

# 2016

## Annual Reports & Financial Statements



# PHARMA DEKO PLC

...Providing Healthy Solutions

# VISION & MISSION STATEMENT, & OUR 7 CORE VALUES

## CORPORATE VISION

To be one of the Leading Health Care Solution Providers

## MISSION STATEMENT

To produce high quality and affordable health care and lifestyle products using a highly skilled work force and technology whilst delivering superior returns to the shareholders and contributing positively to our stakeholders

## QUALITY STATEMENT

Pharma Deko Plc is committed to the production and delivery of quality products and services that conform to quality standards as prescribed in International Monographs and Company Standards. Our strive for quality is continuous in recognition of the dynamic nature of standards and customer expectation. Quality to us is satisfying customer's requirement.

## OUR 7 CORE VALUES

### Customer Satisfaction

- Putting customer first
- Putting customer satisfaction at the centre in all our activities, process, quality, and quantity at the right time and outputs
- Meeting and exceeding the needs and expectations of the customer

### Integrity

- Promise what you can deliver and deliver what you promised
- Delivering our values transparently, honestly & truthfully in all actions/activities
- Adherence to high moral and ethical principles; soundness of moral character

### Getting Results

- Meeting stated goals and objectives on time, with best use of resources at the least costs
- Focus on getting the best results against all obstacles and challenges
- Doing the right thing at the right time

### Team Spirit

- Collaboration and cooperation in order to achieve common goal(s)
- Working harmoniously towards a common goal
- Putting the team achievement above your personal interest

### Innovation

- New thinking, new ideas
- Consistently looking for better ways and new ideas to improve our systems, processes, products, skills, capabilities that will save time, money, and reduce wastage

### Respect

- Having consideration for the feelings, opinion, personal dignity and self-esteem of superiors, colleagues and subordinates
- Cultivate the culture of active listening to the views and opinion of others
- Refraining from injuring self-esteem of others by our actions, words and conducts
- Living all of our values
- Obey rules and regulations.

### Recognition

- Commendation for achievement at all levels
- Appreciation of good work
- Acknowledging good results of the contribution and success of others at all times.

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# CORPORATE INFORMATION

## Directors

Mr F.R.A. Williams (Jr)	Chairman
Mr. J.A. Abibu	Managing Director
Mr. C.C. Chikeluba	Non-Executive Director
Mr. K.A. Lawson	Non-Executive Director
Mr. S.U. Osai	Non-Executive Director (Deceased, 18 Dec., 2016)
Chief J.O. Anyigbo	Non-Executive Director
Mr. G.A. Alegieuno	Non-Executive Director
Alhaji B. Zakariyau	Non-Executive Director
Professor Herbert A.B Coker	Non-Executive Director

## Company Secretary

Unity Trustees Limited  
1, Shagamu Avenue Illupeju, Lagos

## Company Number

Rc. 6711

## Registered Office

Plot C1/1 Okene Close,  
Agbara Industrial Estate, Agbara, Ogun State.  
P.O.Box 1479, Apapa Lagos  
E-mail : [info@pharmadekoplc.com](mailto:info@pharmadekoplc.com)

## Auditors

SIAO (Chartered Accountants)  
18B, Olu Holloway Road, Ikoyi Lagos.  
P.O.Box 55461, Falomo, Ikoyi, Lagos  
Tel: 01-4630871, 4630872  
Website: [www.siao-ng.com](http://www.siao-ng.com)  
E-mail : [enquiries@siao-ng.com](mailto:enquiries@siao-ng.com)

## Solicitors to the Company

Chief Rotimi Williams' Chambers  
1, Shagamu Avenue Illupeju, Lagos  
P.O Box 3426, Marina, Lagos  
Tel: 2715354-61, 2719634-7,  
7419142, 7349941  
Website: [www.frawilliams.com](http://www.frawilliams.com)  
Email: [fra@frawilliams.com](mailto:fra@frawilliams.com)

## Registrars & Transfer Office

Apel Capital & Trust Limited  
8, Alhaji Balogun Street, Off Norman Williams Crescent  
South/ West Ikoyi, Lagos  
P.O.Box 2388, Marina, Lagos.  
Tel:01-8739028, 01-7401444, 01-7401445  
E-mail : [info@apelasset.com](mailto:info@apelasset.com)

## Bankers

Diamond Bank Plc  
Ecobank Nigeria Plc  
First City Monument Bank Plc  
Standard Chartered Bank Ltd  
United Bank for Africa Plc

# NOTICE OF MEETING

THIS IS NOTICE THAT THE 47<sup>th</sup> Annual General Meeting of Pharma-Deko Plc will be held at the Darlington Hall, Plot CDE Industrial Crescent, Off Town Planning, Lagos State on Thursday 4th day of May, 2017 at 12 noon for the following purposes:

## ORDINARY BUSINESS

1. To receive the Audited Financial Statements for the year ended 31st December, 2016, together with the Reports of the Directors, Audit Committee and Auditors thereon.
2. To declare a dividend.
3. To re-appoint the following Directors who retire by rotation:
  - a) Mr. C. C. Chikeluba
  - b) Mr. K. A. Lawson
4. To re-appoint the Auditors
5. To authorize the Directors to fix the remuneration of the Auditors
6. To appoint / re-appoint members of the Audit Committee.

The date of this Notice is Friday 7<sup>th</sup> April 2017.

BY THE ORDER OF THE BOARD



ELVIS E. ASIA

FOR: UNITY TRUSTEES LIMITED  
COMPANY SECRETARY

1, Shagamu Avenue, Ilupeju, Lagos

## NOTE:

### 1) PROXY

A member of the Company who is entitled to attend and vote at the meeting is also entitled to appoint a proxy, who need not be a Member of the Company, to attend, speak and vote instead of him. All instruments of proxy should be deposited with the Office of the Registrar of the Company at 8, Alhaji Bashorun Crescent, Off Norman Williams, Ikoyi, Lagos not late than 48 hours before the time fixed for the meeting.

### 2) CLOSURE OF REGISTER AND TRANSFER OF BOOKS

The Register of Members will be closed on the 18th of April to 21st April, 2017(both dates inclusive) for the purpose of updating the Register.

### 3) DIVIDEND

The Board is pleased to recommend a final dividend of 5kobo per ordinary share of 50 kobo each subject to approval at the Annual General Meeting, this represents a gross amount of N10,846,500 (Ten Million Eight Hundred and Forty Six Thousand and Five Hundred Naira) Subject to Withholding Tax deductions at the appropriate rate to shareholders registered at close of business on 13th April 2017. Where the payment of dividend is approved at the general meeting, the dividend will be paid on 5th May, 2017.

### 4) UNCLAIMED DIVIDEND

Members who are yet to claim their 2016 Interim dividend and other previous dividend(s) are advised to write or call at the office of the Registrars, Apel Capital & Trust (Registrars) Limited, 8, Alhaji Bashorun, Off Norman Williams Street, Ikoyi or email [registrars@apel.com.ng](mailto:registrars@apel.com.ng) to confirm their dividend status.

### 5) AUDIT COMMITTEE

In accordance with Section 359(5) of the Companies and Allied Matters Act, 2007, any members of the Company may nominate a Shareholder as a member of the Audit Committee by giving notice in writing to the Company Secretary at least 21 days before the Annual General Meeting.

### 6) RIGHTS OF SECURITIES' HOLDERS TO ASK QUESTIONS

Securities' Holders 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 27th day of April, 2017.

## FINANCIAL HIGHLIGHTS

	2016	2015	Difference	Difference
	N'000	N'000	N'000	%
Revenue	<b>1,095,109</b>	1,481,964	(386,855)	(26)
Cost of sales	<b>(595,558)</b>	(769,751)	(174,193)	(23)
Profit on disposal of Pharma Deko Factory 1	-	620,142	(620,142)	(100)
Derecognition of loan liabilities	-	415,476	(415,476)	(100)
(Loss)/ Profit before taxation	<b>(208,521)</b>	701,674	(910,195)	(130)
Taxation	<b>(10,182)</b>	(42,410)	(32,228)	(76)
(Loss)/ Profit after taxation	<b>(218,703)</b>	659,264	(867,786)	(132)
Other Comprehensive income (net of tax)	<b>206,826</b>	-	206,826	100
Total Comprehensive (loss)/Income	<b>(11,877)</b>	659,264	(671,142)	(102)
Issued Share Capital	<b>108,465</b>	108,471	(7)	-
Total Equity	<b>1,740,776</b>	1,785,197	(44,422)	(2)
Total Non Current Assets	<b>1,744,662</b>	1,317,719	426,943	32
Total Current Assets	<b>579,383</b>	1,252,363	(672,980)	(54)
Total Assets	<b>2,324,045</b>	2,570,082	(246,038)	(10)
Total Non Current Liabilities	<b>100,349</b>	72,340	28,009	39
Total Current Liabilities	<b>482,920</b>	712,545	(229,625)	(32)
Total Equity and Liabilities	<b>2,324,045</b>	2,570,082	(246,038)	(10)

# CHAIRMAN'S STATEMENT



Distinguished Shareholders, members of the Board of Directors, representatives of the Regulatory Agencies, members of the press, invited guests, ladies and gentlemen. I warmly welcome you to the 47th Annual General Meeting of our Company. With great honour, I am pleased to present to you the Financial Report and Performance Review of our Company for the financial year ended 31st December 2016.

Fellow shareholders, I wish to seize this opportunity to acknowledge the support and co-operation that you have given to the company and the board over the years, in spite of the very challenging economic situation in the country. I trust that we can count on your continued support.

Before presenting the financial report, I will like to provide a brief review of the operating economic environment which shaped our performance as a Company in year 2016.

## **OPERATING ECONOMIC ENVIRONMENT**

The Nigeria Business environment remained more challenging and dynamic as we continue to operate in an uncertain and volatile economic and political landscape.

The macroeconomic challenges experienced in late 2015 further deteriorated in 2016, resulting in a recession. The country's Gross Domestic Product (GDP) contracted by -1.3% from 2.8% growth recorded in 2015.

In addition to the recession, the consistent decline in oil price was further exacerbated by low levels of oil production. This negatively impacted on the foreign reserves.

The scarcity of foreign exchange culminated in a 42% devaluation of the Naira, accompanied by an increase in headline inflation reaching a double-digit high of 18.6% by December 2016.

This situation resulted in the introduction of a flexible exchange rate policy aimed at ensuring price stability. Instead the country witnessed a widening gap between the official and unofficial foreign exchange rates.

The policy precipitated an unfavourable development to the extent that most manufacturers had to source for FOREX from the parallel market to purchase raw materials.

The massive reduction in federal allocations to states and local governments resulted in many states being unable to pay salaries and local contractors. Overall, there was a general lull in economic activities.

The removal of Fuel subsidy resulted in the increase in prices of Premium Motor Spirit (PMS) and Diesel (AGO) by over 30%.

The significant increase in the cost of doing business and reduced consumer spending negatively impacted the performance of most manufacturing Companies in Nigeria.

Issues of infrastructure deficits, increase in cost of power generation, insecurity in some quarters of the Country and access to funds still remain a major challenge for domestic manufacturers.

# CHAIRMAN'S STATEMENT CONT'D

## HEALTH SECTOR

Nigeria's dominant position in Africa as the most populous nation and one of the largest and fastest growing economies in Africa, coupled with its high incidence of diseases makes the country a vibrant pharmaceutical market.

Many of the pharmaceutical companies and healthcare providers in Nigeria struggle to compete favourably with their international counterparts.

The government has finally responded by reducing the tariff on raw materials for the industry to zero and imposed import duties on the importation of finished pharmaceutical products. These positive steps should be supplemented with access to strategic government funding to Nigeria pharmaceutical manufacturers. The promotion of 'made in Nigeria' is a welcome development.

The efforts by National Agency for Food and Drug Administration (NAFDAC) in stemming the prevalence of counterfeit and substandard drugs have had some positive outcomes. There is still a lot to be done by them but the industry appreciates their proactiveness.

## COMPANY REVIEW

Our Company remains viable despite all the challenges it has been through. The Board of Directors and Management implemented various strategies which are set to yield positive results.

One of these strategies is the "Factory Consolidation" which has reached an advanced state. We have fully consolidated our factory at our chosen site with both Pharmaceutical Production and Consumer Production operating simultaneously. Considerable savings are thus being enjoyed with utilities, security and logistics.

We have acquired new machines and equipment that will not only make us stronger today, but also reflect the kind of company we aspire to be. Most of these newly acquired machines shall aid the re-introduction of our old products/brands ranging from the suppositories tablets and capsules. We have engaged in the necessary upgrading of the current machines and utilities to increase our production capacity as well as facilitating different packaging sizes based on identified consumer needs.

As part of our strategic initiatives, we are renewing our value commitment through a Strategic Project themed "Project Niche". This "Project Niche" is coined out from the acronyms; **N – Non Negotiable Change, I – Innovation, C – Cost Effectiveness, H – Highly Skilled Workforce and E – Excellent Returns.**

The company is currently debt free. Our operations are financed from our working capital with no borrowing. We look forward to ensuring that we remain debt free until there are less expensive financing options for our industry.

The Board of Directors and Management wishes to reiterate their commitment to re-positioning the Company for success in the near future and the longer term.

## OPERATING RESULT

Our performance was below expectations due to the earlier mentioned business operating challenges. Equipment shutdown in the 1st quarter of last year affected our Consumer business and our re-installed Pharma line did not commence production until August. We recorded a turnover of N1.1 billion which is 26% less than our achieved turnover for 2015.

Furthermore, the Total Comprehensive Income (loss) for this period was **(N0.0119 billion).**

We shall continue to intensify our efforts to gain more market share for our carbonated drink brands.



# CHAIRMAN'S STATEMENT – CONT'D

## **BUSINESS OUTLOOK**

It was a very challenging year for our Company, but I remain extremely positive because of the strategic initiatives taken by the Board and Management. We are cautiously optimistic that these initiatives shall hasten the return of our business to profitability as well as strengthen our financials in the long run.

## **CORPORATE SOCIAL RESPONSIBILITY**

Our Company played its role of Corporate Social Responsibility to communities around Agbara Industrial Estate and other notable Institutions by way of Product donations, Partnership contributions and Sponsorships.

## **TRAINING AND DEVELOPMENT**

Our Company also engaged in the Training and Development of its key Staff so as to enable them meet-up with the pace of modern operation.

## **DIVIDENDS**

As disclosed at our 46th Annual General Meeting, an interim dividend of 15kobo per shares was approved by the Board of Directors. In addition to this, the Board of Directors are recommending a final dividend of 5kobo per share thereby making the full year dividend payable for the year ended 31st December 2016 to be 20kobo per share.

## **CHANGES IN THE BOARD**

It is with our deepest sorrow that we inform you of the passing away of our Director, Mr. Steve Ubimago Osai on December 18th 2016.

Mr. Osai joined Pharma-Deko as a Financial Accountant in 1981 and was appointed to the Board in 1984. He supervised the Company's transition from a Sales affiliate of Warner-Lambert Inc/ Parke-Davis Inc. (USA) to a fully integrated manufacturing Company. He retired as a Managing Director in 2007 and later became a Non-Executive Director until his death.

It was an honour to have him as a Member of the Pharma-Deko Family as we will truly miss his brilliant advice and support for the Company.

We pray that his Gentle Soul shall continue to rest in Perfect Peace.

## **CONCLUSION**

Distinguished ladies and gentlemen, I hereby express our sincere gratitude to the Board, Management and staff of the company for their devotion to duty and excellence even in the face of instabilities in the operating environment. Distinguished shareholders, thank you for your patience and support so far.

Finally, I thank you most sincerely for your presence and kind attention.

Thank you.



**F.R.A WILLIAMS\***

*\*The Chairman of Pharma Deko Plc., Mr. F.R.A Williams has been granted a waiver to sign the 2016 Annual Reports and Financial Statements by the Financial Reporting Council of Nigeria without indicating any FRC registration number with the certification.*

## COMPANY'S PROFILE

PHARMA DEKO PLC. started in Nigeria in 1969 as Parke-Davis Company (US) operating a non-trading branch in Nigeria to promote its world-wide range of quality pharmaceutical products. In December 1969, the company was incorporated under Nigerian law as Parke-Davis and Company (Nig.) Limited. Prior to this, the importation and distribution of the company products was done by appointed agents. The new company took over all these functions upon incorporation. Then in 1974, with the promulgation of the Nigerian Enterprise Promotion Decree (1972), 40% of the shares of the company were sold to the Nigeria citizens and associations. The company operated under the name, Parke-Davis and Company (Nig.) Limited until February 28, 1980, when the name was changed to Pharma Deko Limited. Sequel to its conversion from private to public company limited by shares, the company is now known as Pharma Deko Plc. Pharma Deko Plc is the first Pharmaceutical Company in Nigeria to be ISO (International Standard Organisation) certified to produce Vitacee (brand of Vitamin C) Drops/Syrups and Carbonated Soft Drinks.

Our consistent level of quality and dedication to healthcare makes us one of the country's leading producers of pharmaceutical and consumer healthcare products. Our popular brands include but are not limited to Pharmadec (Syrup and Drops), Parkalin Cough Range, Anuproct, Salins Liniment, Revitone Blood Tonic and Antasil brand of antacid. Others are Sans Cream Soda, Dextra Energy Drink, Blackcurrant, Bien Flavoured Water range, Ms Cola, Brett Mouthwash, Hexedene and many other products emanating from our research and development laboratory. These products are distributed nation-wide through a network of Medical and Consumer Sales Representatives.

# BOARD OF DIRECTORS



F. R. A. Williams (Jnr.) - Chairman

1



Abibu Adekunle - Managing Director

2



Prof. H.A.B. Coker - Director

3



G. A. Alegieuno - Director

4



C. C. Chikeluba - Director

5



S. U. Osai - Director (Deceased)

6



K. A. Lawson - Director

7



J. O. Anyigbo - Director

8



Alh. Bala Zakariya'u - Director

9

## DIRECTORS PROFILE

### **MR. FOLARIN R.A. WILLIAMS – CHAIRMAN**

Mr. Folarin Williams holds degrees in Chemical Engineering and Law. He graduated with a B.Sc. (Hons.) ACGI in Chemical Engineering from the Imperial College of Science and Technology London University in 1977. He also obtained a Master of Arts (Cantab) Law from Selwyn College Cambridge in 1983 and was called to the Nigerian Bar in 1984. He holds board appointments in a number of companies within the pharmaceutical, information technology, logistics and oil-fields services industrial sectors. He is currently the Managing Partner of Chief Rotimi Williams' Chambers, a full service Law firm in Nigeria.

### **MR. ADEKUNLE ABIBU – MANAGING DIRECTOR**

Mr. Adekunle Abibu graduated with a B.Sc. (Hons.) in Industrial Engineering from the University of Ibadan in 1989. He joined Pharma-Deko Plc as its Managing Director on the 4th of August, 2008. Before joining the Company, Mr. Abibu had worked in the Nestle Group for over sixteen years during which he rose to become the Managing Director of Nestle Guinea for four years. Nestle Guinea oversees the operations in Sierra Leone, Liberia and Guinea Bissau in addition to Guinea Conakry. Before his appointment as the Managing Director for Nestle Guinea, he was responsible for Supply Chain covering twenty-three African Countries. He has vast experience in Industrial Engineering, Project Management, International Supply Chain and Commercial Management and attended various Management Trainings including in London Business School (LBS) & Institute of Management Development (IMD).

### **PROFESSOR H.A.B. COKER – NON-EXECUTIVE DIRECTOR**

Professor Herbert A.B. Coker is a Professor of Pharmaceutical Chemistry in the Faculty of Pharmacy, University of Lagos. He joined the then School of Pharmacy on 17th December, 1984 as Lecturer 1 and rose through the ranks to the post of Professor in October 1994. Professor Coker teaches Undergraduates and Postgraduate courses as well as conducting research in Medical Chemistry, Clinical Pharmacology of Drugs, Natural Products Sciences, Drug Design and Development, Pharmaceuticals & Food Quality Assurance, Environmental Concerns and Clinical Pharmacy. Professor Coker has published quite a number of research works and professional opinions, in International (offshore) and National (onshore) Journals. He also renders professional services to the Federal Government of Nigeria and Lagos State Government, as well as to foreign establishments in China, Indonesia, and India. He is a member of numerous professional bodies and possesses about 30 years experience in Pharmacy and health-related matters. Professor Coker had his early education at Ladilak Institute, Yaba (under the watchful eyes of the late Mrs. Rita Akaje-Macaulay; nee Hamiton), Lagos Baptist Academy, Ibadan Grammar School, Ahmadu Bello University of Strathclyde in Glasgow, United Kingdom. He has recently been appointed to the Board of Directors of Pharma Deko to assist with the Product Quality Assurance Pharmaceutical Technology and New Products Development amongst many other health related issues.

### **MR. GODWIN A. ALEGIEUNO – NON – EXECUTIVE DIRECTOR**

Mr. Alegieuno is a Chartered Accountant and an Insurance Practitioner. He is a fellow of the Chartered Association of Certified Accountants, Institute of Chartered Accountants of Nigeria and also Chartered Insurer. He obtained an Ordinary National Diploma (OND) in 1973 and a High National Diploma in 1975 both in Accountancy from the College of Technology, Yaba. He also obtained a Post Graduate Diploma in Finance from the University of Leicester, United Kingdom in 2003. He has vast experience in Commerce, Industry and Insurance. He retired as the Managing Director of Lion of Africa Insurance Company Limited. He joined the Board of Pharma Deko Plc in 1994.

### **MR. COLLINS C. CHIKELUBA – NON – EXECUTIVE DIRECTOR**

Mr. Chikeluba is a Lawyer, businessman and philanthropist with business interest in Nigeria, Europe, America and Asia. He graduated with a B.Sc. (Hons.) in Business Administration (Major in Management Science and Minor in Marketing) from Fontbone University, St. Louis, U.S.A. in 1983. Mr. Chikeluba

## DIRECTORS PROFILE – CONT'D

obtained a Masters degree in Finance from the Webster University, USA in 1984 and a Juris Doctoris from St. Louis University, School of Law, USA in 1987. He was called to the Nigerian Bar in 1988. His business interest span across various sectors of the economy including Transportation, Insurance, Oil and Gas, Banking, Manufacturing and Real Estate. He holds Board appointments in several companies including ASO Savings & Loans Plc, Starco Insurance Plc, SET Plc, and Duport-Marine Limited. He is currently a Non-Executive Director of the Central Bank of Nigeria (CBN).

### **MR. STEVE U. OSAI – NON – EXECUTIVE DIRECTOR**

Mr. Steve Osai is a Chartered Accountant and the immediate past Managing Director of Pharma-Deko Plc. He graduated with a B.Sc. (Hons) in Business Administration from the University of Lagos in 1976. He joined the Company from Coopers and Lybrand as a Financial Accountant. He supervised the Company's transition from a sales affiliate of Warner-Lambert Inc./Parke-Davis Inc. (USA) to a fully integrated manufacturing company. He was appointed to the Board in 1984 and was at various times responsible for the financial, administrative, personnel and marketing functions of the company. Mr. Osai became a Non-Executive Director of the Company in 2008.

### **MR. KOLAPO A LAWSON – NON – EXECUTIVE DIRECTOR**

Mr. Kolapo Lawson is a Chartered Accountant and business tycoon. He graduated with B.Sc. (Hons.) in Economics from the London School of Economics and Political Science in 1972. He joined the International Accountancy Firm of Coopers and Lybrand, London (now part of Price Water House Coopers) where he qualified as a Chartered Accountant in 1975. He is a fellow of the Institute of Chartered Accountants (England & Wales) and Nigeria. He is the President of Lawson Corporation and Chairman, Agbara Estates Limited and Chairman of Acorn Petroleum Plc. Mr. Kolapo Lawson was the Chairman of Ecobank Transnational Incorporated and holds Board appointments in many other companies. He joined the Board of Directors in 1993.

### **CHIEF JOE O. ANYIGBO – NON – EXECUTIVE DIRECTOR**

Chief Anyigbo is an Engineer and businessman. He have over 30 years extensive experience in all sectors of the Oil and Gas Industry. He is a fellow of Nigerian Society of Chemical Engineers, a member of the Board of Trustees of Nigeria Society of Chemical Engineers and a recipient of National Productivity Order of Merit Award. He retired in 2002 from Chevron Nigeria Limited as a Pioneer Executive Director. Chief Anyigbo graduated with a B.Sc. (Hons.) in Chemical Engineering from Lafayette College, Pennsylvania, U.S.A. in 1967. He obtained Masters in Science from Carnegie-Mellon University in 1969 and a Masters degree in Business Administration (MBA) from the University of Pittsburgh, U.S.A. 1971. He joined the Board of Directors in 2006.

### **ALHAJI BALAA. ZAKARIYA'U – NON – EXECUTIVE DIRECTOR**

Alhaji Bala Zakariya'u is a fellow of Chartered Insurers of Nigeria and Nigeria Institute of Management. He is also a fellow of the National Institute of Marketing of Nigeria. Alhaji Zakariya'u obtained a National Diploma in Insurance from Ahmadu Bello University, Zaira in 1976. He obtained a Master degree in Business Administration (MBA) in 1992 and completed an Advanced Management Programme from the Lagos Business School in 1995. He was one time President elect, Lagos Business School (AMP4) and a member of the Governing Council (LBSAA) Alumni Association from 1999 to date. He served as the President, Chartered Institute of Insurers Nigeria between 2003 and 2004. Alhaji Bala Zakariya'u served as a Managing Director of Afribank Nigeria Plc. He served as a Director of Afribank Nigeria Plc from May 8, 2005 to July 18, 2011. He has been the Chairman of Niger Insurance Plc since January, 2006.

# DIRECTOR'S REPORT

The Directors present their report and audited Financial Statements of the Company for the year ended 31st December 2016.

## 1) Legal Form

The Company was incorporated as a private limited liability company in 1969 as PARKE-DAVIS & CO (NIG.) LTD. In 1980, the Company changed its name to PHARMA-DEKO LIMITED, and in pursuance of the Companies and Allied Matters Act 2004, is now known as PHARMA-DEKO PLC to date.

## 2) Principal Activities and Review of Business

The company's principal activities include the manufacturing, packaging and marketing of high quality pharmaceutical and consumer products. The consumer and pharmaceutical products share the same production lines and the company leverages on this to ensure efficiency and effectiveness in its production process.

The company is also engaged in the use of its facilities for manufacturing and packaging services for third parties.

## 3) Beneficial Ownership

The Company is 100% owned by Nigerian Citizens.

The following is a summary of the Company's operating result:

	2016	2015
	#'000	#'000
Turnover	1,095,109	1,481,964
Cost of Sales	(595,558)	(769,751)
(Loss)/ Profit Before Taxation	(208,521)	701,674
Taxation	<u>(10,182)</u>	<u>(42,410)</u>
(Loss)/ Profit After Taxation	(218,703)	659,264
Other Comprehensive income (net of tax)	<u>206,826</u>	-
Total Comprehensive (loss)/ income	<u>(11,877)</u>	<u>659,264</u>

## DIRECTORS' REPORT - CONT'D

### 4) Directors

The names of the Directors as at the date of this Report and those who have held office during the referenced year are as follows:

F. R. A Williams (Jr)	Re-appointed on 28th April 2015
J. A. Abibu	Appointed on 4th August 2008
S. U. Osai	Re-appointed on 28th April 2015 (Deceased, 18 Dec., 2016)
C. C. Chikeluba	Re-appointed on 14th May 2014
G. A. Alegieuno	Re-appointed on 28th July 2016
K. A. Lawson	Re-appointed on 14th May 2014
Alh. B. Zakariya'u	Re-appointed on 28th July 2016
Chief J. O. Anyigbo	Re-appointed on 28th July 2016
Prof. H. A. B. Coker	Appointed on 28th April 2015

### 5) Directors' Interest

The interest of the Directors in the Share Capital as recorded in the register of members and/ or as notified by them for purposes of section 276 of the Companies and Allied Matters Act 2004 as at 31st December 2016 is as follows:

Directors and their Shareholdings NAME	DIRECT HOLDINGS	INDIRECT HOLDINGS	TOTAL HOLDING	% HOLDING
F. R. A. WILLIAMS (JR)	15,194,440	57,393,000	72,587,440	33.48
J. A. ABIBU	2,588,170	-	2,588,170	1.19
S. U. OSAI (Deceased, 18 Dec., 2016)	17,520,000	-	17,520,000	8.08
C. C. CHIKELUBA	23,136,950	-	23,136,950	10.67
G. A. ALEGIEUNO	500,000	-	500,000	0.23
K. A. LAWSON	300,000	3,079,141	3,379,141	1.56
ALH. B. ZAKARIYA'U	1,300	11,000,100	11,001,400	5.07
CHIEF J. O. ANYIGBO	25,000,000	-	25,000,000	11.53
PROF. H. A. B. COKER	150,000	-	150,000	0.07

### Analysis of Shareholding

BEGINNING RANGE	ENDING RANGE	TOTAL SHAREHOLDER	% OF SHAREHOLDER	TOTAL SHAREHOLDING	% OF SHAREHOLDING
1	1,000	1,751	50.24	831,881	0.38%
1,001	5,000	1,069	30.67	2,688,380	1.24%
5,001	10,000	251	7.20	1,973,021	0.91%
10,001	50,000	298	8.55	6,890,394	3.18%
50,001	100,000	46	1.32	3,662,991	1.69%
100,001	500,000	43	1.23	9,900,252	4.57%
500,001	1,000,000	10	0.29	7,814,693	3.60%
1,000,001	5,000,000	9	0.26	19,734,832	9.10%
5,000,001	10,000,000	3	0.09	24,167,342	11.15%
10,000,001	50,000,000	5	0.14	81,762,908	37.71%
50,000,001	100,000,000	1	0.03	57,393,000	26.47%
		3,486	100	216,819,694	100%

### Substantial Shareholders

According to the Registrars of Members, the following shareholders of the company held more than 5 percent of the issued share capital of the company on 31st December 2016

SN	NAME	ADDRESS	HOLDINGS	% HOLDING
1	ANYIGBO J.O	NO 7 FUNSO MARTINS STREET PARKVIEW IKOYI LAGOS	25,000,000	11.53%
2	CHIKELUBA C.C.	1, ABIMBOLA SHODIPE ST, SURULERE OFF WESTERN AVENUE, LAGOS	23,136,950	10.67%
3	NIGER INSURANCE PLC	48/50 ODUNLAMI STREET, P.O. BOX 2718 LAGOS . LAGOS	11,000,100	5.07%
4	OSAI STEPHEN U.	7 OKUNOLA AINA STREET, OKUPE E MARYLAND, IKEJA, LAGOS	17,520,000	8.08%
5	UNITED INVESTMENT LTD	P.O. BOX 3426 LAGOS . LAGOS	57,393,000	26.47%
6	WILLIAMS FOLARIN ROTIMI ABIOLA	1A SHAGAMU AVE, ILUPEJU P.O. BOX 3426, LAGOS	15,194,440	7.01%
			<b>144,307,828</b>	<b>66.55%</b>

## DIRECTORS' REPORT – CONT'D

### 6) Donations and Charity Gifts

There were donations and/or charitable gifts made during the year:

<b>Name of Organization</b>	<b>Donation</b>	<b>=N=</b>
Nigerian Institute of Industrial Engineers	Product Packs	200,000
Others	Product Packs	<u>1,781,409</u>
		<u>1,981,409</u>

### 7) Dividend

During the year, the Board of Directors paid an interim dividend of ₦0.15 (2014: Nil) each on the issued share capital of 216,942,986 ordinary shares of 50k each for the year ended 31 December 2015.

A 10% withholding tax was deducted at the time of payment and the payment was appropriated from retained earnings.

Subsequent to the end of the reporting period, the Board of Directors proposed a final dividend of ₦0.05 each on the issued share capital of 216,931,595 ordinary shares of 50k each as at 31 December 2016 (2015: ₦0.15).

### 8) Compliance with the Law

The Board ensures that management complies with all the laws relating to the businesses of the company. The Board also ensures that the company co-operates with the relevant Statutory Agencies in the course of carrying out its business. The Directors hereby confirm that the company complied fully with all the requisite regulatory and legal requirements during the financial year.

### 9) Corporate Governance

The Company's operations have always been guided by the principles of corporate governance, with the objective of achieving improved corporate performance, whilst enlisting adherence to the highest ethical standards.

The core value of the Company's abiding governance philosophy is integrity in all its operations.

### 10) Employment of Disabled Persons

It is the policy of the Company to ensure that there is no discrimination in considering applications for employment including those of physically challenged persons. The policy ensures that disadvantaged persons are afforded, as far as is practicable, identical opportunities with other employees. There was no such physically challenged person employed during the twelve months ended 31st December, 2016.

### 11) Health & Safety at Work

The Company places a high premium on the health, safety and welfare of its employees at place of work. All efforts are geared towards providing a safe and conducive working environment for employees. To this end, there is a health and safety policy supported by systems and procedures for ensuring that safe working practices are followed in the performance of all Company functions. In addition, medical facilities at specified limits are provided to confirmed employees at the Company's expense.



## DIRECTORS' REPORT - CONT'D

### 12) COMPANY'S DISTRIBUTORS

1	1ST PRECIOUS VIN LTD	ABULEGBA, LAGOS
2	ABIDEMCO INTERNATIONAL LTD	IBADAN, OYO STATE
3	ADDIDE LIMITED	LAGOS ISLAND
4	ADDISON PHARMACY (TONAY PX)	ABA, ABIA
5	ADDMORE PHARMACY	MARY LAND, LAGOS
6	ADIS INTERGRATED LIMITED	IBADAN, OYO STATE
7	AHMED DELIGHTFUL LIMITED	KADUNA
8	AIREN PHARMACY (NIG.) LTD	EDO
9	AISHA ABUBAKAR ZAILANI	BAUCHI
10	AJ & M LOGISTICS LTD	SULEJA
11	AJX PHARMACY	ABUJA
12	ALEXCO PHARMACY	KANO
13	ALH USMAN INVESTMENT	GOMBE
14	ALH. IBRAHIM MIKAILE S.O & SONS	KADUNA
15	ALHAJI ABDULLAHI YARO	KANO
16	ALHAJI DALHA GARBA	KANO
17	ALHAJI SAMINU SALIHU	KANO
18	AI-MUBARAK STORE	OKE-ARIN, LAGOS
19	AL-MUSIK VENTURES	KATSINA
20	AREOJE VENTURES	IDIROKO
21	AYANJOKE MOD. VENTURES	SHAGAMU
22	AYI	KADUNA
23	AYO DAVE NIG.LTD.	AGEGE
24	AYO TRADE NIGERIA LTD	TRADEFAIR
25	AYONIMOFE GLOBAL VENTURES	IKEJA
26	BECEE & GANSTEIN GLOBAL RESOURCES	FESTAC
27	Benomart & Co	FESTAC
28	BENPAT-ELYBEN (NIG.) LTD.	IDUMOTA
29	BICON PHARMACY	IDUMOTA
30	BINTA'S ENT.	IDUMOTA
31	BISI OKUNLOLA NIG. ENT.	IBADAN
32	BIZSAM VENTURES	BADAGRY
33	BNC EXCEL LIMITED	ABUJA
34	BOMA MBAS ENT	EDO
35	BRAVO LIMAT INT'L LTD	IKORODU
36	BUREMOLA BUSINESS VENTURES	IYAN OBA
37	BYSONS	ABA
38	C.C OZOEMENA & CO	JOS
39	CANACO	ONITSHA
40	CEE CEE INVESTMENT	OBANIKORO
41	CHARITY COMM. STORES.	MUSHIN
42	CHARLIYMEN STORE	MUSHIN
43	CHAZMAX PHARM. LTD	ONITSHA
44	CLEAN CHEMICALS AND VARIETY	KANO
45	DABAK PHARMACY & STORES	SHAGAMU
46	DANSOMTEX GLOBAL NIG. LTD	ANAMBRA
47	DE TASTEE FRIED	ISLAND
48	DELTON PRINTS PROMOTIONS	SHAGAMU
49	DIAMOND VENTURES LTD	SURULERE
50	DIVINE TREASURE FIELD LTD	ONITSHA
51	DOMSEMA EAGLE VENTURES	YABA
52	EMMARK PHARMACY	ONITSHA
53	EMMY- ND GLOBAL MULTIVENTURES	IBADAN
54	FEDERAL CIVIL SERVICE CLUB	IKEJA

## DIRECTORS' REPORT - CONT'D

55	FIRST TONY MOORE INT'L COMPANY LTD	AKURE
56	FOBASO NIGERIA ENTERPRISE	IBADAN
57	fOLA OSENI NIG.	ONDO
58	FUNKET PHARMACY	IJESHA
59	GBEMKEM NIGERIA ENTERPRISES	IYAN OBA
60	GLOBAL MARKETING	UMUJAHIA
61	GLOBAL YOUNG PHARMA LTD	IBADAN
62	GLORY LINKS ENTERPRISES.	ISOLO
63	GLORY TO GOD ENT.	OJO
64	GOD OF HOPE VENTURE	OKE-ARIN
65	GONAKO INVESTMENT	GBOKO
66	GOODALL PHARMACY	OYO
67	GOSHEN STORE	AJEGUNLE
68	GOZEB PHARMACY NIG. LTD	KANO
69	HADDY'S SUPERMARKET	IKEJA
70	HAMSTORE LTD	ZARIA
71	IJ PHILAS SUPERMARKET	TRADEFAIR
72	IKOYI CLUB 1938	IKOYI
73	INDUSTRIAL FEEDERS VENTURES	SANGO
74	IRAWO ENTERPRISES	AKURE
75	IREKA GPT PHARMACEUTICALS	AGEGE
76	ISI-ETUM PHARMACY	SURULERE
77	JAVANET LTD.	P/H
78	JB ZAFKA COMPANY NIG LTD	KANO
79	JENKAT VENTURES	ILORIN
80	KEDOL HEALTH LTD	IKEJA
81	KLEN PHARMACY	ABUJA
82	KRIS DANIEL PHARMACY STORES	FESTAC
83	LAGOS AIRPORT HOTEL LTD	IKEJA
84	LATTER REIGN LTD	ONITSHA
85	LIFEMED PHARMACY	IDUMOTA
86	Mabro Pharmacy Ltd	KADUNA
87	MAC-VIC	ABUJA
88	MAGDAVIES NIGERIA LIMITED	SAKI
89	Mahabub kassim	KANO
90	MANDO PHARMACY AND STORES LTD	AKURE
91	MARV-DAMMY GLOBAL RESOURCES	IBADAN
92	MICKEY JO VENTURES NIG LTD	ABULEGBA
93	MODDY DRUG CO LTD	IDUMOTA
94	MODUPE-MO-SEGUN VENTURES	SANGO
95	MORADEUN DEBORAH NIG LTD	IYAN OBA
96	MRS THERESA OBI	ABA
97	MULTIVARIATE CORPORATE STORES	OSHOGBO
98	MYKENA PHARMA & HEALTH CARE	IDUMOTA
99	NEW HEALTH PX	ABUJA
100	NWANNA D-GREAT ENT	OWERRI
101	OBI & BONNY TRADING COMPANY	ABA
102	OBI-TONE VENTURES	PAPA AJAO
103	OBY UNIQUE	MUSHIN
104	Od Chrison Nig Ltd	JOS
105	OEC INTEGRATED SERVICES LTD	AJAH
106	OGO OLUWA STORE	IBADAN
107	OKOBIZ VENTURES LTD	YOLA
108	OLILI PHARMACY LTD	ONITSHA
109	OLIVE HEIGHT PHARMACY	IKORODU
110	ONADIPE STORES(PHARMA)	IDUMOTA

## DIRECTORS' REPORT - CONT'D

111	ONYEMA GEN. ENT.	GBOKO
112	OSCCARMORE UNIVERSAL SERVICE	AGBOR
113	OSO VENTURE	IYAN OBA
114	OWOYEMI SUPER STORES	SANGO
115	OZONE F&L TRADING CO. LTD	TRADEFAIR
116	PETER HOPE PHARMACY	KADUNA
117	POTTERS FARMS LIMITED	BENIN
118	PROLEK LIMITED COMPANY	IBADAN
119	R.L UPRIGHT WAY	BARIGA
120	RAPID LOGISTIC & TRANSPORTS	SURULERE
121	RAY CHOICE INVESTMENT	OKE-ARIN
122	REHOBOTH TLG VENTURES	ABEOKUTA
123	RISONA PHARMACY	JOS
124	RON-LOLL VENTURES	OKE-ARIN
125	SANEG NIG LTD	AGEGE
126	SANTE BENE PHARMACY & STORES	ABUJA
127	SANTUS PHARMACY	IJESHA
128	SC. OKONKWO	JOS
129	SHAMBAQ GLOBAL MUITL VENTURE	OYO
130	SMECCA DELIGHT	MINNA
131	SPLASH SUPER STORE	KATSINA
132	SPLENDID VENTURES	IYAN OBA
133	ST LUKE PHARMACY	ONITSHA
134	STEAM PHARMACY	IDUMOTA
135	SUFAYE .SAHMED ENT.	KANO
136	SUN& STAR HAPPY RESOURCES NIG	JALINGO
137	SUPREME GOODLUCK	SURULERE
138	TANIMOLA PHARMACY STORES.	IBADAN
139	TISAN VENTURES	AKOWONJO
140	TOBI OSERE-ALTERNATE CHANNEL	AGBARA
141	TONIK PHARMACY	IBADAN
142	TONY PHARMACY.	KANO
143	TRIPPLE H. MADUGU	KANO
144	UK DAJI	TRADEFAIR
145	UPLAND HEALTHCARE LTD	AKURE
146	VICMAX VENTURE	LAGOS
147	VINBEK VIABLE LIMITED	EDO
148	VINEDELIA VENTURES LTD.	OJOTA
149	WATERFRONT KONCEPT LTD	YABA
150	YANKEE PHARM	BADAGRY
151	YINIKAWA ENTERPRISES LTD.	IBADAN
152	YUS BOL ENGINEERS	KADUNA
153	YUSMACH NIGERIA LIMITED	SAKI

### 13) SUPPLIERS

The company's main overseas suppliers are:

1	ALFA LAVAL LUND AB	2	HAUTEK INDUSTRIES Co., LTD
3	JK INDUSTRIES	4	Nanjing Union Pack Import & Export Co., Ltd.
5	TRADENIGER IMPEX PVT LTD	6	YORK - JOHNSON CONTROL COMPANY
7	ZHANGJIAGANG MACHINE CO., LTD.		

The main Local Suppliers are:

1	A. JOHNKINGS & BROS. NIG	2	ADE FOLORUNSHO TECH. VENTURES
3	ASL Logistics & Commercial Services	4	BMS INTER. RESOURCES LIMITED
5	BOC GASES NIGERIA PLC	6	CARDSTEL SOLUTIONS LTD

## DIRECTORS' REPORT – CONT'D

7 Dangote Sugar Refinery PLC 9 FORTE OIL PLC 11 GLOBAL STERLING PRODUCTS LIMITED 13 MAPP POLY & PACKAGING LIMITED 15 NIPCO PLC 17 ROTOPRINT LIMITED 19 TOLAS SERVICES GLOBAL RESOURCES LTD 21 United Technical & Allied Services Ltd	8 EURO GLOBAL FOODS & DISTILLERIES LTD 10 FOUANI GROUP LIMITED 12 KISTAL EQUIPMENT SUPPLIES LTD. 14 MODEL MAINTENANCE SERVICES 16 Rapid Logistics And Transport Services Ltd 18 RT BRISCOE (NIGERIA) PLC 20 TRISA Nigeria Ltd. 22 Wahum Packaging Limited
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### 14) Records of Directors Attendance

Further to the provision of section 258(2) of the Companies and Allied Matter Act, Cap C20, Law of the Federation of Nigeria, 2007, the Record of Directors attendance at Board Meeting during the year under review is available at the Annual General Meeting for inspection. In the year under review, there were six (6) Board of Directors' Meetings, Four (4) Audit Committee Meetings, four Finance and Human Resources Board Committee Meetings, three (3) Factory Consolidation Ad-Hoc Committee Meetings, three (3) Risk Management Board Committee Meetings, eight (8) Science and Technology Board Committee Meetings and four (4) Change Management Committee Meetings.

The Notice for each meeting was in line with the Company's Articles of Association and Board papers are usually provided to Directors in advance.

Senior Executives of the Company are invited to attend board meetings and make representations of their business units. In line with Corporate Governance principles, a summary of record of attendance at the meetings is presented below:

#### BOARD OF DIRECTORS MEETING

NAME	NO. OF MEETINGS ATTENDED	11/02/2016	22/03/2016	02/05/2016	30/06/2016	28/07/2016	29/11/2016
Mr. F.R.A. Williams	6	Yes	Yes	Yes	Yes	Yes	Yes
Alhaji B. Zakariya'u	6	Yes	Yes	Yes	Yes	Yes	Yes
Mr. S.U. Osai	6	Yes	Yes	Yes	Yes	Yes	Yes
Mr. C.C. Chikeluba	6	Yes	Yes	Yes	Yes	Yes	Yes
Mr. K. Lawson	6	Yes	Yes	Yes	Yes	Yes	Yes
Chief J. Anyigbo	4	Yes	Yes	Yes	Apology	Yes	Apology
Mr. J. A. Abibu	6	Yes	Yes	Yes	Yes	Yes	Yes
Mr. G. A. Alegieuno	6	Yes	Yes	Yes	Yes	Yes	Yes
Prof. H. A. B. Coker	6	Yes	Yes	Yes	Yes	Yes	Yes

#### AUDIT COMMITTEE MEETINGS

NAME	NO. OF MEETINGS ATTENDED	15/03/2016	03/05/2016	23/09/2016	14/11/2016
Mr. K.A. Saka	4	Yes	Yes	Yes	Yes
Mrs. O.T. Assan	4	Yes	Yes	Yes	Yes
Mr. O.S. Olugbemi	2	N/A	N/A	Yes	Yes
Mr. S. U. Osai	4	Yes	Yes	Yes	Yes
Mr. C.C. Chikeluba	4	Yes	Yes	Yes	Yes
Mr. G.A. Alegieuno	3	Yes	Yes	Apology	Yes

#### FINANCE AND HUMAN RESOURCES BOARD COMMITTEE MEETINGS:

NAME	NO. OF MEETINGS ATTENDED	13/01/2016	27/02/2016	23/06/2016	14/02/2016
Mr. F.R.A. Williams	4	Yes	Yes	Yes	Yes
Mr. C.C. Chikeluba	4	Yes	Yes	Yes	Yes
Mr. G. A. Alegieuno	4	Yes	Yes	Yes	Yes

## DIRECTORS' REPORT - CONT'D

### FACTORY CONSOLIDATION AD-HOC COMMITTEE MEETINGS:

NAME	NO. OF MEETINGS ATTENDED	18/01/2016	17/02/2016	22/06/2016
Mr. F.R.A. Williams	3	Yes	Yes	Yes
Prof. H. A. B. Coker	3	Yes	Yes	Yes
Mr. G. A. Alegieuno	3	Yes	Yes	Yes

### RISK MANAGEMENT BOARD COMMITTEE MEETINGS:

NAME	NO. OF MEETINGS ATTENDED	14/01/2016	07/04/2016	27/7/2016
Mr. Kolapo Lawson	3	Yes	Yes	Yes
Chief J. O. Anyigbo	3	Yes	Yes	Yes
Alhaji B. Zakariya'u	3	Yes	Yes	Yes

### SCIENCE AND TECHNOLOGY BOARD COMMITTEE MEETINGS:

NAME	NO. OF MEETINGS ATTENDED	18/01/2016	24/02/2016	21/04/2016	16/06/2016	22/07/2016	10/08/2016	28/02/2016	15/12/2016
Mr. F.R.A. Williams	8	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Mr. J. A. Abibu	8	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Mr. S. U. Osai	7	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Apology
Prof. H. A. B. Coker	7	Yes	Apology	Yes	Yes	Yes	Yes	Yes	Yes

### CHANGE MANAGEMENT COMMITTEE MEETINGS:

NAME	NO. OF MEETINGS ATTENDED	01/08/2016	16/08/2016	31/08/2016	11/10/2016
Mr. F.R.A. Williams	4	Yes	Yes	Yes	Yes
Mr. J. A. Abibu	4	Yes	Yes	Yes	Yes
Mr. S.U. Osai	3	N/A	Yes	Yes	Yes
Mr. C.C. Chikeluba	4	Yes	Yes	Yes	Yes

### 15) Whistle Blowing

Under its whistle blowing mechanism, employees of Pharma-Deko Plc and other stakeholders including third parties are encouraged to report any observed or suspected acts of fraud, corruption or other irregularities, orally or anonymously contact the independent helpline by telephone or online without fear of reprisal or recrimination.

The company guarantees the identity of the reporting individual or organization shall be accorded utmost protection and the report timeously investigated and treated.

### 16) Securities Trading Policy

Pharma-Deko Plc has put in place a Code of Conduct which aligns with section 14 of the Amendment to the Listing Rules of the Nigeria Stock Exchange.

During the financial year under review, the Directors and employees of the company complied with the Nigerian Stock Exchange Rules relating to securities transactions and the provisions of the company's Code on Insider Trading.

### 17) Complaints Management Policy Framework

In line with the Securities and Exchange Commission (SEC) Rules relating to the Complaints Management Framework of the Nigerian Capital Market, Pharma-Deko Plc has established a clearly defined Complaints Management Policy to handle and resolve complaints within the purview of the framework.

The framework as established by Pharma-Deko Plc involves the maintenance of an electronic complaints register by our Registrars and the Policy is available for review on the company's website.

## DIRECTORS' REPORT - CONT'D

### 18) Employment Policies

The Company places considerable value on the involvement of its employees and maintains an effective communication with all employees who, subject to practical considerations, are consulted on and involved in decisions that affect their current jobs or future prospects. The Company accordingly holds regular staff meetings to discuss the Company's day-to-day operations, business focus and staff welfare issues.

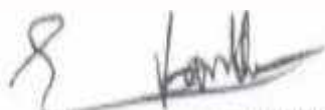
### 19) Training & Development

Training courses are geared towards the developmental needs of staff and the improvement in their skill sets to face the increasing challenge required for better performance on their jobs. The Company ensures that staff receives continuous on-the-job training.

### 20) Auditors

The auditors, SIAO (Chartered Accountants), having indicated their willingness, will continue in office in accordance with section 357(2) of the Companies and Allied Matters Act, (CAMA) CAP C20 LFN 2004.

By order of the Board



Elvis, E. Asia  
FRC/2016/NBA/0000004224  
Unity Trustees Limited  
(Company Secretary)  
1, Shagamu Avenue Ilupeju,  
Lagos.

Date: 14/03/2017

## STATEMENT OF DIRECTORS' RESPONSIBILITIES

The Companies and Allied Matters Act CAP C20, LFN 2004 and the Financial Reporting Council of Nigeria Act No 6, 2011 require the directors to prepare financial statements for each financial year that give a true and fair view of the state of financial affairs of the company at the end of the year and of its profit or loss. The responsibilities include ensuring that the company:

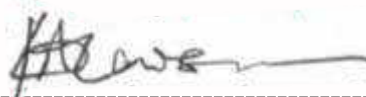
- (a) Keeps proper accounting records that disclose, with reasonable accuracy, the financial position of the company and comply with the requirement of the Companies and Allied Matters Act CAP C20, LFN 2004 and the Financial Reporting Council of Nigeria Act No 6, 2011;
- (b) Establishes adequate internal controls to safeguard its assets and to prevent and detect fraud and other irregularities; and
- (c) Prepares its financial statements using suitable accounting policies supported by reasonable and prudent judgments and estimates, and are consistently applied.

The Directors accept responsibility for the annual financial statements which have been prepared using appropriate accounting policies supported by reasonable and prudent judgment and estimates, in conformity with the International Financial Reporting Standards (IFRSs) as adopted by the Financial Reporting Council of Nigeria (FRCN) and the requirements of the Companies and Allied Matters Act CAP C20 LFN 2004.

The Directors are of the opinion that the financial statements give a true and fair view of the state of the financial affairs of the Company and of its profit for the year ended 31 December 2016. The Directors further accept responsibility for the maintenance of accounting records that may be relied upon in the preparation of financial statements, as well as adequate system of internal control. Nothing has come to the attention of the Directors to indicate that the Company will not remain a going concern for at least twelve months from the date of this statement.



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**J. A. Abibu – Managing Director**  
**FRC/2015/IODN/00000011374**



-----  
**K. A. Lawson - Director**  
**FRC/2013/ICAN/00000004354**

# **CERTIFICATION PURSUANT TO SECTION 60(2) OF INVESTMENT & SECURITIES ACT NO. 29 OF 2007**

On behalf of the Directors, we the undersigned hereby certify the following with regards to our Audited Financial Statements for the year ended 31 December 2016 that:

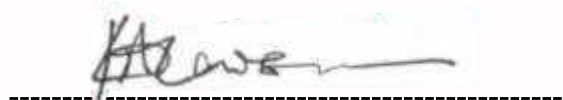
- ◆ We have reviewed the report;
- To the best of our knowledge, the report does not contain:
  - Any untrue statement of a material fact, or
  - Omit to state a material fact, which would make the statements misleading in the light of circumstances under which such statements were made;
  
- ◆ To the best of our knowledge, the financial statement and other financial information included in this report fairly present in all material respects the financial condition and results of operation of the company as of, and for the periods presented in this report.
  
- ◆ We:
  - are responsible for establishing and maintaining internal controls.
  - have designed such internal controls to ensure that material information relating to the Company and its consolidated subsidiary is made known to such officers by others within those entities particularly during the period in which the periodic reports are being prepared;
  - have evaluated the effectiveness of the Company's internal controls as of date within 90 days prior to the report;
  - have presented in the report our conclusions about the effectiveness of our internal controls based on our evaluation as of that date;
  
- ◆ We have disclosed to the auditors of the Company and Audit Committee:
  - all significant deficiencies in the design or operation of internal controls which would adversely affect the company's ability to record, process, summarize and report financial data and have identified for the company's auditors any material weakness in internal controls, and
  - any fraud, whether or not material, that involves management or other employees who have significant role in the company's internal controls;

We have identified in the report whether or not there were significant changes in internal controls or other factors that could significantly affect internal controls subsequent to the date of our evaluation, including any corrective actions with regard to significant deficiencies and material weaknesses.

Signed on behalf of the Board of Directors on 10th March 2017 by:



**J. A. Abibu – Managing Director**  
**FRC/2015/IODN/00000011374**



**K. A. Lawson - Director**  
**FRC/2013/ICAN/00000004354**



# REPORT OF THE AUDIT COMMITTEE TO THE MEMBER OF PHARMA-DEKO PLC

In accordance with the provisions of Section 359(6) of the Companies and Allied Matters Act, Cap C20, Laws of the Federation of Nigeria 2004, we confirm that we have reviewed the audit plan and scope, and the Management Letter on the audit of the accounts of the Group and the responses to the said Letter.

In our opinion, the plan and scope of the audit for the year ended 31 December, 2016 were adequate. We have reviewed the External Auditors' findings and we are satisfied with the Management responses thereon.

We also confirm that the accounting and reporting policies of the Group are in accordance with the legal requirements and ethical practices.

Dated this 14th March 2017



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**Alhaji K. A. Saka**  
**Chairman Audit Committee\***

## **Members**

Alhaji. K. A. Saka-Chairman

Mr. Olugbemi Samson Olusegun

Alhaja. O. T. Assan

Mr. C. C. Chikeluba

Mr. G. A. Alegieuno

Mr. S. U. Osai – (Deceased, 18 December 2016)

*\*Alhaji K.A. Saka, the Chairman Audit Committee has been granted the waiver to sign the 2016 Financial Statements by the Financial Reporting Council of Nigeria without indicating any FRC registration number with certification.*

# INDEPENDENT AUDITORS' REPORT



Lagos: 18b Olu Holloway Road, Ikoyi, Lagos.  
Tel: 01 463 0871-2 Fax: 01-463 0870

Abuja: 1st Floor, Bank of Industry Building  
Central District Area, FCT, Abuja.  
Tel: 09-291 2462-3  
E-mail: [enquiries@siao-ng.com](mailto:enquiries@siao-ng.com)  
Website: [www.siao-ng.com](http://www.siao-ng.com)

## INDEPENDENT AUDITORS' REPORT

To the Shareholders of Pharma Deko Plc

Report on the Audit of the Financial Statements

### Opinion

We have audited the financial statements of Pharma Deko Plc, which comprise the statement of financial position as at December 31, 2016, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statement present fairly, in all material respects, the financial position of the Company as at December 31, 2016, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs) applicable and in the manner required by the Financial Reporting Council Act, 2011 and Companies and Allied Matters Act, CAP C20 LFN 2004.

### 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 the international Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with 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.



## Key Audit Matters

### Valuation of plants and machinery

Reference to note 7.4 in the annual report and financial statements.

The plants and machinery located at Agbara Estate in Ogun State was professionally re-valued by a firm of Estate Surveyors and Valuers at ₦534.136 million on the basis of open market value between a willing seller and buyer with recourse to Depreciated Replacement Cost Approach. The carrying value of the revalued plant and machinery as at 31<sup>st</sup> December, 2016 was ₦383.267 million. The revaluation resulted in a revaluation surplus of ₦150.869 million. These conclusions are subject to contingent and limiting conditions and assumptions, and dependent upon significant judgement including:

- Presence of a willing buyer and seller
- A reasonable period within which to negotiate the sale taking into account the nature of the asset and the state of the market;
- The parties involved in the transaction will act knowledgeably prudently and without compulsion;
- Values will remain state throughout the reasonable period of negotiation at prevailing market condition'
- The assets will be freely exposed to the market;
- No account is to be taken of an additional bid by a Special Purchaser;
- No account is to be taken of expenses of realization which may arise in the event of a disposal.
- The effect of current volatility in foreign exchange, and the effect of inflation on market variables.

## How our audit addressed the key Audit Matters

Our procedures in relation to the value placed on these plants and machinery included:

- Assessing the methodologies used by the external valuer to establish the market value.
- Evaluating the independent external valuer's competence, capabilities and objectivity;
- Checking the accuracy and relevance of the input data provided by management to the external valuer;
- Considering the potential impact of reasonably possible downside changes in the key assumptions.

Based on available information, we found the value placed on the plants and machinery and the disclosures on note 7.4 to be appropriate.



## Key Audit Matters

### **Valuation of Interest in the Properties (Land and Buildings) located at Okene Close, Agbara Industrial Estate, Agbara, Ogun State**

*Refer to note 7.1 in the annual report and financial statements*

The interest in properties comprising land and buildings located at Okene Close, off Ibadan Road, Agbara Industrial Estate, Ogun State was professionally valued by a firm of Estate Surveyors and Valuers at ₦1.144 billion on the basis of open market value between a willing seller and buyer. The carrying value of the revalued land and buildings as at 29<sup>th</sup> December, 2016 was ₦1.077 billion. The revaluation resulted in a revaluation surplus of ₦67 million. These conclusions are subject to contingent and limiting conditions and assumptions, and dependent upon significant judgement including:

- The property is in its middle age;
- The valuation was prepared on the basis that the property is in a good state of repair condition;
- The inspection of the Valuers was limited to physical observation of the property, which did not reveal any indication of defects occasioning major cracks on walls or leakages in the roofs;
- The title to the property is good and marketable;
- The property is free from all onerous restriction or charges; and
- The property is not adversely affected by, or subject to compulsory acquisition, road widening, new road proposals or planning regulations and environment laws.

## How our audit addressed the key Audit Matters

Our procedures in relation to management's valuation of the company's interest in land and buildings included:

- Evaluation of the independent external valuers' competence, capabilities and objectivity;
- Assessing the methodologies used and the appropriateness of the key assumptions; and
- Checking the accuracy and relevance of the input data provided by management.

We found the disclosures on note 7.1 to be appropriate based on the assumptions and available evidence.



## **Other information**

The Directors are responsible for the other information. The Other Information comprises all the information in the Pharma Deko Plc 2016 annual report other than the financial statements and our auditors' report thereon ("the Other Information").

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 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, 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 and fair presentation of the financial statements in accordance with IFRSs, 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.

The Audit Committee assists the directors in discharging their responsibilities for overseeing the Company's financial reporting process.

## **Auditors' Responsibilities for the Audit of the Financial Statements**

Our Objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' 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,

## KEY AUDIT MATTERS CONT'D



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 management.
- Conclude on the appropriateness of management's 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 auditors' 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 auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information or business activities of the Company to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the audit. We remain solely responsible for our audit opinion.

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 the 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, related safeguards.

From the matters communicated with the 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 auditors' 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

In accordance with the Financial Reporting Council of Nigeria Act 2011, the Investment and Securities Act 2007 and the Companies and Allied Matters Act, Cap C20, laws of the Federation of Nigeria 2004:

- I. We have obtained all the information and explanation which to the best of our knowledge and belief were necessary for the purpose of the audit.
- II. The Company has kept proper books of account, 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 and returns.



For: SIAO (Chartered Accountants)  
Lagos, Nigeria.

Engagement Partner - Joshua Ansa  
FRC/2013/ICAN/00000001728

Date: 28/03/2017



## STATEMENT OF FINANCIAL POSITION

		2016 N'000	2015 N'000
<b>Non - Current Assets</b>	<b>Notes</b>		
Property, Plant and Equipment	7	1,733,678	1,294,310
Intangible assets	8	977	1,709
Deferred Tax Asset	18.2	<u>10,007</u>	<u>21,700</u>
<b>Total Non Current Assets</b>		<u><b>1,744,662</b></u>	<u><b>1,317,719</b></u>
<b>Current Assets</b>			
Inventories	9	331,045	334,517
Trade Receivables	10	7,197	9,657
Other Receivables and Prepayment	10.2	195,715	217,257
Cash and bank balances	11	45,426	690,932
<b>Total Current Assets</b>		<u><b>579,383</b></u>	<u><b>1,252,363</b></u>
<b>Total Assets</b>		<u><b>2,324,045</b></u>	<u><b>2,570,082</b></u>
<b>Equity and Liabilities</b>			
Share Capital	12.1	108,465	108,471
Share Premium	12.2	380,009	380,024
Revaluation Reserve	12.3	1,241,433	1,034,607
Retained Earnings	12.4	10,869	262,095
<b>Total Equity</b>		<u><b>1,740,776</b></u>	<u><b>1,785,198</b></u>
<b>Non Current Liabilities</b>			
Employee Benefits	13.1	100,349	72,340
Deferred Tax Liability	18.2	-	-
<b>Total Non Current Liabilities</b>		<u><b>100,349</b></u>	<u><b>72,340</b></u>
<b>Current Liabilities</b>			
Loans and Borrowings	14	50,000	100,000
Trade Payables	15	53,050	140,038
Other Payables	16	268,976	345,177
Taxation - Income Tax	18.1	110,894	127,330
<b>Total Current Liabilities</b>		<u><b>482,920</b></u>	<u><b>712,545</b></u>
<b>Total Liabilities</b>		<u><b>583,269</b></u>	<u><b>784,885</b></u>
<b>Total Equity and Liabilities</b>		<u><b>2,324,045</b></u>	<u><b>2,570,083</b></u>

Signed on behalf of the Board of Directors on 10th March 2017 by:

  
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**J. A. Abibu - Managing Director**  
**FRC/2015/IODN/00000011374**

  
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**K. A. Lawson - Director**  
**FRC/2013/ICAN/00000004354**

  
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**Ayinde A. Legboyega - Chief Financial Officer (Acting)**  
**FRC/2016/ICAN/00000013996**

The accounting policies on pages 33 to 41 and the accompanying notes on pages 42 to 65 form an integral part of these financial statements.



## STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

	Notes	2016 N'000	2015 N'000
Revenue	4	1,095,109	1,481,964
Cost of sales	19	<u>(595,558)</u>	<u>(769,751)</u>
		499,551	712,213
Other income	6	37,547	885,443
		<u>537,098</u>	<u>1,597,656</u>
Selling and distribution expenses	20	(137,171)	(171,072)
Administrative expenses	21	(608,448)	(1,100,472)
Impairment of assets	22	-	<u>(39,913)</u>
<b>Operating profit</b>		<b>(208,521)</b>	286,198
<b>Derecognition of Loan Liability</b>	23	-	415,476
<b>(Loss)/Profit before tax</b>		<b><u>(208,521)</u></b>	<b><u>701,674</u></b>
Taxation	18.3	<u>(10,182)</u>	<u>(42,410)</u>
<b>Profit from Continuing Operations</b>		<b>(218,703)</b>	659,265
<b>Loss from Discontinuing Operations</b>		<u>-</u>	<u>-</u>
<b>(Loss)/Profit for the Period</b>		<b><u>(218,703)</u></b>	<b><u>659,265</u></b>
<b>Other Comprehensive Income</b>			
Revaluation surplus(net of tax)	7.4	206,826	-
<b>Other comprehensive income for the year, net of tax</b>		<b><u>206,826</u></b>	<b><u>-</u></b>
<b>Total Comprehensive (Loss)/ Income for the Period</b>		<b><u>(11,877)</u></b>	<b><u>659,265</u></b>
<b>Earnings per share</b>			
<b>Basic Earnings per share</b>			
(Loss)/ Earnings from continued Operations (kobo)	24.1	(101)	334
Loss from discontinued Operations (kobo)		-	-
<b>Total</b>		<b><u>(101)</u></b>	<b><u>334</u></b>

The accounting policies on pages 33 to 41 and the accompanying notes on pages 42 to 65 form an integral part of these financial statements.

## STATEMENT OF CHANGES IN EQUITY

	Share Capital N'000	Share Premium N'000	Revaluation Reserves N'000	Retained Earnings N'000	Total N'000
Balance as at January 1 2016	<u>108,471</u>	<u>380,024</u>	<u>1,034,607</u>	<u>262,095</u>	<u>1,785,198</u>
<b>Total Comprehensive income for the Period</b>					
Loss for the year	-	-	-	(218,703)	(218,703)
<b>Transactions in Equity</b>					
Dividend paid				(32,523)	(32,523)
Refund on Right Issue	(6)	(15)	-		(21)
Revaluation Surplus (net of tax)	-	-	206,826	-	206,826
	<u>(6)</u>	<u>(15)</u>	<u>206,826</u>	<u>(251,226)</u>	<u>(44,419)</u>
<b>Balance as at December 31 2016</b>	<b><u>108,465</u></b>	<b><u>380,009</u></b>	<b><u>1,241,433</u></b>	<b><u>10,869</u></b>	<b><u>1,740,777</u></b>
Balance as at January 1 2015	<u>50,000</u>	<u>243,766</u>	<u>1,434,607</u>	<u>(797,169)</u>	<u>931,204</u>
<b>Total Comprehensive income for the Period</b>					
Profit for the year				659,265	659,265
<b>Transactions in Equity</b>					
Increase in share Capital	58,471	136,258			194,729
Revaluation Surplus	-	-	(400,000)	400,000	-
	<u>58,471</u>	<u>136,258</u>	<u>(400,000)</u>	<u>1,059,265</u>	<u>853,993</u>
<b>Balance as at December 31 2015</b>	<b><u>108,471</u></b>	<b><u>380,024</u></b>	<b><u>1,034,607</u></b>	<b><u>262,095</u></b>	<b><u>1,785,198</u></b>

The accounting policies on pages 33 to 41 and the accompanying notes on pages 42 to 65 form an integral part of these financial statements.

## STATEMENT OF CASH FLOW

	Notes	2016 N'000	2015 N'000
<b>Cash flows from operating activities</b>			
<b>Cash generated from operations</b>	25	<b>(305,912)</b>	(782,327)
VAT		<b>(13,462)</b>	(72,535)
Tax paid	18.1	<b>(26,618)</b>	(11,230)
<b>Net cash provided by operating activities</b>		<b><u>(345,992)</u></b>	<u>(866,091)</u>
<b>Cash flows from investing activities</b>			
Purchase of fixed assets	7	<b>(269,770)</b>	(238,048)
Purchase of intangible asset	8	-	(2,197)
Insurance claim proceeds from accidented motor vehicle	6.1	<b>2,798</b>	1,600,000
<b>Net cash (used) by investing</b>		<b><u>(266,972)</u></b>	<u>1,359,755</u>
<b>Cash flows from financing activities</b>			
Dividend paid	12.4	<b>(32,523)</b>	-
(Decrease)/ Increase in Share Capital	12.1	<b>(6)</b>	58,471
(Decrease)/ Increase in Share Capital premium	12.2	<b>(15)</b>	136,258
<b>Net cash (used) by financing activities</b>		<b><u>(32,544)</u></b>	<u>194,729</u>
<b>Net increase in cash and cash equivalents</b>		<b>(645,508)</b>	688,393
<b>Cash and cash equivalents, 1 January</b>		<b>690,934</b>	2,541
<b>Cash and cash equivalents, 31 December</b>	11	<b><u>45,426</u></b>	<u>690,934</u>

The accounting policies on pages 33 to 41 and the accompanying notes on pages 42 to 65 form an integral part of these financial statements.

# NOTES TO THE FINANCIAL STATEMENTS

## 1. Nature of Operations

The company's principal activities include the manufacturing, packaging and marketing of high quality pharmaceutical and consumer products. The consumer and pharmaceutical products share the same production lines and the company leverages on this to ensure efficiency and effectiveness in its production process.

The company is also engaged in the use of its facilities for manufacturing and packaging services for third parties.

## 2. General Information and Statement of Compliance with IFRS

The financial statements of the company for the year ended 31 December 2016 have been prepared in accordance with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB) and adopted by the Financial Reporting Council of Nigeria (FRCN). The company produced its first set of IFRS financial statements in 2012.

The financial statements have been prepared under the historical cost convention, unless otherwise stated in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for the assets.

The financial statements comprise a statement of financial position, a statement of profit or loss and other comprehensive income, a statement of changes in equity, a statement of cash flows, and notes. The financial statements are presented in the functional currency, Nigerian Naira rounded up to the nearest thousand.

## 3. Summary of Significant Accounting Policies

### 3.1. Property, Plant and Equipment

Property, Plant and Equipment are tangible assets that can span more than one accounting period. These items are stated at their original cost or fair value less accumulated depreciation and impairment losses.

Land and Building is measured at fair value which is determined every two years. The fair value is determined by engaging the services of an external professional valuer.

Any increase as a result of the revaluation of Land and Building is recognised in other comprehensive income and accumulated in Equity under the heading of Revaluation Surplus. However, the increase is recognised in Profit or Loss to the extent that it reverses a revaluation decrease previously recognised in Profit or Loss. If the revaluation results to a decrease in the carrying amount of Land and Building, the decrease is recognised in profit or loss. However, the decrease is recognised in Other Comprehensive Income to the extent of any credit balance existing in the revaluation surplus in respect of the asset. Any revaluation surplus remaining in Equity on disposal of the asset is transferred to Retained Earnings.

Plant and Machinery, Furniture and Fittings, Motor Vehicles and Computer Equipment are measured at cost.

The initial cost of these assets comprises its purchase price and any costs directly attributable to bringing the asset into operation.

The capitalised value of plant and machinery acquired via finance lease is also included within Property, Plant and Equipment

# NOTES TO THE FINANCIAL STATEMENTS – CONT'D

## 3.2 Depreciation and Impairment

Depreciation is charged over the estimated useful life of the assets and is calculated at the following rates per annum on cost or valuation:

	%
Buildings	2
Plant and Machinery	10
Furniture and Fittings	15
Guest House Equipment	20
Motor Vehicles	20
Motor Bike/ Tricycle	50
Computer Equipment	33 <sup>1</sup> / <sub>3</sub>
Computer Software	33 <sup>1</sup> / <sub>3</sub>

The useful lives and methods of depreciation of the assets are reviewed at each reporting period and adjusted prospectively if appropriate.

Impairment is measured as the difference between the carrying amount of an asset and its recoverable amount. Recoverable amount of an asset is the higher of its fair value less cost to sell and its value in use. Impairment is tested for when there is an indication of impairment such as:

- Decline in the market value of an asset;
- Changes in the technological, economic or legal environment resulting in an adverse effect on our activities;
- Obsolescence or damage of assets;
- Worsening performance of assets.

When there is an objective evidence of impairment, the loss is recognised in Profit or Loss except when there has been a previous upward revaluation in which case the impairment loss is recognised directly in equity.

Gains or losses arising on the disposal of Property, Plant and Equipment are determined as the difference between the disposal proceeds and the carrying amount of the assets and are recognised in Profit or Loss within 'other income' or 'other expenses'.

## 3.3. Fair Value

Land and Building are measured at fair value by reference to market based evidence (Level 1 Fair Value Measurement). The fair value measurement is carried out every two years to ensure that the carrying amount of Land and Building is not materially different from its market value.

## 3.4. Leased Assets

In accordance with IAS 17 Leases, the economic ownership of a leased asset is transferred to the lessee if the lessee bears substantially all the risks and rewards related to the ownership of the leased asset. The related asset is then recognised at the inception of the lease at the fair value of the leased asset or, if lower, the present value of the lease payments plus incidental payments, if any. A corresponding amount is recognised as a finance leasing liability, irrespective of whether some of these lease payments are payable up-front at the date of inception of the lease.

Depreciation methods and useful lives for assets held under finance lease agreements correspond to those applied to comparable assets which are owned by Pharma Deko Plc. The corresponding finance leasing liability is reduced by lease payments less finance charges, which are expensed as part of finance costs

## NOTES TO THE FINANCIAL STATEMENTS – CONT'D

The interest element of leasing payments represents a constant proportion of the capital balance outstanding and is charged to Income Statement over the period of the lease.

### 3.5. Inventories

Inventories are stated at the lower of cost and net realisable value after making adequate provision for obsolete, slow moving and damaged items. In case of goods manufactured by the Company, cost includes production overheads. Stock is valued at weighted average cost and goods in transit at the invoice price. Work- in- progress is stated at cost. Cost in this case consists of direct labour and materials plus appropriate proportion of factory overheads.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

### 3.6. Financial Instruments

#### a. Non Derivative Financial Assets

##### i. Trade Receivables

Trade receivables are financial assets usually measured at amortised cost less any impairment losses. Since the effect of discounting is immaterial, they are stated at their invoice price.

Trade receivables are assessed annually to determine if there is an objective evidence of impairment. The impairment loss is determined by splitting the receivables into groups of trade receivables that share similar credit risk characteristics. The credit risk groups are to be assessed for impairment using historical loss experience for each group. Such historical loss experience would be adjusted to reflect the effects of current conditions.

Staff Receivables, which are interest free and for a tenor of less than twelve months, is also measured at amortised cost. In this case, it is the face value of the loan.

##### ii. Cash and Cash Equivalents

Cash and cash equivalents comprise cash on hand and demand deposits, together with other short-term, highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.

#### b. Non Derivative Financial Liabilities

The Company has the following non-derivative financial liabilities: loans and borrowings, bank overdrafts, and trade and other payables.

Trade payables are measured at amortised cost. They are shown at face value because they do not carry any interest and usually have a tenor of up to three months.

Loans and Borrowings are recognised initially at fair value less any directly attributable transaction costs. Subsequently, they are measured at amortised cost using the effective interest method.

## NOTES TO THE FINANCIAL STATEMENTS – CONT'D

### 3.7. Taxation

#### i. Company Income Taxation

Income tax payable is provided on taxable profit at the current statutory rate.

#### ii Education Tax

Education tax expenses are recognized in the profit and loss account. Current education tax is the expected tax payable on the taxable income for the period, using statutory tax rates at the balance sheet date

#### ii. Deferred Taxation

Deferred Taxation, which arises from timing differences in the recognition of items for accounting and tax purposes, is calculated using the liability method. Based on the IFRS provisions, IAS 12, liability method recognizes all timing differences as temporary differences. Temporary differences are differences between the tax base of an asset or liability and its carrying amount in the Statement of Financial Position. The tax base of an asset or liability is the amount attributed to that asset or liability for tax purposes. The measurement of deferred tax liabilities and deferred tax assets shall reflect the tax consequences that would follow from the manner in which Pharma Deko Plc expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities. Deferred income tax assets and liabilities are measured at the rates that are expected to apply to the year when the asset is realized or the liability settled, based on tax rates (and tax laws) that have been enacted at the Statement of Financial Position date. Deferred tax assets are recognized when it is considered probable (more likely than not) that those assets will be recovered.

### 3.8. Foreign Currency Transaction

Transactions denominated in foreign currencies are translated into Naira at the ruling rates of exchange at the date of transaction. Monetary assets and liabilities denominated in foreign currencies are reported at the prevailing exchange rate at the statement of Financial Position date. Any gain or loss arising from a change in exchange rates is charged to the Statement of Profit or Loss and Other Comprehensive Income.

### 3.9. Employee Benefits

The Company provides a contributory pension fund scheme which is funded by contributions from employees at 8% and employer at 10% based on basic salary, housing and transport allowance in line with the Pension Reform Act of 2014 effective July 1, 2014 (7.5% and 7.5% from January to June 30, 2014). The employers' contribution is charged to the Statement of Profit or Loss and Comprehensive income. Contributions are expensed in the period they are payable and any unpaid contribution at the end of the period are recognised as a liability.

The Company operates an unfunded non-contributory gratuity scheme. Employee final benefit on this scheme is determined based on the employee's year of service and terminal Salary. This applies to employees who retire, resign or are made redundant or the company terminates their appointment as aforesaid. It does not apply to employees who are dismissed from the company.

### 3.10. Provisions

Provisions are recognised when the Company has present obligation whether legal or constructive, as a result of past events for which 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 amount of the obligation in accordance with IAS 37 Provisions, contingent liabilities and contingent assets.

# NOTES TO THE FINANCIAL STATEMENTS – CONT'D

## 3.11. Operating Segments

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses. All operating segments' operating results are reviewed from time to time by the management of the Company to make decisions about resources to be allocated to the segment and assess its performance, and for which discrete financial information is available.

The Company's operating segments are as follows:

Pharma:	This refers to the pharmaceutical product of the Company.
Consumer:	This refers to the production of beverages; and
Contract:	This refers to the use of the Company's facility for manufacturing and packaging of services to third parties.

Segment results that are reported to the Board include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items comprise all assets, liabilities and income tax assets and liabilities.

## 3.12. Revenue

### Sales of Goods

The sales of good comprises of pharmaceutical goods and consumer goods. Revenue from the sale of these goods in the course of ordinary activities is measured at the fair value of the consideration received or receivable, net of returns, trade discounts, sales tax and volume rebates. Revenue is recognised upon the exit of goods from the company's warehouse given the availability of adequate goods-in-transit insurance. Revenue is recognised when the amount of revenue can be measured reliably, collection is probable and the costs incurred or to be incurred can be measured reliably.

### Rendering of Services

The rendering of services involves the use of the Company's facilities for manufacturing and packaging of goods for third parties. Revenue is recognised when the amount of revenue can be measured reliably, collection is probable, costs incurred and cost to complete can be measured reliably and stage of completion can be ascertained at end of the reporting period. The stage of completion is determined by using the surveys of work completed.

## 3.13. Discontinued Operations

A discontinued operation represents a component of the company's principal business that is a separate major line of business or geographical area of operations that has been disposed of or is held for sale. Classification as a discontinued operation occurs upon disposal or when the operation meets the criteria to be classified as held for sale, if earlier.

Profit or loss from discontinued operations is presented in a single amount in the income statement. This amount is the post-tax profit or loss of discontinued operations.

## 3.14. Earnings per Share

The Company presents Basic Earnings per Share (EPS) data for its ordinary shares. The Basic EPS is determined by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period.

## 3.15. Dividend

Dividend on ordinary shares are appropriated from retained earnings and recognized as a liability in the period in which they are declared. Dividends that are proposed but not yet declared are disclosed in the notes to the financial statements.



## NOTES TO THE FINANCIAL STATEMENTS – CONT'D

### 3.16. Investment Properties

Investment properties are properties held either to earn rental income or for capital appreciation or for both, but not for sale in the ordinary course of business, use in the production or supply of goods or services or for administrative purposes.

However, the company's property at Okene close which was to be regarded as an investment property was not treated as such because the portion used for production or supply of goods and services is significant compared to the portion used for rent.

### 3.17 Application of new and amended standards

For the preparation of these financial statements, the following new or amended standards are mandatory for the first time for the financial year beginning 1 January 2016 (the list does not include information about new or amended requirements that affect interim financial reporting or first-time adopters of IFRS – e.g IFRS 14 Regulatory Deferral Accounts (issued in January 2014) - since they are not relevant to IFRS Statements Limited).

- **Amendments to IAS 1 titled Disclosure Initiative (issued in December 2014)**

The amendments, applicable to annual periods beginning on or after 1 January 2016, clarify guidance on materiality and aggregation, the presentation of subtotals, the structure of financial statements and the disclosure of accounting policies. The amendments had no material effect on the Company's financial statements.

- **Amendments to IAS 16 and IAS 38 titled Clarification of Acceptable Methods of Depreciation and Amortisation (issued in May 2014)**

The amendments, prospectively effective for annual periods beginning on or after 1 January 2016, add guidance and clarify that (i) the use of revenue-based methods to calculate the depreciation of an asset is not appropriate because revenue generated by an activity that includes the use of an asset generally reflects factors other than the consumption of the economic benefits embodied in the asset, and (ii) revenue is generally presumed to be an inappropriate basis for measuring the consumption of the economic benefits embodied in an intangible asset; however, this presumption can be rebutted in certain limited circumstances. The amendments had no effect on the Company's financial statements.

- **Amendments to IAS 16 and IAS 41 titled Agriculture: Bearer Plants (issued in June 2014)**

The amendments, applicable to annual periods beginning on or after 1 January 2016, define bearer plants – i.e living plants which are used solely to grow produce over several periods and usually scrapped at the end of their productive lives - and include them within IAS 16's scope while the produce growing on bearer plants remains within the scope of IAS 41. As the Company does not undertake agricultural activity, this amendment had no effect on the Company's financial statements.

- **Amendment to IAS 19 (Annual Improvements to IFRSs 2012–2014 Cycle, issued in September 2014)**

The amendment, applicable to annual periods beginning on or after 1 January 2016, clarifies that, in determining the discount rate for post employment benefit obligations, it is the currency that the liabilities are denominated in that is important, and not the country where they arise. Thus, the assessment of whether there is a deep market in high quality corporate bonds is based on corporate bonds in that currency (not corporate bonds in a particular country), and in the absence of a deep market in high quality corporate bonds in that currency, government bonds in the relevant currency should be used. This amendment had no effect on the Company's financial statements.

- **Amendments to IAS 27 titled Equity Method in Separate Financial Statements (issued in August 2014)**

The amendments, applicable to annual periods beginning on or after 1 January 2016, reinstate the equity method option allowing entities to use the equity method to account for investments in subsidiaries, joint ventures and associates in their separate financial statements. This amendment has no effect on these financial statements.

## NOTES TO THE FINANCIAL STATEMENTS – CONT'D

- **Amendment to IFRS 5 (Annual Improvements to IFRSs 2012–2014 Cycle, issued in September 2014)**

The amendment, applicable prospectively to annual periods beginning on or after 1 January 2016, adds specific guidance when an entity reclassifies an asset (or a disposal Company) from held for sale to held for distribution to owners, or vice versa, and for cases where held-for-distribution accounting is discontinued. This amendment had no effect on the Company's financial statements.

- **Amendment to IFRS 7 (Annual Improvements to IFRSs 2012–2014 Cycle, issued in September 2014)**

The amendment, applicable to annual periods beginning on or after 1 January 2016, adds guidance to clarify whether a servicing contract is continuing involvement in a transferred asset. The amendment had no effect on the Company's financial statements.

- **Amendments to IFRS 10, IFRS 12 and IAS 28 titled Investment Entities: Applying the Consolidation Exception (issued in December 2014)**

The amendments, applicable to annual periods beginning on or after 1 January 2016, clarify the application of the consolidation exception for investment entities and their subsidiaries. The amendments had no effect on the Company's financial statements.

- **Amendments to IFRS 11 titled Accounting for Acquisitions of Interests in Joint Operations (issued in May 2014)**

The amendments, applicable prospectively to annual periods beginning on or after 1 January 2016, require an acquirer of an interest in a joint operation in which the activity constitutes a business (as defined in IFRS 3) to apply all of the business combinations accounting principles and disclosure in IFRS 3 and other IFRSs, except for those principles that conflict with the guidance in IFRS 11. The amendments apply both to the initial acquisition of an interest in a joint operation, and the acquisition of an additional interest in a joint operation (in the latter case, previously held interests are not remeasured). This amendment had no effect on the Company's financial statements.

### **3.18 Standards, amendments and interpretations issued but not yet effective**

The Company has not applied the following new or amended standards that have been issued by the IASB but are not yet effective for the financial year beginning 1 January 2016 (the list does not include information about new or amended requirements that affect interim financial reporting or first-time adopters of IFRS since they are not relevant to IFRS Statements Limited). The Directors anticipate that the new standards and amendments will be adopted in the Company's financial statements when they become effective. The Company has assessed, where practicable, the potential effect of all these new standards and amendments that will be effective in future periods.

- **Amendments to IAS 7 titled Disclosure Initiative (issued in January 2016)**

The amendments, applicable to annual periods beginning on or after 1 January 2017, require entities to provide information that enable users of financial statements to evaluate changes in liabilities arising from their financing activities. This is not expected to have a material effect on the Company's financial statements.

- **Amendments to IAS 12 titled Recognition of Deferred Tax Assets for Unrealised Losses (issued in January 2016)**

The amendments, applicable to annual periods beginning on or after 1 January 2017, clarify the accounting for deferred tax assets related to unrealised losses on debt instruments measured at fair value, to address diversity in practice. This is not expected to have an effect on the Company's financial statements.

- **Amendments to IFRS 2 titled Classification and Measurement of Share-based Payment Transactions (issued in June 2016)**

The amendments, applicable to annual periods beginning on or after 1 January 2018, clarify the effects of vesting and non-vesting conditions on the measurement of cash-settled share-based payments (SBP),

## NOTES TO THE FINANCIAL STATEMENTS – CONT'D

the accounting for SBP transactions with a net settlement feature for withholding tax obligations, and the effect of a modification to the terms and conditions of a SBP that changes the classification of the transaction from cash-settled to equity-settled. The amendments are not expected to have a material effect on the Company's financial statements.

- **Amendments to IFRS 4 titled Applying IFRS 9 Financial Instruments with IFRS 4 Insurance Contracts (issued in September 2016)**

The amendments give all entities that issue insurance contracts the option to recognise in other comprehensive income, rather than profit or loss, the volatility that could arise when IFRS 9 is applied before implementing the replacement insurance contracts Standard for IFRS 4 that is under drafting by the Board. Also, entities whose activities are predominantly connected with insurance are given an optional temporary exemption from applying IFRS 9 (until 2021), thus continuing to apply IAS 39 instead. As the Company has not issued insurance contracts, the amendments are not expected to have an effect on its financial statements.

- **IFRS 9 Financial Instruments (issued in July 2014)**

This standard will replace IAS 39 (and all the previous versions of IFRS 9) effective for annual periods beginning on or after 1 January 2018. It contains requirements for the classification and measurement of financial assets and financial liabilities, impairment, hedge accounting and derecognition. IFRS 9 requires all recognised financial assets to be subsequently measured at amortised cost or fair value (through profit or loss or through other comprehensive income), depending on their classification by reference to the business model within which they are held and their contractual cash flow characteristics. For financial liabilities, the most significant effect of IFRS 9 relates to cases where the fair value option is taken: the amount of change in fair value of a financial liability designated as at fair value through profit or loss that is attributable to changes in the credit risk of that liability is recognised in other comprehensive income (rather than in profit or loss), unless this creates an accounting mismatch. Since the list reflects new and amended standards issued up to 30 September 2016, it should be extended to include all such changes up to the date of authorisation for issue of the 2016 financial statements. For the impairment of financial assets, IFRS 9 introduces an "expected credit loss" model based on the concept of providing for expected losses at inception of a contract; it will no longer be necessary for there to be objective evidence of impairment before a credit loss is recognised. For hedge accounting, IFRS 9 introduces a substantial overhaul allowing financial statements to better reflect how risk management activities are undertaken when hedging financial and non-financial risk exposures. The derecognition provisions are carried over almost unchanged from IAS 39. The Directors anticipate that IFRS 9 will be adopted in the Company's financial statements when it becomes mandatory and that the application of the new standard might have a significant effect on amounts reported in respect of the Company's financial assets and financial liabilities. However, it is not practicable to provide a reasonable estimate of that effect until a detailed review has been completed.

- **Amendments to IFRS 10 and IAS 28 titled Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (issued in September 2014)**

The amendments address a current conflict between the two standards and clarify that gain or loss should be recognised fully when the transaction involves a business, and partially if it involves assets that do not constitute a business. The effective date of the amendments, initially set for annual periods beginning on or after 1 January 2016, is now deferred indefinitely but earlier application is still permitted. This is not expected to have an effect on the Company's financial statements.

- **IFRS 15 Revenue from Contracts with Customers (issued in May 2014 and amended for clarifications in April 2016)**

The new standard, effective for annual periods beginning on or after 1 January 2018, replaces IAS 11, IAS 18 and their interpretations. It establishes a single and comprehensive framework for revenue recognition to apply consistently across transactions, industries and capital markets, with a core principle (based on a five-step model to be applied to all contracts with customers), enhanced disclosures, and new or improved guidance (e.g the point at which revenue is recognised, accounting for variable consideration, costs of fulfilling and obtaining a contract, etc.). The Directors anticipate that IFRS 15 will be adopted in the

## NOTES TO THE FINANCIAL STATEMENTS – CONT'D

Company's financial statements when it becomes mandatory and that the application of the new standard might have a significant effect on amounts reported in respect of the Company's revenue. However, it is not practicable to provide a reasonable estimate of that effect until a detailed review has been completed.

- **IFRS 16 Leases (issued in January 2016)**

The new standard, effective for annual periods beginning on or after 1 January 2019, replaces IAS 17 and its interpretations. The biggest change introduced is that almost all leases will be brought onto lessees' statement of financial position under a single model (except leases of less than 12 months and leases of low value assets), eliminating the distinction between operating and finance leases. Lessor accounting, however, remains largely unchanged and the distinction between operating and finance leases is retained. The Directors anticipate that the application of the new standard will not have effect on the Company's financial statements.

## NOTES TO THE FINANCIAL STATEMENTS – CONT'D

### 4 Revenue

	Continuing Operations		Discontinuing Operations	
	2016		2015	
	N'000	N'000	N'000	N'000
Pharma	474,669	-	905,382	-
Consumer	620,440	-	573,058	-
Contract	-	-	3,524	-
	<u>1,095,109</u>	<u>-</u>	<u>1,481,964</u>	<u>-</u>

The result of the continuing operations is further shown in note 5 (Operating Segments).

### 5 Operating Segments

Pharma Deko Plc is engaged in the manufacturing and marketing of high quality pharmaceutical and consumer products. The Company has three reportable segments which serve as the Company's strategic business units. These operating segments are assessed and strategic decisions are made on the basis of operating segment results. The following summary describes the operations in each of the reportable segments:

Pharma: This refers to the pharmaceutical products of the Company;

Consumer: This refers to the production of beverages and;

Contract: This refers to the use of the Company's facility for manufacturing and packaging of goods and services to third parties

Due to the nature of the Company's operations and the relationship among the above segments (sharing of production lines), the assets and the liabilities of the Company cannot be determined on a segmental basis and does not form part of the information provided to management for segmental review. Hence, such information is not disclosed as part of operating segments.

Also Administrative Expenses and Interest Expenses are distributed proportionately to all segments due to the reason mentioned above

2016	Pharma N'000	Consumer N'000	Contract N'000	Total N'000
External Revenue (Segment Revenue)	<u>474,669</u>	<u>620,440</u>	<u>-</u>	<u>1,095,109</u>
Cost of sales:				
- Raw Materials & Other Consumables	197,099	370,064	-	567,163
- Depreciation	9,868	18,527	-	28,395
Selling and Distribution Expenses	59,456	77,715	-	137,171
Admin. Expenses	263,729	344,719	-	608,448
Impairments	-	-	-	-
Interest Expenses	-	-	-	-
	<u>530,151</u>	<u>811,025</u>	<u>-</u>	<u>1,341,177</u>
Segment Loss before Income Tax	<u>(55,482)</u>	<u>(190,585)</u>	<u>-</u>	<u>(246,068)</u>

2015	Pharma N'000	Consumer N'000	Contract N'000	Total N'000
External Revenue (Segment Revenue)	<u>905,382</u>	<u>573,058</u>	<u>3,524</u>	<u>1,481,964</u>
Cost of sales:				
- Raw Materials & Other Consumables	311,608	381,929	-	693,537
- Depreciation	34,243	41,971	-	76,214
Selling and Distribution Expenses	104,763	66,309	-	171,072
Admin. Expenses	672,316	425,540	2,617	1,100,472
Impairments	24,384	15,434	95	39,913
Interest Expenses	-	-	-	-
	<u>1,147,314</u>	<u>931,183</u>	<u>2,712</u>	<u>2,081,208</u>
Segment Profit/ (loss) before Income Tax	<u>(241,932)</u>	<u>(358,125)</u>	<u>812</u>	<u>(599,245)</u>

## NOTES TO THE FINANCIAL STATEMENTS – CONT'D

5.1	<b>Reconciliation of Operating Segment revenue to Company Revenue</b>	<b>2016</b>	2015
		<b>N'000</b>	N'000
	Revenue for Segments	1,095,108	1,481,964
	Discontinued Operations	-	-
	Company Revenue	<u>1,095,108</u>	<u>1,481,964</u>
<b>5.2</b>	<b>Reconciliation of Operating Segment Profit/(Loss) to Company Profit/(Loss) before tax</b>	<b>2016</b>	2015
		<b>N'000</b>	N'000
	Total Profit/(loss) for Segments	(246,068)	(599,245)
	Elimination of discontinued operations	<u>-</u>	<u>-</u>
		<b>(246,068)</b>	<b>(599,245)</b>
	Add: Unallocated Amount		
	Write-back impairment on debtors (Note 10.1)	-	136,043
	Profit on Asset Disposal (Note 6.1)	-	620,142
	Exchange gain	<b>5,673</b>	-
	Sale of scrap & impaired motor vehicles	<b>1,864</b>	4,417
	Write-back of provision	<b>21,222</b>	54,102
	Writen-back of overdraft balance	-	4,904
	Interest income	<b>8,241</b>	65,834
	(Loss)/ Profit on Disposal of Motor Vehicles	<b>546</b>	-
	Company Profit before Income Tax	<u>(208,521)</u>	<u>286,197</u>
<b>6</b>	<b>Other Income</b>		
	Write-back of provision	<b>21,222</b>	54,102
	Write-back impairment on debtors (Note 10.1)	-	136,043
	Exchange gain	<b>5,673</b>	-
	Sale of Scrap	<b>1,864</b>	4,417
	Profit on Disposal of Pharma Deko (PD) factory 1 (Note 6.1)	-	620,142
	Profit on Disposal of Motor Vehicles	<b>546</b>	-
	Interest income	<b>8,241</b>	65,834
	Writen-back of overdraft balance	-	4,904
		<u>37,547</u>	<u>885,443</u>
	Sale of scrap represents sales from used kegs, drums, caps and nylons. Profit on asset disposal represents profit realised from sale of Pharma Deko (PD) factory 1		
<b>6.1</b>	<b>Profit on Disposal of Pharma Deko (PD) factory 1</b>	<b>2016</b>	2015
		<b>N'000</b>	N'000
	Revaluation Cost	-	850,000
	Accumulated depreciation	<u>-</u>	<u>(20,976)</u>
	Net book value	-	829,024
	Expenses on disposal:		
	Legal fee paid	-	84,000
	Consultancy fees paid	-	66,834
		<u>-</u>	<u>979,858</u>
	Sales proceed	<u>-</u>	<u>(1,600,000)</u>
		<u>-</u>	<u>(620,142)</u>

# NOTES TO THE FINANCIAL STATEMENTS – CONT'D

## 7 Property, Plant and Equipment

Cost/valuation	Land N'000	Buildings N'000	Plant and Machinery N'000	Furniture & Fittings N'000	Motor Vehicles N'000	Computer Equipment N'000	Fixed Assets in Progress N'000	Total N'000
At 1 January 2016	469,702	644,000	792,571	2,303	83,248	7,426	81,992	2,081,242
Additions	-	16,211	24,850	6,812	18,350	3,211	200,336	269,770
Disposal	-	-	-	-	(4,125)	-	-	(4,125)
Accum. Depreciation on								
Revalued assets	-	(53,114)	(641,118)	-	-	-	-	(694,232)
Impairment	-	-	(75,363)	-	-	-	-	(75,363)
Revaluation surplus	15,910	51,740	49,846	-	-	-	101,023	218,519
<b>At 31 December 2016</b>	<b><u>485,612</u></b>	<b><u>658,838</u></b>	<b><u>150,785</u></b>	<b><u>9,115</u></b>	<b><u>97,473</u></b>	<b><u>10,637</u></b>	<b><u>383,351</u></b>	<b><u>1,795,811</u></b>
<b>Accumulated Depreciation</b>								
At 1 January, 2016	-	40,099	625,738	1,887	37,688	6,158	-	711,570
Charge for the year	-	13,015	15,380	534	16,404	1,335	-	46,668
Disposal	-	-	-	-	(1,873)	-	-	(1,873)
Accum. depreciation on								
revalued assets	-	(53,114)	(641,118)	-	-	-	-	(694,232)
<b>At 31 December 2016</b>	<b><u>-</u></b>	<b><u>-</u></b>	<b><u>-</u></b>	<b><u>2,421</u></b>	<b><u>52,219</u></b>	<b><u>7,493</u></b>	<b><u>-</u></b>	<b><u>62,133</u></b>
<b>Impairment</b>								
At 1 January, 2016	-	-	75,363	-	-	-	-	75,363
Charge for the year	-	-	-	-	-	-	-	-
Impairment on revalued								
assets written back	-	-	(75,363)	-	-	-	-	(75,363)
<b>At 31 December 2016</b>	<b><u>-</u></b>	<b><u>-</u></b>	<b><u>-</u></b>	<b><u>-</u></b>	<b><u>-</u></b>	<b><u>-</u></b>	<b><u>-</u></b>	<b><u>-</u></b>
<b>Net book value</b>								
At 31 December 2016	<b>485,612</b>	<b>658,838</b>	<b>150,785</b>	<b>6,694</b>	<b>45,254</b>	<b>3,144</b>	<b>383,351</b>	<b>1,733,678</b>
At 31 December 2015	<u>469,702</u>	<u>603,901</u>	<u>91,470</u>	<u>416</u>	<u>45,560</u>	<u>1,268</u>	<u>81,992</u>	<u>1,294,310</u>

### 7.1 Land and Buildings

In accordance with IFRS 1 First-time Adoption of International Financial Reporting Standards, management in 2012 in the company's first year of adoption of IFRS, elected to adopt the revaluation of Land and Buildings at an open market value of N1,015,000,000 as carried out by Messrs Jide Taiwo and Company (Estate Surveyors and Valuers) on a rolling basis on December 10, 2010 and December 16, 2011. Management considers the valuation done in December 2011 to be representative of the conditions as at December 2010 because there has not been any material change in market conditions. This led to a revaluation surplus of N580,992,630.07 on January 1, 2011

Subsequently, land and building has been revalued at open market value of N1,830,000,000 (Land-N759,000,000 and Building-N1,071,000,000) by Messrs Kanu Iroegbu and Associates (Estate Surveyors and Valuers) on September 15, 2012. This led to additional revaluation surplus of N853,614,151 as at September 30, 2012.

If the cost model had been used, the carrying amount of the revalued land and building would be N417,499,010 (2011:N424,572,000, 2010:N434,007,000). The revalued amounts include a revaluation surplus of N1,434,606,152 before tax (2011:N580,992,000, 2010:N367,213,000). The amount for 2010 is available for distribution to the shareholders of Pharma Deko Plc while that of 2011 and 2012 is not available for distribution.

On December 29, 2016, land and building were revalued at open market value of N485,612,495 (land with structured - N340,412,495 and land without structured-N145,200,000) and N658,837,700 respectively by Messrs Jide Taiwo & Co. (Estate Surveyors and Valuers). This led to a total revaluation surplus of N67,650,108 as at December 29, 2016. However, after considering 10% deferred capital gain on land, it resulted in a total revaluation surplus (net of tax) of N66,059,108 as at December 29, 2016.

## NOTES TO THE FINANCIAL STATEMENTS – CONT'D

### 7.2 Addition to Land

During the year 2015, a parcel of Industrial land measuring 7,261 square metre beside PD2 was purchased.

### 7.3 Disposal of Asset

During the year 2015, land and building, specifically Pharma Deko (PD) factory 1, with revalued amount of N423 million and N427 million respectively were disposed at a sales proceed of N1.6 billion. See note 6.1 for the details of the sale.

### 7.4 Plant and Machinery

As at 31 December 2015, the Company's Two (2) Lines Canning machine and its accessories with cost of N479,474,300 and accumulated depreciation of N456,066,971 was fully impaired to the tune of N23,407,329, the net book value as at the end of the year 2015.

On December 31, 2016, Plant and Machinery in operation and in-progress were revalued at open market value of N150,785,225 and N383,351,186 respectively by Sola Oluseyi & Co. (Estate Surveyors & Valuers) (FRC/2014/NIESV/00000009167). This led to revaluation surplus of N49,845,682 and N101,023,348 in Plant and Machinery in operation and in-progress respectively, representing total surplus of N150,869,030 as at December 31, 2016. However, after considering 10% deferred capital gain on Plant and Machinery in-progress, it resulted into total revaluation surplus (net of tax) of N140,767,030 as at December 29, 2016.

#### 7.4.i Revalued land and building

<b>Cost:</b>	<b>N'000</b>	<b>N'000</b>	<b>N'000</b>	<b>N'000</b>
	<b>Land</b>		<b>Building</b>	<b>Total</b>
Land 1 with structure	<b>336,000</b>			
Land 2 without structure	<b>133,702</b>			
<b>Total cost</b>		<b>469,702</b>	<b>660,211</b>	<b>1,129,914</b>
Accumulated Depreciation		<b>-</b>	<b>(53,114)</b>	<b>(53,114)</b>
<b>Carrying cost</b>		<b>469,702</b>	<b>607,098</b>	<b>1,076,800</b>
Market value:				
Land 1 with structure	<b>340,412</b>			
Land 2 without structure	<b>145,200</b>			
		<b>485,612</b>	<b>658,838</b>	<b>1,144,450</b>
<b>Revaluation surplus</b>		<b>15,910</b>	<b>51,740</b>	<b>67,650</b>
Less: Deferred Capital Gain Tax (19%)		<b>(1,591)</b>	<b>-</b>	<b>(1,591)</b>
<b>Revaluation surplus (net of tax)</b>		<b>14,319</b>	<b>51,740</b>	<b>66,059</b>

#### 7.4.ii Revalued Plant and machinery

	<b>In</b>	<b>In</b>	<b>Total</b>
	<b>Operation</b>	<b>Progress</b>	<b>Total</b>
	<b>N'000</b>	<b>N'000</b>	<b>N'000</b>
<b>Cost</b>	<b>817,421</b>	<b>282,328</b>	<b>1,099,749</b>
Accumulated Depreciation	<b>(641,118)</b>	<b>-</b>	<b>(641,118)</b>
Impairment	<b>(75,363)</b>	<b>-</b>	<b>(75,363)</b>
<b>Carrying cost</b>	<b>100,940</b>	<b>282,328</b>	<b>383,267</b>
Market value	<b>150,785</b>	<b>383,351</b>	<b>534,136</b>
<b>Revaluation surplus</b>	<b>49,846</b>	<b>101,023</b>	<b>150,869</b>
Less: deferred Capital Gain Tax (10%)	<b>-</b>	<b>(10,102)</b>	<b>(10,102)</b>
<b>Revaluation surplus (net of tax)</b>	<b>49,846</b>	<b>90,921</b>	<b>140,767</b>
<b>Total Revaluation surplus</b>	<b>65,756</b>	<b>152,763</b>	<b>218,519</b>
Less: Total Deferred Capital Gain Tax (10%)	<b>(1,591)</b>	<b>(10,102)</b>	<b>(11,693)</b>
<b>Total Revaluation surplus (net of tax)</b>	<b>64,165</b>	<b>142,661</b>	<b>206,826</b>



## NOTES TO THE FINANCIAL STATEMENTS – CONT'D

8	<b>Intangible Asset</b>	<b>2016</b>	2015
	<b>Computer Software</b>	<b>N'000</b>	<b>N'000</b>
	<b>Cost</b>		
	At 1 January	2,197	-
	Additions	-	2,197
	<b>At 31 December</b>	<u><b>2,197</b></u>	<u><b>2,197</b></u>
	<b>Accumulated amortisation and impairment:</b>		
	At 1 January	488	-
	Amortisation	732	488
	<b>At 31 December</b>	<u><b>1,221</b></u>	<u><b>488</b></u>
	Carrying amount		
	At 31 December	<u><b>977</b></u>	<u><b>1,709</b></u>
9	<b>Inventories</b>	<b>N'000</b>	<b>N'000</b>
	Raw materials	99,035	57,580
	Finished goods	128,833	110,193
	Packaging materials	77,550	252,570
	Consumables	<u>25,627</u>	<u>22,064</u>
		<b>331,045</b>	<b>442,407</b>
	Impaired inventories (note 9.1)	-	(107,890)
		<u><b>331,045</b></u>	<u><b>334,517</b></u>

Inventories are measured at the lower of cost and net realisable value. In 2016, a total of ₦449,204,550 (2015:₦528,991,978) inventories were recognised in the cost of sales. There was nil write-down (2015:₦16,507,126) and no reversal of write-down of inventories in 2016 (2015:Nil). None of the inventories are pledged as securities for liabilities

### 9.1 Movements in the allowance for impairment of inventories

	<b>2016</b>	2015
	<b>N'000</b>	<b>N'000</b>
At 1 January	107,890	91,383
Charge for the Year	-	16,507
Write-back	<u>(107,890)</u>	
At 31 December	<u><b>-</b></u>	<u><b>107,890</b></u>

### 10 Trade Receivables

	<b>N'000</b>	<b>N'000</b>
Trade Receivables	7,197	9,657
Impairment of trade receivables (note 10.1)	-	-
	<u><b>7,197</b></u>	<u><b>9,657</b></u>

Trade Receivables are non-interest bearing and are generally on a 30 day term.

### 10.1 Movements in the allowance for impairment of receivables is as follows:

	<b>N'000</b>	<b>N'000</b>
At 1 January	-	136,043
Charge for the Year	-	-
Allowance written-back		<u>(136,043)</u>
At 31 December	<u><b>-</b></u>	<u><b>-</b></u>

## NOTES TO THE FINANCIAL STATEMENTS – CONT'D

<b>10 Other Receivables</b>	<b>2016</b>	2015
	<b>N'000</b>	N'000
Staff Debtors	6,560	7,096
Cash Advance	-	-
	<u>6,560</u>	<u>7,096</u>
Sundry Receivables	88,830	86,557
Prepayments	5,462	1,491
Deposit for Import - PPE	51,625	122,113
Prepaid Housing Allowance	43,238	-
	<u>189,155</u>	<u>210,161</u>
	<u>195,715</u>	<u>217,257</u>

Included in Staff Debtors is the unpaid amount of the Company shares allotted to interested employees of the Company in 2002. Interested employees of the Company were allotted the company's shares with an agreement that the allotted shares would be paid for by deducting the shares amount from the employees exit entitlement. The value of this transaction, N2,127,000, has been determined by multiplying the market value of the shares (as at grant date) by the number of shares allotted to the employees.

The prepayments comprises of payment made for rent and insurance (Life Assurance and Industry Risk Insurance).

<b>11 Cash and Cash Equivalents</b>	<b>2016</b>	2015
	<b>N'000</b>	N'000
Cash at bank	45,422	690,914
Cash in hand	4	19
	<u>45,426</u>	<u>690,932</u>
Bank Overdrafts used for cash management purposes (note 14)	<u>-</u>	<u>-</u>
Cash and Cash Equivalents in the Statement of Cash Flows	<u>45,426</u>	<u>690,932</u>

### **12 Equity** **12.1 Share Capital**

The share capital of Pharma Deko Plc consists only of fully paid ordinary shares that carry a parvalue of 50 kobo per share. These shares entitle the holders to dividend and repayment of capital(at liquidation).

<b>Authorised Ordinary Share Capital</b>	<b>2016</b>	2015
	<b>N'000</b>	N'000
300,000,000 ordinary shares of 50k each	<u>150,000</u>	<u>150,000</u>
<b>Ordinary Shares Issued and Fully Paid</b>		
At 1 January	108,471	50,000
Movement during the year (Note 12.5)	(6)	58,471
At 31 December	<u>108,465</u>	<u>108,471</u>

## NOTES TO THE FINANCIAL STATEMENTS – CONT'D

### Ordinary Shares Issued and Fully Paid - (Cont'd)

	2016	2015
	Number in thousand of shares	Number in thousand of shares
At 1 January	216,942	100,000
Movement during the year	(12)	116,942
At 31 December	<u>216,930</u>	<u>216,942</u>

The decrease in 2016 was as a result of refund by the Company to untraceable names on the list of qualified shareholders.

The increase in 2015 was as a result of Rights issue carried out by the Company during the year. See note 12.5 for details of the right issue.

### 12.2 Share Premium

	2016	2015
	N'000	N'000
At 1 January	380,024	243,766
Movement during the year (Note 12.5)	(15)	136,258
At 31 December	<u>380,009</u>	<u>380,024</u>

### 12.3 Revaluation Reserve

At 1 January	1,034,607	1,434,607
Transferred revaluation surplus on revalued/ (disposed) asset(net of tax)	206,826	(400,000)
At 31 December	<u>1,241,433</u>	<u>1,034,607</u>

In line with IAS16, the revaluation surplus of N67.65 million realised on the revalued PD (factory)2's land and building was credited to revaluation reserve in 2016. Also, the revaluation surplus of N49.85 million realised on the revalued Plant and Machinery was credited to revaluation reserve in 2016. The revaluation surplus of N400 million on the Pharma Deko (PD) factory1, land and building disposed in 2015 was transferred to retained earnings.

### 12.4 Retained Earnings/ (Loss)

At 1 January	262,095	(797,169)
Transferred revaluation surplus on asset disposal	-	400,000
Dividend paid	(32,523)	-
(Loss)/ Profit for the year	(218,703)	659,265
At 31 December	<u>10,869</u>	<u>262,095</u>

In respect of the current year, the directors proposed that an interim dividend of 15 kobo per ordinary share be paid to shareholders and this was approved by the shareholders at the Annual General Meeting (AGM) held on Thursday 28 July, 2016. Accordingly, the gross dividend of N32,522,924 was paid out of retained profit in the year 2015.

## NOTES TO THE FINANCIAL STATEMENTS – CONT'D

### 12.5 Rights Issue

The Company successfully completed its rights issue of 150 million ordinary shares of 50 kobo each at N1.80 kobo per share, on the basis of three(3) new ordinary shares for every two (2) ordinary shares held as at the close of business on September 9, 2013. The issue was undertaken to refinance existing loan obligations, invest in new factory equipment as well as provide additional working capital. The rights issue was 77.88% successful and led to the increase in share capital of 116,942,986 additional shares. The breakdown of the result is as follows:

	2016 N'000	2015 N'000
Share proceeds	-	210,497
Less share expenses	-	(15,768)
Net proceeds	<u>-</u>	<u>194,729</u>
Share capital	<b>(6)</b>	58,471
Share premium	<b>(15)</b>	136,258
	<u><b>(21)</b></u>	<u>194,729</u>

### 13 Employee Benefits

The average number of persons employed in the financial year and the related staff costs were as follows:

	2016 Number	2015 Number
Categories:		
Managerial	14	14
Other Staff	130	108
	<u>144</u>	<u>122</u>
	<b>N'000</b>	<b>N'000</b>
Salaries and Wages	228,092	251,630
Staff Gratuity	75,588	132,330
Pension Contribution	28,730	23,328
Welfare, Training and Development	87,207	89,192
	<u>419,616</u>	<u>496,480</u>

The number of employees in receipt of emoluments excluding allowance and pension fund contributions, with in the following range is as follows:

			Number 2016	Number 2015
	N			
830,001	880,000		-	17
880,001	930,000		34	1
930,001	1,080,000		26	26
1,080,001	1,180,000		-	-
1,180,001	1,230,000		-	-
1,300,001	1,350,000		3	3
1,350,001	1,400,000		-	3
1,400,001	1,450,000		3	16
1,450,001	1,500,000		15	5
1,500,001	1,550,000		3	3
1,550,001	1,880,000		14	10
1,880,001	2,100,000		24	15
2,330,001	2,380,000		8	9
2,550,001	2,600,000		-	-
2,600,001	4,000,000		9	9
4,000,001	4,950,000		-	-
4,950,001	5,000,000		-	-
5,000,000	5,950,000		-	-
5,950,001	6,000,000		3	3
6,000,001	7,000,000		-	-
7,000,000	8,000,000		-	-
8,000,000	8,800,000		-	-
8,950,001 and above			2	2
			<u>144</u>	<u>122</u>

## NOTES TO THE FINANCIAL STATEMENTS – CONT'D

### 13.1 Post Employment Benefits

The Company operates a defined contribution scheme where in both the Company and the employees contribute 10% and 8% respectively of the employee's total emolument (basic pay, housing and transport allowance) to a Pension Fund Administrator. As at 31 December 2016, the Company had a liability of ₦66,166,939 (2015: ₦81,451,347) as unpaid pension contribution under this scheme.

<b>Defined Contribution Scheme</b>	<b>2016</b>	<b>2015</b>
	<b>N'000</b>	<b>N'000</b>
At 1 January	<b>81,451</b>	97,028
Charge for the year	<b>48,446</b>	42,185
Payments during the year	<b>(63,730)</b>	(57,762)
At 31 December	<u><b>66,167</b></u>	<u>81,451</u>

The above balance is recognised under other payable (see note 16)

<b>Defined Benefit Scheme</b>	<b>2016</b>	<b>2015</b>
	<b>N'000</b>	<b>N'000</b>
At 1 January	<b>72,340</b>	53,396
Charge for the year	<b>76,043</b>	133,014
Payments during the year	<b>(48,034)</b>	(114,070)
At 31 December	<u><b>100,349</b></u>	<u>72,340</u>

The Management and the Audit Committee are of the view that actuarial valuation was not necessary in view of the nature of the gratuity.

<b>14 Loans and Borrowings – Current Financial Liabilities</b>	<b>2016</b>	<b>2015</b>
	<b>N'000</b>	<b>N'000</b>
Bank Overdrafts	-	-
Commercial Papers	<b>50,000</b>	100,000
	<u><b>50,000</b></u>	<u>100,000</u>

The Company successfully entered into an exit agreement with Financial Derivatives Company Limited where in it was agreed that the Company pays a total sum of N200 million as full and final settlement of its total indebtedness of N335,356,486 by making an immediate payment of N100 million and paying the balance of N100 million (non-interest bearing) in two (2) instalmental basis of N50 million each in March 2016 and March 2017. Furthermore, during the year, based on the settlement agreement, Chapel Hill Advisory Partners Limited accepted the payment of N125million made by the Company as full and final settlement for both outstanding principal and interest of N187,191,993 in respect of the indebtedness on Commercial Paper. According to the exit agreement, the first instalment of N50 million was made in the year 2016. The final N50 million is due in March 2017.

## NOTES TO THE FINANCIAL STATEMENTS – CONT'D

### 15 Trade Payables – Current Financial Liabilities

	2016	2015
	N'000	N'000
Trade Payables	<u>53,050</u>	<u>140,038</u>

Trade payables are measured at amortised cost. However, because the trade payables are non-interest bearing and have a settlement period of three months hence they are stated at the invoice amount

### 16 Other Payables

	2016	2015
	N'000	N'000
<b>Financial Liability</b>		
Sundry creditors (16.1)	109,251	119,474
Accruals	74,699	127,863
VAT payable	18,859	16,389
Employee Benefits – Unpaid Contribution (see note 13.1)	66,167	81,451
	<u>268,976</u>	<u>345,177</u>
<b>Non Financial Liability</b>		
Deferred rent income	-	-
Deposit for share	-	-
	<u>-</u>	<u>-</u>
<b>Total</b>	<u>268,976</u>	<u>345,177</u>

### 16.1 Sundry Creditors

	2016	2015
	N'000	N'000
Other Creditors	35,657	52,011
Industrial Training Fund	5,678	2,529
Union Dues	152	258
Withholding Tax on Dividend	231	231
Withholding Tax on Services	45,392	45,836
Pay As You Earn (PAYE)	2,072	7,766
Salaries and Wages Payable	10,499	2,056
NSITF	8,670	7,886
Dividend Payable	900	900
	<u>109,251</u>	<u>119,474</u>

## NOTES TO THE FINANCIAL STATEMENTS – CONT'D

### 18 Taxation

#### 18.1 Current Income Tax

	Company Tax	Education Tax	Capital Gain Tax	Total
	N'000	N'000	N'000	N'000
At 1 January	25,430	1,984	99,917	127,330
Charge for the year (Minimum tax)	10,182	-	-	10,182
Payments	(24,678)	(1,939)	-	(26,618)
At 31 December	<u>10,933</u>	<u>44</u>	<u>99,917</u>	<u>110,894</u>

The charge for taxation in this financial statement for the year ended 31 December 2016 is based on the provisions of the Companies Income Tax Act, CAP C21, LFN 2004.

The Education tax is based on 2% of assessable profit for the period.

Capital gain tax is based on 10% of chargeable gain on the sales of Pharma Deko factory 1

#### 18.2 Deferred Income Tax

	2016 N'000	2015 N'000
Start of the Year	(21,700)	62,693
Charge/(Write back) for the year	11,693	(84,393)
End of the Year	<u>(10,007)</u>	<u>(21,700)</u>

The company has adopted the international Accounting Standard (IAS 12) on deferred taxation computation using the liability method.

#### 18.3 Tax Charge for the Year

Below is the breakdown of the tax charge for year ended December 2016:

	2016 N'000	2015 N'000
Education tax	-	1,984
Minimum tax	10,182	-
Company income tax	-	24,901
Capital gain tax	-	99,918
Deferred tax charge/(write back)	-	(84,393)
<b>Total</b>	<u>10,182</u>	<u>42,410</u>

#### 18.4 Deferred tax

The following table illustrates the deferred tax balances recognised in the statement of financial position.

	2016 N'000	2015 N'000
<b>Deferred tax on continuing operations</b>		
Deferred tax assets	-	21,700
Deferred tax liabilities	-	-
Net Balance At 31 December	<u>(11,693)</u>	<u>21,700</u>

## NOTES TO THE FINANCIAL STATEMENTS - CONT'D

Deferred tax liabilities	Recognised in		
	Other Comprehensive Income	Profit or Loss	Equity
<b>As at 1 January 2015</b>	-	62,693	-
Property, plant and equipment	-	(84,393)	-
Available-for-sale investments	-		-
Other	-		-
<b>As at 31 December 2015</b>	-	(21,700)	-
Property, plant and equipment	-	-	-
Available-for-sale investments	-	-	-
Revaluation surplus	11,693		
<b>As at 31 December 2016</b>	11,693	(21,700)	-

Deferred tax computation resulted into a deferred tax asset of ₦18,316,393 (2015: ₦21,700,342 Asset) but not recognised in the year because there is no probability that the Company would be able to utilise it in the foreseeable future. However, deferred capital gain tax of ₦11,693,300 (₦1,591,000 and ₦10,102,300 on land and plant & machinery in-progress respectively) on revaluation surplus was recognised in the year 2016.

	2016 N'000	2015 N'000
<b>18.5 Tax Expense Reconciliation</b>		
Profit/(Loss) for the Year	(208,521)	701,674
Expected tax base on statutory rate of 32%	(62,556)	224,536
<b>Adjusted for the Effect of:</b>		
Deferred Tax (Asset)/Liability	-	(84,393)
Expenses not deductible for Tax purposes	23,090	113,497
Adjustment to tax in respect of prior periods - loss relief	39,100	149,820
Balancing charge	530	
Effect of capital allowances on taxable profit	-	225,011
Income not liable to tax	(164)	(685,976)
Effect of capital gains tax	-	99,917
Other items - effect of minimum tax option	10,182	-
<b>Income tax expense recognised in income statement</b>	<u>10,182</u>	<u>42,410</u>
<b>Effective Tax Rate</b>	<u>-4.88%</u>	<u>6.04%</u>
<b>19 Cost of Sales</b>		
Cost of sales for the period is as follows:	N'000	N'000
Pharma	197,099	311,608
Consumer	370,064	381,929
Depreciation	28,395	76,214
	<u>595,558</u>	<u>769,751</u>
Discontinued operations - Cost of Sales	-	-
	<u>595,558</u>	<u>769,751</u>
<b>Movements in inventories' impairment</b>		
Charge for the year	-	16,507
Write-back of provision	107,890	
Write-off of inventories	(107,890)	
At 31 December	<u>-</u>	<u>16,507</u>



## NOTES TO THE FINANCIAL STATEMENTS – CONT'D

		2016	2015
20	<b>Selling and Distribution Cost</b>	N'000	N'000
	Advertising & Publicity	6,085	15,522
	Rebate & Promotion	76,949	95,080
	Distribution & Freight	54,138	60,470
		<u>137,171</u>	<u>171,072</u>
	Discontinued Operations	-	-
		<u>137,171</u>	<u>171,072</u>
21	<b>Administrative Expenses</b>		
	Administrative expense for the period is as follows:		
	<b>Directors Benefits:</b>		
	Directors Emoluments - Fees	1,650	1,650
	Directors Sitting Allowance	32,545	22,530
	Directors Travelling Allowance (note 21.1)	20,000	78,691
	Directors Allowance-others (note 21.2)	-	21,670
	Other Expenses	6,675	-
	Sub Total	<u>60,870</u>	<u>124,541</u>
	<b>Personnel cost:</b>		
	Staff cost	228,092	251,630
	Medical expenses	2,920	3,403
	Staff welfare	81,784	84,631
	Staff training and development	2,503	1,157
	Staff gratuity (note 21.3)	75,588	132,330
	Pension	28,730	23,328
	Staff Productivity Bonus	-	-
	Sub Total	<u>419,616</u>	<u>496,480</u>
	<b>Office and establishment expenses:</b>		
	Telephone and postages	2,663	1,205
	Printing and stationeries	2,373	1,779
	Newspapers and periodicals	23	649
	Rent and rate	3,192	31,300
	Subscriptions and donations	2,289	1,098
	Transport and travelling	3,709	2,177
	Repairs and maintenance	11,889	3,926
	Motor running expenses	2,040	1,748
	Security and domestic utilities	11,205	15,744
	Audit fee	4,725	3,500
	Agbara Estate Service charge	7,390	10,321
	Annual General Meeting expenses	5,468	3,270
	Balance carried forward	<u>56,966</u>	<u>76,717</u>

## NOTES TO THE FINANCIAL STATEMENTS – CONT'D

<b>21</b>	<b>Administrative Expenses (continued)</b>	<b>2016</b>	2015
		<b>N'000</b>	N'000
	Balance brought forward	56,966	76,717
	Professional charges	31,287	80,210
	Miscellaneous expenses	398	365
	Depreciation and amortisation	19,103	16,314
	Entertainment	2,726	768
	Insurance	9,166	10,239
	Bad debts written-off (Specific) (note 21.4)	-	285,766
	Bank charges	2,455	3,527
	Secretarial fees	5,861	5,548
	Sub Total	<u>127,962</u>	<u>479,452</u>
	Total	608,448	1,100,472
	Discontinued Operations	-	-
	Company Administrative Expenses	<u>608,448</u>	<u>1,100,472</u>

**21.1** In 2015, outstanding 2014 Directors travelling allowance to the tune of N37,691,300, which was not provided for in the previous year, was paid to the Directors (2016: N20 million).

**21.2** In 2015, the sum of N21.67m payable to Managing Director as compensation for non-provision of two official cars from 2008 to 2015 was accrued for.

**21.3** In 2015, the sum of N109.4million being Ex-Directors entitlement was provided for.

**21.4** In 2015, the sum of N136 million and N89 million were written off being trade and sundry bad debts carried over from previous years. In addition, the sum of N60,220,034 was written-off in 2015.

### **22 Impairments**

Impaired/(write back) on inventory materials	-	16,507
Impaired property, plant and equipments	-	23,406
	<u>-</u>	<u>39,913</u>

### **23 Derecognition of Loan Liability**

The above savings arose from the concessional pay-off of the Company's loan liabilities during the year 2015.

	<b>2016</b>	2015
	<b>N'000</b>	N'000
Total loan liabilities	-	(947,206)
Total settlements to creditors	-	360,000
Consultancy fees paid	-	171,730
	<u>-</u>	<u>(415,476)</u>

### **24 (Loss)/ Earnings per Share**

The calculation of basic loss per share was based on the loss for the period of N396,714 million and a weighted average number of ordinary shares outstanding of 216,930 thousand.

In 2015, the calculation of basic earnings per share was based on the profit for the period of N628,963,000 and a weighted average number of ordinary shares outstanding of 216,942 thousand. Also, a weighted average number of ordinary shares outstanding of 100,000 thousand and 116,942 thousand for full year and Ten (10) months respectively was adopted for diluted earnings per share.

	<b>Continued Operations N'000</b>	<b>Discontinued Operations N'000</b>	<b>Total N'000</b>
Profit as at 31 December 2015	<u>659,265</u>	<u>-</u>	<u>659,265</u>
(Loss)/ Profit as at 31 December 2016	<u>(218,703)</u>	<u>-</u>	<u>(218,703)</u>

## NOTES TO THE FINANCIAL STATEMENTS – CONT'D

### 24.1 Weighted Average Number of Shares for Basic Earnings Per Share

	2016	2015
	Thousand	Thousand
Issued ordinary shares for full year	216,942	100,000
(Refunded)/ Additional Issued ordinary shares	(12)	97,452
	<u>216,930</u>	<u>197,452</u>

	2016	2015
<b>Basic Earnings Per Share</b>		
(Loss)/ Earnings from continued Operations (kobo)	(101)	334
Profit from discontinued Operations (kobo)	-	-
	<u>(101)</u>	<u>334</u>

### 25 Reconciliation of Profit before Taxation to Cash generated by Operating Activities

	2016	2015
	N'000	N'000
Profit before taxation	<u>(208,521)</u>	<u>701,674</u>
Adjustments to reconcile Net profit to Net Cash provided by Operating Activities		
Depreciation	46,668	91,893
Amortisation	732	488
Write back inventory	-	16,507
Interest expense	-	-
(Loss)/ Profit on PPE disposal	(546)	(620,142)
Additional cost on PPE disposal	-	(170,000)
VAT and WHT provision on PPE disposal	-	(210,834)
Impairment of assets	-	23,407
<b>Changes in Operating Assets and Liabilities</b>		
(Increase)/Decrease in Inventories	3,472	(138,441)
(Increase)/Decrease Trade debtors	2,460	93,424
(Increase)/Decrease Other Debtors and Prepayments	21,542	(58,474)
Increase/(Decrease) in Trade Creditors	(86,988)	(112,720)
Increase/(Decrease) in Other Creditors	(62,740)	4,494
Increase/(Decrease) in Loans and Borrowings	(50,000)	(422,548)
Decrease in retirement benefits	28,009	18,944
	<u>(97,391)</u>	<u>(1,484,002)</u>
Cash provided by operating activities	<u>(305,912)</u>	<u>(782,327)</u>

### 26 Related party transactions

The Company had transactions with the following related parties during the year:

#### 26.1 Chairman's and Directors' Emoluments

	2016	2015
	N'000	N'000
<b>Fees</b>		
Chairman	250	250
Other Directors	1,400	1,400
	<u>1,650</u>	<u>1,650</u>
Emoluments as Executives	69,875	59,000
	<u>71,525</u>	<u>60,650</u>

## NOTES TO THE FINANCIAL STATEMENTS – CONT'D

The number of Directors excluding the Chairman whose emoluments were within the following ranges were:

N	N	2016	2015
5,000,001	7,000,000		
7,000,001	9,000,000		
9,000,001	12,000,000	1	1
12,000,001	and Above	<u>1</u>	<u>1</u>

### 26.2 Transaction with Key Personnel Management

The Key Management personnel of the Company comprises of both the Board of Directors and the Management Team.

<b>Short term Benefits (Board of Directors)</b>	2016	2015
Fees:	<b>N'000</b>	N'000
Chairman	250	250
Other Directors	1,400	1,400
	<u>1,650</u>	<u>1,650</u>

Other Emoluments:

Chairman	-	-
Other Directors	20,000	22,530
	<u>20,000</u>	<u>22,530</u>

### Short term Benefits (Management Team)

Salaries and Allowances:	67,919	74,132
<b>Total Short term benefits</b>	<u>67,919</u>	<u>74,132</u>

### Post Employment Benefits (Management Team)

Pension	12,226	13,344
	<u>12,226</u>	<u>13,344</u>
<b>Total Benefits to Key Personnel (Management Team)</b>	<u>80,145</u>	<u>87,476</u>

**26.2** The company's guest house located at Awka close, Agbara Estate belongs to Mr. Alegieuno, a Director of the Company. The rent of the guest house was negotiated at N1,500,000 per annum, payable in advance.

### 26.3 The Chairman of the Board of Directors is related to:

(i) The Legal Adviser to the Company - Chief Rotimi Williams Chambers. In 2016, services valued at ₦22,402,317 (2015: ₦119,474,563) was rendered to the company by the Chambers.

(ii) The Secretary to the Company - Unity Trustees Limited. The value of services rendered to the company during the year was ₦5,861,250 (2015: ₦5,547,500).

(iii) Impact Business Consulting Services - The value of consultancy services rendered to the Company during the year is ₦26 million (2015: Nil).

## NOTES TO THE FINANCIAL STATEMENTS – CONT'D

### 27 Financial Instruments

2016	Note	Loans and Receivables	Other Amortised Cost	Total
<b>Financial Assets</b>		N'000	N'000	N'000
Trade Receivables		7,197	-	7,197
Staff Debtors		6,560	-	6,560
Cash Advance		-	-	-
Cash and Cash Equivalent		45,426	-	45,426
<b>Total Financial Assets</b>		<u>59,183</u>	<u>-</u>	<u>59,182</u>

#### Financial Liabilities

Loans and Borrowings - Non Current	-	-	-
Loans and Borrowings - Current	-	50,000	50,000
Trade Payables	-	53,050	53,050
Other Payables	-	268,976	268,976
<b>Total Financial Liabilities</b>	<u>-</u>	<u>372,026</u>	<u>372,027</u>

2015	Loans and Receivables	Other Amortised Cost	Total
<b>Financial Assets</b>	N'000	N'000	N'000
Trade Receivables	9,657	-	9,657
Staff Debtors	7,096	-	7,096
Cash Advance	-	-	-
Cash and Cash Equivalent	690,932	-	690,932
<b>Total Financial Assets</b>	<u>707,686</u>	<u>-</u>	<u>707,686</u>

#### Financial Liabilities

Loans and Borrowings - Non Current	-	-	-
Loans and Borrowings - Current	-	100,000	100,000
Trade Payables	-	140,038	140,038
Other Payables	-	345,177	345,177
<b>Total Financial Liabilities</b>	<u>-</u>	<u>585,215</u>	<u>585,215</u>

# NOTES TO THE FINANCIAL STATEMENTS – CONT'D

## 28 FINANCIAL RISK MANAGEMENT

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

- (i) Credit risk
- (ii) Liquidity risk
- (iii) 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.

### 28.1 Risk Management Framework

The Board of Directors has overall responsibility for the establishment and oversight of the company's risk management framework. The Board has established the Risk Management Committee, which is responsible for developing and monitoring the company's risk management policies. The Committee reports regularly to the Board of Directors on its activities.

The Company's risk management policies are established to identify and analyse the risks faced by the company's, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly by the Executive Management 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. The company's Internal Audit oversees how management monitors compliance with the company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the company.

### 28.2 Credit Risk

Credit risk is the risk of financial loss to the company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the company's receivables from clients and other related parties.

	<b>2016</b>	2015
	<b>N'000</b>	N'000
Trade and other receivables	<b>202,912</b>	226,914
Cash and cash equivalents	<b>45,426</b>	690,932
	<b><u>248,338</u></b>	<u>917,846</u>

## NOTES TO THE FINANCIAL STATEMENTS – CONT'D

### 28.3 Cash and Cash equivalents

The cash and cash equivalents held as at 31 December 2016 was ₦44,373,000 (2015: ₦690,933,000). The cash and cash equivalents are held by banks and financial institutions in Nigeria.

### 28.4 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 always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the company's reputation.

The company has a clear focus on ensuring sufficient access to capital to finance growth and to refinance maturing debt obligations. As part of the liquidity management process, the company has various credit arrangements with some banks which can be utilised to meet its liquidity requirements. At the year end, the company had ₦50,000,000 (2015: ₦100,000,000) utilized credit arrangements under loan and overdraft agreements respectively.

Typically, the credit terms with clients are more favourable compared to payment terms to its vendors in order to help provide sufficient cash on demand to meet expected operational expenses, including the servicing of financial obligations. This excludes the potential impact of extreme circumstances that cannot reasonably be predicted, such as natural disasters.

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

### 28.5 Non-Derivative Financial Liabilities:

Notes	Carrying amount N'000	Contractual cash flows N'000	Within 1 year N'000	1-2 years N'000	2-5 years N'000	5-10 years N'000
<b>31 December 2016</b>						
Overdraft from banks	-	-	-	-	-	-
Trade and other payables	322,026	322,026	322,026	-	-	-
Borrowings	50,000	50,000	50,000	-	-	-
	<u>372,026</u>	<u>372,026</u>	<u>372,026</u>	<u>-</u>	<u>-</u>	<u>-</u>
<b>31 December 2015</b>						
Overdraft from banks	-	-	-	-	-	-
Trade and other payables	485,215	-	485,215	-	-	-
Borrowings	100,000	-	100,000	-	-	-
	<u>585,216</u>	<u>-</u>	<u>585,216</u>	<u>-</u>	<u>-</u>	<u>-</u>

### 28.6 FINANCIAL RISK MANAGEMENT (continued)

#### Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity 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 optimizing the return.

The Company manages market risks by keeping costs low through various cost optimization programs. Moreover, market developments are monitored and discussed regularly, and mitigating actions are taken where necessary.

### 28.7 Currency risk

The Company is exposed to currency risk on sales and purchases and borrowings that are denominated in a currency other than the functional currency of the Company, primarily the Naira. The currency in which these transactions primarily are denominated is US Dollars (USD). 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 managing currency risk, the company aims to reduce the impact of short-term fluctuations on earnings. The company's significant exposure to currency risk relates to its purchases that are mainly in USD. Although the company has various measures to mitigate exposure to foreign exchange rate movement over the longer term, the gains/losses on foreign exchange balances impact on the income statement. The company monitors the movement in the currency rates on an on-going basis.

## NOTES TO THE FINANCIAL STATEMENTS – CONT'D

### 28.8 Sensitivity Analysis

A strengthening of the Naira, as indicated below against the Dollar at 31 December 2016 would have increased (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 and has no impact on equity. The analysis assumes that all other variables, in particular interest rates, remain constant. The analysis is performed on the same basis at 31 December 2016, albeit that the reasonably possible foreign exchange rate variances were different, as indicated below

	<b>Increase/ (decrease) In profit 2016 N'000</b>	<b>Increase/ (decrease) In profit 2015 N'000</b>
USD (5 percent strengthening)	<u><u>-</u></u>	<u><u>-</u></u>

The following significant exchange rates were applied during the year:

	<b>Average rate</b>		<b>Reporting Rate</b>	
	<b>2016</b>	<b>2015</b>	<b>2016</b>	<b>2015</b>
US Dollar	<u><u>-</u></u>	<u><u>-</u></u>	<u><u>-</u></u>	<u><u>-</u></u>

### 28.9 Interest rate risk profile:

In managing interest rate risk, the Company aims to reduce the impact of short-term fluctuations in earnings. Dividend pay-out practices seek a balance between giving good returns to shareholders on one hand and maintaining a solid debt ratio on the other hand.

At the reporting date the interest rate profile of the Company's interest-bearing financial instruments was:

	<b>2016 N'000</b>	<b>2015 N'000</b>
<b>Fixed rate instruments</b>		
Financial liabilities	<u><u>50,000</u></u>	<u><u>100,000</u></u>



## NOTES TO THE FINANCIAL STATEMENTS – CONT'D

### 28.11 Capital Risk Management

The Board's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors the return on capital, which the Company defines as result from operating activities divided by total shareholders' equity.

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

	2016	2015
	N'000	N'000
Total borrowings (note 14)	50,000	100,000
Less: Cash and cash equivalents (note 11)	<u>(45,426)</u>	<u>(690,932)</u>
Net cash/ (debt)	4,574	(590,932)
Total equity	<u>1,740,776</u>	<u>1,785,198</u>
<b>Total capital Employed</b>	<b><u>1,745,350</u></b>	<b><u>1,194,265</u></b>
Debt to adjusted capital ratio	<u>2.86</u>	<u>8.37</u>

There were no changes in the Company's approach to capital management during the year. The Company is not subject to externally imposed capital requirements.

### 28.12 Financial assets and liabilities

The fair values of financial assets and liabilities, being the carrying amounts are shown in the statement of financial position, are as follows:

	Assets at			Financial Liabilities		
	Fair Value (OCI) N'000	Financial assets N'000	Trade & other receivable N'000	Total N'000	N'000	Total N'000
<b>31 December 2016</b>						
Marketable securities (Available for sale financial assets)	-	-	-	-	-	-
Borrowings/Loans	-	-	-	-	50,000	50,000
Trade and other receivables / payables	-	-	202,912	202,912	322,026	322,026
Cash and cash equivalents	-	45,426	-	45,426	-	-
	<u>-</u>	<u>45,426</u>	<u>202,912</u>	<u>248,338</u>	<u>372,026</u>	<u>372,026</u>
<b>31 December 2015</b>						
Marketable securities	-	-	-	-	-	-
Borrowings/Loans	-	-	-	-	100,000	100,000
Trade and other receivables / payables	-	-	226,914	226,914	485,215	485,215
Cash and cash equivalents	-	690,932	-	690,932	-	-
	<u>-</u>	<u>690,932</u>	<u>226,914</u>	<u>917,846</u>	<u>585,215</u>	<u>585,216</u>

## NOTES TO THE FINANCIAL STATEMENTS – CONT'D

### 29 Capital Commitments

There are no material commitment for capital expenditure not provided for in these financial statements.

### 30 Post Period Events

The Company is on the concluding phase of its strategic restructuring exercise which includes the issuing of rights issue to existing shareholders and realignment of assets.

There is a dispute in respect of canning contract between Pharma Deko Plc and Guinness Nigeria Ltd which was terminated by the latter on 21st October 2008. The Arbitrator awarded the sum of N195,167,986.87 in favor of Pharma Deko Plc with interest at 4% and the sum of N21,222,421.43 in favor of Guinness Plc. In total, the net sum of N175,699,317.99 was awarded in favour of Pharma Deko Plc. However, management had initiated steps to recover the award.

Subsequent to the end of the reporting period, the Board of Directors proposed a final dividend of ₦0.05 each on the issued share capital of 216,931,595 ordinary shares of 50k each as at 31 December 2016 (2015: ₦0.15).

### 31 Contingent Liability

A contingent liability in respect of an arbitral award against the company in favour of Celebration Breweries Ltd amounting to N13,895,707 has not been provided for in these financial statements; the Directors are of the opinion that no liability will arise as there is a pending appeal which the Company's Solicitors have advised is likely to succeed.

### 32 Approval of financial statements

The Financial Statements were approved by the Board of Directors on 10<sup>th</sup> March 2017

## Other national disclosures

## VALUE ADDED STATEMENTS

	2016		2015	
	N'000	%	N'000	%
<b>Revenue</b>	<b>1,095,109</b>		1,481,964	
Other loss/gain	<u>37,547</u>		<u>885,443</u>	
	<b>1,132,655</b>		2,367,406	
Less: Bought in materials and services	<b>(874,160)</b>		(1,076,870)	
 Value (Eroded)/ Added	 <u><b>258,495</b></u>	 <u><b>100</b></u>	 <u>1,290,535</u>	 <u>100</u>
 <b>Applied as follows</b>				
<b>To Pay Employees</b>				
Salaries, wages and other benefits	<b>419,616</b>	<b>162</b>	496,480	38
 <b>To Pay Providers of Capital</b>				
Finance costs	-	-	-	-
 <b>To Pay Government</b>				
Tax	<b>10,182</b>	<b>4</b>	126,803	10
 <b>To Provide for Enhancement of Assets and Growth</b>				
Depreciation	<b>47,400</b>	<b>17</b>	92,381	7
Deferred Tax	-	-	(84,393)	(7)
Retained (Loss)/Profit	<b>(218,703)</b>	<b>(84)</b>	659,265	51
	<u><b>258,495</b></u>	<u><b>100</b></u>	<u>1,290,535</u>	<u>100</u>

"Value added" represents the additional wealth the company has been able to create by its own and employees' efforts. This statement shows the allocation of that wealth among employees, capital providers, government and that retained for future creation of more wealth.

## FIVE YEAR FINANCIAL SUMMARY

### Statement of Financial Position

	2016	2015	2014	2013	2012
	N'000	N'000	N'000	N'000	N'000
<b>Assets Employed</b>					
<b>Non Current Assets</b>					
Property, Plant and Equipment	1,733,678	1,294,310	2,000,586	2,020,263	2,128,112
Intangible assets	977	1,709	-	-	-
Deferred Tax Asset	<u>10,007</u>	<u>21,700</u>	<u>-</u>	<u>-</u>	<u>-</u>
	<b>1,744,662</b>	<b>1,317,719</b>	<b>2,000,586</b>	<b>2,020,263</b>	<b>2,128,112</b>
<b>Current Assets</b>	<b>579,383</b>	<b>1,252,363</b>	<b>838,643</b>	<b>477,873</b>	<b>654,699</b>
<b>Total Assets</b>	<b><u>2,324,045</u></b>	<b><u>2,570,082</u></b>	<b><u>2,839,229</u></b>	<b><u>2,498,136</u></b>	<b><u>2,782,811</u></b>
<b>Equity and Liabilities</b>					
<b>Total Equity</b>					
Share Capital	108,465	108,471	50,000	50,000	49,759
Share Premium	380,009	380,024	243,766	243,766	236,060
Revaluation Reserve	1,241,433	1,034,607	1,434,607	1,434,607	1,434,607
Retained Earnings	<u>10,869</u>	<u>262,095</u>	<u>(797,169)</u>	<u>(898,176)</u>	<u>(776,994)</u>
	<b>1,740,776</b>	<b>1,785,197</b>	<b>931,205</b>	<b>830,197</b>	<b>943,432</b>
<b>Non-Current Liabilities</b>	<b>100,349</b>	<b>72,340</b>	<b>116,089</b>	<b>99,593</b>	<b>235,450</b>
<b>Current Liabilities</b>	<b>482,920</b>	<b>712,545</b>	<b>1,791,935</b>	<b>1,568,346</b>	<b>1,603,929</b>
<b>Total Equity and Liabilities</b>	<b><u>2,324,045</u></b>	<b><u>2,570,082</u></b>	<b><u>2,839,229</u></b>	<b><u>2,498,136</u></b>	<b><u>2,782,811</u></b>

### Statement of Profit or Loss and Other Comprehensive Income

	2016	2015	2014	2013	2012
	N'000	N'000	N'000	N'000	N'000
<b>Revenue</b>	<b><u>1,095,109</u></b>	<b><u>1,481,964</u></b>	<b><u>1,566,190</u></b>	<b><u>1,060,308</u></b>	<b><u>1,037,463</u></b>
(Loss)/Profit before taxation	<b>(208,521)</b>	701,674	150,171	(127,993)	686,776
(Loss) / Profit after taxation	<b>(218,703)</b>	659,265	101,007	(121,182)	740,945
Issued Share Capital of 50K each (number)	<b>216,930</b>	197,452	100,000	100,000	99,518
(Loss)/Earning per share	<u>(101)</u>	<u>334</u>	<u>101</u>	<u>(121)</u>	<u>745</u>

The (loss)/earning per share is based on the shareholding of 216,931,595 ordinary shares of 50k each at 31 December, 2016.

## MANAGEMENT TEAM



**Abibu Adekunle**  
**Managing Director**



**Isola Olukayode**  
**Consumer Production Manager**



**Ayinde Adegboyega**  
**Chief Finance Officer (Ag.)**



**Ekpo Sharon**  
**Asst. Human Resources Manager**



**Engr. Ayodele Femi**  
**Technical Head**



**Ojelabi Dapo**  
**Quality Assurance Manager**



**Johnson Oluwatosin**  
**Superintendent Pharmacist**



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postage Stamp

**APEL CAPITAL & TRUST LIMITED (REGISTRARS)  
8, ALHAJI BASHORUN STREET,  
OFF NORMAN WILLIAMS CRESCENT  
SOUTH WEST IKOYI  
LAGOS**



# E-DIVIDEND MANDATE ACTIVATION FORM



Affix Current Passport  
(To be stamped by Bankers)  
Write your name at the back of your passport photograph

## E-DIVIDEND MANDATE ACTIVATION FORM

**Instruction**

Only Clearing Banks are acceptable

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

The Registrar,  
Apel Capital & Trust Ltd,  
8, Alhaji Bashorun Street  
Off Norman Williams Str. S.W Ikoyi 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

Bank Name:

Bank Account Number:

Account Opening Date:

**Shareholder Account Information**

Surname / Company's Name    First Name    Other Names

Address :

City    State    Country

Previous Address (If any)

CHN (If any)

Mobile Telephone 1    Mobile Telephone 2

Email Address:

Signature(s)    Company Seal (If applicable)

Joint\Company's Signatories

TICK	NAME OF COMPANY	SHAREHOLDER'S ACCOUNT NO.
	ABACUS MONEY MARKET FUND	
	ANINO INT'L PLC	
	CHAPEL HILL DENHAM MONEY MARKET FUND	
	EQUITY ASSURANCE PLC	
	FIRST ALUMINUM PLC	
	INTERLINKED TECHNOLOGIES PLC	
	LASACO ASSURANCE PLC	
	LEAD UNIT TRUST SCHEME	
	MBA MUTUAL TRUST SCHEME	
	MASS TELECOM INNOVATION PLC	
	NCR (NIGERIA) PLC	
	NEM INSURANCE PLC	
	PARAMOUNT EQUITY	
	<b>PHARMA DEKO PLC</b>	
	THE INITIATES PLC	

Email: [registrars@apel.com.ng](mailto:registrars@apel.com.ng)  
W: [www.apel.com.ng](http://www.apel.com.ng)

Tel : +234 (1) 293 2121  
+234 (0) 704 612 6698

Address : 8, Alhaji Bashorun Street,  
Off Norman Williams Crescent,  
S.W. Ikoyi Lagos

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**8, ALHAJI BASHORUN STREET,**  
**OFF NORMAN WILLIAMS CRESCENT**  
**SOUTH WEST IKOYI**  
**LAGOS**

# SHAREHOLDER INFORMATION FORM

## **PHARMA DEKO PLC**



### SHAREHOLDER INFORMATION FORM

Dear Sir,

As a shareholder of Pharma Deko Plc. We seek below information for our records:

SURNAME: \_\_\_\_\_ FIRST NAME: \_\_\_\_\_

OTHER NAME: \_\_\_\_\_

POSTAL ADDRESS: \_\_\_\_\_

EMAIL ADDRESS: \_\_\_\_\_

MOBILE NUMBER: \_\_\_\_\_

Thank you.

Yours faithfully,

\_\_\_\_\_  
Shareholder's signature /Date

\_\_\_\_\_  
Joint Shareholder's signature/Date

*Kindly return the duly completed form to:*



**Declaration**

I hereby declare that the information I have provided is true and correct and that I shall be held liable for any mis information.

\_\_\_\_\_  
Shareholder's Signature

Email: [registrars@apel.com.ng](mailto:registrars@apel.com.ng)

Tel : +234 (1) 293 2121

Address : 8, Alhaji Bashorun Street,

W: [www.apel.com.ng](http://www.apel.com.ng)

+234 (0) 704 612 6698

Off Norman Williams Crescent,  
S.W. Ikoyi Lagos

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OFF NORMAN WILLIAMS CRESCENT  
SOUTH WEST IKOYI  
LAGOS**

# AUTHORITY TO ELECTRONICALLY RECEIVE CORPORATE INFORMATION

We would like to introduce to our members/shareholders the electronic delivery of corporate information such as annual reports, financial statements and proxy form. This is in line with modern developments in electronic communications and is geared towards circumventing late receipt of corporate information.

Members may elect to this service, as an alternative to receiving paper copies of corporate information and materials. Members can elect to receive an electronic copy of Company's information via email or to receive such corporate information through a compact disc sent by post.

In the event that a member elects to use this service, Pharma Deko Plc will take all necessary steps to ensure that our members' information within our control is not used for wrongful or illegal purposes.

To take advantage of this service, kindly complete the authority to electronically receive information attached below and return to The Company Secretary at 1, Shagamu Avenue, Ilupeju, Lagos or our Registrars at 18b, Nnobi Street, Masha, Surulere, Lagos



**ELVIS E. ASIA**

FOR: UNITY TRUSTEES LIMITED

**COMPANY SECRETARY**

1, Shagamu Avenue, Ilupeju, Lagos

.....  
I/We ..... being a member / members of

Pharma Deko Plc hereby authorise(s) the Company to send me /us and hereby agree to receive all future corporate information of the Company electronically.

Signature: .....

E-mail(s): .....

GSCS Clearing House Number (CHN): .....

Postal Address:.....

Telephone Number:.....

Date:.....

Please Affix  
postage Stamp

**APEL CAPITAL & TRUST LIMITED (REGISTRARS)  
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OFF NORMAN WILLIAMS CRESCENT  
SOUTH WEST IKOYI  
LAGOS**

# PRODUCT ADVERT

**Caring Mother Knows Best**  
**Every Child's Good Health Is The Mother's Priority**



**Paracetamol For  
Infants and Babies**



**A Brand of Vitamin C**



**A Brand of Multivitamin**



# REVITONE BLOOD TONIC

The Family  
Blood Tonic



# PRODUCT ADVERT

- ✦ For normal food eaters.
- ✦ For people who eat spicy foods

- Remove residual smell of spicy foods, and alcohol.
- Reach area of the mouth not accessible by toothbrush.
- Can be used as a compliment for regular brushing for effective hygiene.



**BRETT MINTY**      **BRETT GOLD**  
SOME LIKE IT COOL    SOME LIKE IT HOT

Fight Germs,  
**mouth odour,**  
& gives all day  
**Freshness**

**Brett**  
Mouthwash

# HEXEDENE®

Note: 'Use With Caution in Pregnant women'



Use as local anaesthetic, astringent, deodorant and antiplaque

Use in the treatment of "strep" throat, tonsillitis, pharyngitis, laryngitis, gingivitis, ulcerative stomatitis, oral thrush

Use as post-operative oral hygiene.

**100ML** EACH 100ML BOTTLE CONTAIN 100MG HEXETIDINE

THE MEDICATION FOR  
**MOUTH AND THROAT INFECTIONS**



# PRODUCT ADVERT



**With Codeine:**  
Dry and Irritating Cough

**Expectorant:**  
Chesty (Productive) Cough

**For Children:**  
Cough In Children

The ideal Remedy For Respiratory Irritation and Cough

## Parkalin®

### COUGH PREPARATIONS

is the leading solution in cough management, penetrating deep down through the respiratory system to clear malignant, irritating throaty chesty and dry coughs.

- ⊕ Effective
- ⊕ Affordable
- ⊕ Complete Range
- ⊕ Fast Action

*...reliable relief from cough*

# SANS

CREAM SODA

**Serve Chilled**

**The Refreshing Drink  
With a Real Creamy Taste**



- SUGAR-FREE
- LOW CALORIE
- CREAMY TASTE
- NON ALCOHOLIC

SANS CREAM SODA is sweet because it is formulated using a protein sweetener, Aspartame, which is friendly to the body and sweeter than Sugar.





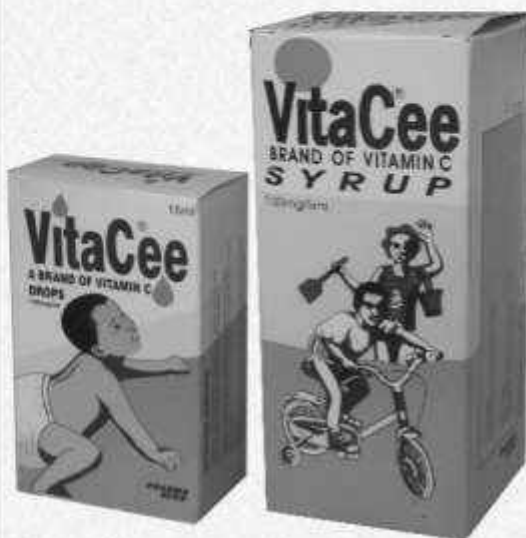


# Caring Mother Knows Best

Every Child's Good Health Is The Mother's Priority



Paracetamol For Infants and Babies



A Brand of Vitamin C



A Brand of Multivitamin

**Bien**  
Flavoured Drinks

**.Serve Chilled**

*Bien is a light and refreshing carbonated drink*



Enjoy The Refreshing Taste Of Natural Fruits

If It's Not **SANS** CREAM SODA  
It Can't Be The Same As **SANS** CREAM SODA



The Refreshing Drink With a Real Creamy Taste

► SUGAR-FREE ► LOW CALORIE ► CREAMY TASTE ► NON ALCOHOLIC

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