in the associate or joint venture is recognised. The definition of a business is key to determining the extent of the gain to be recognised.</p> <p>When a parent loses control of a subsidiary in a transaction with an associate or joint venture (JV), there is a conflict between the existing guidance on consolidation and equity accounting. Under the consolidation standard, the parent recognises the full gain on the loss of control. But under the standard on associates and JVs, the parent recognises the gain only to the extent of unrelated investors' interests in the associate or JV. In either case, the loss is recognised in full if the underlying assets are impaired. The IASB has decided to defer the effective date for these amendments indefinitely.</p>
Amendments to IAS 8		February 2021	January 2023	<p>This amendment provides clarifications to companies on how to distinguish changes in accounting policies from changes in accounting estimates, with a primary focus on the definition of and clarifications on accounting estimates. The amendment introduces a new definition for accounting estimates: clarifying that they are monetary amounts in the financial statements that are subject to measurement uncertainty. The amendments also clarifies the following:</p>

Standard/ Interpretation	Date issued by IASB	Effective date Period beginning on or after	Summary of the requirements and impact assessment
			<ul style="list-style-type: none"> an entity develops an accounting estimate to achieve the objective set out by an accounting policy. developing an accounting estimate includes both selecting a measurement technique (estimation or valuation technique) and choosing the inputs to be used when applying the chosen measurement technique. a change in accounting estimate that results from new information or new developments is not the correction of an error. In addition, the effects of a change in an input or a measurement technique used to develop an accounting estimate are changes in accounting estimates if they do not result from the correction of prior period errors. a change in an accounting estimate may affect only the current period's profit or loss, or the profit or loss of both the current period and future periods. The effect of the change relating to the current period is recognised as income or expense in the current period. <p>The effect, if any, on future periods is recognised as income or expense in those future periods. The definition of accounting policies remains unchanged. The amendments are effective for periods beginning on or after 1 January 2023, and will apply prospectively to changes in accounting estimates and changes in accounting policies occurring on or after the beginning of the first annual reporting period in which the Company applies the amendments.</p>

4. SIGNIFICANT JUDGEMENTS AND ESTIMATES

4.1 Significant estimates

The preparation of financial statement in conformity with IFRS requires the use of certain critical accounting estimates. In the process of applying the Company's accounting policies, management has exercised judgment and estimates in determining the amounts recognised in the financial statements. Changes in assumptions may have a significant impact on the financial statements in the period the assumptions changed. The areas where judgment and estimates are significant to the financial statements are as follows:

The provision matrix is initially based on the Company's historical observed default rates. The Company will calibrate the matrix to adjust the historical credit loss experience with forward-looking information. For instance, if forecast economic conditions (i.e., gross domestic product) are expected to deteriorate over the next year which can lead to an increased number of defaults in the hospitality sector, the historical default rates are adjusted. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

The assessment of the correlation between historical observed default rates, forecast economic conditions and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and of forecast economic conditions. The Company's historical credit loss experience and forecast of economic conditions may also not be representative of customer's actual default in the future. The information about the ECLs on the Company's trade receivables is disclosed in Note 18a.

Property, plant and Equipment/Intangible assets

Estimates are made in determining the depreciation/amortisation rates and useful lives of these property, plant and equipment. These financial statements have, in the management's opinion been properly prepared within reasonable limits of materiality and within the framework of the summarised significant accounting policies.(refer to Note 2.3 & 2.4 for further details).

The amortisation period/useful lives of intangible assets also require management estimation.

4.2 Significant judgements

There are no assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

5. Revenue

Revenue arises from sales of paints and application of paints for various customers. All sales are made in Nigeria.

The Company's revenues are analyzed as follows:

	2022	2021
Entity wide information:	N'000	N'000
Analysis of revenue:		
Sale of paint products	19,059,806	14,125,006
Revenue from services	148,664	82,812
	19,208,470	14,207,818

6. Other income

	2022	2021
	N'000	N'000
*Sale of scrap items	95,416	25,353
Profit on sale of PPE	6,466	164,268
**Management fees	149,319	109,568
	251,201	299,189

*Sales of scraps relate to income earned from disposal of production waste and staute barred transactions now reversed.

** Management fees represent income generated from management services rendered to the company's key distributors.

7. Expenses by nature

	2022	2021
	N'000	N'000

7i Cost of sales

Raw materials consumed	10,039,526	8,389,216
Staff costs excluding directors' emoluments (Note 8i)	263,737	211,311
Distribution cost	313,819	254,508
Royalty fees	579,569	461,607
Hire of equipment	59,028	47,898
Capdec project cost	56,485	71,851
Depreciation of property, plant & equipment (Note 14)	150,738	104,064
General risk insurance premium	46,063	27,817
**Other expenses	85,982	81,249
	11,594,947	9,649,521

**Other expenses relates to electricity, plant & machinery repairs, etc charged to cost of sales during the year.

7ii	Administrative expenses	2022	2021
		N'000	N'000
	Staff costs excluding directors' emoluments (Note 8)	1,502,958	1,168,223
	Directors' emoluments (Note 8iii)	241,493	129,306
	*Auditors' fees	24,000	22,000
	Depreciation of property, plant & equipment (Note 14)	203,137	121,037
	Amortisation of intangible assets (Note 15)	26,680	8,052
	Insurance	4,327	12,734
	Commercial service fees (Note 25b)	204,295	149,584
	Computer charges	176,867	160,000
	Cleaning and laundry	25,891	19,249
	Security	15,054	13,640
	Fuel and Oil Expenses	54,647	83,315
	Other Professional/Consultancy Expenses	72,065	159,455
	Postage, Printing and Telecoms	39,665	77,636
	Donations	4,871	4,631
	AGM/Secretariat Expenses	37,876	33,965
	Casual wages	68,029	35,487
	Bank Charges Paid	15,862	21,960
	Subscriptions	10,959	30,351
	Warehouse Rent	28,592	7,131
	Write down and write off on inventory	60,575	100,935
	Write off of obsolete assets	5,016	-
	Write back of impairment on other financial and non financial assets.	(28,708)	(60,829)
	Vehicle, legal, recruitment expense and others	92,640	56,742
		2,886,789	2,354,606

*There was no non-audit engagement during the year for which fee was paid

7iii	Selling and distribution expenses		
	Marketing, communication & entertainment	1,141,557	435,417
	Tour and travelling	219,102	93,171
	Redistribution Incentive	67,173	54,812
	Sales Incentive	382,521	346,441
	*Other expenses	103,024	57,980
		1,913,377	987,821
	*Other expenses		
	Vehicles repairs and maintenance	89,352	50,513
	Entertainment	2,672	7,096
	Dealers reward expenses	11,000	371
		103,024	57,980

8. Employee benefits

	2022	2021
	N'000	N'000
Staff costs include:		
Wages and salaries	1,843,672	1,321,064
Pension costs:		
- Defined contribution plans (Statutory)	80,709	58,470
	1,924,381	1,379,534
Total employee costs recognized in profit or loss:		
Costs of sales	263,737	211,311
Administrative expenses	1,660,644	1,168,223
	1,924,381	1,379,534

Particulars of directors and staff

- (i) The company had in its employment during the year the average number of staff in each category below. The aggregate amount stated against each category was incurred as salaries wages and retirement benefit costs during the year.

	2022	2021
	N'000	N'000
Costs		
Management	1,376,747	1,040,599
Staff	547,633	338,935
Total	1,924,380	1,379,534

	2022	2021
Numbers	Number	Number
Management	118	114
Staff	135	139
	253	253

- (ii) The table below shows the number of employees who earned over N700,000 as emoluments in the year and were within the bands stated.

NC	2022 Number	2021 Number
700,001 - 1,000,000	4	3
1,000,001 - 1,400,000	29	45
1,400,001 - 1,800,000	43	63
1,800,001 - 2,200,000	36	23
2,200,001 - 2,400,000	16	8
2,400,001 - 3,000,000	12	9
3,000,001 - 4,000,000	21	27
4,000,001 - 5,000,000	24	24
5,000,001 - 6,000,000	14	12
6,000,001 - 8,000,000	16	15
8,000,001 - 9,000,000	10	4
9,000,001 - 10,000,000	7	2
10,000,001 - 16,000,000	7	7
16,000,001 - 18,000,000	1	1
18,000,001 - 25,000,000	8	4
30,000,001 - 40,000,000	2	1
40,000,000 - 50,000,000	1	4
50,000,001 - and above	2	1
	253	253

- (iii) Emoluments of directors

	2022 N'000	2021 N'000
Fees	1,725	1,175
Passage allowance	82,082	44,603
Other emoluments	157,686	83,528
	241,493	129,306
(iv) The Chairman's emoluments	13,464	13,157
(v) Emolument of the highest paid director	70,100	89,638

- (vi) The table below shows the number of directors of the company, whose remuneration, excluding pension contributions, fell within the bands shown.

N	2022 Number	2021 Number
0 - 14,000,000	6	6
14,000,001 - 16,000,000		
18,000,001 - 60,000,000	3	1
	9	7

Key management compensation

Key management have been defined as the executive directors and senior managers

Key management compensation includes:

	2022 N'000	2022 N'000
Short-term employee benefits:		
- Wages and salaries	151,186	83,528
- Allowance - Executive Directors	6,500	6,110
- Wages and salaries -Senior Managers	124,822	156,762
	282,508	246,400

The above amounts have been included in directors emoluments above.

9. Finance income

	2022 N'000	2022 N'000
Interest income on short-term bank deposits	171,008	177,180
Interest income on finance lease	3,300	3,300
Exchange gain	207,457	76,108
	381,765	256,588

Interest income is calculated using the effective interest rate.

10. Finance Cost

	2022 N'000	2022 N'000
Lease interest expenses	1,307	1,415
Interest on borrowings	32,247	6,199
	33,554	7,614

11. Taxation

	2022 N'000	2022 N'000
Current tax		
Nigeria corporation tax charge for the year	816,009	456,047
Tertiary Education tax	88,675	49,850
Police Trust Fund Levy	172	86
Capital Gain Tax	284	15,679
Income tax charge	905,140	521,662
Withholding tax receivable written off	-	36,453
Current Tax Expense	905,140	558,115
Origination of temporary difference	162,864	46,800
Income tax expense	1,068,004	604,915

Corporate tax is calculated at 30% (2021: 30%) of the estimated taxable profit for the year while tertiary education tax is calculated at 2.5% (2021: 2,5%) of the estimated assessable profit for the year. The deferred tax charges recognized in the year relates to the origination and reversal of temporary difference.

Effective Tax Reconciliation

The tax charge for the year can be reconciled to the profit per the statement of profit or loss as follows:

	2022	2022
	N'000	N'000
Accounting Profit before tax	3,444,212	1,727,498
Tax at the Nigeria corporation tax rate of 30% (2021: 30%)	1,033,264	518,249
Non-deductible expense	13,331	530
Impact of Tax exempt income	(8,027)	(9,269)
Capital gains tax	-	15,679
NPF Trust Fund	-	86
Education Tax at 2,5%	86,105	43,187
Withholding tax receivable written off	-	36,453
Recognition of previously unrecognised deductible temporary difference	(56,670)	-
	1,068,004	604,915
Effective tax rate	31%	35%
Current income tax liabilities		
Balance 1 January	536,128	589,835
Transfer from PPPN	-	9,310
Payments during the year:		
Income tax	(381,473)	(534,417)
Education tax	(49,995)	(39,928)
NPF Trust Fund/Capital gains tax	(15,807)	(90)
Total cash payment	(447,275)	(574,435)
WHT Utilized	(71,194)	(10,244)
	(518,469)	(584,679)
Excess provision	17,659	14,466
Charge for the year:		
Income tax	816,009	456,047
Education tax	88,675	49,850
Capital gains tax	284	15,679
NPF Trust Fund	172	86
	905,140	521,662
Balance as at 31 December	922,800	536,128

12. Dividend payable - Unclaimed

Amounts recognised as distributions to ordinary shareholders in the year comprise:

	2022 N'000	2022 N'000
At 1 January	1,323,814	1,748,509
Approved dividend	-	1,470,000
Dividend declared	984,994	-
*Dividend refunded	160,758	-
Transfer from PPPN	-	22,770
Payment during the year -cash	(467,154)	(1,595,784)
Payment during the year -scrip dividend	(517,840)	-
Reclassification to trade and other payable (Note 21)	256,319	(321,681)
**Reclassification of dividend - Statute barred	(280,759)	-
At 31 December	1,460,132	1,323,814

*The dividend refunded relates to a recall of dividend deposited with the Registrars which have stayed over and above 18 months.

** Unclaimed dividend now statute barred.

ii. Dividend declared

Amounts recognised as distributions to ordinary shareholders in the year comprise of the below;

	N'000	N'000
At 1 January		
Approved dividend	984,994	1,470,000
Dividend paid as shares	(517,840)	-
Cash payments during the year	(467,154)	(1,470,000)
At 31 December	-	-

13. Earnings per share

(a) Basic

Basic earnings per share is calculated by dividing the profit attributable to equity holders of the company by the weighted average number of ordinary shares in issue during the year.

	N'000	N'000
Weighted average number of ordinary shares in issue ('000)	814,748	788,260
Profit attributable to ordinary equity shareholders (N'000)	2,376,208	1,122,583
Basic earnings per share (kobo)	292	151
(b) Diluted	292	151

There were no potentially dilutive shares outstanding at 31 December 2022.

14. Property, plant and equipment

14.1 Reconciliation of carrying amount

	Leasehold Land	Buildings on leasehold land	Tinting equipment	Plant and Machinery	Furniture and fittings	Motor vehicles	WIP	Total
Cost	N'000	N'000	N'000	N'000	N'000	N'000	N'000	N'000
At 1 January 2021	1,412	72,642	242,745	806,870	236,173	359,235	6,714	1,725,791
Additions	-	46,331	122,724	186,271	68,955	190,436	-	614,717
Acquired through merger	40,000	176,130	438,741	67,694	178,765	155,903	-	1,057,233
Disposals	-	-	-	(61,463)	(9,737)	(3,554)	(6,714)	(81,468)
Reclassification to assets held for sale	(40,000)	(148,967)	(47,466)	(2,173)	(3,677)	-	-	(242,283)
At 31 December 2021	1,412	146,136	756,744	997,199	470,479	702,020	(0)	3,073,990
At 1 January 2022	1,412	146,136	756,744	997,199	470,479	702,020	(0)	3,073,990
Additions	-	11,721	155,183	106,989	108,702	319,006	2,808	704,409
Disposals	-	-	(120)	(17,108)	(2,599)	(6,343)	-	(26,170)
Reclassification from asset held for sale	-	-	-	18,299	2,786	-	-	21,085
At 31 December 2022	1,412	157,856	911,807	1,105,379	579,368	1,014,684	2,808	3,773,315
Accumulated depreciation								
At 1 January 2021	-	25,533	166,704	364,008	154,392	187,385	-	898,022
Charge for the year	-	3,316	43,510	60,554	33,622	84,098	-	225,100
Acquired through merger	-	24,266	352,854	15,129	162,415	93,355	-	648,019
Disposals	-	(3,286)	-	(55,901)	(9,190)	(3,198)	-	(71,575)
Reclassification to assets held for sale	-	-	-	-	-	-	-	-
At 31 December 2021	-	49,829	563,068	383,790	341,239	361,640	-	1,699,566
At 1 January 2022	-	49,829	563,068	383,790	341,239	361,640	-	1,699,566
Charge for the year	-	2,344	98,889	51,850	55,504	145,288	-	353,875
Disposals	-	-	(120)	(16,055)	(1,319)	(3,066)	-	(20,560)
Reclassification from assets held for sale	-	-	-	16,103	838	-	-	16,941
At 31 December 2022	-	52,173	661,837	435,688	396,262	503,862	-	2,049,823
Net book values								
At 31 December 2022	1,412	105,683	249,970	669,691	183,105	510,822	2,808	1,723,492
At 31 December 2021	1,412	96,306	193,676	613,409	129,240	340,380	(0)	1,374,421
At 1 January 2021	1,412	47,109	76,041	442,862	81,781	171,850	6,714	827,769

- Leasehold properties have an unexpired tenure of 40 years
- The Company had no capital commitments, capital work in progress as at 31 Dec 2022 amounted to N2.8m (2021: Nil)
- No asset of the Company was pledged as security and there are no restrictions to title on any of the Company's assets (2021: Nil).

14.1.1 Breakdown of depreciation

	2022	2021
	N'000	N'000
Cost of sales	150,738	104,064
Administrative expenses	203,137	121,037
	353,875	225,101

14.2 Assets held for sale

Included in the assets acquired from the merger with Portland Paints is a disposal group held for sale. These relate to part of the manufacturing factory assets situated in Ewekoro, Ogun state. The disposal group comprise the following assets:

	2022	2021
	N'000	N'000
At 1 January 2022		
Leasehold Land	40,000	40,000
Buildings on leasehold land	148,967	148,967
Plant and Machinery	47,466	49,639
Furniture and fittings	1,706	3,677
At 31 December 2022	238,139	242,283

An impairment assessment of the assets held for sale was carried out in Dec 2022 with no impairment noted

The assets are still held for sale as at 31 Dec 2022 as management is committed to completing the sale and has commenced the disposal process.

15. Intangible assets

	Software N'000	Trademark N'000	WIP N'000	Total N'000
Cost of software:				
At 1 January 2021	116,271	-	-	116,271
Additions	-	-	142,059	142,059
Acquired through merger	250,833	49,025	-	299,858
At 31 December 2021	367,104	49,025	142,059	558,188
At 1 January 2022	367,104	49,025	142,059	558,188
Additions	20,762	-	207,675	228,437
Disposal	(367,104)	-	-	(367,104)
*Reclassification	349,734	-	(349,734)	0
At 31 December 2022	370,496	49,025	0	419,521
Amortisation of software:				
At 1 January 2021	112,061	-	-	112,061
Amortisation charge	8,052	-	-	8,052
Acquired through merger	241,149	-	-	241,149
At 31 December 2021	361,262	-	-	361,262
At 1 January 2022	361,262	-	-	361,262
Amortisation charge	26,680	-	-	26,680
Disposal	(363,242)	-	-	(363,242)
At 31 December 2022	24,700	-	-	24,700
Net book value				
At 31 December 2022	345,796	49,025	0	394,821
At 31 December 2021	5,842	49,025	142,059	196,926
At 1 January 2021	4,210	-	-	4,210

Trademark

The Company's trademark represents the N49 million trade mark purchased from Blue Circle Industries PLC by Portland Paints & Products PLC, and acquired through the merger, which have been adjudged to have an indefinite life. The Trademark is carried at cost, without amortisation, to be tested annually for impairment.

The Trademark has been assessed for impairment as part of the annual mandatory impairment testing in line with the requirements of the International Financial Reporting Standards using the value in use method.

As at 31 December 2022, the carrying value of Trademark was lower than their recoverable amount, As a result, no impairment loss on Trademark has been recognized (31 December 2021; Nil).

The recoverable amount of Trademark was determined based on a value in use calculation which uses cash flow projections based on five (5) year projections of current year free cash flows from operations and a weighted average cost of capital (WACC) of 16% per annum (2021: 16% per annum).

Key Forecast Assumptions

The key inputs and assumptions used in the value in use calculations are as follows.

- Discount rate (WACC): 16% per annum (2021: 16% per annum)
- Net cash flow: The Net cash flow is based on 5-year forecast using 2022 as the base year. Terminal growth rate of 2.70%.
- Inflation rate: Inflation rate is based on forecast consumer price indices during the period for the country. An inflation rate of 15.6% has been applied for the current year (2021: 15.63%). The value assigned to the key assumption is consistent with external sources of information.

The discount rate was based on computed WACC using the Capital Asset Pricing Model (CAPM). The net cash flows were then discounted using this rate to estimate their present values inclusive of a terminal growth value discounted to its present value thereafter. The terminal growth rate was determined based on the average Gross Domestic Product (GDP) growth rate of Nigeria for the past three (3) Decades.

Revenue growth was projected taking into account the average growth levels experienced over the past five (5) years and the estimated sales volume and price growth for the next five years. It was assumed that sales prices would grow at a constant margin above forecast inflation over the next five years.

The estimated recoverable amounts of the Trade exceeded their carrying amount in the period under review (2021; same). Management has identified that a reasonably possible change in one (1) key assumption, the discount rate of 16% utilized in the period under review could cause the carrying amount to exceed the recoverable amount.

Intangible assets amortization charged to income statement amounts to N26.8 million (2021: N8.05 million) and has been included as part of administrative expenses

***Reclassification**

This relates to development cost in work in progress incurred on SAP HANA, the new ERP software which was completed and capitalised in the period.

16. Right of Use assets

	Land N'000	Shop Space N'000	Total N'000
Cost			
At 1 January 2021	7,740	30,000	37,740
Additions	-	-	-
At 31 December 2021	7,740	30,000	37,740
At 1 January 2022	7,740	30,000	37,740
Additions	-	-	-
At 31 Dec 2022	7,740	30,000	37,740
Accumulated Depreciation			
At 1 January 2021	178	14,000	14,178
Depreciation charge	178	6,000	6,178
At 31 December 2021	356	20,000	20,356
At 1 January 2022	356	20,000	20,356
Depreciation charge	178	6,000	6,178
At 31 Dec 2022	534	26,000	26,534
Carrying amount			
At 31 Dec 2022	7,206	4,000	11,206
At 31 December 2021	7,384	10,000	17,384

Right of Use Assets arise from the Company's lease arrangement with Wemabod on the piece of land where the office and warehouse is located for a non cancellable period of 100 years as well as for the joint lease of a retail store/ Dulux Colour Centre with a Trade Partner for a period of five (5) years beginning 1 September 2018.

17. Inventories

	2022 N'000	2021 N'000
Raw materials	1,673,758	1,739,244
Intermediates	26,987	34,526
Technical stocks and spares	128,464	54,843
Containers and labels	237,837	197,175
Finished goods	3,282,442	2,012,100
Goods in Transit	15,844	1,769,811
Total Gross Inventory	5,365,332	5,807,699
Write down - Inventory	(264,536)	(122,087)
Impairment acquired through merger	-	(201,390)
	5,100,796	5,484,222

Inventories have been reduced by N264.5 million (2021: N122.1 million) as a result of bad and damage products. This write-down was recognised as an expense during 2022. The write-downs are included in cost of sales.

18a Trade and other receivables

	2022	2021
	N'000	N'000
Receivables due within one year		
Trade receivables	682,637	721,335
Less: Expected credit loss on trade receivables	(103,971)	(241,748)
Net trade receivable	578,666	479,587
*Other receivables	180,212	59,513
Impairment on other receivables	(5,938)	(29,522)
Receivables from related parties (Note 25)	92	889
Receivable from Pal Pension - Gratuity	47,114	25,585
	800,146	536,052
Withholding tax receivable	96,578	132,310
Impairment of WHT receivable	(94,972)	(116,769)
Vat receivable	1,244	-
**Return asset	65,139	-
	868,135	551,593

*Other receivables mainly relates to interest receivable and advance payment to vendors as at period end.

**Return Asset -These are estimates that have been calculated under the guidelines of IFRS 15 for estimated goods sold which can be returned. The company has applied the 2 years retention policy is constitutes the life-cycle of the product. The return assets is estimated using the historical returns approach, where by the average percentage returns is applied to the cost of sales.

Movements in the provision for impairment of trade receivables are as follows:

	2022	2021
	N'000	N'000
At 1 January	241,748	57,241
Additional impairment (reversal)/ charge for the year	(31,443)	36,535
Transfer from PPPN	-	147,972
Receivable Write off in the year	(106,334)	-
At 31 December 2022	103,971	241,748

18b Receivables due after one year, finance lease receivables

	2022	2021
	N'000	N'000
Gross investment in lease	81,400	83,600
Unearned finance income	(70,428)	(69,928)
Net investment in lease	10,972	13,672
Gross investment in lease		
Gross finance lease receivable - minimum lease receivable		
- No later than 1 year	2,200	2,200
- 2 to 5 years	8,800	8,800
- More than 5 years	70,400	72,600
	81,400	83,600
Future finance income on lease	(70,428)	(69,928)
Present value of finance lease receivable	10,972	13,672
The present value is analysed as follows:		
- No later than 1 year	600	3,300
- 2 to 5 years	5,910	5,910
- More than 5 years	4,461	4,461
	10,972	13,672
Movement		
As at 1 January	13,672	10,372
Payment received	(3,300)	-
Reclassification from interCompany receivable	600	3,300
As at 31 December	10,972	13,672

The company has finance lease for a warehouse to a related party, MDS Logistics. The lease is for a total period of 51 years; of this period 37 years remain in the contract. The property reverts to the company at the end of the lease period.

19. Prepayments

	2022	2021
	N'000	N'000
Import prepayment	1,035,029	1,369,416
Advance payment to vendors	184,123	206,075
Other down payments	78,413	87,941
	1,297,565	1,663,427

Other down payments relates to payments made in advance to our decorators.

20. Cash and cash equivalents

	2022	2021
	N'000	N'000
Cash at bank and in hand	390,220	175,401
Short-term deposits	3,370,858	2,396,590
Total	3,761,078	2,571,991

Short-term deposits are made for varying periods of between one day and three months, depending on the immediate cash requirements of the Company, and earn interest at the respective short-term deposit rates.

21. Trade and other payables

	2022	2021
	N'000	N'000
Trade payables	680,199	3,589,612
Royalty accrual	588,265	461,607
	1,268,464	4,051,219
Provision for employee leave	11,651	-
Statutory Payables	331,181	212,845
Payable to related parties	310,277	264,903
Accrued expenses	1,179,431	1,062,972
Sundry creditors	135,024	72,980
*Refund liability	114,570	-
	3,350,598	5,664,919
	2022	2021
Average credit period taken for trade purchases (days)	30	30

Trade and other payables comprise amounts outstanding for trade purchases and ongoing costs. The directors consider the carrying amount of trade and other payables to approximate its fair value.

*Refund liability - These are estimates that have been calculated under the guidelines of IFRS 15 for estimated goods sold which can be returned. The company has applied the 2 years retention policy which constitutes the life-cycle of the product. The return liability is estimated using the historical returns approach, where by the average percentage returns is applied to the revenue of 2021 and 2022.

22. Share Capital

	2022		2021	
	Number N '000	Amount N'000	Number N'000	Amount N'000
Authorised:				
Ordinary shares of 50k each	-	-	1,500,000	750,000
Issued and fully paid:				
Ordinary shares of 50k each	814,748	407,374	788,260	394,130

	2022		2021	
	Number of shares N'000	Ordinary shares N'000	Number of shares N'000	Ordinary shares N'000
Movements during the year:				
Balance at 1 January	788,260	394,130	560,000	280,000
Bonus issue			140,000	70,000
Transfer from PPP	-	-	88,260	44,130
Scrip dividend issue	26,488	13,244	-	-
At 31 December	814,748	407,374	788,260	394,130

Additional shares of 26,487,980 issued (N517.8m) under the Scrip dividend scheme in June 2022 have been duly registered with the SEC and NGX. The reported share capital and premium were net of WHT. The shares were issued for N19.55 per share (nominal share value is 50k)

	2022 N'000	2021 N'000
Share premium		
Balance at 1 January	19,254	19,254
Movement in the period	504,596	-
At 31 December	523,850	19,254

The share premium reserve is used to recognise the amount above the par value of issued and fully paid ordinary share of the Company.

Reserves from business combination	N'000	N'000
Balance at 1 January	968,267	968,267
At 31 December	968,267	968,267

Nature and purpose of reserves

In 2021, additional shares were issued to former Portland shareholders who opted for shares consideration. All share capital, premium and reserves from Portland less expenses towards completion of the merger have been captured as other reserves from business combination.

23. Deferred tax

Deferred tax (assets)/liabilities as at 31 December 2022

	Opening Balance N'000	Acquired through merger N'000	Recognized in profit or loss N'000	Closing Balance N'000
Property, plant & equipment	349,818		73,958	423,776
Provisions	(208,221)		(138)	(208,359)
Trade and other receivables				
Inventories				
Exchange difference	24,831		87,801	112,632
Right of use assets (IFRS 16 Leases)	(619)		1,242	623
	165,809	0	162,864	328,672

Deferred tax (assets)/liabilities as at 31 December 2021

	Opening Balance N'000	Acquired through merger N'000	Recognized in profit or loss N'000	Closing Balance N'000
Property, plant & equipment	191,964	86,141	71,713	349,818
Provisions	(12,313)	(124,793)	(71,115)	(208,221)
Trade and other receivables	(17,172)		17,172	
Inventories	(4,298)		4,298	
Exchange difference			24,831	24,831
Right of use assets (IFRS 16 Leases)	(519)		(100)	(619)
	157,662	(38,652)	46,799	165,809

There are no unrecognised deferred tax assets and liabilities as at period end.

24. Lease Liability

	2022 N'000	2021 N'000
Opening balance	9,291	9,183
Lease interest expenses	1,307	1,415
Lease payment during the year	(1,307)	(1,307)
Balance as at 31 December	9,291	9,291
Splitting into Current and Non-Current		
Current	1,417	1,417
Non-Current	7,874	7,874
	9,291	9,291
Gross lease liability	57,492	57,492
Interest expense not yet due	(48,201)	(48,201)
Net lease liability	9,291	9,291
Gross lease liability	.	.
Gross lease liability - minimum lease payable		
- No later than 1 year	1,307	1,307
- 2 to 5 years	6,533	6,533
- More than 5 years	49,652	49,652
	57,492	57,492
Lease expense for the year:	2022 N'000	2021 N'000
Depreciation of right of use asset	6,178	6,178
Finance cost of leases	1,307	1,415
	7,485	7,593

25. Related party transactions

The immediate and ultimate parent, as well as controlling party of the company is UAC of Nigeria PLC incorporated in Nigeria. There are other companies that are related to CAP PLC through common shareholdings and directorship.

The following transactions were carried out with related parties:

(a) Sales of goods and services

Related Party	Relationship	Nature of transaction	2022 N'000	2021 N'000
UAC of Nigeria PLC	Parent	Sales of paint	260	-
UAC Foods Limited	Fellow subsidiary	Sales of paint	356	889
			616	889

(b) Purchases of goods and services

			2022 N'000	2021 N'000
UAC Foods Limited	Fellow subsidiary	Purchases	-	98
UAC of Nigeria PLC (Note 7)	Parent	Commercial Service fee	204,295	149,584
			204,295	149,682

(c) Key management compensation

Key management have been determined as directors (executive and non-executive) the Chairman and other senior management that form part of the leadership team. Details of compensation are disclosed in note 8. There were no other transactions with key management during the year.

(d) Year-end balances arising from sales/purchases of goods/services:

Receivable:	Relationship	Nature of transaction	2022 N'000	2021 N'000
UAC Foods Limited	Fellow subsidiary	Sales of paint	-	889
MDS Logistics	Fellow subsidiary	Lease & Sales	692	-
			692	889
Receivable from MDS relates to N600,000 lease receivable and N92,000 is sales				
Payable:				
UAC Foods Limited	Fellow subsidiary		-	98
UAC Restaurants	Fellow subsidiary		136	-
UAC of Nigeria PLC	Parent	Service	310,141	264,805
			310,277	264,903

26. Import finance liability

At 1 January	6,170	75,103
Payment made during the year	(1,043,428)	(1,762,890)
Additions	1,772,369	1,693,957
Amount outstanding - Import finance facility	735,110	6,170

Loans and borrowings refer to the import finance facility the company has which provides better access to dollars at CBN retail rates. The amount outstanding of N735m as at 31 December 2022 relates to pending Letter of Credit amounts for import shipments received as at 31 December 2022 paid by Coronation Merchants Bank. Interest payable monthly is at 8.5% post negotiation rate plus Secured Overnight Financing Rate (SOFR).

27 Financial instruments - financial risk management and fair values

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

- Credit risk
- Liquidity risk
- Market risk

This note presents information about the Company's exposure to each of the above risks, the Company's objectives, policies and processes for measuring and managing risk, and the Company's management of capital. Further quantitative disclosures are included throughout these financial statements.

Risk management framework

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Risks Management Committee of the Board of Directors is responsible for developing and monitoring the Company's risk management policies.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

The Company, through its training and management standards and procedures, aims to develop a disciplined and constructive control environment in which all employees understand their roles and obligations.

(a) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or a counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the Company's trade and other receivables and balances held with banks.

Credit risk is monitored and managed in the Company by the Finance Controller. The Company analyses the credit risk for each of her new clients before standard payment and delivery terms and conditions are offered. Credit risk arises from cash and cash equivalents, and deposits with banks and financial institutions, as well as credit exposures to wholesale and retail customers, including outstanding receivables and committed transactions. For banks and financial institutions, the Company utilises the institutions that have sufficient reputational risk but do not strictly monitor their formal ratings.

In addition the Company monitors its exposures with individual institutions and has internal limits to control maximum exposures. Credit terms are set with customers based on past experiences, payment history and reputations of the customers. Sales to retail customers are settled in cash, while only agents and corporate customers are given credits based on limits set by the Board, typically 30 days.

No credit limits were exceeded during the reporting period, and management does not expect material losses from non-performance by these counterparties.

Exposure to credit risk

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date was as follows:

	2022 N°000	2021 N°000
Trade and other receivables* (Note 18)	800,146	536,052
Lease receivable (Note 24)	10,972	13,672
Cash and cash equivalents (Note 20)	3,761,078	2,571,991
	4,572,196	3,121,715

*Non-income tax receivables are not financial instruments and therefore have been excluded from trade and other receivables

Trade and other receivables

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each counterparty. However, management also considers the factors that may influence the credit risk of its debtor base, including the default risk of the industry in which the debtors operate.

The Company has adopted a policy of only dealing with creditworthy counterparties and credit limits are set, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company uses publicly available financial information and its own trading records to rate its major customers. Credit exposure is controlled by counterparty limits that are reviewed and approved by the risk management committee annually.

The Company does not consider any credit risk on its interest income receivable as it represents interest accrued to date on its term deposits yet to mature at year end held by financial institutions.

Expected credit loss assessment for Trade Receivables

The Company uses an allowance matrix to measure ECLs of trade receivables from its customers. Loss rates are calculated using a 'roll rate' method based on the probability of a receivable progressing through successive stages of delinquency to write-off. Loss rates are based on actual credit loss experience. These rates are multiplied by scalar factors to reflect differences between the economic conditions during the period over which the historical data has been collected, current conditions and the Company's view of economic conditions over the expected life of the receivables.

The ageing of trade receivables at the reporting date including those that were past due but not impaired was as follows:

	Average loss rate	Gross N'000	Impairment N'000	Net N'000
As at 31 December 2022				
Current (not due)	5%	526,275	26,426	499,849
61-90 Days (past due)	31%	63,742	19,813	43,928
91-120 Days (past due)	46%	32,678	15,012	17,667
121-365 Days (past due)	70%	57,489	40,267	17,222
Over 365 days (past due)	100%	2,453	2,453	-
		682,637	103,971	578,666

	Average loss rate	Gross N'000	Impairment N'000	Net N'000
As at 31 December 2021				
Current (not due)	6%	447,414	27,740	419,674
61-90 Days (past due)	57%	127,880	72,892	54,988
91-120 Days (past due)	77%	21,321	16,417	4,904
121-365 Days (past due)	91%	232	212	21
Over 365 days (past due)	100%	124,488	124,488	-
		721,335	241,748	479,587

Cash and cash equivalents

The Company held cash and cash equivalents of N3.76 billion as at 31 December 2022(2021: N2.57 billion). The Company mitigates its credit risk exposure of its bank balances and derivative financial instrument by selecting and transacting with reputable banks.

(b) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

Liquidity Analysis

The following are the contractual maturities of financial liabilities as at reporting date, including estimated interest payments and excluding the impact of netting agreements.

31 December 2022

	Carrying amount N'000	Contractual cash flows N'000	6 months or less N'000	6-12 months N'000	1-5years N'000	Over 5years N'000
Non-derivative financial liabilities						
Trade and other payables *(Note 21)	2,904,848	2,904,848	(2,904,848)		-	-
Lease liability (Note 24)	9,291	57,492	(653)	(653)	(6,533)	(49,652)
Import finance facility (Note 26)	735,110	735,110				
Dividend payable (Note 12)	1,460,132	1,460,132				

31 December 2021

	Carrying amount N'000	Contractual cash flows N'000	6 months or less N'000	6-12 months N'000	1-5years N'000	Over 5years N'000
Non-derivative financial liabilities						
Trade and other payables *(Note 21)	5,664,919	5,664,919	(5,664,919)		-	-
Lease liability (note 24)	9,291	57,492	(654)	(654)	(6,533)	(49,652)
Import finance facility (Note 26)	6,170	6,170				
Dividend payable 9Note 12)	1,323,814	1,323,814				

*Statutory payables and refund liability are not financial instruments and have therefore been excluded from trade and other payables.

(c) Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and other prices will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

Currency risk

The Company is exposed to currency risk to the extent that there is a mismatch between the currency in which sales and purchases are denominated and the respective functional currency of the Company. The functional currency of the Company is primarily the Naira. The currencies in which purchases and other transactions are denominated are United States Dollar (USD), South African Rand (ZAR) and Euro (EUR). The currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to the changes in foreign exchange rates.

In respect of monetary assets and liabilities denominated in foreign currencies, the Company's policy is to ensure that its net exposure is kept to an acceptable level by buying foreign currencies at spot rates or entering into forward contracts when necessary to address short term imbalance.

Exposure to currency risk

The summary quantitative data about the Company's exposure to currency risk as reported to the Management of the Company based on its risk management policy was as follows:

	2022				2021		
	GBP	USD	ZAR	GBP	USD	EURO	ZAR
<i>In thousands</i>							
Financial Assets							
Cash and cash equivalents	7	1,625	-	39	409	-	-
Trade and other receivables	-	165	-	-	134	-	-
Financial Liabilities							
Trade and other payables	-	(14)	(689)		-	(13)	(2,622)
Net exposure	7	1,776	(689)	39	542	(13)	(2,622)

	Average rate		Year end spot rate	
	2022	2021	2022	2021
USD	426.91	410.08	461.50	435.00
EURO	466.30	464.21	493.07	479.63
GBP	557.67	552.50	556.02	586.08
ZAR	26.90	3.56	26.48	3.69

Sensitivity analysis

A reasonably possible strengthening of the Naira, against the ZAR, the USD, the GBP and the Euro would have affected the measurement of financial instruments denominated in foreign currency and decreased profit or loss by the amounts shown below. This analysis is based on foreign currency exchange rate variances that the Company considered to be reasonably possible at the end of the reporting period. The analysis assumes that all other variables, in particular interest and inflation rates, remain constant and ignores any impact of forecast sales and purchases.

Effect in thousands	2022	2021
	Increase in Profit or (loss) N'000	Increase in Profit or (loss) N'000
USD (At 10% strengthening of the naira)	81,965	23,621
EURO (At 10% strengthening of the naira)	(33,959)	(624)
GBP (At 10% strengthening of the naira)	368	2,286
ZAR (At 10% strengthening of the naira)	103	968

A 10 percent weakening of the Naira against the above currencies at the reporting date would have had the equal but opposite effect to the amounts shown above.

Interest rate risk

The Company adopts a policy of ensuring that 80-90% interest rate risk exposure is at fixed rate. This is achieved by entering into fixed rate instruments.

Interest rate risk comprises interest price risk that results from investing at fixed rates and the interest cashflow risk that results from investments at variable rates. The Board of Directors is responsible for setting the overall duration and interest management targets. The Company's objective is to manage its interest rate exposure through careful investment profiling and use of heterogeneous investment sources.

Exposure to interest rate risk

The interest rate profile of the Company's interest-bearing financial instruments as reported to the management of the Company is as follows:

	Nominal amount	
	2022 N'000	2021 N'000
Fixed rate instruments		
Short-term deposits (Cash and cash equivalent Note 20)	2,738,229	2,040,814
Variable		
Short-term deposits (Cash and cash equivalent Note 20)	632,630	90,000

The Company does not account for the short term fixed deposit financial assets at FVTPL, therefore a change in interest rates at the reporting date would not affect profit or loss. The variable financial assets are short term with daily changes to the interest rate and approximates fair value, hence changes in interest rate will not have a significant impact on the profit or loss at the reporting date.

Capital management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The Company monitors capital on the basis of the gearing ratio. This ratio is calculated as net debt divided by total equity. Net debt is calculated as total borrowings (lease liability and import finance facility) . Total equity is calculated as 'equity' as shown in the statement of financial position.

The Company's debt to adjusted capital ratio at the end of the reporting period was as follows:

	2022 N'000	2021 N'000
Total liabilities (import finance facility and lease liability)	744,401	15,461
Less: cash and cash equivalents (Note 20)	(3,761,078)	(2,571,991)
Adjusted net debt	(3,016,677)	(2,556,530)
Total equity	6,599,601	4,409,788
Net debt to equity ratio (%)	(45.71)	(57.97)

Account classification and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy.

It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value. There were no transfers between levels during the reporting period.

	2022	Fair value		
	Carrying amount N'000	Level 1 N'000	Level 2 N'000	Level 3 N'000
Financial assets at amortized cost				
Trade and other receivables* (Note 18)	800,146	-	-	-
Lease receivable (Note 24)	10,972	-	63,479	-
Cash and cash equivalents (Note 20)	3,761,078	-	-	-
	4,572,196		63,479	

	2022	Fair value		
	Carrying amount N'000	Level 1 N'000	Level 2 N'000	Level 3 N'000
Financial assets at amortized cost				
Trade and other payables* (Note 21)	2,904,848	-	-	-
Lease liability (Note 24)	9,291	-	62,503	-
Import finance liability (Note 26)	735,110	-	-	-
Dividend payable (Note 12)	1,460,132	-	-	-
	5,109,381		62,503	

	2022	Fair value		
	Carrying amount N'000	Level 1 N'000	Level 2 N'000	Level 3 N'000
Financial assets at amortized cost				
Trade and other receivables* (Note 18)	536,052	-	-	-
Lease receivable (Note 24)	13,672	-	92,547	-
Cash and cash equivalents (Note 20)	2,571,991	-	-	-
	3,121,715		92,547	

	2022	Fair value		
	Carrying amount N'000	Level 1 N'000	Level 2 N'000	Level 3 N'000
Financial assets at amortized cost				
Trade and other payables* (Note 21)	5,664,919	-	-	-
Lease liability (Note 24)	9,291	-	-	-
Import finance liability (Note 26)	6,170	-	73,133	-
Dividend payable (Note 12)	1,323,814	-	-	-
	7,004,194		73,133	

*Trade and other payables exclude statutory payables and refund liability while trade and other receivables exclude non-income tax receivables.

Trade and other receivables, cash and cash equivalents, trade and other payables, import finance liability, and dividend payables are short term financial instruments. Accordingly, directors believes that their fair values are not expected to be materially different from their carrying values due to their short term nature and consequent- immaterial impact of discounting. Accordingly no further fair value disclosures are made. The Company does not carry any financial assets or financial liabilities at fair values through profit or loss. The basis for determining fair values is disclosed in Note 3 and the rate used to determine the fair value is 1.17%

28 Contingent liabilities

The Company is involved in litigation suits in the ordinary course of business. In addition, the Company undergoes periodic tax regulatory reviews in the normal course of business. There are no contingent liabilities with respect to litigation from the tax regulatory reviews against the Company as at year end (2021: Nil).

29 Non-audit services and fee

There was no non-audit fee earned by KPMG Professional Services during the year

30 Events after the reporting period

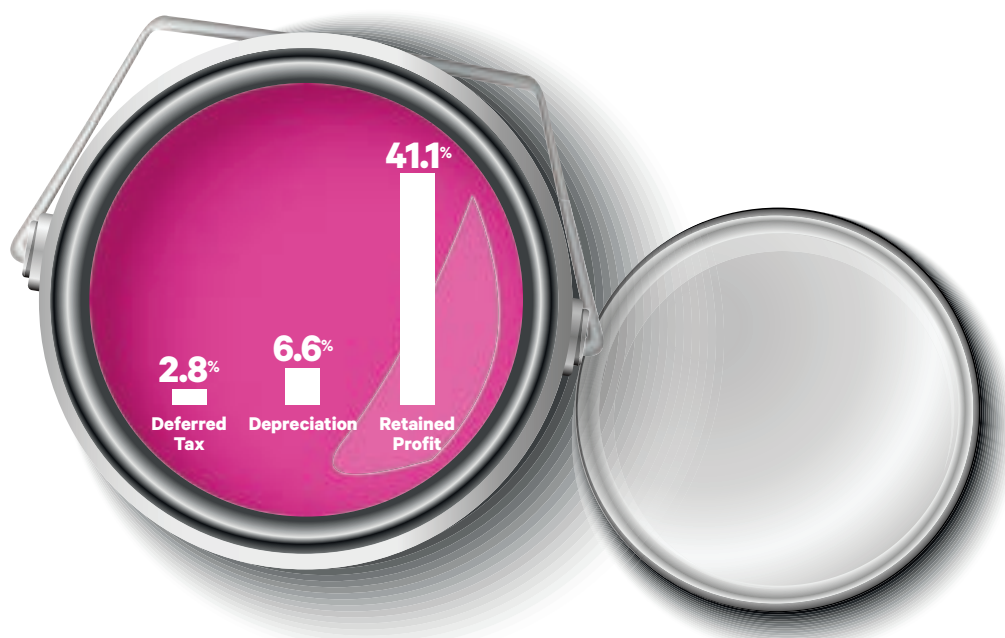
There are no events which could have had a material effect on the financial position of the Company as at 31 December 2022 and its financial performance for the year then ended that have not been adequately provided for or disclosed in these financial statements.

OTHER NATIONAL DISCLOSURES

VALUE ADDED STATEMENT

	2022		2021	
	N'000	%	N'000	%
Revenue	19,208,470		14,207,818	
Finance and Other income	632,966		555,777	
Bought in materials and services				
Local	(9,841,114)		(8,006,450)	
Imported	(4,217,621)		(3,431,336)	
Value Added	5,782,701	100	3,325,810	100
Applied as follows:				
To pay employees as salaries, wages and other benefits	1,924,381	33.3	1,379,534	41.5
To pay government as taxes	905,140	15.7	536,128	16.1
To pay providers of capital	33,554	0.6	7,614	0.2
Retained for replacement of assets and business growth:				
Deferred taxation	162,863	2.8	46,799	1.4
Depreciation and amortization	380,555	6.6	233,152	7.0
Profit attributable to members	2,376,208	41.1	1,122,583	33.8
Value Added	5,782,701	100	3,325,810	100

Value added represents the additional wealth which the Company has been able to create by its own and its employees efforts. This statement shows the allocation of that wealth to employees, government, providers of capital and the amount retained for the future creations of more wealth.



FIVE-YEAR FINANCIAL SUMMARY

	2022	2021	2020	2019	2018
	N'000	N'000	N'000	N'000	N'000
Assets Employed					
Property, plant and equipment	1,723,492	1,374,421	837,828	859,617	729,962
Right of use asset	11,206	17,384	23,562	6,067	-
Intangible assets	394,821	196,926	4,210	7,542	25,814
Finance lease assets	10,372	10,372	8,766	8,768	10,377
*Net current assets	4,796,256	2,984,368	3,035,980	1,809,780	2,169,839
	6,936,147	4,583,471	3,910,346	2,691,774	2,935,992
Lease liability	(7,874)	(7,874)	(7,876)	(5,334)	-
Deferred taxation	(328,672)	(165,809)	(157,662)	(164,756)	(127,053)
	6,599,601	4,409,788	3,744,808	2,521,684	2,808,939
Funds Employed					
Share capital	407,374	394,130	350,000	350,000	350,000
Share premium	523,850	19,254	19,254	19,254	19,254
Reserves	968,267	968,267	-	-	-
	4,700,110	3,028,137	3,375,554	2,152,430	2,439,685
	6,599,601	4,409,788	3,744,808	2,521,684	2,808,939
Revenue	19,208,470	14,207,818	8,876,191	8,410,650	7,670,315
Profit before taxation	3,444,212	1,727,498	1,805,738	2,545,735	2,597,832
Taxation	(1,068,004)	(604,915)	(582,614)	(803,647)	(568,489)
Profit for the year attributable	2,376,208	1,122,583	1,223,124	1,742,088	2,029,343
Interim dividend	-	-	-	-	-
	2,376,208	1,122,583	1,223,124	1,742,088	2,029,343
Profit retained	2,376,208	1,122,583	1,223,124	1,742,088	2,029,343
Per 50k share data (kobo)					
Earnings per share- Basic	292	151	175	249	290
Earnings per share- Adjusted	292	151	175	249	290
Dividend per share- Basic	-	-	-	-	-

Notes

Earnings and dividend per share are based on profit after tax and on the number of ordinary shares issued and fully paid at the end of each year.

* Net current assets includes assets held for sale

SHAREHOLDERS INFORMATION

According to the Register of Members, the following shareholders held 5% and above of the issued share capital of Chemical and Allied Products PLC as at 31 December 2022:

S/N	PARTICULARS OF SHAREHOLDER	NUMBER OF SHARES	PERCENTAGE % OF SHAREHOLDING
1	UAC of Nigeria PLC	471,343,569	57.85%

Register Range Analysis

As at the end of 2022, CAP PLC's shares were held by 16,612 shareholders as analyzed below:

Range	No. of Holders	Holders %	Holders Cum.	Units	Units %	Units Cum.
1 - 999	4,997	30.08	4,997	1,640,119	0.20	1,640,119
1,000 - 9,999	8,908	53.62	13,905	28,995,319	3.56	30,635,438
10,000 - 99,999	2,299	13.84	16,204	62,912,503	7.72	93,547,941
100,000 - 999,999	364	2.19	16,568	93,676,070	11.50	187,224,011
1,000,000 - 9,999,999	39	0.23	16,607	97,040,813	11.91	284,264,824
10,000,000 - 99,999,999	4	0.02	16,611	59,139,107	7.26	343,403,931
100,000,000 - 999,999,999	1	0.01	16,612	471,343,569	57.85	814,747,500
Grand Total	16,612	100.00		814,747,500	100.00	

Share Capital History

DATE ISSUED	NUMBER OF SHARES ISSUED	NOMINAL VALUE (N)
1991	28,000,000	14,000,000
1992	28,000,000	14,000,000
1993	66,704,000	33,352,000
1994	83,942,000	41,971,000
1995	84,000,000	42,000,000
1996	105,000,000	52,500,000
1997	105,000,000	52,500,000
1998	105,000,000	52,500,000
1999	126,000,000	63,000,000
2000	126,000,000	63,000,000
2001	126,000,000	63,000,000
2002	168,000,000	84,000,000
2003	168,000,000	84,000,000
2004	210,000,000	105,000,000
2010	210,000,000	105,000,000
2011	560,000,000	280,000,000
2012	560,000,000	280,000,000
2013	700,000,000	350,000,000
2014	700,000,000	350,000,000
2015	700,000,000	350,000,000
2016	700,000,000	350,000,000
2017	700,000,000	350,000,000
2018	700,000,000	350,000,000
2019	700,000,000	350,000,000
2020	700,000,000	350,000,000
2021	788,259,520	394,129,760
2022	814,747,500	407,373,750

Five Year Dividend History

Dividends declared during the last five years were as follows:

DIVIDEND YEAR	DATE DECLARED	TOTAL AMOUNT	DIVIDEND PER SHARE	% OF COMPANY PROFIT AFTER TAX
2016	June 13, 2017	1,540,000	220k	96
2017	June 19, 2018	1,435,000	205k	96
2018	June 20, 2019	2,030,000	290k	100
2019	Nil	Nil	Nil	Nil
2020	June 17, 2021	1,470,000	210k	100
2021	June 16, 2022	985,000,000	125k	84

Notice to Shareholders

Unclaimed Dividends and Share Certificates

Total amount of unclaimed dividends as at December 31, 2022 was N1,640,944,622.14. The total number of unclaimed certificates as at December 31, 2022 was Nil.

Shareholders who are yet to claim their outstanding dividends are hereby advised to complete the e-dividend registration form by downloading the Registrar's E-Dividend Mandate Activation Form, which is available at http://sec.gov.ng/wp-content/uploads/2016/04/Afric-Prudential-EDMMS-Form_2018.pdf, and submit to the Registrars at Africa Prudential PLC, 220b Ikorodu Road, Palmgrove, Lagos or their respective banks for the purpose of claiming their outstanding dividends.

A list of Shareholders who are yet to claim their dividend as of March 31, 2023 is available on the Company's Website at https://www.capplc.com/wp-content/uploads/2022/04/CAP_UNCLAIMED-DIVIDEND-AS-AT-MARCH-31-2022.pdf

This notice is to request all affected shareholders to contact the Head, Relationship Management of Africa Prudential PLC at 220B Ikorodu Road, Palmgrove, Lagos.

Tel +234-8139840850

Website: www.africaprudential.com

PROXY FORM

Chemical and Allied Products PLC RC 4551

Annual General Meeting of Chemical and Allied Products PLC to be held on June 15, 2023 at Festival Hotel, Diamond Estate, Amuwo Odofin, Lagos at 10:00am

I/We _____

(Name of Shareholder(s) in block letters)

Being a member/members of CHEMICAL AND ALLIED PRODUCTS PLC, hereby appoint

or failing him/her, the Chairman, Mrs. Awuneba Ajumogobia, as my/our proxy to vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held on June 15, 2023 at 10.00am and/or at any adjournment thereof. Unless otherwise instructed, the Proxy will vote or abstain from voting in accordance with the instructions stated herein.

Dated this _____ day of _____ 2023

Shareholder's signature: _____

NOTE

Please sign this form and deliver or post it to reach the Registrar, Africa Prudential Plc, 220B Ikorodu Road, Palmgrove, Lagos or via email at cxc@africaprudential.com not later than 24 hours before the meeting and ensure that the proxy form is filled, dated, and signed.

If the Shareholder is a Corporation, this form must be signed under the hand of an authorised representative of the company or attorney.

In the case of joint shareholders, any of the joint shareholders may complete the form, but the names of all joint shareholders must be stated.

THIS PROXY IS SOLICITED ON BEHALF OF THE BOARD OF DIRECTORS AND IS TO BE USED AT THE ANNUAL GENERAL MEETING

ORDINARY BUSINESS		FOR	AGAINST	ABSTAIN
1.	To declare a Dividend			
2.	To re-elect Mrs. Udo Okonjo who is retiring by rotation			
3.	To authorise the Directors to fix the remuneration of the External Auditors for the 2023 Financial Year			
4.	To elect members of the Statutory Audit Committee			
SPECIAL BUSINESS				
5.	To fix the remuneration of Directors			
6.	To approve the appointment of Dr. Babs Omotowa			
7.	To consider and if thought fit, pass the following Resolution as an ordinary resolution of the Company: "That a general mandate be given and is hereby given, authorizing the Company through the Directors to enter into recurrent transactions with related parties or companies until reviewed by the Company at an Annual General Meeting."			

Please indicate, by marking 'X' in the appropriate space, how you wish your votes to be cast on the resolutions set out above.

Before posting the above form, please tear off this part and retain for admission at the meeting.



**ADMISSION CARD
 CHEMICAL AND ALLIED PRODUCTS PLC (Rc4551)
 ANNUAL GENERAL MEETING**

Please admit the Shareholder named on this Admission Form or his or her duly appointed proxy to the Annual General Meeting of the Company to be held on June 15, 2023 at 10am at Festival Hotel, Diamond Estate, Amuwo Odofin, Lagos

Ayomipo Wey
 Company Secretary
 2, Adeniyi Jones, Ikeja Lagos

This admission card must be produced by the Shareholder in order to gain entrance into the Annual General Meeting


 Name of Shareholder

 Address of Shareholder

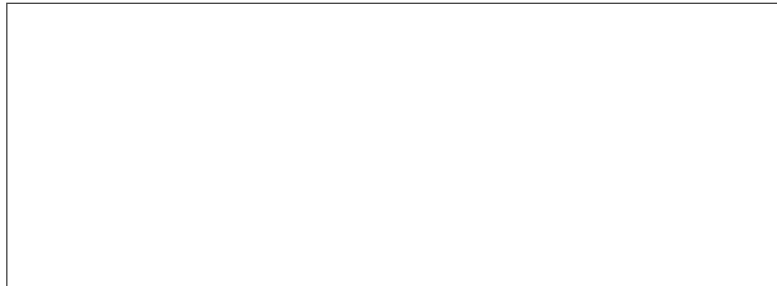
 Number of Shares held

 Signature of Shareholder

PLEASE AFFIX
POSTAGE STAMP



THE REGISTRAR
Africa Prudential Plc
220B Ikorodu Road
Palm Grove
Lagos
Tel: 070023747783



If undelivered please return to

THE REGISTRAR
Africa Prudential Plc
220B Ikorodu Road
Palm Grove
Lagos
Tel: 070023747783



SHARE PORTAL APPLICATION FORM

Dear Registrar,

Please take this as authority to activate my account(s) on your SharePortal where I will be able to view and manage my investment portfolio online with ease.

*** = Compulsory fields**

1. *SURNAME/COMPANY NAME:

2. *FIRST NAME:

3. OTHER NAME:

4. *E-MAIL:

5. ALTERNATE E-MAIL:

6. *MOBILE NO.: 1. 2.

7. SEX: MALE FEMALE 8. *DATE OF BIRTH

9. *POSTAL ADDRESS:

10. CSCS CLEARING HOUSE NO.: C

11. NAME OF STOCKBROKER:

DECLARATION

I/We hereby declare that the information I have provided is true and correct and that I shall be held personally liable for any of my personal details.

I/We also agree and consent that Africa Prudential Plc ("Afriprud") may collect, use, disclose, process and deal in any manner whatsoever with my/our personal, biometric and shareholding information set out in this form and/or otherwise provided by me/us or possessed by Afriprud for administration of my/our shareholding and matters related thereto.

Signature:

Signature:

Joint/Company's Signatories

Company Seal (if applicable)

Please tick against the company(ies) where you have shareholdings

CLIENTELE	
1. ABBEY MORTGAGE BANK PLC	<input type="checkbox"/>
2. ADAMAWA STATE GOVERNMENT BOND	<input type="checkbox"/>
3. AFRILAND PROPERTIES PLC	<input type="checkbox"/>
4. AFRICA PRUDENTIAL PLC	<input type="checkbox"/>
5. A & G INSURANCE PLC	<input type="checkbox"/>
6. ALUMACO PLC	<input type="checkbox"/>
7. A.R.M LIFE PLC	<input type="checkbox"/>
8. BECO PETROLEUM PRODUCTS PLC	<input type="checkbox"/>
9. BUA GROUP	<input type="checkbox"/>
10. BENUE STATE GOVERNMENT BOND	<input type="checkbox"/>
11. CAP PLC	<input type="checkbox"/>
12. CAPP AND D'ALBERTO PLC	<input type="checkbox"/>
13. CEMENT COY. OF NORTHERN NIG. PLC	<input type="checkbox"/>
14. CSCS PLC	<input type="checkbox"/>
15. CHAMPION BREWERIES PLC	<input type="checkbox"/>
16. CWG PLC	<input type="checkbox"/>
17. CORDROS MONEY MARKET FUND	<input type="checkbox"/>
18. EBONYI STATE GOVERNMENT BOND	<input type="checkbox"/>
19. GOLDEN CAPITAL PLC	<input type="checkbox"/>
20. INFINITY TRUST MORTGAGE BANK PLC	<input type="checkbox"/>
21. INVESTMENT & ALLIED ASSURANCE PLC	<input type="checkbox"/>
22. JAIZ BANK PLC	<input type="checkbox"/>
23. KADUNA STATE GOVERNMENT BOND	<input type="checkbox"/>
24. LAGOS BUILDING INVESTMENT CO. PLC	<input type="checkbox"/>
25. GLOBAL SPECTRUM ENERGY SERVICES PLC	<input type="checkbox"/>
26. MED-VIEW AIRLINE PLC	<input type="checkbox"/>
27. MIXTA REAL ESTATE PLC (formerly ARM Properties Plc)	<input type="checkbox"/>
28. NEXANS KABLEMETAL NIG. PLC	<input type="checkbox"/>
29. LIVINGTRUST MORTGAGE BANK PLC	<input type="checkbox"/>
30. PERSONAL TRUST & SAVINGS LTD	<input type="checkbox"/>
31. P.S MANDRIDES PLC	<input type="checkbox"/>
32. PORTLAND PAINTS & PRODUCTS NIG. PLC	<input type="checkbox"/>
33. PREMIER BREWERIES PLC	<input type="checkbox"/>
34. RESORT SAVINGS & LOANS PLC	<input type="checkbox"/>
35. ROADS NIGERIA PLC	<input type="checkbox"/>
36. SCOA NIGERIA PLC	<input type="checkbox"/>
37. TRANSCORP HOTELS PLC	<input type="checkbox"/>
38. TRANSCORP PLC	<input type="checkbox"/>
39. TOWER BOND	<input type="checkbox"/>
40. THE LA CASERA CORPORATE BOND	<input type="checkbox"/>
41. UACN PLC	<input type="checkbox"/>
42. UNITED BANK FOR AFRICA PLC	<input type="checkbox"/>
43. UNITED CAPITAL PLC	<input type="checkbox"/>
44. UNITED CAPITAL BALANCED FUND	<input type="checkbox"/>
45. UNITED CAPITAL BOND FUND	<input type="checkbox"/>
46. UNITED CAPITAL EQUITY FUND	<input type="checkbox"/>
47. UNITED CAPITAL MONEY MARKET FUND	<input type="checkbox"/>
48. UNITED CAPITAL NIGERIAN EUROBOOND FUND	<input type="checkbox"/>
49. UNITED CAPITAL WEALTH FOR WOMEN FUND	<input type="checkbox"/>
50. UNIC DIVERSIFIED HOLDINGS PLC	<input type="checkbox"/>
51. UNIC INSURANCE PLC	<input type="checkbox"/>
52. UAC PROPERTY DEVELOPMENT COMPANY PLC	<input type="checkbox"/>
53. UTC NIGERIA PLC	<input type="checkbox"/>
54. VFD GROUP PLC	<input type="checkbox"/>
55. WEST AFRICAN GLASS IND PLC	<input type="checkbox"/>
OTHERS: <input style="width: 100px; height: 20px;" type="text"/>	<input type="checkbox"/>
<input style="width: 100px; height: 20px;" type="text"/>	<input type="checkbox"/>

HEAD OFFICE: 220B, Ikorodu Road, Palmgrove, Lagos.

ABUJA: Infinity House (2nd Floor), 11 Kaura Namoda Street, Off Faskari Crescent, Area 3, Garki, Abuja.

PORT-HARCOURT: Oklen Suite Building (2nd Floor), No. 1A, Evo Road, GRA Phase 2.

TEL: 0700 AFRIPRUD (0700 2374 7783) | E-MAIL: cxc@afriprudential.com | www.afriprudential.com | @afriprud



SCAN



To Download Shareholder's Form

E-SERVICE/DATA UPDATE FORM

KINDLY FILL AND RETURN FORM TO ANY OF OUR OFFICE ADDRESSES STATED BELOW | * = COMPULSORY FIELDS

1. *SURNAME/COMPANY NAME

2. *FIRST NAME 3. OTHER NAME

4. *GENDER M F 5. E-MAIL

6. ALTERNATE E-MAIL

7. *DATE OF BIRTH

8. *MOBILE (1) (2)

9. *ADDRESS

10. OLD ADDRESS (if any)

11. *NATIONALITY 12. *OCCUPATION

13. *NEXT OF KIN NAME MOBILE

14. *MOTHER'S MAIDEN NAME

15. BANK NAME 16. A/C NO.

17. A/C NAME 18. A/C OPENING DATE

19. BANK VERIFICATION NO. (BVN) 20. NAME OF STOCKBROKING FIRM

21. CSCS CLEARING HOUSE NO. (CHN) C

DECLARATION

I/We hereby declare that the information I have provided is true and correct and that I shall be held personally liable for any of my personal details.

I/We also agree and consent that Africa Prudential Plc ("Afriprud") may collect, use, disclose, process and deal in any manner whatsoever with my/our personal, biometric and shareholding information set out in this form and/or otherwise provided by me/us or possessed by Afriprud for administration of my/our shareholding and matters related thereto.

Signature:

Signature:

Joint/Company's Signatories

Company Seal (if applicable)

Please tick against the company(ies) where you have shareholdings

CLIENTELE

- 1. ABBEY MORTGAGE BANK PLC
- 2. ADAMAWA STATE GOVERNMENT BOND
- 3. AFRILAND PROPERTIES PLC
- 4. AFRICA PRUDENTIAL PLC
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OTHERS:

HEAD OFFICE: 220B, Ikorodu Road, Palmgrove, Lagos.

ABUJA: Infinity House (2nd Floor), 11 Kaura Namoda Street, Off Faskari Crescent, Area 3, Garki, Abuja.

PORT-HARCOURT: Oklen Suite Building (2nd Floor), No. 1A, Evo Road, GRA Phase 2.

TEL: 0700 AFRIPRUD (0700 2374 7783) | E-MAIL: cxc@africaprudential.com | www.africaprudential.com | @afriprud



SCAN



To Download Shareholder Forms



Affix Recent Passport Photograph
**USE GUM ONLY
 NO STAPLE PINS**
(to be stamped by your banker)
 ONLY CLEARING BANKS ARE ACCEPTABLE

E-DIVIDEND MANDATE ACTIVATION FORM

INSTRUCTION

Please complete all section of this form to make it eligible for processing and return to the address below.

The Registrar

Africa Prudential Plc
 220B, Ikorodu Road, Palmgrove, Lagos.

I/We hereby request that henceforth, all my/our Dividend Payment(s) due to me/us from my/our holdings in all the companies ticked at the right hand column be credited directly to my /our bank detailed below:

Bank Verification Number (BVN):

Bank Name:

Bank Account Number:

Account Opening Date: DD MM YYYY

SHAREHOLDER ACCOUNT INFORMATION

Gender: Male Female Date Of Birth DD MM YYYY

Surname/Company's Name First Name Other Name

Address

City State Country

Clearing House Number (CHN) (if any) Name of Stockbroking Firm

Mobile Telephone 1 Mobile Telephone 2

E-mail Address

DECLARATION

I/We hereby declare that the information I have provided is true and correct and that I shall be held personally liable for any of my personal details.

I/We also agree and consent that Africa Prudential Plc ("Afriprud") may collect, use, disclose, process and deal in any manner whatsoever with my/our personal, biometric and shareholding information set out in this form and/or otherwise provided by me/us or possessed by Afriprud for administration of my/our shareholding and matters related thereto.

Signature: Signature: Company Seal (if applicable)

Joint/Company's Signatories

Please tick against the company(ies) where you have shareholdings

- | CLIENTELE | |
|---|--------------------------|
| 1. ABBEY MORTGAGE BANK PLC | <input type="checkbox"/> |
| 2. ADAMAWA STATE GOVERNMENT BOND | <input type="checkbox"/> |
| 3. AFIRLAND PROPERTIES PLC | <input type="checkbox"/> |
| 4. AFRICA PRUDENTIAL PLC | <input type="checkbox"/> |
| 5. A & G INSURANCE PLC | <input type="checkbox"/> |
| 6. ALUMACO PLC | <input type="checkbox"/> |
| 7. A.R.M LIFE PLC | <input type="checkbox"/> |
| 8. BECO PETROLEUM PRODUCTS PLC | <input type="checkbox"/> |
| 9. BUA CEMENT PLC | <input type="checkbox"/> |
| 10. BUA FOODS PLC | <input type="checkbox"/> |
| 11. BENUE STATE GOVERNMENT BOND | <input type="checkbox"/> |
| 12. CAP PLC | <input type="checkbox"/> |
| 13. CAPP AND D'ALBERTO PLC | <input type="checkbox"/> |
| 14. CSCS PLC | <input type="checkbox"/> |
| 15. CHAMPION BREWERIES PLC | <input type="checkbox"/> |
| 16. CORDROS MONEY MARKET FUND | <input type="checkbox"/> |
| 17. EBONYI STATE GOVERNMENT BOND | <input type="checkbox"/> |
| 18. GOLDEN CAPITAL PLC | <input type="checkbox"/> |
| 19. INFINITY TRUST MORTGAGE BANK PLC | <input type="checkbox"/> |
| 20. INVESTMENT & ALLIED ASSURANCE PLC | <input type="checkbox"/> |
| 21. JAIZ BANK PLC | <input type="checkbox"/> |
| 22. KADUNA STATE GOVERNMENT BOND | <input type="checkbox"/> |
| 23. LAGOS BUILDING INVESTMENT CO. PLC | <input type="checkbox"/> |
| 24. GLOBAL SPECTRUM ENERGY SERVICES PLC | <input type="checkbox"/> |
| 25. MED-VIEW AIRLINE PLC | <input type="checkbox"/> |
| 26. MIXTA REAL ESTATE PLC (formerly ARM Properties Plc) | <input type="checkbox"/> |
| 27. NEXANS KABLEMETAL NIG. PLC | <input type="checkbox"/> |
| 28. LIVINGTRUST MORTGAGE BANK | <input type="checkbox"/> |
| 29. PERSONAL TRUST & SAVINGS LTD | <input type="checkbox"/> |
| 30. P.S MANDRIDES PLC | <input type="checkbox"/> |
| 31. PORTLAND PAINTS & PRODUCTS NIG. PLC | <input type="checkbox"/> |
| 32. PREMIER BREWERIES PLC | <input type="checkbox"/> |
| 33. RESORT SAVINGS & LOANS PLC | <input type="checkbox"/> |
| 34. ROADS NIGERIA PLC | <input type="checkbox"/> |
| 35. SCOA NIGERIA PLC | <input type="checkbox"/> |
| 36. TRANSCORP HOTELS PLC | <input type="checkbox"/> |
| 37. TRANSCORP PLC | <input type="checkbox"/> |
| 38. TOWER BOND | <input type="checkbox"/> |
| 39. THE LA CASERA CORPORATE BOND | <input type="checkbox"/> |
| 40. UACN PLC | <input type="checkbox"/> |
| 41. UNITED BANK FOR AFRICA PLC | <input type="checkbox"/> |
| 42. UNITED CAPITAL PLC | <input type="checkbox"/> |
| 43. UNITED CAPITAL BALANCED FUND | <input type="checkbox"/> |
| 44. UNITED CAPITAL BOND FUND | <input type="checkbox"/> |
| 45. UNITED CAPITAL EQUITY FUND | <input type="checkbox"/> |
| 46. UNITED CAPITAL MONEY MARKET FUND | <input type="checkbox"/> |
| 47. UNITED CAPITAL NIGERIAN EUROBOND FUND | <input type="checkbox"/> |
| 48. UNITED CAPITAL WEALTH FOR WOMEN FUND | <input type="checkbox"/> |
| 49. UNIC DIVERSIFIED HOLDINGS PLC | <input type="checkbox"/> |
| 50. UNIC INSURANCE PLC | <input type="checkbox"/> |
| 51. UAC PROPERTY DEVELOPMENT COMPANY PLC | <input type="checkbox"/> |
| 52. UTC NIGERIA PLC | <input type="checkbox"/> |
| 53. VFD GROUP PLC | <input type="checkbox"/> |
| 54. WEST AFRICAN GLASS IND PLC | <input type="checkbox"/> |
| OTHERS: <input type="text"/> | <input type="checkbox"/> |
| <input type="text"/> | <input type="checkbox"/> |



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ANNUAL GENERAL MEETING

REQUEST FORM FOR E-ANNUAL REPORT

Chemical and Allied Products PLC (RC 4551)

Please tick appropriate box if Yes
you want the E-Annual Report No

Name of Shareholder: _____

Address of Shareholder: _____

E-Mail Address of Shareholder: _____

Shareholder's Signature: _____



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