



**THE OKOMU OIL PALM COMPANY PLC**

RC: 30894-

**Lagos Office:**

**Tel: 01-84446337**

**E-mail: [lagosoffice@okomunigeria.com](mailto:lagosoffice@okomunigeria.com)**

**Okomu – Udo, Ovia South West L.G.A**

**P.M.B. 1449, Benin City.**

**Edo State, Nigeria.**

**E-Mail: [okomuinfo@okomunigeria.com](mailto:okomuinfo@okomunigeria.com), [compsec@okomunigeria.com](mailto:compsec@okomunigeria.com)**

**Web: [www.okomunigeria.com](http://www.okomunigeria.com)**

---

**THE OKOMU OIL PALM COMPANY PLC  
REPORT OF THE DIRECTORS, AUDITED FINANCIAL STATEMENTS  
AND  
OTHER NATIONAL DISCLOSURES  
FOR THE YEAR ENDED 31 DECEMBER 2021**

---

Directors: G. Oyeboade M.F.R.(Chairman), G.D Hefer(South African) Managing, L.J.J Boedt (Belgian) P.A.E Eguasa JP, H. Fabri (Belgian), D. U. Edebiri OON, Ph. De Traux De Wardin (Belgian), R. Helmsmootel (Belgian), A Arhainx (French) Exec. Director, A. Ighodalo, S. Claeys (Belgian), Mrs Vivien Shobo (Independent)

**THE OKOMU OIL PALM COMPANY PLC**  
**Report of the directors and audited financial statements**  
**for the year ended 31 December 2021**

---

Table of Contents	Page
Corporate Information	3
Results at a glance	4
Chairman's report	5
Report of the directors	8
Corporate governance report	13
Report of the audit committee	21
Certificate of account	22
Statement of directors' responsibilities	23
Independent auditor's Report	24
Statement of profit or loss and other comprehensive income	27
Statement of financial position	28
Statement of changes in equity	29
Statement of cash flows	30
Notes to the financial statements	31
Other national disclosures:	
- Value added statement	77
- Five-year financial summary	78

**THE OKOMU OIL PALM COMPANY PLC**  
**Corporate information**  
**for the year ended 31 December 2021**

---

<b>Registered Company number</b>	30894																								
<b>Directors</b>	<table> <tr> <td>Mr. Gbenga Oyeboode MFR</td> <td>Chairman</td> </tr> <tr> <td>Dr. Graham Hefer (South African)</td> <td>Managing Director</td> </tr> <tr> <td>Mr. Arnaud Arhainx (French)</td> <td>Finance Director/CFO</td> </tr> <tr> <td>Dr. Luc Boedt (Belgian)</td> <td>Non Executive Director</td> </tr> <tr> <td>Chief David Edebiri OON</td> <td>Non Executive Director</td> </tr> <tr> <td>Mr. Peter Eguasa JP</td> <td>Non Executive Director</td> </tr> <tr> <td>Mr. Hubert Fabri (Belgian)</td> <td>Non Executive Director</td> </tr> <tr> <td>Mr. Regis Helmoortel (Belgian)</td> <td>Non Executive Director</td> </tr> <tr> <td>Mr. Philippe De Traux De Wardin (Belgian)</td> <td>Non Executive Director</td> </tr> <tr> <td>Mr. Sven Claeys (Belgian)</td> <td>Non Executive Director</td> </tr> <tr> <td>Mr. Asue Ighodalo</td> <td>Non Executive Director</td> </tr> <tr> <td>Mrs. Vivien Shobo</td> <td>Independent Director</td> </tr> </table>	Mr. Gbenga Oyeboode MFR	Chairman	Dr. Graham Hefer (South African)	Managing Director	Mr. Arnaud Arhainx (French)	Finance Director/CFO	Dr. Luc Boedt (Belgian)	Non Executive Director	Chief David Edebiri OON	Non Executive Director	Mr. Peter Eguasa JP	Non Executive Director	Mr. Hubert Fabri (Belgian)	Non Executive Director	Mr. Regis Helmoortel (Belgian)	Non Executive Director	Mr. Philippe De Traux De Wardin (Belgian)	Non Executive Director	Mr. Sven Claeys (Belgian)	Non Executive Director	Mr. Asue Ighodalo	Non Executive Director	Mrs. Vivien Shobo	Independent Director
Mr. Gbenga Oyeboode MFR	Chairman																								
Dr. Graham Hefer (South African)	Managing Director																								
Mr. Arnaud Arhainx (French)	Finance Director/CFO																								
Dr. Luc Boedt (Belgian)	Non Executive Director																								
Chief David Edebiri OON	Non Executive Director																								
Mr. Peter Eguasa JP	Non Executive Director																								
Mr. Hubert Fabri (Belgian)	Non Executive Director																								
Mr. Regis Helmoortel (Belgian)	Non Executive Director																								
Mr. Philippe De Traux De Wardin (Belgian)	Non Executive Director																								
Mr. Sven Claeys (Belgian)	Non Executive Director																								
Mr. Asue Ighodalo	Non Executive Director																								
Mrs. Vivien Shobo	Independent Director																								
<b>Registered Office</b>	Okomu Oil Palm Estate Okomu-Udo Edo State																								
<b>Principal Place of Business</b>	Okomu Oil Palm Estate Okomu-Udo Edo State																								
<b>Company Secretary</b>	P.C. Obi & Co. represented by Chukwuebuka Omerole 37 Norman Williams Street South-West Ikoyi Lagos																								
<b>Independent Auditors</b>	Messrs. Ernst & Young 10th & 13th Floors, UBA House 57 Marina Lagos																								
<b>Bankers</b>	Access Bank Plc Polaris Bank Limited Zenith Bank Plc																								
<b>Foreign Bankers</b>	Banque Cantonale de Fribourg Freiburger Kantonal Bank																								
<b>Solicitors</b>	Chief Charles Adogah & Co (Solicitors & Advocates) 34 Oziegbe Street, New Benin Benin City																								
<b>Registrars</b>	Cardinalstone Registrars Ltd. 358, Herbert Macaulay Way Yaba, Lagos																								
<b>Managing Agent</b>	Socfinco F.R. S.A Squares des Places 3 1700 Fribourg Switzerland																								

**THE OKOMU OIL PALM COMPANY PLC**  
**Results at a glance**  
**for the year ended 31 December 2021**

	<b>2021</b>	<b>2020</b>	<b>% change</b>
	<b>₦'000</b>	<b>₦'000</b>	
		<b>*Restated</b>	
Revenue	<u>37,394,507</u>	<u>23,410,680</u>	60%
Profit before taxation	16,114,778	8,694,913	85%
Income tax expense	<u>(4,575,810)</u>	<u>(5,752,445)</u>	-20%
Profit for the year	<u>11,538,968</u>	<u>2,942,468</u>	292%
Other comprehensive income/(Loss)	<u>560,687</u>	<u>(888,392)</u>	-163%
Total comprehensive income	<u>12,099,655</u>	<u>2,054,076</u>	489%
Net asset	<u>34,051,956</u>	<u>28,629,671</u>	19%
Employee's expenses	<u>1,294,000</u>	<u>1,104,709</u>	17%
Number of employees	<u>426</u>	<u>455</u>	
Basic earnings per share	<u>12.10</u>	<u>3.08</u>	
Net asset per share	<u>35.70</u>	<u>30.01</u>	

\* Certain amounts shown here do not correspond to the 2020 audited financial statements and reflect adjustments made, refer to Note 4.19.

## **THE OKOMU OIL PALM COMPANY PLC**

### **Chairman's report**

---

Distinguished Shareholders, Guests of Honour, Ladies and Gentlemen, welcome to the 42nd Annual General Meeting of our Company. It is my pleasure to present to you the annual report and financial results for the year ended 31st December 2021.

#### **The Operating & Economic Environment for 2021**

Following the global economic crisis in the year 2020, as a result of Covid-19, it was expected that the global economy would begin to show signs of recovery in 2021. However, several countries continued to grapple with Covid-19 lockdowns and travel bans, which left many companies reeling from logjams in supply chains worldwide.

In Nigeria, notwithstanding her exit from a recession in the 4th quarter of 2020, triggered by the lockdown, its rippling effect still lingered on in 2021 as the nation witnessed a devastating surge in inflation, reaching the highest levels in four years, amid skyrocketing food prices and poor purchasing power. Worsening insecurity issues in the country, a persistent drop in crude oil prices, and a lack of forex also continued to hinder growth for most businesses on the verge of recuperating from the after-effects of Covid-19.

Commodity prices for both of our company's products increased during 2021. However, the lack of foreign exchange also assisted the company to sell our crude palm oil (CPO) into the local market without having to compete with illegal imports in the past year.

#### **Operating Results**

The past year saw a 53% increase in CPO prices year on year (YoY) whilst rubber prices increased by 39% (YoY). CPO production was nearly 3% higher than for the same period 2020, whilst rubber production was 26% higher (YoY). Consolidated turnover for the year increased YoY by 60%. Direct costs increased by 45% YoY.

The Company paid 20% lower Company income tax YoY.

In spite of the difficult 2021 business environment, I am pleased to announce that our company registered a total comprehensive income for 2021 of N12.0 billion, this being 489% higher than in 2020.

#### **Dividends**

The Board of Directors have therefore, recommended a dividend of N8:00 per ordinary share of 50 kobo each (2020: N7.00 per ordinary share of 50 kobo each) held, subject to the payment of withholding tax at the appropriate rate.

#### **Operational Performance by Sector**

##### **Palm**

As at the end of 2021, the total oil palm area was 19,060ha. No immature plantings or re-plantings were recorded. Total agricultural palm plantation costs for the year were 56% higher YoY.

##### **Rubber**

A total of 7,335ha of rubber were recorded at the end of 2021. No new rubber plantings or replants were done in 2021, nor any immature area opened for tapping. Dry rubber production reduced by 1.7% YoY, whilst rubber agricultural plantation costs increased by 31% when compared to 2020.

The rubber factory processed around 26% more dry rubber in 2021, compared with prior year

### **Consolidated Financial Results**

During the year under review, the results of the Company recorded a combined revenue totaling N37.39 billion, 60% higher than 2020's consolidated revenues.

Earnings before tax (EBT) were 85% higher YoY and taxes were 20% lower YoY leading to a consolidated total comprehensive income for 2021, as stated earlier, of N12.0billion, this being 489% higher than 2020, mainly as a result of higher product prices.

### **Environmental Sustainability, Health, Education & Safety for 2021**

The Company has, for the second year in a row been successfully re-certified under the internationally recognized Roundtable on Sustainable Palm Oil (RSPO) certification scheme, a momentous achievement for our Company that confirms that our practices at Okomu main estate are first world standard in the fields of sustainable environmental conservation, health, education, community, worker rights, legal and safety practices.

The Company also once again successfully completed all other statutory Federal and State environmental audits in 2021, as well as the re-certification of our ISO9001:2015, ISO14001:2015 and ISO45001 (previously ISO18001:2007) for product quality, environmental sustainability and health and safety, respectively.

Furthermore, the company attained another milestone in 2021 after obtaining Halal certification that allowed the company to provide products that will be accessible to the Muslim community.

The 5Mw turbine has also been completed and is working seamlessly. The turbine will generate enough power for both Okomu and Extension 1, together, at a minimal cost seen as production of the power is through steam, which is produced through palm biomass, helping us to lower our carbon footprint.

### **Employees**

Due mainly to natural attrition, the number of staff as at the end of 2021 decreased from 426 to 455.

The Company spent N101.3 million in 2021 (2020: N66.6 million) on staff health, safety and welfare programmes.

The Company was also very proud that it did not lose any employees due to industrial accidents in 2021.

The Company, even under Covid-19 restrictions, managed to train her staff and invested N38.56 million in employee skills training programmes in 2021 (2020: N31.5 million).

### **Corporate Social Responsibility**

The company continued with her auspicious corporate social responsibility (CSR) programme for her neighboring communities (please feel free to check the programmes out on our Company homepage at [www.okomunigeria.com](http://www.okomunigeria.com) and our Face Book page) in 2021. Annual disbursements for training, the erection of building projects, bursaries, recipients for the skills acquisition programme, and the like, were made to our local communities and/or Government departments amounting to N283.86 million (2020: N255.4 million) in 2021.

**Chairman's report-continued**

---

**Future Expansion & Development Plans for 2022**

The first of the two 30t/hour oil mills in Extension 2 has been completed and started processing in October 2021. Unfortunately, due to the recurring surge of the pandemic, some countries were forced to go on lockdowns again, causing delays in the completion of the second of the two 30t/hour oil mills in Extension 2. It is now envisaged that the second 30t/hr oil mill will be completed and ready for commissioning by the end of 2022, early March 2023, if no further delays arise.

Apart from the memorandum of understanding (MoU) with the Okomu National Park (ONP) wherein the park has partnered with the Company to co-manage the buffer zones and high conservation value area (HCVs) bordering the ONP, other parties such as ANI and the Earthworm Foundation, are also in the process of partnering with the company to ensure the long term sustainability of the ONP and her surrounds, including local communities and related stakeholders through ecotourism.

The Company also began its business with smallholder farmers in 2021, albeit at a slower pace than anticipated, mainly due to the lingering Covid-19. However, in 2022 further negotiations and agreements with Non-Governmental Organisation (NGO's) will be concluded, which will hopefully initiate smallholder programmes, together with the Edo State Government. The possibility of starting with 1,500ha of land to communities by the end of 2022 is the goal of the Company, hopefully in collaboration with local communities under the Company's footprint. In addition, the company hopes to purchase around 10,000t of FFB from current smallholder farmers surrounding both Okomu main estate and Extension 2 in 2022.

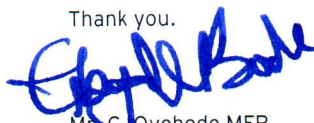
**Conclusion**

Despite the headwinds of insecurity, inflation, and devaluations, I am sure that the outstanding results speak for themselves and one of the largest dividends that the company has ever paid to our loyal shareholders has been achieved by a resolute and loyal team of Board, Management, staff, and other key stakeholders who have contributed to the success of our company this past year.

However, I must add a word of caution going forward as we enter a year that heralds the beginning of the 2023 presidential election cycle and escalating insecurity across the country amid a very difficult economic climate that may have adverse effects on our results next year.

Thank you all for your attendance at our Annual General Meeting this year and I wish you well for 2022, especially in these uncertain times.

Thank you.



Mr. G. Oyeboade MFR  
Chairman

FRC/2013/NBA/0000000254

## THE OKOMU OIL PALM COMPANY PLC

### Report of the directors

#### for the year ended 31 December 2021

---

The Directors' present their report together with the audited financial statements of the Okomu Oil Palm Company Plc ("the Company") for the year ended 31 December 2021, which disclose the state of affairs of the Company.

#### Incorporation

The Company was incorporated as a private limited liability company on 3 December, 1979. It was converted to a public limited company on 19 September, 1997 under the Companies and Allied Matters Act and it is domiciled in Nigeria

#### Principal activities

The principal activities of the Company are the cultivation of oil palm, processing of fresh fruit bunches into crude palm oil for resale, rubber plantation, and processing of rubber lumps to rubber cake for export.

Results	2021 ₦'000	2020 ₦'000 *Restated
Revenue	37,394,507	23,410,680
Profit before income tax expense	16,114,778	8,694,913
Income tax expense	(4,575,810)	(5,752,445)
Profit for the year	11,538,968	2,942,468

#### Dividend

The directors recommend, in respect of the year ended 31 December 2021, the proposed dividend of ₦8:00 per 50 kobo ordinary share (2020: ₦7.00 per 50 kobo ordinary share) subject to the deduction of withholding tax at the appropriate rate. Proposed dividend will only be recognised as a liability after approval by the shareholders at the Annual General Meeting (AGM).

#### Directors

The members of the Board of Directors during the year under review comprise:

Mr. Gbenga Oyeboode MFR	Chairman
Dr. Graham Hefer	Managing Director (South African)
Mr. Arnaud Arhainx	Finance Director (French)
Chief David Edebiri OON	
Mr. Hubert Fabri	(Belgian)
Mr. Regis Helsmoortel	(Belgian)
Dr. Luc Boedt	(Belgian)
Mr. Peter Eguasa JP	
Mr. Asue Ighodalo	
Mr. Philippe De Traux De Wardin	(Belgian)
Mr. Sven Claeys	(Belgian)
Mrs. Vivien Shobo	



**THE OKOMU OIL PALM COMPANY PLC**  
**Report of the Directors -continued**  
**for the year ended 31 December 2021**

---

**Directors retiring**

In accordance with Section 285 (1) of the Companies and Allied Matters Act 2020. one-third of the directors shall retire at the conclusion of the Annual General Meeting, and these directors, being eligible, hereby offer themselves for re-election.

The directors retiring are Mr. Gbenga Oyeboode, Chief David Edebiri and Mr. Regis. Helsmoortel.

**History of the Share Capital**

Year	Authorised Share Capital	Value	Issued and fully		Remarks
			Value	paid shares	
1989	68,000,000	34,000,000	50,700,000	500,000	Initially the share of the company was 10k/share
1990	68,000,000	34,000,000	50,700,000	25,350,000	Consolidation and subdivision into 68,000,000 shares of 50k each
1991	68,000,000	34,000,000	55,200,000	27,600,000	Listed on the Stock Exchange
1992	68,000,000	34,000,000	66,240,000	33,120,000	
1993	80,000,000	40,000,000	79,884,000	39,744,000	Bonus issue of 1 for 5 held
1994	80,000,000	40,000,000	79,884,000	39,744,000	
1995	80,000,000	40,000,000	79,884,000	39,744,000	
1996	80,000,000	40,000,000	79,884,000	39,744,000	
1997	200,000,000	100,000,000	105,984,000	52,992,000	Increase in share capital & rights Issue of 1:3
1998	200,000,000	100,000,000	105,984,000	52,992,000	
1999	200,000,000	100,000,000	105,984,000	52,992,000	
2000	200,000,000	100,000,000	105,984,000	52,992,000	
2001	600,000,000	300,000,000	317,970,000	158,985,000	Increase in share capital & rights Issue of 2:1
2002	600,000,000	300,000,000	317,970,000	158,985,000	
2003	600,000,000	300,000,000	317,970,000	158,985,000	
2004	600,000,000	300,000,000	317,970,000	158,985,000	
2005	600,000,000	300,000,000	317,970,000	158,985,000	
2006	600,000,000	300,000,000	476,955,000	238,476,000	Bonus issue of 1 for 2 held
2007	600,000,000	300,000,000	476,955,000	238,476,000	
2008	600,000,000	300,000,000	476,955,000	238,476,000	
2009	600,000,000	300,000,000	476,955,000	238,476,000	
2010	600,000,000	300,000,000	476,955,000	238,476,000	
2011	600,000,000	300,000,000	476,955,000	238,476,000	
2012	600,000,000	300,000,000	476,955,000	238,476,000	

**THE OKOMU OIL PALM COMPANY PLC**  
**Report of the Directors -continued**  
**for the year ended 31 December 2021**

---

History of the Share Capital - Continued

Year	Authorised Share Capital	Value	Issued and fully paid shares	Value	Remarks
2013	1,200,000,000	600,000,000	953,910,000	476,955,000	Increase in share capital & Bonus Issue of 1:1
2014	1,200,000,000	600,000,000	953,910,000	476,955,000	
2015	1,200,000,000	600,000,000	953,910,000	476,955,000	
2016	1,200,000,000	600,000,000	953,910,000	476,955,000	
2017	1,200,000,000	600,000,000	953,910,000	476,955,000	
2018	1,200,000,000	600,000,000	953,910,000	476,955,000	
2019	1,200,000,000	600,000,000	953,910,000	476,955,000	
2020	1,200,000,000	600,000,000	953,910,000	476,955,000	
2021	1,200,000,000	600,000,000	953,910,000	476,955,000	

**Shareholding**

The shares of Okomu Oil Palm Company Plc are 62.94% owned by Socfinaf S. A. which is incorporated under the laws of Luxembourg and 37.06% by a diversified spread of Nigerian individuals and institutional shareholders. Other than Socfinaf S.A, no other shareholder holds more than 5% of the issued share capital of the Company.

**Directors' interest**

The director's interest in the ordinary shares of 50 kobo each that are fully paid up as recorded in the register of directors' shareholdings and/or notified by them for the purposes of section 301 of the Companies and Allied Matters Act, 2020 are as follows:

Held as at:	31st December 2021		31st December 2020	
	Direct Number	Indirect Number	Direct Number	Indirect Number
Mr.G.Oyebode MFR	35,938,136	5,730,978	35,938,136	5,730,978
Mr.P.A.E Eguasa JP	9,165,000		9,165,000	
Mr.A.Ighodalo		921,284		921,284
		<u>921,284</u>		<u>921,284</u>

**THE OKOMU OIL PALM COMPANY PLC**  
**Report of the Directors -continued**  
**for the year ended 31 December 2021**

---

**Managers' Remuneration**

In compliance with section 257 of the Companies and Allied Matters Act, 2020 and the Nigerian Code of Corporate Governance, the Company makes disclosure of its remuneration of its managers as follows:

Type of package fixed	Description	Timing
Basic Salary	Part of the gross salary package for Nigerian Managers only. This reflects the Company's competitive salary package and the extent to which the Company's objective have been met for the financial year.	Paid monthly during the financial year
Other allowances	Part of the gross salary package for Nigerian Managers only. This reflects the Company's competitive salary package and the extent to which the Company's objective have been met for the financial year.	Paid at periodic intervals during the financial year
Directors fees	Paid annually to Non-Executive Directors and Independent Non-Executive Director.	Paid annually
Sitting allowances	Allowances paid to Non-Executive Directors and Independent Non-Executive Directors for attending Board and Board Committee meetings.	Paid as per each meeting

N/B: Executive Directors and Expatriate managers are not paid by the Company as they are seconded to the Company except the local allowance paid to the expatriate manager through the Company's NOTAP agreement with SOCFINCO FR. S.A.

**Employee health, safety and welfare**

The Company accords the highest priority to health and safety in its operations. To this end, health and safety regulations are operational within the Company.

The Company has engaged competent medical practitioners to treat accidents, if any, that may arise from the operations of the Company and provides medical care for its employees through designated hospitals and clinics.

**Employee training and development**

The Company believes in the development and training of its staff. There is great emphasis on staff development and training through carefully planned training courses and seminars to update the special skills and job requirement of the staff throughout the Company. The company incurred N38.56 million (2020: N31.5million)

**Employment of physically challenged persons**

The Company's policy is to give equal consideration to all persons, including the physically challenged persons, in all matters of employment after taking cognisance of their special aptitudes or challenges. Employees who become physically challenged during the course of their employment are given reasonable alternatives, having regard to their disabilities.

**Property and equipment**

Movements in property, plant and equipment during the year are shown in Note 20 to the financial statements.

**THE OKOMU OIL PALM COMPANY PLC**  
**Report of the Directors -continued**  
**for the year ended 31 December 2021**

---

**Bearer plant**

Movement in the Bearer plant during the year are shown in Note 21 to the financial statements

**Events after reporting period**

The Directors are of the opinion that there were no events after the reporting date that could have material effect on the financial statements of the Company that had not been adequately provided for or disclosed in these financial statements.

**Health, safety and welfare**

Health and Safety regulations are in force within the company and are displayed on various notice boards within the premises. The Company has three staff clinics and also provides medical facilities to all levels of employees. The Company incurred N101.3 million (2020: N66.6million) as cost for the treatment of their staff in 2021.

**Corporate Social Responsibility**

The Company made corporate social responsibilities of ₦283.86 million on corporate social responsibility projects during the year (2020: ₦ 252.3 million). These comprised:

	2021	2020
	₦'000	₦'000
▶ Community projects	280,530	252,202
▶ Scholarships given	3,330	3,150
	<u>283,860</u>	<u>255,352</u>

**Corporate social responsibility for financial reports**

In accordance with Section 405 of the Companies and Allied Matters Act 2020, each and all of the directors, as at the date of the approval of this report confirm that:

So far as he is or they are aware, that the audited financial statements do not contain any untrue statement of material fact or omit state of material facts, which would make the statements misleading, in the light of the circumstances under which such statements are made; and

the audited financial statement and all other financial information included in the statements fairly presents, in all material respects, the financial condition and results of the operation of the company as of and for the periods covered by the audited financial statements.

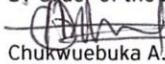
**Audit Committee**

Pursuant to Section 404 of the Companies and Allied Matters Act 2020, the Company has a statutory audit committee comprising three representatives of the Shareholders and two representatives of the Directors. The members of the Committee are: Mr. M. Igbrude, Rev. A. Imadu JP, Rev. L. Ohenhen JP, Mrs. V. Shobo and Mr. R. Helmoortel. Mr. M. Igbrude acted as the Chairman of the Committee.

**Auditor**

Messrs. Ernst & Young was appointed on 26 April 2021 and have indicated their willingness to continue in office as the Company's auditors in accordance with Section 357(2) of the Companies and Allied Matters Act 2020.

By Order of the Board of Directors

  
Chukwuebuka A. Omerole

FRC/2022/PRO/NBA/002/00000024073

P. C. Obi & Co.

Company Secretary

28 March, 2022

---

**Chartered Accounts**

**Grant Thornton Nigeria  
2A, Ogalade Close  
Off Ologun Agbaje Street  
Off Adeola Odeku Street  
Victoria Island, Lagos  
P.O. Box 5996, Surulere  
Lagos, Nigeria.**

T: +2348167149350

T: +2349071259650

T: +2348057849477

[www.granthornton.com.ng](http://www.granthornton.com.ng)

**REPORT OF THE EXTERNAL CONSULTANTS ON THE OKOMU OIL PALM COMPANY  
PLC'S BOARD OF DIRECTORS' APPRAISAL**

We have completed our procedures for **The Okomu Oil Palm Company Plc's** board of directors' appraisal for the year ended 31 December 2021 in accordance with the Nigerian Code of Corporate Governance 2018 for public and private sectors in Nigeria and the Securities and Exchange Commission (SEC) Form 01.

Based on our review, as well as analysis of board members self-evaluation questionnaires, we are of the opinion that the board's performance complied with the requirements set out in the Nigerian Code of Corporate Governance 2018 for public and private sectors in Nigeria and SEC Form 01.

Our review procedures were in accordance with the limited scope of our engagement and might not necessarily identify all irregularities that may exist in the underlying information. This report should not be construed as expression or approval of matters not specifically mentioned therein.

The review was concluded in February 2022. The key findings and specific recommendations for improvements have been articulated and included in our detailed report to the board of directors.

Yours faithfully,



**Lateef A. Emiola**

**FRC/2017/ICAN/00000016070**

**For: Grant Thornton**

**31 March 2022**

**Partners**

Ngozi A. Ogwo (Managing Partner/CEO)  
Orji J. Okpechi  
Victor O. Osifo  
Nkwachi U. Abuka  
Uchenna G. Okigbo  
Ajayi O. Iriwoje  
Nonyerem O. Opara  
Kingsley E. Opara  
Lateef E. Emiola

---

**Audit • Tax • Advisory**

Grant Thornton Nigeria is a member firm of Grant Thornton International Ltd

**THE OKOMU OIL PALM COMPANY PLC**  
**Corporate governance report**  
**for the year ended 31 December 2021**

---

**Corporate Governance**

The Board is responsible to the shareholders for the management and control of the Company's activities and is committed to the highest standards of corporate governance as set out in the Nigerian Code of Corporate Governance. It is the Board's view that the company has fully complied with the provisions of the Code during the year.

The section provides the details of how the Company applied the principles and complied with the provisions of the Code.

**Board composition and balance**

During the year, the Board comprised a Non-Executive Chairman, one Independent Non-Executive Director, eight Non-Executive directors and two Executive Directors

The posts of Chairman and Managing Director are separate and independent. The Chairman is responsible for the working and leadership of the Board and for the balance of its membership. The Managing Director is responsible for leading and managing the business within the authority delegated by the Board.

The Board considers that during the year the Company was in full compliance with the code, which requires that the membership of the Board should not be less than 5 persons and should be a mix of executive and non-executive directors headed by a Chairman with at least one independent director.

It is part of the Board's plan to ensure that it has a blend of skills experience and independence that is required to provide leadership and to shape the overall strategic development of the company

**Functioning of the Board**

The Directors receive management information, including financial, operating and strategic reports, in advance of Board meetings. The Board receives presentations from non-board members on matters of significance which help to give the Board greater insight into the business of the company. The company's solicitors and Company Secretary provide the Board with ongoing reports that cover legal and regulatory changes and developments.

The Board has a formal schedule of matters specially reserved to it for decision making, although its primary role is to provide leadership and to review the overall strategic development of the company as a whole. In addition, the Board sets the Company's values and standards and ensures that the company acts ethically and that its obligations to its shareholders are understood and met. The Board is specifically responsible for the:

- ▶ Approval of the company's strategy and its budgetary and business plans;
- ▶ Approval of the significant investments and decisions;
- ▶ Review of the performance, assessed against the Company's strategy, objectives business;
- ▶ Approval of the annual results, interim management statements, accounting policies and the appointments and, subject to shareholder approval, remuneration of the external auditors;
- ▶ Approval of the dividend policy, the interim dividend and the recommendation of the final dividend;
- ▶ Changes to the company's capital structure and the issue of any securities;

#### Functioning of the Board - continued

- ▶ Establishing the company's risk policies, system of internal control, governance and approval authorities;
- ▶ Executive performance and succession planning, including the appointment of new directors; and
- ▶ determine the standards of ethics and policy in relation to business practice, health, safety, environment, social and community responsibilities.

At its meetings during the year, the Board discharged the duties above and received updates on the following financial performance indicators; key management changes; material new projects; financial plans; legal and regulatory updates, and in particular, it continued with development work in the future expansion project of the company. In addition to formal reports passed to the directors, the directors are expected to take responsibility for identifying their own individual needs and to take appropriate steps to ensure that they are properly informed about the company and their responsibilities as a Director.

#### Board performance and evaluation

In the year under review, the Company's consultants Grant Thornton, Chartered Accountants undertook an annual independent evaluation of the Board and Board committees performance and also ascertained whether there were areas where performance and procedures might be further improved. The outcome of the Board evaluation was highly enlightening and very satisfactory.

#### Board training

The Company's policy encourages Directors to attend different training programmes and seminars that enhances their professional skills and informs them of new developments in the company's business and operating environment. The costs of such training are borne by the company.

#### Director's conflicts of interest

The Directors have and are aware of the statutory duty to avoid a situation in which they have, or could have, an interest that conflicts or possibly may conflict with the interests of the Company. They will not be in breach of that duty if the relevant matter has been authorized in accordance with the Articles by the other Directors. The Board has adopted a set of guiding principles on managing conflicts and has approved a process for identifying current and future actual and potential conflicts of interest.

#### Board resignation and appointment

Changes in the composition of the Board is as set out in the Directors report.

The Board has a written policy in respect of the appointment of new members. The policy sets out the basis of selection, the process of examining and evaluating the curriculum vitae together with personal interviews by the Chairman and members of the Board. An induction process is held upon acceptance of the person on the Board.

**THE OKOMU OIL PALM COMPANY PLC**  
**Corporate governance report - continued**  
**for the year ended 31 December 2021**

**Board meetings**

During the year the Board held four scheduled meetings. The names of the Directors and the record of attendance at the scheduled Board and the various Board Committees' meetings that were convened in the year ended 31st December 2021 are as follows:

S/N	Name of Director Number of meetings held during the year	Board of Directors	Audit Committee	Risk Management	Governance/Remuneration Committee
	2021	4 (2021)	4	3	4
1	Mr. Gbenga Oyebode MFR	4 C	-	-	-
2	Dr. Graham Hefer	4 E	4 +	3 +	4 +
3	Dr. Luc Boedt	3 NE	3	-	1
4	Mr. Peter Eguasa JP	4 NE	3	3	4
5	Mr. Philippe De Traux De Wardin	4 NE	-	-	4
6	Mr. Hubert Fabri	3 NE	-	-	-
7	Mr. Regis Helmoortel	4 NE	1	-	3
8	Chief David Edebiri OON	4 NE	3	3	4
9	Mr. Asue Ighodalo	4 NE	-	-	4
10	Mr. Arnaud Arhainx	4 E	4 +	3 +	4 +
11	Mr. Sven Claeys	4 NE	-	3	-
12	Mrs. Vivien Shobo	3 I	1	-	-

Non member (-)

Chairman (C)

Executive (E)

Independent Director (I)

Non-Executive (NE)

In attendance, not being a member (+)

In line with the provisions of section 267(1) of the Companies and Allied Matters Act, 2020, the record of Directors' attendance at board meetings shall be available for inspection at the Annual General Meeting. The Board and Board Committees' meetings are structured to allow open discussion. All Directors receive detailed papers in advance of Board meetings. When unable to be physically present in person, Directors may attend by audio or video conference. When Directors are not able to attend Board or its committee meetings which they are members, their comments on the paper to be considered at that meeting are relayed in advance to the Chairman of that meeting, or an alternate is produced where applicable. The Company Secretary, whose appointment is a matter reserved for the Board, is responsible for advising and supporting the Chairman and the Board on Company Law and Corporate Governance matters and ensuring that Board procedures are duly followed. The officer is responsible for ensuring that there is a smooth flow of information to enable effective decision making. All Directors have access to the advice and services of the Company's legal counsel and the Company Secretary and through him, have access to independent professional advice in respect of their duties at the Company's expense.



**THE OKOMU OIL PALM COMPANY PLC**  
**Corporate governance report - continued**  
**for the year ended 31 December 2021**

---

Years of Service		Years
<b>Board</b>		
Chairman	Mr. Gbenga Oyebode MFR	30
Managing Director	Dr. Graham Hefer	15
Finance Director	Mr. Arnaud Arhainx	2
Independent Director	Mrs. Vivien Shobo	1
<b>Non-Executive Directors</b>		
	Chief David Edebiri OON	13
	Mr. Hubert Fabri	32
	Mr. Regis Helmoortel	13
	Dr. Luc Boedt	26
	Mr. Peter Eguasa JP	30
	Mr. Philippe De Traux De Wardin	24
	Mr. Sven Claeys	9
	Mr. Asue Ighodalo	10
<b>External Auditors</b>		
	Messrs. Ernst & Young	1
<b>External Corporate Governance</b>		
	Grant Thornton	8

#### **Board Committees**

The Board has delegated certain authority to the Committees, each of whom has formal terms of reference, which are available on request or can be obtained from the Company Secretary. The Committees of the Board are as follows:

- ▶ Risk Management Committee
- ▶ Audit Committee
- ▶ Governance/ Remuneration Committee

The Chairman is not a member of any of the Board Committees.

#### **Risk Management Committee**

The Committee comprises three non-executive Directors who are shown below:

Mr. Peter Eguasa JP	Director	Chairman
Chief David Edebiri OON	Director	Member
Mr. Sven Claeys	Director	Member

The Risk Management Committee is charged with the responsibility for acknowledging and identifying risk in the workplace and in the operating environment, evaluating and prioritizing such risks that may arise and advising the company on how to avoid, modify and manage all of the risks the Company may encounter. During the year, the Committee was chaired by Mr. P.A.E. Eguasa with two other non-executive Directors as members. The Committee met three times in 2021.

**THE OKOMU OIL PALM COMPANY PLC**  
**Corporate governance report - continued**  
**for the year ended 31 December 2021**

---

**Audit Committee**

The Committee comprises two non-executive Directors and three elected members of the shareholders who are shown below:

Mr. Moses Igbrude	Shareholder	Chairman
Rev. Andrew Imadu, JP	Shareholder	Member
Rev. Leonard Ohenhen, JP	Shareholder	Member
Mrs. Vivien Shobo	Director	Member
Mr. Regis Helsmoortel	Director	Member

It was chaired by Mr. P.A.E. Eguasa from October 2020 to October 2021 and Mr. M. Igbrude from October 2021 to October 2022. Following the approval at the last Annual General Meeting, the Board at its October meeting removed Mr. P.A.E. Eguasa, Chief D.U. Edebiri and Dr. L.J.J. Boedt and replaced them with two Directors, namely Mrs. V. Shobo and Mr. R. Helsmoortel to ensure compliance with Section 404(3) of the Companies and Allied Matters Act, 2020. The Committee met four times during the year. At these meetings, the Managing Director, Finance Director, representative of the External Auditors (attended twice), the Chief Internal Auditor and the Company Secretary were all in attendance. The Board considers that the members of the Audit Committee collectively have sufficient recent and relevant financial experience to carry out the functions of the committee.

The Board has delegated to the Committee the responsibility for overseeing the financial reporting, internal risk management and control functions and for making recommendations to the Board in relation to the appointment of the company's internal and external auditors. The Committee is authorized to investigate any matter within its terms of reference and, where necessary, to obtain external legal or other independent professional advice.

**The Committee's principal activities during the year included:**

- ▶ Reviewing the half year and annual financial statements with particular reference to accounting policies, together with significant estimates and financial reporting judgements and the disclosures made therein;
- ▶ Monitoring the financial reporting process;
- ▶ Reviewing management representations made to the external auditors;
- ▶ Reviewing the Company's procedures to ensure that all relevant information is disclosed;
- ▶ Discussing any issues arising out of the full year audit with the external auditors (in the absence of management where appropriate);
- ▶ Making recommendations to the Board with regard to continuing the appointment and remuneration of the external auditors;
- ▶ Overseeing the Company's relations with the external auditors and the effectiveness of the process;
- ▶ Reviewing and assessing the effectiveness of the Company's internal financial controls and their applications;
- ▶ Monitoring and reviewing the internal audit function, reviewing all reports prepared by the internal auditors and assessing management's responses to such reports; and
- ▶ Reviewing and assessing the efficiency of the Company's internal control and risk management systems.

**THE OKOMU OIL PALM COMPANY PLC**  
**Corporate governance report - continued**  
**for the year ended 31 December 2021**

---

To enable it to carry out its duties and responsibilities effectively, the committee relies on the information and support from the management across the business.

The Committee also considers on an ongoing basis the independence of the external auditors and has established policies to consider the appropriateness or otherwise of appointing the external auditors to perform non-audit services, including consideration as to whether the auditors are the most suitable supplier of such services.

**Governance/Remuneration Committee**

This Committee comprises five non-executive Directors as shown below:

Mr. Asue Ighodalo	Director	Chairman
Mr. Philippe De Traux De Wardin	Director	Member
Mr. Peter Eguasa JP	Director	Member
Chief David Edebiri OON	Director	Member
Dr. Luc Boedt	Director	Member

The Company Secretary provides the secretarial and related advisory services to the Committee as necessary.

The Committee's principal responsibilities are to determine the Company policy on senior management remuneration and approve appropriate salary packages of the senior Nigerian Management staff and non-executive Board allowances. The Committee (excluding the non-executive Chairman) determines the level of fees payable to the Non-Executive Chairman as well as establishing the criteria for Board and Board committee membership.

Given the central part that remuneration plays in the success of the Company, in terms of recruitment, motivation and retention of high-quality employees, the Committee is consulted on the remuneration packages of the Senior Nigerian Management staff. The Committee also reviews the remuneration of other members of the Company's Non-Executive Board.

**Relations with shareholders**

The company recognizes the importance of maintaining regular dialogue with its shareholders hence the institution of a comprehensive programme to maintain the ongoing two-way dialogue between the company and shareholders as it helps to ensure that the Board is aware of shareholders' views on a timely basis. This programme is carried out through the office of the Company Secretary. The company has established a web portal on the company's website at [www.okomunigeria.com](http://www.okomunigeria.com) for its shareholders to ensure access to the relevant historical financial information.

The Annual General Meeting (AGM) provides the Board with a valuable opportunity to communicate with the shareholders and is generally attended by all the Directors. Shareholders are given the opportunity to ask questions during the meeting and to meet the Directors following the conclusion of the formal part of the meeting. The Directors aim to give as much notice of the AGM as possible which will be at least 21 clear days, as required by the Companies and Allied Matters Act 2020 and the relevant Code of Corporate Governance. In accordance with the Articles, electronic and proper proxy appointments and voting instructions must be received not later than 48 hours before a general meeting.

The Board has overall responsibility for establishing and maintaining the Company's system of risk management and internal control to safeguard shareholders' investments and the Company's assets and for reviewing the effectiveness of this system. However, such a system is designed to manage rather than eliminate the risk of failure to achieve business objectives and can provide only reasonable and not absolute assurance against material misstatement or loss.

Key elements of the company's system of risk management and internal controls are:

- ▶ The regular review and assessment of the performance of the business in relation to risk management and internal control by the Board and its subcommittees;
- ▶ The company's risk management policy which sets out the process for identifying, evaluating and managing the key risks to the company's business objectives, supported by an appropriate organisational structure and clearly defined management responsibilities;
- ▶ The company's risk committee which reports to the Board and is tasked with the review, discussion and challenges of key risks reported, the ongoing development of internal controls and the monitoring of internal audits and other sources assurance on the effectiveness of internal controls.

The audit committee has reviewed the effectiveness of the system of risk management and internal control. In performing its review of effectiveness, the Audit Committee considers the following reports and activities:

- ▶ Internal audit reports on the review of priority controls across the company and the monitoring of management actions arising there from;
- ▶ Management's own assessment of the performance of the system of risk management and internal control during 2021; and
- ▶ Reports from the external auditors on issues identified during the course of their work.

The Board, having reviewed the effectiveness of the system of internal control, can confirm that necessary actions have been, or are being taken to remedy any significant failings or weaknesses identified.

#### **Complaints management policy**

The company has a Complaints Management Policy and Framework in place in accordance with SEC Directives on the resolution of complaints. This policy has been uploaded on the company's website for public access.

#### **Gender diversity**

The Board is aware of the need to ensure equal and fair opportunities to all persons regardless of gender or physical attributes. The Board is currently examining its policies to ensure a more focused approach in recruiting and promoting women within its organisation.

#### **Number of women employed were:**

	<b>Number</b>
Management	1
Others	371
	<u>372</u>

#### **Employees**

The company continues to promote an equal opportunity, merit-based environment for all of its employees.

#### **Prohibition of insider trading**

The company's Code of Conduct (in accordance with the extant Nigerian laws and rules of the Nigerian Stock Exchange) prohibits employees and Directors from insider trading, dealings and stock tipping when in possession of price-sensitive, non-public information relating to the company's business and from sharing or using such insider information.

#### **SEC Code of Corporate Governance for public companies in Nigeria**

The company complied with the SEC Corporate Governance Guidelines for Public Companies in Nigeria.

**Whistle blowing**

The company encourages its employees to report the concerns which they feel the need to be brought to the attention of management. Whistle-blowing procedures, which are displayed on the company's notice boards, are available to employees who are concerned about possible impropriety, security breaches, or any other issue and who may wish to ensure that appropriate action is taken without fear of victimization or reprisal.

**Code of conduct**

The company's Code of Ethics and Business Conduct is readily available to all employees, and in particular to ensure that employees have a single reference point (which is available in local language as appropriate) which details the Company's commitment and approach to ethical business conduct.

**Going concern**

The Board of Directors has undertaken a thorough review of the company's budget and forecasts that the management has produced which are detailed and realistic cash flow projections. These cash flow projections, when considered in conjunction with the company's anticipated undrawn facilities and cash (including consideration of reasonable possible changes in trading performance), demonstrate that the Company has sufficient working capital for the foreseeable future. Consequently, the Directors believe that the Company has adequate resources to continue its operational existence. The financial statements have therefore been prepared on a going concern basis.



Chukwuebuka A. Omerole

P.C. Obi & Co.

Company Secretary

FRC/2022/PRO/NBA/002/00000024073

By the Authority of the Board

Okomu-Udo

Edo State

28 March 2022

**THE OKOMU OIL PALM COMPANY PLC**  
**Report of the Audit Committee for the year**  
**ended 31 December 2021**

---

In Compliance within the provisions of sections 404 (7) of the Companies and Allied Matters Act, 2020, we, the members of the Audit Committee of The Okomu Oil Palm Company Plc, having carried out our functions under the Act, confirm that the accounting and reporting policies of the Company as contained in the financial statements for the year ended 31st December, 2021 are in accordance with legal requirements and agreed ethical practice.

We confirm that the external auditors, Messrs. Ernst & Young have issued an unqualified opinion on the company's financial statements for year ended 31December, 2021.

In our opinion, the scope and planning of the audit for the year ended 31 December, 2021 were adequate and we confirm that the responses by the management to the external Auditors' findings on Management matters were satisfactory.



Mr. Moses Igbrude

Chairman, Statutory Audit Committee

FRC/2013/IMN/00000005585

Dated this 28 March, 2022

**THE OKOMU OIL PALM COMPANY PLC**  
**Report of the Audit Committee**  
**for the year ended 31 December 2021**

---

CERTIFICATE OF ACCOUNT


Certification Pursuant to Section 405(1) of the Companies and Allied Matters Act, 2020

We the undersigned hereby certify the following with regards to our Audited Financial Statements for the year ended 31 December 2020 that:

- a. 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;
- b. 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.
- c. 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 subsidiaries 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;
- d. 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.

  
-----  
Arnaud Arhainx  
Finance Director  
FRC/2021/006/00000022972  
28 March 2022

  
-----  
Graham Hefer  
Managing Director  
FRC/2013/IODN/00000002460  
28 March 2022

**THE OKOMU OIL PALM COMPANY PLC**  
**Statement of Directors' responsibilities**  
**for the year ended 31 December 2021**

---

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


- ▶ keeps proper accounting records that disclose, with reasonable accuracy, the financial position of the Company and comply with the requirements of the Companies and Allied Matters Act, 2020, and the financial reporting council of Nigeria Act No. 6, 2011.
- ▶ establishes adequate internal controls to safeguard its assets and to prevent and detect fraud and other irregularities; and
- ▶ prepares its financial statements using suitable accounting policies supported by reasonable and prudent judgments and estimates and are consistently applied.

The Directors accept responsibility for the annual financial statements, which have been prepared using appropriate accounting policies supported by reasonable and prudent judgments and estimates, in conformity with International Financial Reporting Standards (IFRS) and in the manner required by Companies and Allied Matters Act, 2020 and the Financial Reporting Council of Nigeria Act, No 6, 2011.

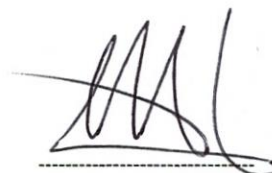
The Directors are of the opinion that the financial statements give a true and fair view of the state of the financial affairs of the Company and of its financial performance for the year ended 31 March 2021. The Directors further accept responsibility for the maintenance of accounting records that may be relied upon in the preparation of financial statements, as well as adequate systems of internal financial control.

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

Signed on behalf of Board of Directors by:



Graham Hefer  
Managing Director  
FRC/2013/IODN/00000002460  
28 March 2022



Arnaud Arhainx  
Finance Director  
FRC/2021/006/00000022972  
28 March 2022





Ernst & Young  
10th & 13<sup>th</sup> Floor  
UBA House  
57, Marina  
Lagos, Nigeria

Tel: +234 (01) 631 4500  
Fax: +234 (01) 463 0481  
Email: Services@ng.ey.com  
www.ey.com

## INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF THE OKOMU OIL PALM COMPANY PLC

### Report on the financial statements

#### Opinion

We have audited the financial statements of The Okomu Oil Palm Company Plc ('the Company') which comprise the statement of financial position as at 31 December 2021, the statement of profit or loss and other comprehensive income, the statement of changes in equity, the statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of The Okomu Oil Palm Company Plc as at 31 December 2021, and its financial performance and cash flows for the year then ended in accordance with International Financial Reporting Standards, the provisions of the Companies and Allied Matters Act, 2020 and in compliance with the Financial Reporting Council of Nigeria Act No. 6, 2011.

#### Basis for Opinion

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

#### Other Matter

The financial statements of The Okomu Oil Palm Company Plc for the year ended 31 December 2020 were audited by another auditor who expressed an unmodified opinion on those statements on 16 March 2021.

#### Other Information

The Directors are responsible for the other information. The other information comprises the Report of the Directors, Statement of Directors' Responsibilities, Certificate of Compliance and Other National Disclosures (Value Added Statements and Five-Year financial summary) as required by the Companies and Allied Matters Act, 2020. The other information does not include the financial statements and our auditor's report thereon.

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

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF**

**THE OKOMU OIL PALM COMPANY PLC - continued**

Report on the Audit of the Financial Statements

Key Audit Matter	How the matter was addressed in the audit
<p><b>Timing of revenue recognition</b></p> <p>The company revenue comprise majorly of sale of Palm oil product and Rubber. There is the risk of improper revenue recognition, especially with regards to cut-off at year end dates or that revenue may be misstated. As at 31 December 2021, the company's revenue increased from N23.411 billion in the prior year to N37.394b billion representing about 60% increase YoY. We have considered this as a key audit matter as the increase in revenue is significant.</p>	<p><b>Our audit procedures on revenue recognition include:</b></p> <ul style="list-style-type: none"> <li>· We performed walkthroughs to understand the adequacy and the design of the revenue recognition process.</li> <li>· We checked the revenue recognition policy applied by the Company to ensure its compliance with IFRS requirements.</li> <li>· We performed analytical review procedures to understand the revenue trend over the year under review.</li> <li>· We tested a sample of invoices, validating and vouching the invoices booked, to the underlying sales order and acknowledged delivery note.</li> <li>· We performed cut off testing procedures by selecting a sample of transactions during peak period sales, to ensure revenue had been recognized in the appropriate accounting period.</li> <li>· We traced payments from the customers to the bank statements to ascertain that actual sales were recorded.</li> <li>· We validated the appropriateness and completeness of the related disclosures in the Notes to the financial statements.</li> </ul>
<p><b>Valuation of Biological Asset</b></p> <p>The company uses a fair value model to determine the valuation of biological assets. The valuation of the biological asset involves complex and subjective judgements about the expected palm oil yield, crude palm oil and palm kernel price. As of 31 December 2021, biological assets were valued at NGN289.22million (2020: NGN162million). The expected palm oil yield, long term crude palm oil price has been identified as a source of estimation uncertainty. The significant accounting policy and critical judgments relating to the valuation are outlined in note 4.18. The fair value disclosures of biological assets are outlined in Note 7.3 of the financial statements.</p>	<ul style="list-style-type: none"> <li>· We reviewed the model used by management to ensure it was in accordance with the requirements of IAS 41 "Agriculture".</li> <li>· We tested management's ability to forecast by comparing the palm oil yield used in the prior year valuation to the actual yields in the current year.</li> <li>· We checked that the model used was consistent with prior year.</li> <li>· We tested the underlying assumptions applied determining the crude palm oil and kernel oil price.</li> <li>· We tested the mathematical accuracy of the model and inspected the data inputs into the model relating to plantation size, number of trees and actual yield.</li> <li>· We checked the presentation and disclosure of Management's valuation in the financial statements to assess their reasonableness.</li> </ul>

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.



## INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF

### The Okomu Oil Palm Company Plc - continued

#### Responsibilities of the Directors for the Financial Statements

The Directors are responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards, the provisions of the Companies and Allied Matters Act, 2020 and in compliance with the Financial Reporting Council of Nigeria Act No. 6, 2011, and for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

#### 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 auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

- ▶ Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- ▶ Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Directors.
- ▶ Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF**

**The Okomu Oil Palm Company Plc - continued**

**Report on Other Legal and Regulatory Requirements**

In accordance with the requirement of the Fifth Schedule of the Companies and Allied Matters Act, 2020, we confirm that:

- i. we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
- ii. in our opinion, proper books of account have been kept by the Company in 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.

**Report on Other Legal and Regulatory Requirements**

In accordance with the requirement of the Fifth Schedule of the Companies and Allied Matters Act, 2020, we confirm that:

- i. we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
- ii. in our opinion, proper books of account have been kept by the Company in 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.



Maureen Ogodo, FCA  
FRC/2012/ICAN/00000000142

For: Ernst & Young  
Chartered Accountants  
Lagos, Nigeria

31 March

..... 2022



**THE OKOMU OIL PALM COMPANY PLC**

**Statement of profit or loss and other comprehensive income  
for the year ended 31 December 2021**

		2021	2020
	Notes	₦'000	₦'000
			<b>Restated*</b>
Revenue from contracts with customers	9	37,394,507	23,410,680
Other income	10	1,790,667	864,350
Changes in inventories	11	315,606	631,645
Raw materials and consumables used	12	(6,961,588)	(4,142,330)
Employee benefits expense	13	(1,294,000)	(1,104,709)
Depreciation and amortisation expense	14	(2,868,905)	(2,366,366)
Other expenses	15	(11,766,310)	(7,786,884)
Finance costs	16	(671,586)	(868,542)
Finance income	17	48,915	7,127
Net gain on valuation of biological assets	22	127,472	49,942
<b>Profit before taxation</b>	<b>17.1</b>	<b>16,114,778</b>	<b>8,694,913</b>
Income tax expense	18.1	(4,575,810)	(5,752,445)
<b>Profit for the year</b>		<b>11,538,968</b>	<b>2,942,468</b>
<b>Other Comprehensive income</b>			
<b>Items that will not be reclassified to profit or loss in subsequent periods:</b>			
Remeasurement gain/(loss) on defined benefit plan	32.2	800,982	(1,269,131)
Income tax effect	18.1	(240,295)	380,739
<b>Other comprehensive income/(loss) for the year (net of tax)</b>		<b>560,687</b>	<b>(888,392)</b>
<b>Total comprehensive income for the year</b>		<b>12,099,655</b>	<b>2,054,076</b>
<hr/>			
Basic earnings per ordinary share (kobo)	19	12.10	3.08
Diluted earnings per ordinary share (kobo)	19	12.10	3.08

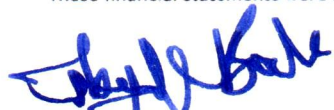
The accompanying notes to the financial statements are an integral part of these financial statements.

\* Certain amounts shown here do not correspond to the 2020 financial statements and reflect adjustments made, refer to Note 4.19.

**THE OKOMU OIL PALM COMPANY PLC**  
**Statement of financial position**  
**as at 31 December 2021**

	Notes	2021 ₦'000	2020 ₦'000	1-Jan-2020 ₦'000
			Restated*	Restated*
<b>Assets</b>				
<b>Non-current assets</b>				
Property, plant and equipment	20	30,549,557	19,516,703	13,922,995
Bearers plant	21	19,109,312	19,395,413	18,201,055
Biological asset	22.1	289,523	162,051	112,109
Right-of-use asset	25	126,830	190,244	253,659
<b>Total non current assets</b>		<b>50,075,221</b>	<b>39,264,411</b>	<b>32,489,818</b>
<b>Current assets</b>				
Inventories	23	4,717,732	4,420,942	3,636,871
Biological assets	22.2	234,177	390,501	97,863
Trade and other receivables	24	789,644	6,718,318	5,052,947
Prepayments	26	482	140	-
Cash and cash equivalents	27	9,955,188	4,569,367	2,684,061
<b>Total current assets</b>		<b>15,697,223</b>	<b>16,099,268</b>	<b>11,471,742</b>
<b>Total assets</b>		<b>65,772,444</b>	<b>55,363,679</b>	<b>43,961,560</b>
<b>Equity and liabilities</b>				
<b>Equity</b>				
Share capital	28	476,955	476,955	476,955
Share premium	29	1,867,096	1,867,096	1,867,096
Retained earnings		31,958,408	27,096,809	26,062,161
Other reserves	30	(250,502)	(811,189)	77,203
<b>Total equity</b>		<b>34,051,956</b>	<b>28,629,671</b>	<b>28,483,415</b>
<b>Liabilities</b>				
<b>Non-current liabilities</b>				
Lease liabilities	25.1	79,032	146,580	204,313
Interest-bearing loans and borrowings	32	7,959,534	6,429,277	6,655,000
Post-employment benefits obligations	33	1,682,398	2,300,422	935,379
Government grants	35	3,303,197	3,587,067	935,666
Deferred tax liabilities	18.4	9,851,484	6,872,149	2,517,270
<b>Total non-current liabilities</b>		<b>22,875,645</b>	<b>19,335,496</b>	<b>11,247,628</b>
<b>Current liabilities</b>				
Trade and other payables	34	4,817,004	4,891,312	1,674,093
Lease liabilities	25.1	67,548	57,734	49,345
Interest-bearing loans and borrowings	32	935,197	835,856	709,435
Government grants	35	791,718	617,992	586,165
Current tax payable	18.3	2,233,376	995,618	1,211,479
<b>Total current liabilities</b>		<b>8,844,843</b>	<b>7,398,513</b>	<b>4,230,517</b>
<b>Total liabilities</b>		<b>31,720,488</b>	<b>26,734,008</b>	<b>15,478,145</b>
<b>Total equity and liabilities</b>		<b>65,772,444</b>	<b>55,363,679</b>	<b>43,961,560</b>

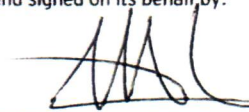
These financial statements were approved by the Board of Directors on 28 March 2022 and signed on its behalf by:



Mr. G. Oyebode MFR  
Chairman  
FRC/2013/NBA/0000000254



Graham Hefer  
Managing Director  
FRC/2013/IODN/00000002460



Arnaud Arhainx  
Chief Financial Officer  
FRC/2021/006/00000022972

The accompanying notes to the financial statements are an integral part of these financial statements.

\* Certain amounts shown here do not correspond to the 2020 financial statements and reflect adjustments made, refer to Note 4.19.

**THE OKOMU OIL PALM COMPANY PLC**  
**Statement of changes in equity**  
**for the year ended 31 December 2021**

	Share capital ₦'000	Share premium ₦'000	Other Reserves ₦'000	Retained Earnings ₦'000	Total ₦'000
<b>As at 1 January 2021</b>	476,955	1,867,096	(811,189)	27,096,809	28,629,671
Profit for the year	-	-	-	11,538,968	11,538,968
Other comprehensive income	-	-	560,687	-	560,687
<b>Total comprehensive income for the year</b>	-	-	560,687	11,538,968	12,099,655
Transaction with shareholders:					
Dividend paid (Note 31)	-	-	-	(6,677,370)	(6,677,370)
<b>At 31 December 2021</b>	<b>476,955</b>	<b>1,867,096</b>	<b>(250,502)</b>	<b>31,958,408</b>	<b>34,051,956</b>
<b>As at 1 January 2020</b>	476,955	1,867,096	77,203	26,759,026	29,180,280
Adjustment on correction of error (4.19 (vi))				(696,865)	(696,865)
<b>As at 1 January 2020 (restated*)</b>	476,955	1,867,096	77,203	26,062,161	28,483,415
Profit for the year (restated*)	-	-	-	2,942,468	2,942,468
Other comprehensive loss (restated*)	-	-	(888,392)	-	(888,392)
<b>Total comprehensive income for the year (restated*)</b>	-	-	(888,392)	2,942,468	2,054,076
Transaction with shareholders:					
Dividends paid (Note 31)	-	-	-	(1,907,820)	(1,907,820)
<b>At 31 December 2020 (restated*)</b>	<b>476,955</b>	<b>1,867,096</b>	<b>(811,189)</b>	<b>27,096,809</b>	<b>28,629,671</b>

The accompanying notes to the financial statements are an integral part of these financial statements.

\* Certain amounts shown here do not correspond to the 2020 financial statements and reflect adjustments made, refer to Note 4.19.

**THE OKOMU OIL PALM COMPANY PLC**  
**Statement of cash flows**  
**for the year ended 31 December 2021**

	Notes	2021 ₦'000	2020 ₦'000 Restated*
<b>Operating activities</b>			
Profit before taxation		16,114,778	8,694,913
<b>Adjustments for non-cash items</b>			
Depreciation of property, plant and equipment and bearer's plant	14	2,868,905	2,366,366
Fair value changes in biological assets	22	(127,472)	(49,942)
Service cost	33.2	102,784	41,475
Interest cost	33.2	153,617	129,769
Grant income	10.5	(646,848)	(586,165)
Finance costs	16	671,586	868,542
Finance income	17	(48,915)	(7,127)
<b>Changes in operating assets and liabilities</b>			
Increase in prepayment		(342)	(140)
Decrease/(increase) in trade and other receivables		5,928,674	(1,665,371)
Increase in inventories		(296,790)	(784,071)
Decrease in harvested produce		156,324	(292,638)
(Decrease)/ Increase in trade and other payables		(74,057)	3,221,301
		<b>24,802,244</b>	<b>11,936,912</b>
Movement in Biological assets			
Retirement benefit paid	33.2	(73,693)	(79,413)
Income tax paid	18.3	(599,012)	(1,232,688)
<b>Net cash flows from operating activities</b>		<b>24,129,538</b>	<b>10,624,811</b>
<b>Investing activities</b>			
Purchase of bearer's plant	21	(770,343)	(2,061,656)
Purchase of property, plant and equipment	20	(12,781,899)	(7,029,361)
Finance income	17	48,915	7,127
<b>Net cash flows used in investing activities</b>		<b>(13,503,327)</b>	<b>(9,083,890)</b>
<b>Financing activities</b>			
Proceeds from loans and borrowings	32.1	1,918,911	3,424,797
Repayment of borrowings (net of accrued interest)	32.1	(389,463)	(1,080,125)
Payment of principal on lease liabilities	25.1	(57,734)	(49,345)
Payment of lease interest on lease liabilities	25.1	(34,733)	(43,122)
Dividends paid	31	(6,677,370)	(1,907,820)
<b>Net cash flows from financing activities</b>		<b>(5,240,389)</b>	<b>344,385</b>
Net increase in cash and cash equivalents		5,385,822	1,885,306
Cash and cash equivalents at 1 January		4,569,367	2,684,061
<b>Cash and cash equivalents at 31 December</b>	27	<b>9,955,188</b>	<b>4,569,367</b>

The accompanying notes to the financial statements are an integral part of these financial statements.

\* Certain amounts shown here do not correspond to the 2020 financial statements and reflect adjustments made, refer to Note 4.19.



**1 Corporate information**

The Okomu Oil Palm Company Plc was incorporated as a Private Limited Liability Company on 3 December 1979. It was converted to a Public Limited Company on 19 September 1997 under the Company and Allied Matters Act 2020.

The Company is located at Okomu Oil Palm Estate, Okomu-Udo, Edo State.

The Company is principally engaged in the cultivation of oil palm, processing of fresh fruit bunches into crude palm oil for resale, rubber plantation, and processing of rubber lumps to rubber cake for export.

**2 Basis of preparation**

**2.1 Statement of compliance**

The financial statements of The Okomu Oil Palm Company Plc have been prepared in accordance with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB). Additional information required by the provision of the Companies and Allied Matters Act 2020, and the Financial Reporting Council of Nigeria Act No. 6, 2011. The financial statements comprise the statement of profit or loss and other comprehensive income, statement of financial position, statement of changes in equity, statement of cashflows and explanatory notes.

The financial statements have been prepared on a historical cost basis and fair value except for harvested produce (rubber) carried at fair value.

**2.2 Functional and presentation currency**

The financial statements are presented in Nigerian Naira, which is the Company's functional currency. Except as otherwise indicated, financial information presented in Naira has been rounded to the nearest thousand (N000).

**2.3 Basis of measurement**

The financial statements have been prepared in accordance with the going concern principle under historical cost convention.

**2.4 Presentation of financial statements**

The Company classifies its expenses by nature.

The Company has presented current and non-current assets, and current and con-current liabilities, as separate classifications in the statement of financial position.

The financial statements provide comparative information in respect of the previous period. In addition, the Company presents an additional statement of financial position at the beginning of the preceding period when there is a retrospective application of an accounting policy, a retrospective restatement, or a reclassification of items in financial statements. An additional statement of financial position as at 1 January 2020 is presented in these financial statements due to the correction of an error retrospectively. See Note 4.19.

The cash flows from operating activities are determined using the indirect method. The Company's assignment of the cash flows to operating, investing and financing category depends on the Company's business model and the applicable standard.

**2 Basis of preparation - continued**

**2.5 Current versus non current classification**

The company presents assets and liabilities in the statements of financial position based on current/non current classification. An asset is presented as current when it is

- (i) Expected to be realised or intended to be sold or consumed in normal operating cycle
- (ii) Held primarily for the purpose of trading
- (iii) Expected to be realised within twelve months after the reporting period, or
- (iv) cash or cash equivalents unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are presented as non-current

A liability is presented as current when:

- (i) It is expected to be settled in normal operating cycle
- (ii) It is held primarily for the purpose of trading
- (iii) It is due to be settled within twelve months after the reporting period, or
- (iv) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non current. Deferred tax assets and liabilities are classified as non current assets and liabilities.

**3 Significant accounting judgements, estimates and assumptions**

The preparation of financial statements in conformity with accounting principles generally accepted in Nigeria requires the use of estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Although these estimates are based on the directors' best knowledge of current events and actions, actual results ultimately may differ from those estimates.

In the process of applying the Company's accounting policies, management has made various judgements and assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

Those which management has assessed to have the most significant effect on the amounts recognised in the financial statements have been discussed in the individual notes of the related financial statement line items.

Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur. Items with the most significant effect on the amount recognised in the financial statements with substantial management judgement and/or estimates are collated below with respect to judgements/estimates involved.

**3.1 Going concern**

The Company's management has made an assessment of its ability to continue as a going concern and is satisfied that it has the resources to continue in the business for the foreseeable future. Furthermore, management is not aware of any material uncertainties that may cast significant doubt upon the Company's ability to continue as a going concern. Therefore, the financial statements continue to be prepared on the going concern basis.

**3 Significant accounting judgements, estimates and assumptions - continued**

**3.2 Impairment of non-financial assets**

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs of disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Group is not yet committed to or significant future investments that will enhance the performance of the assets of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes. These estimates are most relevant to goodwill and other intangibles with indefinite useful lives recognised by the Group.

**3.3 Defined benefit plans**

The cost of the defined benefit obligation is determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and future pension increases. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The Company determines the net interest expense (income) on the defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then net defined benefit liability (asset), taking into account any changes in the defined benefit liability during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in profit or loss.

**4 Summary of significant accounting policies**

**4.1 New and amended standards and interpretations**

The Company applied for the first time, certain standards and amendments, which are effective for annual periods beginning on or after 1 January 2021 (unless otherwise stated). The Company has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

**Interest Rate Benchmark Reform - Phase 2: Amendments to IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS 16**

The amendments provide temporary reliefs which address the financial reporting effects when an interbank offered rate (IBOR) is replaced with an alternative nearly risk-free interest rate (RFR). The amendments include the following practical expedients:

**4.1 New and amended standards and interpretations**

- ▶ To require contractual changes, or changes to cash flows that are directly required by the reform, to be treated as changes to a floating interest rate, equivalent to a movement in a market rate of interest
- ▶ To permit changes required by IBOR reform to be made to hedge designations and hedge documentation without the hedging relationship being discontinued
- ▶ To provide temporary relief to entities from having to meet the separately identifiable requirement when an RFR instrument is designated as a hedge of a risk component

These amendments had no impact on the financial statements of the Company due to the fact that the company is not exposed to any IBOR related rates. The Company intends to use the practical expedients in future periods if they become applicable

**4 Summary of significant accounting policies -Continued**

**Covid-19-Related Rent Concessions beyond 30 June 2021 Amendments to IFRS 16**

On 28 May 2020, the IASB issued Covid-19-Related Rent Concessions - amendment to IFRS 16 Leases. The amendments provide relief to lessees from applying IFRS 16 guidance on lease modification accounting for rent concessions arising as a direct consequence of the Covid-19 pandemic. As a practical expedient, a lessee may elect not to assess whether a Covid-19 related rent concession from a lessor is a lease modification. A lessee that makes this election accounts for any change in lease payments resulting from the Covid-19 related rent concession the same way it would account for the change under IFRS 16, if the change were not a lease modification.

The amendment was intended to apply until 30 June 2021, but as the impact of the Covid-19 pandemic is continuing, on 31 March 2021, the IASB extended the period of application of the practical expedient to 30 June 2022. The amendment applies to annual reporting periods beginning on or after 1 April 2021. However, the Company has not received Covid-19-related rent concessions, but plans to apply the practical expedient if it becomes applicable within allowed period of application and to assist all parties to understand and interpret the standards. This will affect those entities which developed their accounting policies based on the Conceptual Framework. The revised Conceptual Framework includes some new concepts, updated definitions and recognition criteria for assets and liabilities and clarifies some important concepts. These amendments had no impact on the financial statements of the Company,

**4.2 Standards issued but not yet effective**

The standards and interpretations that are issued, but not yet effective, up to the date of issuance of the Company's financial statements are disclosed below. The Company intends to adopt these standards, if applicable, when they become effective.

**4.2 Standards issued but not yet effective-continued**

**► IFRS 17 Insurance Contracts - Effective for annual periods beginning on or after 1 January 2023**

In May 2017, the IASB issued IFRS 17 Insurance Contracts (IFRS 17), a comprehensive new accounting standard for insurance contracts covering recognition and measurement, presentation and disclosure. Once effective, IFRS 17 will replace IFRS 4 Insurance Contracts (IFRS 4) that was issued in 2005. IFRS 17 applies to all types of insurance contracts (i.e., life, non-life, direct insurance and re-insurance), regardless of the type of entities that issue them, as well as to certain guarantees and financial instruments with discretionary participation features. A few scope exceptions will apply. The overall objective of IFRS 17 is to provide an accounting model for insurance contracts that is more useful and consistent for insurers. In contrast to the requirements in IFRS 4, which are largely based on grandfathering previous local accounting policies, IFRS 17 provides a comprehensive model for insurance contracts, covering all relevant accounting aspects. The core of IFRS 17 is the general model, supplemented by:

- A specific adaptation for contracts with direct participation features (the variable fee approach)
- A simplified approach (the premium allocation approach) mainly for short-duration contracts

IFRS 17 is effective for reporting periods beginning on or after 1 January 2023, with comparative figures required. Early application is permitted, provided the entity also applies IFRS 9 and IFRS 15 on or before the date it first applies IFRS 17.

This does not have any impact on the company.

**4 Summary of significant accounting policies -Continued**

**4.2 Standards issued but not yet effective-continued**

**► Amendments to IAS 1: Classification of Liabilities as Current or Non-current - Effective for annual periods beginning on or after 1 January 2023**

In January 2020, the IASB issued amendments to paragraphs 69 to 76 of IAS 1 to specify the requirements for classifying liabilities as current or non-current. The amendments clarify:

- What is meant by a right to defer settlement
- That a right to defer must exist at the end of the reporting period
- That classification is unaffected by the likelihood that an entity will exercise its deferral right
- That only if an embedded derivative in a convertible liability is itself an equity instrument would the terms of a liability not impact its classification

The amendments are effective for annual reporting periods beginning on or after 1 January 2023 and must be applied retrospectively. The Company is currently assessing the impact the amendments will have on current practice and whether existing loan agreements may require renegotiation.

**► Amendments to IAS 37 Onerous Contracts: Costs of Fulfilling a Contract - Effective date for annual periods beginning on or after 1 January 2022**

In May 2020, the IASB issued amendments to IAS 37 to specify which costs an entity needs to include when assessing whether a contract is onerous or loss-making.

The amendments apply a “directly related cost approach”. The costs that relate directly to a contract to provide goods or services include both incremental costs and an allocation of costs directly related to contract activities. General and administrative costs do not relate directly to a contract and are excluded unless they are explicitly chargeable to the counterparty under the contract.

The amendments are effective for annual reporting periods beginning on or after 1 January 2022. The Company will apply these amendments to contracts for which it has not yet fulfilled all its obligations at the beginning of the annual reporting period in which it first applies the amendments.

**► Amendments to IAS 16 Property, Plant and Equipment: Proceeds before intended use - Effective date for annual periods beginning on or after 1 January 2022**

In May 2020, the IASB issued Property, Plant and Equipment – Proceeds before Intended Use, which prohibits entities from deducting from the cost of an item of property, plant and equipment, any proceeds from selling items produced while bringing that asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Instead, an entity recognises the proceeds from selling such items, and the costs of producing those items, in profit or loss.

The amendment is effective for annual reporting periods beginning on or after 1 January 2022 and must be applied retrospectively to items of property, plant and equipment made available for use on or after the beginning of the earliest period presented when the entity first applies the amendment. The amendments are not expected to have a material impact on the Company.

**4 Summary of significant accounting policies -Continued**

**4.2 Standards issued but not yet effective-continued**

**► Amendments to IFRS 1 First-time Adoption of IFRS: Subsidiary as a first-time adopter - Effective date for annual periods beginning on or after 1 January 2022**

As part of its 2018-2020 annual improvements to IFRS standards process, the IASB issued an amendment to IFRS 1 First-time Adoption of International Financial Reporting Standards. The amendment permits a subsidiary that elects to apply paragraph D16(a) of IFRS 1 to measure cumulative translation differences using the amounts reported by the parent, based on the parent's date of transition to IFRS. This amendment is also applied to an associate or joint venture that elects to apply paragraph D16(a) of IFRS 1.

The amendment is effective for annual reporting periods beginning on or after 1 January 2022 with earlier adoption permitted.

This amendment is not applicable to the Company.

**► Amendments to IFRS 9 Financial Instruments - Fees in the '10 per cent' test for derecognition of financial liabilities - Effective date for annual periods beginning on or after 1 January 2022**

As part of its 2018-2020 Annual Improvements to IFRS standards process, the IASB issued an amendment to IFRS 9. The amendment clarifies the fees that an entity includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability. These fees include only those paid or received between the borrower and the lender, including fees paid or received by either the borrower or lender on the other's behalf. An entity applies the amendment to financial liabilities that are modified or exchanged on or after the beginning of the annual reporting period in which the entity first applies the amendment.

The amendment is effective for annual reporting periods beginning on or after 1 January 2022 with earlier adoption permitted. The Company will apply the amendments to financial liabilities that are modified or exchanged on or after the beginning of the annual reporting period in which the entity first applies the amendment.

The amendments are not expected to have a material impact on the Company.

**► Amendments to IAS 8 Accounting Policies and Accounting Estimates: Definition of Accounting Estimates - Effective date for annual periods beginning on or after 1 January 2023**

In February 2021, the IASB issued amendments to IAS 8, in which it introduces a definition of 'accounting estimates'. The amendments clarify the distinction between changes in accounting estimates and changes in accounting policies and the correction of errors. Also, they clarify how entities use measurement techniques and inputs to develop accounting estimates.

The amendments are effective for annual reporting periods beginning on or after 1 January 2023 and apply to changes in accounting policies and changes in accounting estimates that occur on or after the start of that period. Earlier application is permitted as long as this fact is disclosed.

The amendments are not expected to have a material impact on the Company.

**4 Summary of significant accounting policies - continued**  
**4.2 Standards issued but not yet effective - continued**

► **Amendments to IAS 41 Agriculture - Taxation in fair value measurements - Effective date for annual periods beginning on or after 1 January 2022**

As part of its 2018-2020 annual improvements to IFRS standards process the IASB issued amendment to IAS 41 Agriculture. The amendment removes the requirement in paragraph 22 of IAS 41 that entities exclude cash flows for taxation when measuring the fair value of assets within the scope of IAS 41.

An entity applies the amendment prospectively to fair value measurements on or after the beginning of the first annual reporting period beginning on or after 1 January 2022 with earlier adoption permitted.

The amendments are not expected to have a material impact on the Company

► **Disclosure of Accounting Policies - Amendments to IAS 1 and IFRS Practice Statement 2**

In February 2021, the IASB issued amendments to IAS 1 and IFRS Practice Statement 2 Making Materiality Judgements, in which it provides guidance and examples to help entities apply materiality judgements to accounting policy disclosures. The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures.

The amendments to IAS 1 are applicable for annual periods beginning on or after 1 January 2023 with earlier application permitted. Since the amendments to the Practice Statement 2 provide non-mandatory guidance on the application of the definition of material to accounting policy information, an effective date for these amendments is not necessary.

The Company is currently assessing the impact of the amendments to determine the impact they will have on the Company's accounting policy disclosures.

**Deferred Tax related to Assets and Liabilities arising from a Single Transaction - Amendments to IAS 12**

In May 2021, the Board issued amendments to IAS 12, which narrow the scope of the initial recognition exception under IAS 12, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences.

The amendments clarify that where payments that settle a liability are deductible for tax purposes, it is a matter of judgement (having considered the applicable tax law) whether such deductions are attributable for tax purposes to the liability recognized in the financial statements (and interest expense) or to the related asset component (and interest expense). This judgement is important in determining whether any temporary differences exist on initial recognition of the asset and liability.

The amendment will be effective for annual periods beginning on or after 1 January 2023. The Company is currently assessing the impact on its financials.

**4 Summary of significant accounting policies - continued**

**4.3 Revenue from contract with customers**

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

The Company is in the business of cultivating oil palm, processing of fresh fruit bunches into crude palm oil for resale, rubber plantation and processing of rubber lumps to rubber cake for export.

Revenue is recognised when (or as) a performance obligation is satisfied. Performance would be regarded as being achieved when all of the following criteria have been met;

- ▶ Company's performance is complete; when (or as) a performance obligation is satisfied.
- ▶ The benefit of the revenue will actually flow to the company

There are no judgement that significantly affect the determination of the amount and timing of its revenue from contracts with customers.

**4.3.1 Rubber sales**

This comprises revenue from sales of rubber and other agricultural produce. Revenue is recognized when rubber has been sold. Revenue is recognized at a point in time when control of goods has been transferred to the customer. Depending on the terms of the contract with the customer, control is transferred either upon delivery of the goods to a location specified by the customer and acceptance of the goods by the customer, or upon delivery of the goods on board vessels or tankers for onward delivery to the customer.

**4.3.2 Sales of palm oil produce**

This comprises revenue from sales of crude palm oil related products. Revenue is recognized when the products have been sold. Revenue is recognized at a point in time when control of goods has been transferred to the customer. Depending on the terms of the contract with the customer, control is transferred either upon delivery of the goods to a location specified by the customer and acceptance of the goods by the customer, or upon delivery of the goods on board vessels or tankers for onward delivery to the customer.

**4.3.3 Palm oil processing**

These comprise of revenue from palm oil processing for other Companies. Revenue is recognised at a point in time when services have been performed to processed palm produce through the company's palm oil mill processing equipment.

**4.4 Financial instruments**

IFRS 9 provides guidance on the recognition, classification and measurement of financial assets and financial liabilities; derecognition of financial instruments; impairment of financial assets and hedge accounting. IFRS 9 also significantly amends other standards dealing with financial instruments such as IFRS 7 Financial Instruments: Disclosures.

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



**4 Summary of significant accounting policies - continued**

**4.4.1 Classification and measurement**  
**Financial assets**

It is the Company's policy to initially recognise financial assets at fair value plus transaction costs, except in the case of financial assets recorded at fair value through profit or loss which are expensed in profit or loss.

**Financial assets**

Classification and subsequent measurement are dependent on the Company's business model for managing the asset and the cashflow characteristics of the asset. On this basis, the Company may classify its financial instruments at amortised cost, fair value through profit or loss and at fair value through other comprehensive income.

All the Company's financial assets as at 31 December 2021 satisfy the conditions for classification at amortised cost under IFRS 9.

The Company's financial assets include trade receivables, intercompany receivables, other receivables, cash and bank balances. They are included in current assets, except for maturities greater than 12 months after the reporting date. Interest income from these assets is included in finance income using the effective interest rate method. Any gain or loss arising on derecognition is recognised directly in profit or loss and presented in finance income/cost.

**Financial liabilities**

Financial liabilities of the Company are classified and measured at fair value on initial recognition and subsequently at amortised cost net of directly attributable transaction costs, except for derivatives which are classified and subsequently recognised at fair value through profit or loss.

Fair value gains or losses for financial liabilities designated at fair value through profit or loss are accounted for in profit or loss except for the amount of change that is attributable to changes in the Company's own credit risk which is presented in other comprehensive income. The remaining amount of change in the fair value of the liability is presented in profit or loss. The Company's financial liabilities include trade and other payables and interest-bearing loans and borrowings.

**4.4.2 Impairment of financial assets**

Recognition of impairment provisions under IFRS 9 is based on the expected credit loss (ECL) model. The ECL model is applicable to financial assets classified at amortised cost and contract assets under IFRS 15: Revenue from Contracts with Customers. The measurement of ECL reflects an unbiased and probability-weighted amount that is determined by evaluating a range of possible outcomes, time value of money and reasonable and supportable information that is available without undue cost or effort at the reporting date, about past events, current conditions and forecasts of future economic conditions.

The Company applies the simplified approach or the three-stage general approach to determine impairment of receivables depending on their respective nature. The simplified approach is applied for trade receivables while the general approach is applied to cash and bank balances.

The simplified approach requires expected lifetime losses to be recognised from initial recognition of the receivables. This involves determining the expected loss rates using a provision matrix that is based on the Company's historical default rates observed over the expected life of the receivable and adjusted forward-looking estimates. This is then applied to the gross carrying amount of the receivable to arrive at the loss allowance for the period.

**4 Summary of significant accounting policies - continued**

**4.4 Financial instruments-continued**

The three-stage approach assesses impairment based on changes in credit risk since initial recognition using the past due criterion and other qualitative indicators such as increase in political concerns or other macroeconomic factors and the risk of legal action, sanction or other regulatory penalties that may impair future financial performance. Financial assets classified as stage 1 have their ECL measured as a proportion of their lifetime ECL that results from possible default events that can occur within one year, while assets in stage 2 or 3 have their ECL measured on a lifetime basis.

Under the three-stage approach, the ECL is determined by projecting the probability of default (PD), loss given default (LGD) and exposure at default (EAD) for each ageing bucket and for each individual exposure. The PD is based on default rates determined by external rating agencies for the counterparties. The LGD is determined based on management's estimate of expected cash recoveries after considering the historical pattern of the receivable, and it assesses the portion of the outstanding receivable that is deemed to be irrecoverable at the reporting period. The EAD is the total amount of outstanding receivable at the reporting period. These three components are multiplied together and adjusted for forward looking information, such as the gross domestic product (GDP) in Nigeria and crude oil prices, to arrive at an ECL which is then discounted back to the reporting date and summed. The discount rate used in the ECL calculation is the original effective interest rate or an approximation thereof.

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the related financial assets and the amount of the loss is recognised in profit or loss.

**4.4.3 Significant increase in credit risk and default definition**

The Company assesses the credit risk of its financial assets based on the information obtained during periodic review of publicly available information, industry trends and payment records. Based on the analysis of the information provided, the Company identifies the assets that require close monitoring.

Furthermore, financial assets that have been identified to be more than 30 days past due on contractual payments are assessed to have experienced significant increase in credit risk. These assets are grouped as part of Stage 2 financial assets where the three-stage approach is applied.

In line with the Company's credit risk management practices, a financial asset is defined to be in default when contractual payments have not been received at least 90 days after the contractual payment period. Subsequent to default, the Company carries out active recovery strategies to recover all outstanding payments due on receivables. Where the Company determines that there are no realistic prospects of recovery, the financial asset and any related loss allowance is written off either partially or in full.

**4.4.4 Write off policy**

The Company writes off financial assets, in whole or in part, when it has exhausted all practical recovery efforts and has concluded that there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include:

• where the Company's recovery method is foreclosing on collateral and the value of the collateral is such that there is no reasonable expectation of recovering in full.

**4 Summary of significant accounting policies - continued**

**4.4.5 Derecognition**

The Company derecognised a financial asset when the contractual rights to the cash flows from the financial asset expire or when it transfers the financial asset and the transfer qualifies for derecognition. Gains or losses on derecognition of financial assets are recognised as finance income/cost.

**Financial liabilities**

The Company derecognised a financial liability when it is extinguished i.e. when the obligation specified in the contract is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised immediately in the statement of profit or loss.

**4.4.6 Modification**

When the contractual cash flows of a financial instrument are renegotiated or otherwise modified and the renegotiation or modification does not result in the derecognition of that financial instrument, the Company recalculates the gross carrying amount of the financial instrument and recognises a modification gain or loss immediately within finance income/(cost)-net at the date of the modification. The gross carrying amount of the financial instrument is recalculated as the present value of the renegotiated or modified contractual cash flows that are discounted at the financial instrument's original effective interest rate.

**4.4.7 Offsetting of financial assets and financial liabilities**

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

**4.5 Government grants**

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grants relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate are expensed. When the grant relates to an asset, it is recognised as income in equal amounts over the expected useful life of the related asset.

When the Company receives grants of non-monetary assets, the asset and the grant are recorded at nominal amounts and released to profit or loss over the expected useful life of the asset, based on the pattern of amounts and released to profit or loss over the expected useful life of the asset, based on the pattern of the benefits of the underlying assets by equal instalments.

**4.6 Taxes**

**Current income tax**

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the reporting date in the countries where the Group operates and generates taxable income.

Current income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit or loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

**4 Summary of significant accounting policies - continued**

**4.6 Taxes-continued**

**Deferred tax**

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

**Deferred tax liabilities are recognised for all taxable temporary differences, except:**

- ▶ When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
- ▶ In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint arrangements, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except;

- ▶ When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in the correlation to the underlying transaction either in OCI or directly in equity.

**4.7 Fair value measurement**

The Company measures financial instruments at fair value at each balance sheet date.

**Accounting policy**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- ▶ In the principal market for the asset or liability
- Or
- ▶ In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

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

**4 Summary of significant accounting policies - continued**

**4.8 Finance income and cost**

Finance income comprises interest income on short-term deposits with banks and foreign exchange gains. Interest income on short-term deposits is recognized using the effective interest method. When the transaction price of the instrument differs from the fair value at origination and fair value is based on a valuation technique using only inputs observable in market transactions, the entity recognises the difference between the transaction price and fair value in profit or loss.

In those cases where fair value is based on models for which some of the inputs are not observable, the difference between the transaction price and the fair value is deferred and is only recognised in profit or loss when the inputs become observable, or when the instrument is derecognised.

Finance costs comprise interest expense on interest bearing liabilities, unwinding discount from CAPM and foreign exchange losses. Borrowing costs that are not directly attributable to the acquisition, construction or production of qualifying assets are recognized in profit or loss using the effective interest method.

In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortised cost of the liability.

**4.9 Property, plant and equipment**

**4.9.1 Recognition and measurement**

Bearer plant and other plant and equipment's are stated at cost, less accumulated depreciation and accumulated impairment losses.

The initial cost of an asset comprises its purchase price or construction cost, any costs directly attributable to bringing the asset into operation, the initial estimate of any decommissioning obligation and, for qualifying assets, borrowing costs. The purchase price or construction cost is the aggregate amount paid and the fair value of any other consideration given to acquire the asset. Where parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items of property, plant and equipment. An asset is recognized when it is probable that the economic benefits associated with the item flow to the entity and cost can be reliably measured

**4.9.2 Subsequent costs**

The cost of replacing part of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Company and its cost can be measured reliably. The costs of the day-to-day servicing of property, plant and equipment are recognised in profit or loss as incurred.

**4.9.3 Depreciation**

Depreciation is calculated to write off the cost or revalued amount of items of property, plant and equipment less their estimated residual values using the straight-line method over their estimated useful lives and is generally recognized in profit or loss. Depreciation begins when an asset is available for use and ceases at the earlier of the date that the asset is derecognised or classified as held for sale in accordance with IFRS 5, Non-current Assets Held for Sale and Discontinued Operations.

**4 Summary of significant accounting policies - continued**

**4.9 Property, plant and equipment - Continued**

The estimated useful life of items of property, plant and equipment are as follows:

	%
Building	5-10
Mill Machinery and equipment	10-20
Agricultural equipment	10-20
Motor Vehicle	20
Palm plantation	5-20
Rubber plantation	5-20
Furniture	12.5

Land is not depreciated as it is a leasehold asset with an indefinite useful life.

The expected useful lives and residual values of property, plant and equipment are reviewed on an annual basis and, if necessary, changes in useful lives are accounted for prospectively

Gains or losses on disposal of property, plant and equipment are determined as the difference between disposal proceeds and carrying amount of the disposed assets. These gains or losses are included in profit or loss

**4.9.4 De-recognition**

An item of property, plant and equipment is derecognised on disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the year the asset is derecognised.

**4.10 Leases**

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

**As a lessee**

At commencement or on modification of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease component on the basis of its relative stand-alone prices. However, for the leases of property the Company has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Company by the end of the lease term or the cost of the right-of-use asset reflects that the Company will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

#### **4 Summary of significant accounting policies - continued**

##### **4.11 Leases-continued**

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate.

The Company determines its incremental borrowing rate by obtaining interest rates from various external financing sources and makes certain adjustments to reflect the terms of the lease and type of the asset leased.

Lease payments included in the measurement of the lease liability comprise the following:

- ▶ fixed payments, including in-substance fixed payments;
- ▶ variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- ▶ amounts expected to be payable under a residual value guarantee; and
- ▶ the exercise price under a purchase option that the Company is reasonably certain to exercise, lease payments in an optional renewal period if the Company is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Company is reasonably certain not to terminate early.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, if the Company changes its assessment of whether it will exercise a purchase, extension or termination option or if there is a revised in-substance fixed lease payment.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Company presents right-of-use assets that do not meet the definition of investment property in 'property, plant and equipment' and lease liabilities in 'loans and borrowings' in the statement of financial position.

##### **Short-term leases and leases of low-value assets**

The Company has elected not to recognise right-of-use assets and lease liabilities for leases of low-value assets and short-term leases. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

##### **4.12 Inventories**

Inventories are stated at the lower of cost and net realisable value. The cost of materials is the purchase cost, determined on a first-in, first-out basis. The cost of inventories is the purchase cost. The net realisable value of inventories is based on the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

**4 Summary of significant accounting policies - continued**

**4.13 Cash and cash equivalents**

Cash and cash equivalents as referred to in the statement of cashflow comprises cash on hand, placement with banks and amounts due from banks on demand or with an original maturity of three months or less.

**4.14 Share Capital and reserves**

**Share issue costs**

Incremental costs directly attributable to the issue of an equity instrument are deducted from the proceeds of the equity instruments.

**4.15 Earnings per share (EPS)**

**Basic EPS**

Basic earnings per share is calculated on the Company's profit or loss after taxation and on the basis of weighted average of issued and fully paid ordinary shares at the end of the year.

**Diluted EPS**

Diluted EPS is calculated by dividing the profit or loss after taxation by the weighted average number of ordinary shares outstanding during the year plus the weighted average number of ordinary shares that would be issued on conversion of all the dilutive potential ordinary shares (after adjusting for outstanding share options arising from the share-based payment scheme) into ordinary shares.

**Dividend**

Dividends on ordinary shares are recognised as a liability in the period in which they are approved.

**4.16 Post-employment benefits**

**4.16.1 Defined contribution scheme**

The Company contributes to a defined contribution scheme for its employees in compliance with the provisions of the Pension Reform Act 2014. The scheme is fully funded and is managed by licensed Pension Fund Administrators. Membership of the scheme is automatic upon commencement of duties at the Company. The Company's contributions to the defined contribution scheme are charged to the profit and loss account in the year to which they relate.

Employee benefits are all forms of consideration given by an entity in exchange for service rendered by employees or for the termination of employment. The Company operates a defined contribution plan and it is accounted for based on IAS 19 Employee benefits.

Defined contribution plans are post-employment benefit plans under which an entity pays fixed contributions into a separate entity (a fund) and will have no legal or constructive obligation to pay further contributions if the fund does not hold sufficient assets to pay all employee benefits relating to employee service in the current and prior periods. Under defined contribution plans the entity's legal or constructive obligation is limited to the amount that it agrees to contribute to the fund.

Thus, the amount of the post-employment benefits received by the employee is determined by the amount of contributions paid by an entity (and perhaps also the employee) to a post-employment benefit plan or to an insurance company, together with investment returns arising from the contributions. In consequence, actuarial risk (that benefits will be less than expected) and investment risk (that assets invested will be insufficient to meet expected benefits) fall, in substance, on the employee.



**4 Summary of significant accounting policies - continued**

**4.16.2 Defined benefit scheme**

The Company operates a defined benefit gratuity plan, which requires contributions to be made to a separately administered fund. The Company also provides certain additional post-employment benefits to employees. These benefits are unfunded.

The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method and calculated annually by independent actuaries. The liability or asset recognised in the statement of financial position in respect of the defined benefit plan is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets (if any). The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using government bonds.

Remeasurements gains and losses, arising from changes in financial and demographic assumptions and experience adjustments, are recognised immediately in the statement of financial position with a corresponding debit or credit to retained earnings through other comprehensive income in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognised in profit or loss on the earlier of:

- ▶The date of the plan amendment or curtailment; and
- ▶The date that the Company recognises related restructuring costs.

Net interest is calculated by applying the discount rate to the net defined benefit obligation and the fair value of the plan assets.

The Company recognises the following changes in the net defined benefit obligation under employee benefit expenses in general and administrative expenses.

- ▶Service costs comprise current service costs, past-service costs, gains and losses on curtailments and non-routine settlements.
- ▶Net interest cost.

**4 Summary of significant accounting policies - continued**

**4.17 Bearer plants**

Bearer plants comprise of palm and rubber plantation. These assets are initially recognised at their historic cost. The historic costs comprises the amount incurred from the stage of pre-cropping, land clearing, agricultural labour, the cost of material and the other expenditure incurred to bring the bearer plants to the point of maturity.

Each group of bearer plants is grouped into the year in which the cultivation of the plant commences. The group of assets are segregated according to the year and the product type. The bearer plants are first recognised as immature until classified as mature.

Bearer plants are recognised as mature when the following events occur:

Palm oil plantation are treated as mature when 60% of palm per block are bearing fruits with an average weight of 3kg or more.

Rubber plantation are treated as mature when 40% of the trees can be tapped during the year.

Bearer plants are stated at cost less accumulated depreciation and accumulated impairment losses. Cost include expenditure that are directly attributed to the planting and nurturing of the bearer plant prior to the asset being tapped and harvested. the amount incurred are recorded as immature plantation. All other costs incurred for maintenance after recognition as matured plantation are charged to the income statement during the financial period in which they are incurred.

**4.18 Biological Assets**

Biological assets are measured at fair values less estimated costs to sell. Palm oil trees are bearer plants and are therefore presented and accounted for as bearer plants. However, the fresh fruit bunches (FFB) growing on the trees are accounted for as biological assets until the point of harvest. Harvested FFB are transferred to inventory at fair value less costs to sell when harvested. Any gains or losses arising on subsequent changes in fair values less estimated cost to sell are recognised in profit or loss in the year in which they arise.

Rubber(latex) at the point of harvest is accounted for under IAS 41 and measured at fair value less cost to sell.

All costs of upkeep and maintenance of biological assets are recognised in profit or loss under cost of production in the period in which they are incurred.

IAS 41 applies to agricultural produce (i.e. harvested produce) at the point of harvest only, not prior or subsequent to harvest.

**4 Summary of significant accounting policies - continued**

**4.19 Correction of error**

Errors can arise in respect of the recognition, measurement, presentation or disclosure of elements of financial statements. In the case where the Company identifies a material error during the year relating to prior periods, the error is corrected retrospectively by restating the amounts for the prior period(s) presented in which the error occurred.

**i Government grants**

The Company obtained loans from Bank of Industry and Central Bank of Nigeria at below market interest rate in 2018 and 2019 respectively

**a) Bank of Industry**

The loan was obtained in May 2018 for the purpose of financing the procurement of items of plant and machinery towards the expansion of the company's processing plant. The loan amount obtained is N1.947billion for a tenor of 6 years inclusive of 1 year moratorium on principal repayment beginning from the date of first disbursement. The lender in this case (Okomu Plc) is expected to pay an equal and consecutive monthly instalment of N32.4million for the tenor period until the date of loan elapse. It is established in the loan agreement that the interest rate should be 10% per annum payable monthly in arrears commencing from date of first disbursement.

**b) Zenith Bank Plc Differentiated Cash Reserve Requirement Facility (DCRR) Loan**

The loan was obtained in August 2019 from the Central Bank of Nigeria (CBN) under the scheme of Zenith Bank (Differentiated Cash Reserve Requirement) at a below-market rate of interest for the purpose of financing the development of an oil palm plantation. The loan amount obtained is N10 billion for a tenor of 120 months. The lender of the loan gave a 36-month moratorium period on the principal only while the interest rate is at 8% per annum. The interest rate is subject to review in line with CBN Differentiated cash reserve requirements

"IAS 20 requires government loans that have a below-market rate of interest to be recognised and measured in accordance with IFRS 9. The difference between the initial carrying value of the loan (its fair value) and the proceeds received is treated as a government grant. Subsequently, interest will be imputed to the loan using the effective interest method, taking account of any transaction costs. IAS 20 requires that the grant is recognised in profit or loss on a systematic basis that matches it with the related cost it is intended to compensate".

In the prior year the loan was incorrectly recognised at its transaction price.

The error has been corrected by restating each of the affected financial statement line items 4.19(vi) at the beginning of prior periods, as follows:

	<b>31-Dec-20</b>	<b>1-Jan-20</b>
	<b>₦'000</b>	<b>₦'000</b>
<b>a Statement of Financial Position</b>		
Decrease in interest bearing loans	4,105,474	1,609,436
Increase in government grant	(4,205,059)	(1,521,831)
Increase in retained earnings	(59,572)	(59,572)
Decrease/(increase) in income tax payable	31,867	(28,034)
<b>b Statement of Profit or Loss</b>		
Increase in other Income	(586,165)	
Increase in finance cost	773,356	
Decrease in income tax expense	(59,901)	

**4 Summary of significant accounting policies - continued**

**4.19 Correction of error-continued**

**ii) Leases**

The Company obtained motor vehicle lease from Mandillas Motors for a lease tenure of 4 years at the commencement date of 1 January 2020. This was not recognized as Right-of -Use assets including the associated lease liability. Therefore, in the prior year the lease rental was expensed

IFRS 16 stipulates that "at the commencement date, a lessee shall recognise a right-of-use asset and a lease liability".

The error has been corrected by restating each of the affected financial statement line items 4.19(vi) at the beginning of prior periods, as follows:

	31-Dec-20	1-Jan-20
	₦'000	₦'000
<b>a Impact in Statement of Financial Position</b>		
Increase in right-of-use assets	190,244	253,659
Increase in lease liability	(204,314)	(253,659)
Decrease in Income tax payable	4,502	
<b>b Impact on Statement of Profit or Loss</b>		
Increase in interest lease expense	43,122	
Increase in depreciation and amortization	63,415	
Decrease in Lease rental	(92,467)	
Increase in income tax expense	(4,502)	

**iii Post employment benefit**

Subsequent to issuing the 31 December 2020 financial report, management revised the defined benefit obligation balance. This was due to some errors in the parameters and assumptions used in the computation.

Therefore, the balance as per issued financial report was understated including the service cost and remeasurement gain/loss.

The error has been corrected by restating each of the affected financial statement line items 4.19(vi) at the beginning of prior periods, as follows:

	31-Dec-20
	₦'000
<b>a Impact in Statement of Financial Position</b>	
Increase in post-employment benefit	(875,314)
Decrease in deferred tax payable	262,799
Increase in income tax	(218)
<b>b Impact on Statement of Profit or Loss and Other Comprehensive income</b>	
Decrease in employment benefit expense	(682)
Increase in Income tax expense	218
Increase in remeasurement gain/(loss) on defined benefit plan	875,996
Increase in deferred tax impact	(262,799)

**THE OKOMU OIL PALM COMPANY PLC**  
**Notes to the financial statements - continued**

**4 Summary of significant accounting policies - continued**

**4.19 Correction of error-continued**

**iv Deferred tax Liability**

The Company failed to recognize deferred tax liabilities for year ended 1 January 2020 and 31 December 2020. This contravenes the requirement of IAS 12.15 which stipulates “that a deferred tax liability shall be recognised for all taxable temporary differences to the extent that the tax liability arises”

The error has been corrected by restating each of the affected financial statement line items 4.19(vi) at the beginning of prior periods, as follows:

	31-Dec-20 ₦'000	1-Jan-20 ₦'000
<b>a Impact in Statement of Financial Position</b>		
Increase in deferred tax Liability	(5,568,288)	(832,670)
Decrease in retained	832,670	832,670
<b>b Impact on Statement of Profit or Loss</b>		
Increase in Income tax expense	4,735,618	0

**v Biological Assets**

The Company did not recognize Biological assets relating to produce growing on the bearer plants.

IAS 41.5C states that “produce growing on bearer plant is a biological asset”. Further, and in line with IAS 41.12, “A biological asset shall be measured on initial recognition and at the end of each reporting period at its fair value less costs to sell”

In the prior year the biological assets were not recognised in the books.

The error has been corrected by restating each of the affected financial statement line items 4.19(vi) at the beginning of prior periods, as follows:

	31-Dec-20 ₦'000	1-Jan-20 ₦'000
<b>a Impact in Statement of Financial Position</b>		
Increase in Biological assets	162,051	112,109
Increase in retained earnings	(76,234)	(76,234)
Increase in tax payable	(51,856)	(35,875)
<b>b Impact on Statement of Profit or Loss</b>		
Increase in fair value change of biological assets	(49,942)	-
Increase in Income tax	15,982	

**vi Overall impact on the financial Statement**

Below is the overall impact of correction of errors (i-v) above on the financial statements

	31-Dec-20			1-Jan-20		
	Reported ₦'000	Correction of error ₦'000	Restated ₦'000	Reported ₦'000	Correction of error ₦'000	Restated ₦'000
<b>a Statement of Financial Position</b>						
Biological assets	-	162,051	162,051	-	112,109	112,109
Right-of-use assets	-	190,244	190,244	0	253,659	253,659
Interest bearing loans	(11,370,607)	4,105,474	(7,265,133)	(8,973,871)	1,609,436	(7,364,435)
Government grant	-	(4,205,059)	(4,205,059)	-	(1,521,831)	(1,521,831)
Lease liability	-	(204,314)	(204,314)	-	(253,659)	(253,659)
Post employment benefit	(1,425,107)	(875,314)	(2,300,421)	-	-	-
Retained earnings	(32,631,725)	5,534,915	(27,096,810)	(26,759,026)	696,864	(26,062,162)
Deferred tax liability	(1,566,659)	(5,305,489)	(6,872,148)	(1,684,600)	(832,670)	(2,517,270)
Income tax payable	(979,913)	(15,705)	(995,618)	(1,147,570)	(63,909)	(1,211,479)

**THE OKOMU OIL PALM COMPANY PLC**  
**Notes to the financial statements - continued**

4 Summary of significant accounting policies - continued

4.19 Correction of error-continued

b Statement of Profit or Loss and other comprehensive

Other Income	(278,185)	(586,165)	(864,350)
Finance cost*	52,064	816,478	868,542
Employee benefit expense	1,105,391	(682)	1,104,709
Depreciation and Amortisation	2,302,951	63,415	2,366,366
Lease Rental	92,467	(92,467)	-
Fair value of change in biological asset	-	(49,942)	(49,942)
Income tax expense	1,065,031	4,687,414	5,752,445
Increase in remeasurement gain/(loss) on defined benefit plan	393,135	875,996	1,269,131
Deferred tax impact	(117,940)	(262,799)	(380,739)

\*Finance cost include impact of government grant and lease error correction

c Earnings per share (EPS)

Total Comprehensive income	7,780,519	4,838,050	2,942,469
Earning Per Share	8.16	5.07	3.08

**31-Dec-20**

Reported	Correction of error	Restated
₦'000	₦'000	₦'000

d Statement of Cash Flow

Non cash Adjustment

Operating activities:

Profit before tax	8,845,550	(150,637)	8,694,913
Depreciation and Amortisation	2,302,951	63,415	2,366,366
Employee benefit expense	171,926	(682)	171,244
Fair value change of biological assets	-	(49,942)	(49,942)
Grant income	-	(586,165)	(586,165)
Finance costs	-	868,542	868,542

Financing activities:

Proceeds from loans and borrowings	2,396,736	1,028,061	3,424,797
Repayment of borrowings (net of accrued interest)	-	(1,080,125)	(1,080,125)
Payment of principal on lease liabilities	-	(49,345)	(49,345)
Payment of lease interest on lease liabilities	-	(43,122)	(43,122)

**5 Risk management objectives and policies**

**5.1 Overview**

Risk management is carried out in line with policies approved by the Board of Directors. The board provides written principles for overall risk management, as well as set the overall risk appetite for the Company. Specific risk management approaches are defined for respective risks such as foreign exchange risk, interest rate risk, credit risk, and investment of excess liquidity. The Company's overall risk management program seeks to minimize potential adverse effects on the Company's financial performance.

Risk management is the responsibility of the Managing Director, which aims to effectively manage the financial risk of Okomu Oil Palm Company Plc, according to the policies approved by the Board of Directors.

**5.2 Financial Risk**

The Company's financial instruments consist of trade and other receivables and trade and other payables, bank overdraft, cash and cash equivalents and loans. The main risks arising from the Company's financial instruments are;

- ▶ Market risk
- ▶ Credit risk
- ▶ Liquidity risk

**5.2.1 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 the company's holdings of financial instruments.

**Foreign Exchange Risk**

The Company is exposed to foreign exchange risks from some of its commercial transactions and recognised assets. The Company buys and imports some of the equipment used for production, the payments for which are made in Euro and US Dollars. The Company makes payments and collects receipts primarily in Nigerian Naira. Periodically however, receipts and payments are made in other currencies, mostly in Euro.

**THE OKOMU OIL PALM COMPANY PLC**  
**Notes to the financial statements - continued**

**5 Risk management objectives and policies - Continued**

**5.2.1 Market risk - Continued**

	EUR	USD	Total
<b>31 December 2021</b>	N'000	N'000	N'000
Cash and cash equivalents	10,479	4393	14,872
Due from related parties	508	353	861
Due to related parties	(640)	(145)	(785)
<b>Net FCY Exposure</b>	<b>10,347</b>	<b>4,601</b>	<b>14,948</b>
Sensitivity at 200bps Naira appreciation	968,479	380,043	1,348,522
Sensitivity at 200bps Naira depreciation	(968,479)	(380,043)	(1,348,522)
<b>31 December 2020</b>			<b>Total</b>
Cash and Company balances	3613	1,567	5,180
Due from related parties	806	421	1,227
Due to related parties	(152)	(78)	(230)
<b>Net FCY Exposure</b>	<b>4,267</b>	<b>1,910</b>	<b>6,177</b>
Sensitivity at 200bps Naira appreciation	399,391	156,620	556,011
Sensitivity at 200bps Naira depreciation	(399,391)	(156,620)	(556,011)

**5.2.2 Credit risk**

Credit risk is the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company is exposed to credit risk from cash and cash equivalents as well as credit exposures to customers, including outstanding receivables and committed transactions. Payment for sales of palm produce are made in advance

The Company uses policies to ensure that sales of products are to customers with appropriate credit history. The granting of credit is controlled by credit limits and the application of certain terms of sale. The continuous credit worthiness of the existing customers is monitored periodically based on history of performance of the obligations and settlement of their debt. Appropriate provision for impairment losses is made for specific credit risks. At the year end, Okomu Oil Palm Company Plc considered that there were no material credit risks that had not been covered by doubtful debt provisions.

Credit risk arises from bank balances and trade and other receivables from other entities. Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss.

No credit limits were exceeded during the reporting period and management does not expect any losses from non-performance by these counterparties. None of the counterparties renegotiated their terms in the reporting period.



**THE OKOMU OIL PALM COMPANY PLC**  
**Notes to the financial statements - continued**

**5.2.3 Liquidity Risk**

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. Liquidity risk is managed by maintaining sufficient cash reserves to operational needs at all times to enable the Company not to breach borrowing limits on any of its borrowings facilities. The Company manages liquidity risk by effective working capital and cash flow management.

**Analysis of financial liabilities by remaining contractual maturities**

The analysis shows the undiscounted cash flows on the Company's financial assets and liabilities and on the basis of their earliest possible contractual maturity.

The table below summarises the maturity profile of the cash flows of the Company's financial assets and liabilities.

31 December 2021							
<i>In thousands of Naira</i>	Carrying amount	Note	On Demand	Less than 1 year	1 -2 years	Over 2 years	Undiscounted amount
<b>Financial liabilities:</b>							
Interest-bearing loans and borrowings	8,894,731	31	-	935,197	1,812,843	6,146,691	12,073,672
Trade payables	1,214,700	33	-	1,214,692	-	-	1,214,700
	<b>10,109,431</b>		<b>-</b>	<b>2,149,889</b>	<b>1,812,843</b>	<b>6,146,691</b>	<b>13,288,372</b>

31 December 2020							
<i>In thousands of Naira</i>	Carrying amount	Note	On Demand	Less than 1 year	1 -2 years	Over 2 years	Total
<b>Financial liabilities:</b>							
Interest-bearing loans	7,265,133	31	-	835,856	1,763,670	4,665,607	9,304,695
Trade payables	1,152,874	33	-	1,152,874	-	-	2,305,781
	<b>8,418,007</b>		<b>-</b>	<b>1,988,730</b>	<b>1,763,670</b>	<b>4,665,607</b>	<b>11,610,476</b>

From the above table, the Company's expected cash flows on the financial assets do not vary significantly from the contractual cash flows.

As part of the management of its liquidity risk, the Company holds liquid assets comprising of cash and cash equivalents and financial assets to meet its liquidity requirements.

**6 Capital management**

The Company's objectives when managing capital are as follows:

- ▶ To safeguard the Company's ability to continue as a going concern in order to maximize returns for shareholders and benefits for other stakeholders as well as maintaining the optimal capital structure to reduce the cost of capital.
- ▶ To establish the efficiency of capital utilization.

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, capital returned to shareholders, new shares issued, or debt raised.

Consistent with others in the industry, the Company monitors capital on a monthly basis using the gearing ratio. This ratio is calculated as net debt divided by total capital. Net debt is calculated as total interest bearing loans and borrowings (including 'current and non-current borrowings' as shown in the statement of financial position) less cash and cash equivalents. Total capital is calculated as the sum of all equity components on the statement of financial position.

The gearing ratios at the end of the year are as follows:

	2021 ₦'000	2020 ₦'000
<b>Interest bearing loans and borrowings</b>	8,894,731	7,265,133
Less: cash and cash equivalents	<u>(9,955,188)</u>	<u>(4,569,367)</u>
	<u><b>(1,060,457)</b></u>	<u><b>2,695,767</b></u>
 <b>Total equity</b>	 <u><b>34,051,956</b></u>	 <u><b>28,629,671</b></u>
 <b>Gearing ratio</b>	 <u><b>-3%</b></u>	 <u><b>9%</b></u>

**7 Fair value of financial assets and liabilities**

**7.1 Financial instruments not measured at fair value**

The fair value of cash and bank balances, trade and other receivables (excluding loan to staff), accruals and creditors and other liabilities approximate their carrying value due to their short term nature.

**7.2 Financial instruments measured at amortised cost**

The interest bearing loans and borrowings were recorded at amortised cost using the effective interest rate method. The terms are below-market as they are received from government as part of its grant initiatives.

The fair values below was determined using market-related rates

	Level 1	Level 2	Level 3	In thousands of Naira	
				Total fair value	Carrying amount
31 December 2021	-	9,987,324	-	9,987,324	8,894,731
31 December 2020	-	8,686,530	-	8,686,530	7,265,133
	-		-		

**7.3 Fair value measurement**

The following table presents the Company's biological assets that are measured at fair value at 31 December 2021 and 31 December 2020.

	Level 1	Level 2	Level 3	In thousands of Naira	
				Total fair value	Carrying Amount
<b>Produce growing on trees:</b>					
At 31 December 2021	-	-	289,523	289,523	289,523
At 31 December 2020	-	-	162,051	162,051	162,051

	Level 1	Level 2	Level 3	In thousands of Naira	
				Total fair value	Carrying Amount
<b>Harvested Produce:</b>					
At 31 December 2021		234,177		234,177	234,177
At 31 December 2020		390,501		390,501	390,501

The Company's biological assets are measured at fair value less cost to sell and are classified under level 2 (valuation based on observable market data) and level 3 (valuation based on unobservable data) of the fair value hierarchy. There are no items in level 1 (valuation based on quoted prices) and there were no transfers between levels.

7.4 Valuation technique:  
i Produce growing on bearer plant

**Analysis of production**

*Oil Palm*

The Company harvested 46,210 tonnes (2020: 45,577 tonnes) of fresh fruit bunches (FFB) and sold 45,759 metric tonnes of palm oil (2020 - 44,529 metric tonnes) during the year.

**Rubber**

The Company harvested 8,229 tonnes (2020: 8,374 tonnes) of latex and sold 9,079 metric tonnes of rubber cake (2020 - 8,298 metric tonnes) during the year.

**Valuation of inputs and relationships to fair value**

The fair value of produce growing on trees has been determined based on valuations by the directors using the cost approach

The following table summarizes the quantitative information about the key unobservable inputs used in the fair value measurement of the palm fruit bunches and latex growing on the trees

Unobservable inputs					
		2021		2020	
<b>Palm Fruit bunches:</b>					
	Production allocation for growing produce on bearing(tons) plants				The higher the palm oil yield the higher the fair value
Yield- tonnes		1,139		1,124	
Selling Price	Cost+margin (N/ton)	241,693		140,830	
<b>Untapped Latex:</b>					
	Production allocation for growing produce on bearing(tons) plants				The higher the yield in latex the higher the fair value
Yield- tonnes		175		161	
Selling Price	Cost+margin (N/ton)	78,204		23,548	

The main level 3 inputs used by the company are derived and evaluated as follows:

- \* Palm plantation covers a total of 18,879 hectares.
- \* Rubber plantation covers a total of 10,569 hectares.
- \* Palm oil yield is determined based on the age of the plantation, historical yields, climate-induced variations such as severe weather events, plant losses and new areas coming into production.
- \* Crude palm oil prices and palm kernel oil prices are cost plus margin
- \* Rubber cake prices are cost plus margin

ii Harvested produce (rubber)

Management makes reference to the market price which is adjusted for cost to sell. e.g. transport cost

The inputs includes market price per ton and transport cost per ton

**THE OKOMU OIL PALM COMPANY PLC**  
**Notes to the financial statements - continued**

**8 Segment profit/ (loss) disclosure**

For management purposes, the Company is organised into business units based on its products and services and has three reportable segments, as follows:

- The palm plantation segment, which produces fresh fruit bunches , crude palm oil, crude palm kernel.
- The rubber plantation segment, which produces latex and rubber cake.
- The palm processing segment, which renders palm processing from the company's mill processing equipment. Thus, no operating segments have been aggregated to form the above reportable operating segments. Major customers includes Sogescol, Agri Palm.

The Executive Management Committee is the Chief Operating Decision Maker (CODM) and monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the financial statements.

Also, the Company's financing (including finance costs, finance income and other income) and income taxes are managed on an entity basis and are not allocated to operating segments.

Transfer prices between operating segments are on an arm's-length basis in a manner similar to transactions with third parties.

<b>8.1 Segment revenue</b>		<b>2021</b>	<b>2020</b>
		<b>₦'000</b>	<b>₦'000</b>
Palm oil produce	9	31,766,836	20,429,411
Rubber sales	9	5,563,541	2,908,301
Palm oil processing	9	64,130	72,968
		<u>37,394,507</u>	<u>23,410,680</u>
<b>8.2 Segment profit</b>		<b>2021</b>	<b>2020</b>
		<b>₦'000</b>	<b>₦'000</b>
Palm oil produce	8.2.1	10,051,027	6,657,687
Rubber sales	8.2.2	1,320,970	1,098,855
Palm oil processing	8.2.3	39,501	23,977
		<u>11,411,497</u>	<u>7,780,519</u>
<b>8.2.1 Palm oil produce</b>			
Profit before tax		13,986,615	7,718,928
Income tax expense		(3,935,588)	(1,061,241)
Profit for the period		<u>10,051,027</u>	<u>6,657,687</u>
<b>8.2.2 Rubber sales</b>			
Profit before tax		1,942,603	1,106,718
Income tax expense		(621,633)	(7,863)
Profit for the period		<u>1,320,970</u>	<u>1,098,855</u>
<b>8.2.3 Palm oil processing</b>			
Profit before tax		58,089	27,767
Income tax expense		(18,588)	(3,790)
Profit for the period		<u>39,501</u>	<u>23,977</u>

**THE OKOMU OIL PALM COMPANY PLC**  
**Notes to the financial statements - continued**

**9 Revenue from contracts with customers**

The Company's revenue is disaggregated below and includes a total fees in scope of IFRS 15, Revenues from contracts with customers:

	2021 ₦'000	2020 ₦'000
Palm oil produce	31,766,836	20,429,411
Rubber sales	5,563,541	2,908,301
Palm oil processing	64,130	72,968
Total revenue from contracts with customers	<u>37,394,507</u>	<u>23,410,680</u>

**Disaggregation of revenue:**

Timing of revenue recognition

Goods transferred at a point in time	37,394,507	23,410,680
Services transferred over time	-	-
Total revenue from contracts with customers	<u>37,394,507</u>	<u>23,410,680</u>

**10 Other income**

Foreign exchange gains		331,275	-
Other income	10.1	490,858	58,432
Insurance claim	10.2	48,613	99,204
Sales of other product	10.3	220,545	120,549
COVID 19 relief fund	10.4	52,528	-
Grant income	10.5	646,848	586,165
		<u>1,790,667</u>	<u>864,350</u>

10.1 Other income relates to sale of scrap and other products and provision for rentals on land use charge no longer required.

10.2 Insurance claims represent compensation received from the insurance company in respect of damages caused as a result of breakdown of Siemen Gas Turbine which occurred.

10.3 Sale of other products represent income generated from the sale of obsolete items from inventory.

10.4 Amount represents funds received from Bank of Industry as COVID-19 relief.

10.5 Grant income represents amortisation of government grant over the tenor of the government assisted loans. (Note 35).

**11**

**Changes in inventories**

	2021 ₦'000	2020 ₦'000	
Change in inventories	11.1	315,606	631,645

11.1 This represents net movement in inventory of finished good.

**12 Raw materials and consumables used**

	2021 ₦'000	2020 ₦'000	
Purchase of rubber lumps	195,438	190,828	
Consumables	12.1	4,643,673	2,690,416
Upkeep of mature plantation	631,907	646,732	
Harvesting and collection	1,490,570	614,355	
	<u>6,961,588</u>	<u>4,142,330</u>	

12.1 \*Consumables relates to materials used e.g. fertilizers, drugs, chemicals etc

**THE OKOMU OIL PALM COMPANY PLC**  
**Notes to the financial statements - continued**

**13 Employee benefits expense**

Pension	29,321	27,656
Training	38,558	31,495
Other allowances	229,830	192,397
Staff salaries (excluding director's remuneration)	561,271	509,017
Production bonus	128,891	133,453
Service Cost	102,784	41,475
Interest Cost	153,617	129,769
Staff Welfare	49,728	39,447
	<u>1,294,000</u>	<u>1,104,709</u>

13.1 Other allowance relates to allowance to seconded personnel

13.2 Number of employees of the Company as at 31 December, whose duties were wholly or mainly discharged in Nigeria, received annual remuneration excluding pension contributions and certain benefits) are as follows:

Amount (₦)	2021 Number	2020 Number
2,200,002 - 4,200,000	-	-
4,200,001 - 6,200,000	-	-
6,200,001 above	426	455

13.3 The average number of full time personnel employed by the company during the year are as follows:

	2021 Number	2020 Number
Manager	10	9
Senior	75	72
Junior	341	374
	<u>426</u>	<u>455</u>

13.4 Director remuneration

	2021 ₦'000	2020 ₦'000
--	---------------	---------------

13.5 Directors' remuneration paid during the year comprises:

Director fees	94,710	71,742
Other emolument	15,261	16,200
	<u>109,971</u>	<u>87,942</u>

13.6 The directors' remuneration shown above includes:

Highest paid director		
Chairman remuneration	13,826	12,400

**13 Employee benefits expense**

13.7 The number of directors (excluding the Chairman and highest paid director) who received emoluments excluding pension contributions and certain benefits were within the following range:

**THE OKOMU OIL PALM COMPANY PLC**  
**Notes to the financial statements - continued**

	2021	2020
	Number	Number
₦150,000 - ₦700,000	0	0
₦3,000,001 - ₦10,000,000	8	8
	<u>8</u>	<u>8</u>

14 Depreciation and amortisation expense	2021	2020
	₦'000	₦'000
Depreciation of property, plant and equipment	1,749,046	1,435,653
Depreciation of bearer plants	1,056,444	867,298
Depreciation of right-of-use assets	63,415	63,415
Depreciation and amortisation	<u>2,868,905</u>	<u>2,366,366</u>

Depreciation and amortisation include depreciation of Property, plant and equipment, depreciation of Bearer's plant and depreciation of right-of-use assets (Note 20, Note 21 and Note 25)

15 Other expenses		2021	2020
		₦'000	₦'000
Rent and rates		441,114	552,439
Repairs and maintenance		901,730	518,792
Power and electricity		196,869	235,083
Medical		101,485	66,629
Printing and office supply		52,226	31,110
Security and safety expenses		653,761	527,245
Subscription		7,963	9,063
Corporate social responsibilities		283,860	255,352
Insurance third party		91,693	76,042
Local travel and accommodation		115,447	67,152
Overseas travel		111,219	66,467
Courier services		6,826	2,486
Internet and communication expenses		34,385	32,285
Professional fees	15.1	243,565	147,856
Management fees	15.2	1,765,403	1,191,747
Registration fee		9,553	6,723
Bank charges		34,724	27,810
Directors remuneration	13.5	109,971	87,942
Auditor's remuneration		28,000	30,000
Other expenses	15.3	36,010	26,534
Transport	15.4	1,116,282	1,276,365
Foreign exchange loss	15.5	113,858	-
Other external charges	15.6	5,310,366	2,551,762
		<u>11,766,310</u>	<u>7,786,884</u>

15.1 The company also paid the auditors professional fees for non-audit services N20million (2020 Nil). These services in Okomu Oil Palm Company Plc opinion, did not impair the independence and objectivity of the external auditor. Non-audit services provided during the period relates to transfer pricing.

Other professional firms that provided services (professional services - tax and corporate governance services) to the company include Grant Thornton . FRC Number: FRC/2013/ICAN/00000004923

15.2 \*Management fees represent fees paid to SOCFINCO for the provision of technical known-how. refer to (Note 37.4 for details)

15.3 \*This represent fees incurred as road taxes, commercial fair activities and other expense

15.4 \*This represents amount paid to contractors for outsourced transport services

15.5 \*This represent exchange loss arising from trading activities

15.6 \*This represents amount paid to contractors for contract staff



**THE OKOMU OIL PALM COMPANY PLC**  
**Notes to the financial statements - continued**

<b>16</b>	<b>Finance costs</b>		<b>2021</b>	<b>2020</b>
			<b>₦'000</b>	<b>₦'000</b>
	Lease interest expense	25.1	34,733	43,122
	Interest on long term loans	32.1	636,853	825,420
			<u>671,586</u>	<u>868,542</u>
<b>17</b>	<b>Finance income</b>			
	Revenue on fixed deposits		48,822	0
	Finance income on placement of funds		93	7,127
			<u>48,915</u>	<u>7,127</u>
	Finance income represents interest income on deposits with banks			
<b>17.1</b>	<b>Profit before tax</b>		<b>2021</b>	<b>2020</b>
	This is stated after charging:		<b>₦'000</b>	<b>₦'000</b>
	Auditors' remuneration		28,000	30,000
	Directors remuneration		109,971	87,942
	Depreciation of property, plant and equipment		2,868,905	2,366,366
	Exchange loss		113,858	-
	Staff salaries (excluding director's remuneration)		561,271	509,017
	Exchange gain		331,275	-
			=====	=====
<b>18</b>	<b>Income tax</b>			
	The components of income tax expense/(credit) for the year ended 31 December 2021 and 2020 are, as follows:			
<b>18.1</b>	<b>Current income tax expense</b>		<b>2021</b>	<b>2020</b>
			<b>₦'000</b>	<b>₦'000</b>
	Company income tax		1,348,387	998,467
	Education tax		488,383	66,564
	Adjustments in respect of correction of errors of previous year		-	(48,204)
	Total current tax		<u>1,836,770</u>	<u>1,016,827</u>
	<b>Deferred tax:</b>			
	Deferred tax expense in profit or loss		2,739,040	4,735,618
	<b>Income tax for the year</b>		<u>4,575,810</u>	<u>5,752,445</u>
	<b>Deferred tax recognised in other comprehensive income</b>			
	Net loss/(gain) on defined benefit plan		240,295	(380,739)
	Deferred tax credit to OCI		240,295	(380,739)
<b>18.2</b>	<b>Reconciliation of effective tax rate</b>		<b>2021</b>	<b>2020</b>
			<b>₦'000</b>	<b>₦'000</b>
	Profit before income tax expense	<b>Rate</b>	<u>16,114,778</u>	<u>8,694,913</u>
	Income tax based on corporate tax rate	30%	4,834,433	2,608,474
	Tax effects of:			
	Disallowed income		(1,068,241)	(1,890,133)
	Allowed expense		321,235	230,923
	Education tax	2%	488,383	66,564
	<b>Total income tax expense</b>	<b>32%</b>	<u>4,575,810</u>	<u>5,752,445</u>

**THE OKOMU OIL PALM COMPANY PLC**  
**Notes to the financial statements - continued**

<b>18.3 Current tax liability</b>		
Balance as at 1 January	995,618	1,211,479
Charge for the year	1,836,770	1,065,031
Income tax paid	(599,012)	(1,232,688)
Adjustments in respect of current income tax of previous year	-	(48,204)
<b>Balance as at 31 December</b>	<b>2,233,376</b>	<b>995,618</b>

<b>18.4 Reconciliation of deferred tax liability</b>		
Opening balance as at 1 January	6,872,149	2,517,270
Tax (expense)/income during the period recognised in OCI	240,295	(380,739)
Tax (expense)/income during the period recognised in P or L	2,739,040	4,735,618
<b>Balance as at 31 December</b>	<b>9,851,484</b>	<b>6,872,149</b>

**18.5 Deferred tax related to the following:**

31 December 2021	Statement of		OCI
	financial position	Income statement	
	₦'000	₦'000	₦'000
Accelerated Depreciation	4,491,018	2,739,040	
Defined benefit plan	(207,822)		240,295
	<b>4,283,196</b>	<b>2,739,040</b>	<b>240,295</b>

31 December 2020	Statement of		OCI
	financial position	Income statement	
	₦'000	₦'000	₦'000
Accelerated Depreciation	5,936,770	4,735,618	
Defined benefit plan	935,379		(380,739)
	<b>6,872,149</b>	<b>4,735,618</b>	<b>(380,739)</b>

Deferred taxes are calculated on all temporary differences under the liability method using an effective tax rate of 30% (2020: 30%).

<b>19 Earnings per share (EPS)</b>	<b>2021</b>	<b>2020</b>
	<b>₦'000</b>	<b>₦'000</b>
Net profit attributable to ordinary shareholders	11,538,968	2,942,468
Weighted average number of ordinary shares for basic/diluted for basic earnings per share	953,910	953,910
Basic loss per ordinary share (kobo)	12.10	3.08
Diluted earnings per ordinary share (kobo)	12.10	3.08

**THE OKOMU OIL PALM COMPANY PLC**  
**Notes to the financial statements - continued**

20 Property, plant and equipment	Land N'000	Building N'000	Palm Oil Mill N'000	Rubber mill N'000	Machinery and equipment N'000	Furniture and equipment N'000	Vehicle N'000	Work - in - progress N'000	Total N'000
<b>Cost or valuation</b>									
At 1 January 2020	2,051,165	4,462,900	8,074,639	1,319,993	2,661,641	391,027	2,529,065	1,652,651	23,143,081
Additions	-	47,264	526,505	13,963	77,677	19,721	308,888	6,035,343	7,029,361
Transfer*	-	1,511,474	2,320,953	15,174	194,605	14,544	-	(4,056,750)	-
<b>At 31 December 2020</b>	<b>2,051,165</b>	<b>6,021,638</b>	<b>10,922,097</b>	<b>1,349,130</b>	<b>2,933,923</b>	<b>425,292</b>	<b>2,837,953</b>	<b>3,631,244</b>	<b>30,172,442</b>
Additions	-	1,534,601	4,660,317	57,984	307,940	97,747	713,814	5,409,496	12,781,899
Write off	-	(359)	(9,136)	-	(117,580)	(18,710)	(213,460)	-	(359,245)
Transfer	-	-	6,341,569	-	-	-	-	(6,341,569)	-
<b>At 31 December 2021</b>	<b>2,051,166</b>	<b>7,555,880</b>	<b>21,914,847</b>	<b>1,407,114</b>	<b>3,124,283</b>	<b>504,329</b>	<b>3,338,307</b>	<b>2,699,171</b>	<b>42,595,096</b>
<b>Depreciation and impairment</b>									
At 1 January 2020	-	1,357,186	3,263,400	625,811	2,098,922	227,777	1,646,990	-	9,220,086
Depreciation charge for the year	-	245,103	476,104	86,954	252,081	30,595	344,816	-	1,435,653
<b>At 31 December 2020</b>	<b>-</b>	<b>1,602,289</b>	<b>3,739,504</b>	<b>712,765</b>	<b>2,351,003</b>	<b>258,372</b>	<b>1,991,806</b>	<b>-</b>	<b>10,655,739</b>
Depreciation charge for the year	-	320,134	603,512	90,655	224,774	37,951	472,020	-	1,749,046
Write off	-	(359)	(9,136)	-	(117,580)	(18,710)	(213,460)	-	(359,245)
Transfer	-	-	-	-	-	-	-	-	-
<b>At 31 December 2021</b>	<b>-</b>	<b>1,922,064</b>	<b>4,333,880</b>	<b>803,420</b>	<b>2,458,197</b>	<b>277,613</b>	<b>2,250,366</b>	<b>-</b>	<b>12,045,540</b>
<b>Carrying Amount</b>									
<b>At 31 December 2021</b>	<b>2,051,166</b>	<b>5,633,816</b>	<b>17,580,967</b>	<b>603,694</b>	<b>666,086</b>	<b>226,716</b>	<b>1,087,941</b>	<b>2,699,171</b>	<b>30,549,557</b>
At 31 December 2020	2,051,165	4,419,349	7,182,593	636,365	582,920	166,920	846,147	3,631,244	19,516,703

\*There are no restrictions on title to the items of property, plant and equipment. The company has not pledged any items of property, plant and equipment as security for liabilities. There are no contractual commitments for the acquisition Property, plant and equipment during the reporting and comparative year.

21 Bearer's plant

	Oil palm plantation ₦'000	Rubber plantation ₦'000	Work - in - progress ₦'000	Total ₦'000
<b>Cost</b>				
At 1 January 2020	14,857,837	3,426,637	2,614,017	20,898,491
Additions	1,721,434	340,222	-	2,061,656
At 31 December 2020	<b>16,579,271</b>	<b>3,766,859</b>	<b>2,614,017</b>	<b>22,960,147</b>
Additions	-	-	770,343	770,343
Transfer	444,259	949,536	(1,393,795)	-
Write off	-	(173,911)	-	(173,911)
At 31 December 2021	<b>17,023,530</b>	<b>4,542,484</b>	<b>1,990,565</b>	<b>23,556,579</b>
<b>Depreciation</b>				
At 1 January 2020	1,327,176	1,370,260	-	2,697,436
Charge for the year	678,955	188,343	-	867,298
At 31 December 2020	<b>2,006,131</b>	<b>1,558,603</b>	-	<b>3,564,734</b>
Charge for the year	825,599	230,845	-	1,056,444
Write off	-	(173,911)	-	(173,911)
At 31 December 2021	<b>2,831,730</b>	<b>1,615,537</b>	<b>0</b>	<b>4,447,267</b>
<b>Carrying Amount</b>				
At 31 December 2021	<b>14,191,800</b>	<b>2,926,947</b>	<b>1,990,565</b>	<b>19,109,312</b>
At 31 December 2020	<b>14,573,140</b>	<b>2,208,256</b>	<b>2,614,017</b>	<b>19,395,413</b>

Work-in-progress relates to capitalized cost on immature palm and rubber plantations

22 Biological assets

	2021 ₦'000	2020 ₦'000
<b>22.1 Non Current:</b>		
At 1 January	162,051	112,109
Change in fair value on biological assets (P or L)	127,472	49,942
At 31 December	<b>289,523</b>	<b>162,051</b>

This represent produce (Fresh Fruit Bunches and latex) growing on bearer plants and is measured at fair value less cost to sell

22.2 Current:

Raw Rubber (latex)	234,177	390,501
	<b>234,177</b>	<b>390,501</b>

Raw rubber represents harvested latex and has been valued at fair value less cost to sell at the point of harvest. The fair value approximates the cost

23 Inventories	2021 ₦'000	2020 ₦'000
Goods - in - transit (outbound)	545,174	417,541
Finished goods	920,150	504,779
General stores and agricultural consumables	3,166,971	2,287,407
Goods - in - transit (inbound)	85,437	1,211,215
	<u>4,717,732</u>	<u>4,420,942</u>

General stores and agricultural commodities includes spare parts and other consumables.

Inventory represents finished goods, goods in transit, agricultural consumables and spares. The inventory is carried at the lower of cost and net realisable value. There was no write down or reversal of previously recognised inventory for the year ended 31 December 2021.

Finished goods and goods in transit (outbound) represent Crude Palm Oil, Rubber Cake, Crude Palm Kernel etc

24 Trade and other receivables		2021 ₦'000	2020 ₦'000
Trade receivables*	24.1	897	10,422
Advances to suppliers*	24.2	111,849	5,716,856
Other receivables		150,313	345,165
Staff loans and advances		142,226	126,890
Value added tax		-	460
Related parties*	24.3	384,359	518,525
		<u>789,644</u>	<u>6,718,318</u>

**Terms and conditions of the above financial liabilities:**

- 24.1 \*Credit sales are insignificant or minimal as the company predominantly has cash sales therefore ECL is immaterial on trade receivables  
24.2 \*Advances to suppliers represents amount advanced to suppliers of equipment etc  
24.3 \*For terms and conditions with related parties, refer to note 38

**25 Right of use assets-Motor vehicle**

	₦'000 2021	₦'000 2020
As at 1 January	190,244	253,659
Additions	-	-
Depreciation expense	(63,415)	(63,415)
As at 31 December	<u>126,830</u>	<u>190,244</u>

**25.1 Lease liability**

		2021	2020
As at 1 January		204,314	253,659
Additions		-	-
Accretion of interest		34,733	43,122
Payments	26.1.1	(92,467)	(92,467)
As at 31 December		<u>146,580</u>	<u>204,314</u>
Current		67,548	57,734
Non-current		79,032	146,580
		<u>146,580</u>	<u>204,314</u>

The Company has lease contracts for motor vehicles. The lease term is four (4) years.

**25.1.1** The following are the details of lease payments:

Payment of principal on lease liabilities	57,734	49,345
Payment of lease interest on lease liabilities	34,733	43,122
Total amount recognised as lease payments	<u>92,467</u>	<u>92,467</u>

The following are the amounts recognised in profit or loss:

Depreciation expense of right-of-use-assets	63,415	63,415
Interest expense on lease liabilities	34,733	43,122
Total amount recognised in profit or loss	<u>98,148</u>	<u>106,537</u>

**THE OKOMU OIL PALM COMPANY PLC**  
**Notes to the financial statements - continued**

26 Prepayments	2021	2020
	₦'000	₦'000
Prepaid Rent	482	140
<b>27 Cash and cash equivalents</b>		
Cash balances	6,619	9,564
Bank balances	9,948,569	4,559,803
	<b>9,955,188</b>	<b>4,569,367</b>

Cash and cash equivalents in the statement of financial position comprise cash at bank and on hand.

28 Share capital		
<b>Authorised :</b>		
1,200,000,000 ordinary shares of 50 kobo each	600,000	600,000

The members by an ordinary resolution which was passed on the 13th June 2012 increased the company's authorised share capital from 600,000,000 to 1,200,000,000 by the creation of 600,000,000 ordinary shares of N0.50k each. The filing of the notification shares with Corporate Affairs Commission was completed on 4th February 2013.

Issued called up shares capital:		
953,910,000 ordinary shares at N0.5 each	476,955	476,955
	<b>476,955</b>	<b>476,955</b>

29 Share Premium		
Share premium	1,867,095	1,867,095

Companies and Allied Matters Act 2020 requires that where a Company issues shares at premium (i.e. above the par value), the value of the premium should be transferred to share premium.

30 Other reserves	2021	2020
	₦'000	₦'000
As at 1 January	(811,189)	77,203
Actuarial gain/(loss)	560,687	(888,392)
	-	-
<b>At 31 December</b>	<b>(250,502)</b>	<b>(811,189)</b>

Other reserves represents actuarial loss on defined benefit obligation, net of tax through Other Comprehensive Income.

31 Dividend	2021	2020
	₦'000	₦'000
Dividend Declared	6,677,370	1,907,820
Dividend Paid	(6,677,370)	(1,907,820)
	-	-

The Board of Director recommend the payment of dividend of ₦8:00 Per ordinary share (2020: ₦7:00 per 50 kobo ordinary share ) subject to shareholders approval at the Annual General Meeting, subject to deduction of withholding tax.

**THE OKOMU OIL PALM COMPANY PLC**  
**Notes to the financial statements - continued**

32 Interest-bearing loans and borrowings	2021	2020
	₦'000	₦'000
Central Bank of Nigeria (CBN)	1,477,445	-
Bank of Industry	923,615	5,998,574
Central Bank of Nigeria (CBN)	6,493,671	1,266,559
	<b>8,894,731</b>	<b>7,265,133</b>
<b>32.1 Movement in borrowings during the period - Long Term loan</b>	<b>2021</b>	<b>2020</b>
	<b>₦'000</b>	<b>₦'000</b>
Opening balance	7,265,133	7,364,435
Additions	1,918,911	3,424,797
Released as government grant	35	(3,269,394)
Repayment	(389,463)	(1,080,125)
Interest expense	636,853	825,420
	<b>8,894,731</b>	<b>7,265,133</b>
<b>32.2 Current</b>	<b>935,197</b>	<b>835,856</b>
<b>Non-current</b>	<b>7,959,534</b>	<b>6,429,277</b>
	<b>8,894,731</b>	<b>7,265,133</b>

**Central Bank of Nigeria- Zenith Bank**

This loan relates to 2billion naira loan obtained in October 2021 by The Okomu Oil Palm Company Plc from Central Bank of Nigeria (CBN) under the Commercial Agriculture Credit Scheme to finance the purchase, construction and installation of a second 30 ton/hour ultra modern oil mill at Okomu Extension 2 at the rate of 5% per annum payable till February 28 2021, and subsequently 9% per annum with effect from March 1 2021, till maturity. CBN gave 12 month moratorium to The Okomu Oil Palm Company Plc to start repaying the principal one year after the disbursement was made to the lender and it is expected to be paid for over 60 months consecutively, while the interest covers the entire 72 months of the loan tenor. Also, there is a 7 day grace period given for late repayment before penal charge is made by the lender.

**Bank of Industry**

This loan is related to a 1.9billion naira loan obtained in June 2018 by The Okomu Oil Palm Company Plc from Bank of Industry (BOI) to finance the procurement of items of plant and machinery towards the expansion of Okomu oil palm processing plant in Okomu Udo Edo State at the rate of 10% per annum payable monthly in arrears, commencing from date of disbursement. BOI gave 1 year moratorium commencing from the first date of disbursement to The Okomu Oil Palm Company Plc so as to enable them start repaying the principal after one year. The tenor of the loan is 72 months with 60 equal and consecutively, monthly installments of NGN32,455,240.58 commencing immediately after the moratorium period. In addition, 1% of the loan was charged for Appraisal Fee and Commitment Fee while 0.125% was charged as Monitoring Fee respectively.

**Central Bank of Nigeria - Zenith Bank**

This loan related to a 10billion naira loan obtained in August 2019 by The Okomu Oil Palm Company Plc from Central Bank of Nigeria (CBN) under the scheme of CBN Differentiated Cash Reserve Requirement to finance the development of an oil palm plantation at the rate of 8% per annum. CBN gave a 36 month moratorium commencing from the first date of disbursement to The Okomu Oil Palm Company Plc so as to enable them to start repaying the principal after 3 years from the date of the first disbursement. The tenor of the loan is 120 months with 28 equal and consecutive quarterly installments commencing immediately after the moratorium period has ended. It is worthy to note that the loan was disbursed by Zenith Bank Plc on behalf of CBN to the company.

**THE OKOMU OIL PALM COMPANY PLC**  
**Notes to the financial statements - continued**

33 Post-employment benefits obligations	2021	2020
	₦'000	₦'000
Other Post-employment benefit	33.1 4,330	4,081
Defined benefit obligation	33.2 1,678,068	2,296,341
	<u>1,682,398</u>	<u>2,300,422</u>
<b>33.1 At 1 January</b>		
Contributions during the period:		
Company	29,439	27,656
Employees	23,125	22,856
Remittance to Pension Funds Administrator	(48,234)	(46,431)
<b>At 31 December</b>	<u>4,330</u>	<u>4,081</u>

The Company has a defined contribution plan for employees post employment benefits. In accordance with the Pension Reform Act 2014, the Company and its employees make a joint contribution of 18% basic salary, housing and transport allowance to each employee's retirement savings account maintained with their nominated pension fund administrators.

**33.2 Defined benefit obligation**

The Company also operates a defined benefit scheme for employees based on the number of years of service before retirement or death. An employee must have spent over three (3) years in service before he or she is qualified for the gratuity. The table below contains the amount of the monthly gross salary in function of the number of service years.

The Company shall pay gratuity benefits as follows

Completed years of service	Gratuity benefit
3 - 5 years	180%
6 - 8 years	200%
9 - 11 years	220%
12 - 14 years	240%
15 - 17 years	260%
18 - 20 years	280%
21 - 24 years	300%
25 years and above	350%



**THE OKOMU OIL PALM COMPANY PLC**  
**Notes to the financial statements - continued**

**33 Post-employment benefits obligations - continued**

**33.2 Defined benefit obligation - Continued**

	Present value of the obligation ₦'000
1 January 2020	935,379
Service cost	41,475
Interest cost	129,769
<i>Remeasurement recognised in other comprehensive income:</i>	
<b>Remeasurement gain:</b>	
Change in economic assumptions	49,084
Salary increases	1,220,047
Demographic experience	
Remeasurement loss as at 31 December 2020	<u>1,269,131</u>
Benefits paid	<u>(79,413)</u>
<b>31 December 2020</b>	<b><u>2,296,341</u></b>
Service cost	102,784
Interest cost	153,617
<i>Remeasurement recognised in other comprehensive income:</i>	
<b>Remeasurement loss:</b>	
Change in economic assumptions	(183)
Change in financial assumptions	(981,937)
Demographic experience	181,138
Remeasurement gain as at 31 December 2021	<u>(800,982)</u>
Benefits paid	<u>(73,693)</u>
<b>31 December 2021</b>	<b><u>1,678,069</u></b>

The actuarial valuation of the gratuity scheme as at 31 December 2021 and the comparative periods were done by NEXYAN Actuaries & Benefit Consultants . The projected unit credit (PUC) method was used in determining the actuarial valuation arising from the defined benefit pension plan, the Company is exposed to a number of risks, the most significant of which are detailed below:

The principal assumptions used in determining the defined benefit obligations are shown below:

	2021	2020
Discount rate	13%	6%
Salary increase rate	11%	11%

**Mortality**

Pre-retirement:

Sample age	No of deaths per 10,000 lives	
	2021	2020

Sensitivity analysis	31/12/2021	31/12/2020
<b>Sensitivity: Increase of DBO</b>		
Discount rate + 0.5%	(47,869,701)	(84,376,578)
Discount rate - 0.5%	50,100,366	89,118,100
Salary increase + 0.5%	48,120,277	81,880,355
Salary increase - 0.5%	(46,389,665)	(78,455,255)

**THE OKOMU OIL PALM COMPANY PLC**  
**Notes to the financial statements - continued**

34 Trade and other payables		2021	2020
		₦'000	₦'000
Trade payables		1,214,700	1,152,874
Advances from customers		747,951	1,097,984
Other payables	34.1	1,376,382	6,154
Statutory liability	34.2	220,689	72,768
Accruals	34.3	850,560	2,400,016
Related parties	34.4	406,722	161,517
		<u>4,817,004</u>	<u>4,891,312</u>

34.1 \* Other payables are non-interest bearing and have an average term of six months.

34.2 \* Statutory liabilities includes withholding tax, VAT withheld, and others.

34.3 \* Accruals relates to management fees and accruals others.

34.4 \* For terms and conditions with related parties, refer to note 37

35 Government grants		2021	2020
		₦'000	₦'000
<b>At 1 January</b>		4,205,059	1,521,831
Received during the year		536,703	3,269,394
Released to the statement of profit or loss	10	(646,848)	(586,165)
<b>At 31 December</b>		<u>4,094,915</u>	<u>4,205,059</u>
Current		791,718	617,992
Non-current		3,303,197	3,587,067
		<u>4,094,915</u>	<u>4,205,059</u>

Government grants arose as a result of benefits received from below-market interest rate government assisted loans (See note 32) granted to date. The benefit of the below-market rate is measured as the difference between the initial carrying value of the loan determined in accordance with IAS 20.10a and the proceeds received. There is no conditions attached to the grant and it is released to profit or loss over the loan term.

**THE OKOMU OIL PALM COMPANY PLC**  
**Notes to the financial statements - continued**

**36 Contingent liabilities and capital commitments**

There were no known contingent liabilities and capital commitments as at 31 December 2021. (2020: Nil).

**37 Related party transactions**

The following table provides the total amount of transactions that have been entered into with related parties for the year ended 31 December 2021.

Details of transactions between the Company and its related parties are disclosed below.

		2021	2020
		₦ 000	₦ 000
<b>Amounts due from related parties</b>			
Sogescol	37.1	383,870	518,037
AMD Agro Services	37.2	489	489
		<u>384,359</u>	<u>518,526</u>
<b>Amounts due to related parties</b>			
Sodimex	37.3	(74,829)	(145,936)
Socfinco	37.4	(323,049)	-
Induservices	37.5	(8,845)	(11,320)
SOGB	37.6	-	(4,261)
		<u>(406,723)</u>	<u>(161,517)</u>
		-	-
		-	-

**Nature of transaction**

**37.1 SOGESCOL**

The Company exports its rubber to SOGESCOL FR S.A . Sales during the year amounted to N5,563billion (2020: 2,908 billion) and these were carried out on an arm's length basis. The amount due to the company from SOGESCOL FR S.A as at year end was NGN 384million (2020: NGN 518million).

**37.2 AMD AGRO SERVICES**

Provides services to the Company. No transaction occurred during the year. Amounts due at year end was NGN489 thousand (2020: NGN489 thousand).

**37.3 SODIMEX FR S.A**

The Company purchases a large amount of its equipment and spare parts from SODIMEX FR S.A . During the year under review, the company incurred N156million (2020: N223million) in cost to procure capital assets and spare parts and these were carried out on arm's length basis. The amount due to the Company from SODIMEX FR S.A has at the end of the year was N74million (2020: N146million).

**37.4 SOCFINCO FR S.A**

SOCFINCO FR S.A has exclusive right to know how and manages the affairs of the company. In consideration of the provision to the company of this technical know how, management fee and other support charges are paid to SOCFINCO FR S.A. The technical fees are calculated at aggregate rate equal to 3% of the company's net sales and management fees are 3% of profit before tax. The technical know how and management services agreement are made with the approval of the national office for technology acquisition and promotion (NOTAP). The Company incurred N1,436billion (2020: N1,035billion) which did not include withholding tax and value added tax of N329million (2020: N157million) separately paid on management and technical fees during the year. The amount due from the company to SOCFINCO FR S.A at the year end was N323million (2020: Nil)

**THE OKOMU OIL PALM COMPANY PLC**  
**Notes to the financial statements - continued**

---

37.5 INDUSERVICES FR S.A

Provide internet services for the company. The Company incurred N239million (2020: N21million) in cost to procure internet services. The amount due to the Company as at the end of the year was N8.8million (2020: N11.3million).

37.6 SOGB

The Company engages in the purchase of seedlings from its related party. However, during the year, there were no transactions. The amount due to the Company as at year end was Nil (2020: 4,261million).

37.7 Transactions with key management personnel .

- i The Company engaged Peter Eguasa (JP) and Chief David Edebiri (OON), who are Directors of the Company for the construction of staff quarters at a contract sum of N42.38 million and N4.29 million respectively. The transactions were carried out at arms length.
- ii The Company engaged Leonard Ohenhen an Audit Committee member, for the construction of staff quarters for a contract sum of N19.38 million. The transaction was carried out at arms length.

38 COVID-19

There have been no impact of COVID-19 on the Company's business operations. There is no knowledge of COVID -19 affecting customer orders due to the pandemic.

39 Events after reporting date

The Directors are of the opinion that there were no events after the reporting date that could have material effect on the financial statements of the Company that had not been adequately provided for or disclosed in these financial statements.

## Other National Disclosures

**THE OKOMU OIL PALM COMPANY PLC**  
**Value added statement**  
**for the year ended 31 December 2021**

	2021	%	*Restated 2020	%
	N'000		N'000	
Revenue	37,394,507		23,410,680	
Bought in materials and services:				
-Local	(16,384,182)		(10,295,335)	
-Foreign			-	
	<u>21,010,325</u>		<u>13,115,345</u>	
Finance Income	48,915	0%	7,127	0%
Value added	<u><u>21,059,240</u></u>	<u><u>100</u></u>	<u><u>13,122,472</u></u>	<u><u>100</u></u>
<b>Applied as follows:</b>				
<b>To Employees:</b>				
- as salaries, wages and other staff costs	1,294,000	6%	1,104,709	8%
- Directors remuneration	109,971	1%	87,942	1%
<b>To Providers of finance:</b>				
- Finance cost and similar charges	671,586	3%	868,542	5%
<b>To Government as:</b>				
- Income tax expense	1,836,770	9%	1,016,827	8%
- Deferred tax expense	2,739,040	13%	4,735,618	36%
<b>Retained in the business:</b>				
To maintain and replace				
- Depreciation and amortisation	2,868,905	14%	2,366,366	18%
- To augment reserves	11,538,968	55%	2,942,468	22%
Value added	<u><u>21,059,240</u></u>	<u><u>100</u></u>	<u><u>13,122,472</u></u>	<u><u>100</u></u>

**THE OKOMU OIL PALM COMPANY PLC**  
**Five-year financial summary**  
**for the year ended 31 December 2021**

Statement of profit or loss and other comprehensive income

	2021	2020	1-Jan-20	2018	2017
	N'000	*Restated N'000	*Restated N'000	N'000	N'000
Revenue	37,394,507	23,410,680	18,867,271	20,257,669	20,261,918
Profit before taxation	16,114,778	8,694,913	7,523,187	10,337,171	11,140,142
Profit for the year	11,538,968	2,942,468	5,049,637	8,501,849	9,314,322
Total comprehensive income for the year	12,099,655	2,054,076	5,368,348	8,219,903	9,314,322

Statement of financial position

	2021	2020	2019	2018	2017
	N'000	N'000	N'000	N'000	N'000
<b>Employment of funds</b>					
Property, plant and equipment	30,549,557	19,516,703	13,922,995	13,392,195	11,216,535
Bearers Plant	19,109,312	19,395,413	18,201,055	16,017,362	12,898,674
Biological Assets	289,523	162,051	112,109		
Right-of-use asset	126,830	190,244	253,659	-	-
Current asset	15,697,223	16,099,268	11,471,742	9,008,396	7,158,496
Current liability	8,844,843	7,398,513	4,230,517	4,922,729	5,040,860
<b>Net current assets</b>	<b>6,852,380</b>	<b>8,700,755</b>	<b>7,241,225</b>	<b>4,085,667</b>	<b>2,117,636</b>
Non Current liabilities	(22,875,645)	(19,335,496)	(11,247,628)	(4,981,070)	(3,096,864)
<b>Net assets</b>	<b>34,051,956</b>	<b>28,629,671</b>	<b>28,483,415</b>	<b>28,514,154</b>	<b>23,135,981</b>
<b>Funds Employed</b>					
Share capital	476,955	476,955	476,955	476,955	476,955
Share premium	1,867,096	1,867,096	1,867,096	1,867,096	1,867,096
Retained earnings	31,958,408	27,096,809	26,062,161	26,170,103	20,791,930
Revaluation reserve	(250,502)	(811,189)	77,203	-	-
	<b>34,051,956</b>	<b>28,629,671</b>	<b>28,483,415</b>	<b>28,514,154</b>	<b>23,135,981</b>