



**UAC of Nigeria PLC**  
**Unaudited Condensed Consolidated Financial Statements for the 12 month Period**  
**ended 31 December 2022**

**UAC of Nigeria PLC**  
**Unaudited condensed consolidated financial statements**  
**for the 12 month period ended 31 December 2022**

<b>Content</b>	<b>Page</b>
Investor relations statement	1
Unaudited financial statements	
Condensed consolidated statement of profit or loss and other comprehensive income	2
Condensed consolidated statement of financial position	3
Condensed consolidated statement of changes in equity	4
Condensed consolidated statement of cash flows	5
Notes to the condensed consolidated financial statements	6
Shareholding structure/free float status	31

## **UAC of Nigeria PLC**

### **Statement on Investor Relations**

---

UAC of Nigeria PLC has a dedicated investors' portal on its corporate website which can be accessed via this link: <https://www.uacnplc.com>. The Group Finance Director can be reached through electronic mail at: [investorrelations@uacnplc.com](mailto:investorrelations@uacnplc.com); or telephone on: +234 906 269 2908 for any investment related enquiry.

UAC of Nigeria PLC  
Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income  
for the 12 month period ended 31 December 2022

	Notes	3 months to December 2022 N'000	12 months to December 2022 N'000	3 months to December 2021 N'000	12 months to December 2021 N' 000
<b>Continuing operations</b>					
Revenue	3	31,412,396	109,217,231	30,009,103	101,376,839
Cost of sales	6	(28,514,962)	(94,000,717)	(24,827,198)	(83,837,291)
<b>Gross profit</b>		<b>2,897,434</b>	<b>15,216,514</b>	<b>5,181,905</b>	<b>17,539,548</b>
Dividend income	4	925	9,250	246,930	260,093
Other operating income	5	(281,280)	886,645	1,680,497	2,076,149
Write back/(Impairment loss) on financial assets	6	40,416	(17,521)	22,597	(15,950)
Selling and distribution expenses	6	(2,269,914)	(8,466,386)	(1,802,717)	(6,345,986)
Administrative expenses	6	(2,410,832)	(8,893,295)	(2,542,606)	(8,499,938)
<b>Operating (loss)/profit</b>		<b>(2,023,251)</b>	<b>(1,264,793)</b>	<b>2,786,606</b>	<b>5,013,916</b>
Finance income	7	326,028	1,056,793	290,588	1,211,391
Finance cost	7	(796,606)	(3,342,742)	(63,522)	(1,221,498)
<b>Net finance cost/income</b>		<b>(470,578)</b>	<b>(2,285,949)</b>	<b>227,066</b>	<b>(10,107)</b>
Share of profit/(loss) from associates using the equity method	14	143,119	104,894	(283,030)	(895,436)
<b>(Loss)/profit before tax</b>		<b>(2,350,710)</b>	<b>(3,445,848)</b>	<b>2,730,642</b>	<b>4,108,373</b>
Income tax expense	8	(342,711)	(1,230,332)	(706,706)	(1,519,214)
<b>(Loss)/profit after tax for the period from continuing operations</b>		<b>(2,693,421)</b>	<b>(4,676,180)</b>	<b>2,023,936</b>	<b>2,589,159</b>
<b>Discontinued operations</b>					
Loss after tax for the period from discontinued operations	30b	(9)	(25,829)	-	(2,105)
<b>(Loss)/profit for the period/year</b>		<b>(2,693,430)</b>	<b>(4,702,009)</b>	<b>2,023,936</b>	<b>2,587,054</b>
<b>Other comprehensive income:</b>					
<i>Items not to be subsequently recycled to profit or loss</i>					
Net changes in fair value of financial assets	13	(21,375)	(72,375)	17,875	36,000
Share of other comprehensive loss of associates using the equity method	14	(5,717)	(82,893)	(65,743)	(60,026)
<b>Other comprehensive loss for the period/year net of tax</b>		<b>(27,092)</b>	<b>(155,268)</b>	<b>(47,868)</b>	<b>(24,026)</b>
<b>Total comprehensive loss/(income) for the period/year net of tax</b>		<b>(2,720,522)</b>	<b>(4,857,277)</b>	<b>1,976,068</b>	<b>2,563,028</b>
<b>(Loss)/profit attributable to:</b>					
Equity holders of the parent		(2,142,411)	(3,499,193)	1,896,584	1,806,907
Non controlling interests		(551,019)	(1,202,816)	127,352	780,147
<b>(Loss)/profit attributable to:</b>		<b>(2,693,430)</b>	<b>(4,702,009)</b>	<b>2,023,936</b>	<b>2,587,054</b>
<b>Total comprehensive (loss)/income attributable to:</b>					
Equity holders of the parent		(2,169,503)	(3,654,461)	1,848,716	1,782,881
Non controlling interests		(551,019)	(1,202,816)	127,352	780,147
<b>(Loss)/profit attributable to:</b>		<b>(2,720,522)</b>	<b>(4,857,277)</b>	<b>1,976,068</b>	<b>2,563,028</b>
Earnings per share attributable to owners of the parent during the period/year (expressed in Kobo per share):					
<b>Basic earnings per share</b>					
From continuing operations (Kobo)	9	(74)	(120)	66	63
From discontinued operations (Kobo)	9	-	(1)	-	-
<b>From (loss)/profit for the period/year (Kobo)</b>		<b>(74)</b>	<b>(121)</b>	<b>66</b>	<b>63</b>
<b>Diluted earnings per share</b>					
From continuing operations (Kobo)	9	(74)	(120)	66	63
From discontinued operations (Kobo)	9	-	(1)	-	-
<b>From (loss)/profit for the period/year (Kobo)</b>		<b>(74)</b>	<b>(121)</b>	<b>66</b>	<b>63</b>

**UAC of Nigeria PLC**  
**Condensed Consolidated Statement of Financial Position**  
**As at 31 December 2022**

		31 December 2022	31 December 2021
	Notes	N' 000	N' 000
<b>Assets</b>			
<b>Non-current assets</b>			
Property, plant and equipment	10	24,746,992	22,223,664
Intangible assets and goodwill	11	3,664,096	1,519,649
Investment properties	12	2,565,860	3,470,685
Equity instrument at fair value through other comprehensive income	13	514,965	449,975
Investments in associates	14	8,513,447	8,491,446
Debt instrument at amortised cost	15	2,232,103	2,468,868
Right of use assets	17	879,077	717,894
Trade and other receivables	19	2,146,876	2,676,292
Finance lease receivable	19.1	10,372	10,372
<b>Total non-current assets</b>		<b>45,273,788</b>	<b>42,028,845</b>
<b>Current assets</b>			
Right of return assets	16	4,683	3,328
Inventories	18	25,531,934	36,213,523
Trade and other receivables	19	7,136,605	8,722,956
Finance lease receivable	19.1	3,300	3,300
Cash and cash equivalents	20	16,602,507	11,409,946
<b>Total current assets</b>		<b>49,279,029</b>	<b>56,353,053</b>
Non-current assets held for sale	30a	541,850	545,993
Assets of disposal group classified as held for distribution to owners	30b	3,865	3,865
<b>Total assets</b>		<b>95,098,532</b>	<b>98,931,756</b>
<b>Equity and Liabilities</b>			
Ordinary share capital	28	1,463,065	1,440,648
Share premium		14,647,616	14,174,606
Contingency reserve		69,571	69,571
Fair value reserve		60,577	215,845
Equity settled share based payment reserve		342,870	98,931
Other reserve		91,923	91,923
Retained earnings		24,581,408	29,889,951
<b>Equity attributable to equity holders of the Parent</b>		<b>41,257,030</b>	<b>45,981,475</b>
<b>Non controlling interests</b>		<b>3,053,305</b>	<b>4,856,831</b>
<b>Total equity</b>		<b>44,310,335</b>	<b>50,838,306</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
Lease liability	17	195,261	271,009
Borrowings	21	2,686,516	339,723
Deferred tax liabilities	22	4,658,741	4,649,022
Employee benefits	27	72,296	72,296
Provisions	26	49,071	16,643
<b>Total non-current liabilities</b>		<b>7,661,885</b>	<b>5,348,693</b>
<b>Current liabilities</b>			
Current income tax liabilities	8	3,649,992	3,726,695
Refund liabilities	16	4,924	3,690
Lease liability	17	498,553	341,627
Current portion of borrowings	21	15,851,364	19,571,889
Trade and other payables	23	15,795,064	11,347,484
Contract liabilities	24	1,816,627	2,425,294
Dividend payable	25	5,475,511	5,193,036
Government grant	24	6,545	-
Provisions	26	6,548	92,948
<b>Total current liabilities</b>		<b>43,105,128</b>	<b>42,702,663</b>
Liabilities of disposal group classified as held for distribution to owners	30b	21,184	42,094
<b>Total liabilities</b>		<b>50,788,197</b>	<b>48,093,450</b>
<b>Total equity and liabilities</b>		<b>95,098,532</b>	<b>98,931,756</b>

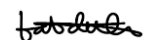
The financial statements and the notes on pages 6 to 30 were approved and authorised before issue by the board of directors on 30 January 2023 and were signed on its behalf by:



Mr. Dan Agbor  
Chairman  
FRC/2013/NBA/00000001748



Mr. Folasope Aiyesimaju  
Group Managing Director  
FRC/2019/ODN/00000019806



Mrs. Funke Ijaiya-Oladipo  
Group Finance Director  
FRC/2021/001/00000022822

UAC of Nigeria PLC  
Condensed Consolidated Statement of Changes in Equity  
for the 12 month period ended 31 December 2022

Attributable to owners of the Company										
Notes	Share Capital	Share Premium	Contingency Reserve	Fair value Reserve	Other Reserve	Equity Settled Share-based Payment Reserve	Retained Earnings	Total	Non controlling Interests	Total
	N'000	N'000	N'000	N'000	N'000	N'000	N'000	N'000	N'000	N'000
<b>Total equity at 1 January 2022</b>	<b>1,440,648</b>	<b>14,174,606</b>	<b>69,571</b>	<b>215,845</b>	<b>91,923</b>	<b>98,931</b>	<b>29,889,951</b>	<b>45,981,475</b>	<b>4,856,831</b>	<b>50,838,306</b>
Loss for the period	-	-	-	-	-	-	(3,499,193)	(3,499,193)	(1,202,816)	(4,702,009)
Other comprehensive loss	-	-	-	(155,268)	-	-	-	(155,268)	-	(155,268)
Net changes in equity settled share-based payment	-	-	-	-	-	243,939	-	243,939	-	243,939
<b>Transaction with Equity holders</b>										
Scrip issue subscription by owners of parent	22,417	473,010	-	-	-	-	-	495,427	-	495,427
Scrip issue subscription by non controlling interest	-	-	-	-	-	-	-	-	16,431	16,431
Payment to non controlling interest by UNICO	-	-	-	-	-	-	-	-	(16,962)	(16,962)
Dividend declared	25	-	-	-	-	-	(1,872,842)	(1,872,842)	(536,687)	(2,409,529)
Changes in NCI due to scrip issue by CAP	25	-	-	-	-	-	63,490	63,490	(63,490)	-
<b>Balance at 31 December 2022</b>	<b>1,463,065</b>	<b>14,647,616</b>	<b>69,571</b>	<b>60,577</b>	<b>91,923</b>	<b>342,870</b>	<b>24,581,408</b>	<b>41,257,030</b>	<b>3,053,305</b>	<b>44,310,335</b>
<b>Total equity at 1 January 2021</b>	<b>1,440,648</b>	<b>18,071,545</b>	<b>69,571</b>	<b>239,872</b>	<b>91,923</b>	<b>-</b>	<b>32,092,148</b>	<b>52,005,707</b>	<b>8,669,797</b>	<b>60,675,504</b>
Profit for the period	-	-	-	-	-	-	1,806,907	1,806,907	780,147	2,587,054
Other comprehensive income	-	-	-	(24,026)	-	-	-	(24,026)	-	(24,026)
<b>Transactions with Equity holders</b>										
Acquisition of shares from NCI	-	-	-	-	-	-	(61,548)	(61,548)	(3,893,625)	(3,955,173)
Share based benefit	-	-	-	-	-	98,931	-	98,931	-	98,931
Right issue cost	-	-	-	-	-	-	(3,096)	(3,096)	(2,380)	(5,476)
Dividend declared	25	-	-	-	-	-	(3,457,556)	(3,457,556)	(930,727)	(4,388,283)
Unbundling of UPDC REIT units	30b	(3,896,939)	-	-	-	-	-	(3,896,939)	-	(3,896,939)
*Change in NCI due to CAP/PPNP merger	-	-	-	-	-	-	(486,904)	(486,904)	233,619	(253,285)
<b>Balance at 31 December 2021</b>	<b>1,440,648</b>	<b>14,174,606</b>	<b>69,571</b>	<b>215,846</b>	<b>91,923</b>	<b>98,931</b>	<b>29,889,951</b>	<b>45,981,476</b>	<b>4,856,831</b>	<b>50,838,307</b>

**UAC of Nigeria PLC**  
**Condensed Consolidated Statement of Cash Flows**  
**for the 12 month period ended 31 December 2022**

		<b>The Group</b>	
	<b>Notes</b>	<b>31 December 2022</b>	<b>31 December 2021</b>
		<b>N' 000</b>	<b>N'000</b>
<b>Cash flows from operating activities</b>			
Cash generated from/(used) in operations	29	18,480,935	(14,246,948)
Corporate tax paid	8	(1,103,596)	(1,278,099)
<b>Net cash flows generated from/(used in) operating activities</b>		<b>17,377,339</b>	<b>(15,525,047)</b>
<b>Cash flows from investing activities</b>			
Purchase of property, plant and equipment	10	(5,783,870)	(3,466,328)
Purchase of intangible assets	11	(1,814,738)	(145,768)
Proceeds from sale of property, plant and equipment		174,957	64,427
Proceeds from disposal of investment properties		698,350	-
Proceeds on disposal of non-current asset held for sale		-	166,842
Investment in equity instruments measured at fair value through other comprehensive income	13	(137,862)	(221,850)
Refund from investment measured at fair value through other comprehensive income	13	497	-
Investment in debt instrument	15	(297,359)	(1,884,979)
Proceeds from mature debt instrument	15	585,028	1,984,273
Lease prepayment	17	(274,198)	(25,825)
Dividend received		9,250	258,631
Interest received		1,060,910	1,132,429
Purchase of UPDC REIT units for unbundling to shareholders		-	(554)
Share issue cost		-	(5,476)
<b>Net cash flows used in investing activities</b>		<b>(5,779,035)</b>	<b>(2,144,178)</b>
<b>Cash flows from financing activities</b>			
Repayment of lease liability principal	17	(403,828)	(539,009)
Proceeds from borrowings	21	78,066,701	46,108,128
Repayment of borrowings	21	(79,553,958)	(30,957,284)
Interest paid on loans	21	(2,880,666)	(1,099,038)
Dividend refund to registrar	25	282,377	(132,985)
Dividends paid to non-controlling interests	25	(520,159)	(936,328)
Dividends paid to Company shareholders	25	(1,377,415)	(3,457,556)
Payment to non-controlling interest by UNICO		(16,962)	-
Interest paid on lease liability	17	(1,979)	-
Purchase of NCI shares		-	(4,208,458)
<b>Net cash flows generated from/(used in) financing activities</b>		<b>(6,405,889)</b>	<b>4,777,470</b>
Cash & cash equivalents at the beginning of the year		11,410,811	24,302,566
Net increase in cash & cash equivalents		5,192,415	(12,891,755)
<b>Cash &amp; cash equivalents at the end of the year</b>	<b>20</b>	<b>16,603,226</b>	<b>11,410,811</b>

**UAC of Nigeria Plc**  
**Notes to the condensed consolidated financial statements**  
**for the 12 month period ended 31 December 2022**

---

**1. General information**

UAC of Nigeria PLC (the "Company") is a company incorporated and domiciled in Nigeria. The Company is a public limited company listed on The Nigerian Exchange Limited and its registered office is at 1-5 Odunlami Street, Marina, Lagos.

UAC of Nigeria PLC and its subsidiaries (together "the Group") is a diversified business with activities in the following principal sectors: Animal Feeds and Other Edibles, Paints, Packaged Food and Beverages, Quick Service Restaurants, Logistics and Real Estate.

**2. Summary of Significant Accounting Policies**

**2.1 Statement of compliance**

The condensed consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (IFRSs) as published by IASB, CAMA and in the manner required by the FRC Act 2011.

**2.2 Basis of Preparation**

This condensed consolidated financial statement for the period ended 31 December 2022 has been prepared in accordance with IAS 34 Interim Financial Reporting. The financial statements have been prepared on a historical cost basis except for investment property measured at fair value and financial instruments measured at fair value through other comprehensive income.

**2.3 Accounting Policies**

The accounting policies adopted are consistent with those for the period ended 31 December 2021.

**2.4 Estimates**

The preparation of interim financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

In preparing these condensed consolidated financial statements, the significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial statements for the year ended 31 December 2021.

**2.5 Financial Risk Management**

The Group's activities expose it to a variety of financial risks: market risk (including currency risk, fair value interest rate risk, cash flow interest rate risk and price risk), credit risk and liquidity risk. The Group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance. This condensed consolidated financial statements do not include all financial risk management information and disclosures required in the annual financial statements; they should be read in conjunction with the company's annual financial statements as at 31 December 2021. There have been no changes in the risk management structure since year end or in any risk management policy.

**2.6 Securities Trading Policy**

In compliance with Rule 17.15 Disclosure of Dealings in Issuers' Shares, Rulebook of the Exchange 2015 (Issuers Rule) UAC of Nigeria PLC maintains an effective Security Trading Policy which guides Directors, Audit Committee members, employees and all individuals categorized as insiders as to their dealing in the Company's shares. The Policy is regularly reviewed and updated by the Board. The Company has made specific inquiries of all the directors and other insiders and is not aware of any infringement of the policy during the period.

**2.7 Management Assessment of Internal Control**

The management of UAC of Nigeria PLC and its subsidiary companies are responsible for establishing and maintaining adequate internal control over financial reporting. The group's internal control system was designed to provide reasonable assurance to the Board of Directors regarding the preparation and fair representation of published financial statements. The Group's internal controls were assessed within the reporting period and were deemed to be effective as of 31 December 2022.

**2.8 New standards, interpretations and amendments adopted by the Group**

The accounting policies adopted in the preparation of the condensed consolidated financial statements are consistent with those followed in the preparation of the Group's annual consolidated financial statements for the year ended 31 December 2021. The Group has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective. Several amendments apply for the first time in 2022, but do not have an impact on the condensed consolidated financial statements of the Group.

**2.9 Reclassifications in the comparative statement of financial position for the year ended 31 December 2021**

Certain reclassifications were made to balances reported in the comparative statement of financial position as at 31 December 2021. The reclassifications were made to achieve fairer presentation and had no impact on the profit for the year and equity as previously reported. Further details are shown below.

(a) Debt instruments at amortized cost (Note 15a)

An amount of N171 million representing the unamortized premium on Eurobonds which was previously reported as trade and other receivables in the statement of financial position has been reclassified to debt instruments at amortized cost.

(b) Trade and Other receivables (Note 19)

An other payables balance of N468 million which was previously offset against other receivables in trade and other receivables in the statement of financial position has been reclassified to trade and other payables.



**UAC of Nigeria PLC**  
**Notes to the condensed consolidated financial statements**  
**for the 12 month period ended 31 December 2022**

**3. Segment Analysis**

**The Group**

The chief operating decision-maker has been identified as the Executive Committee (EXCO), made up of the management of the Company. The EXCO reviews the Group's internal reporting in order to assess performance and allocate resources.

Management has determined the operating segments based on these reports.

The Group has identified the following as segments:

**Animal Feeds & Other Edibles**- Made up of business units involved in the manufacturing and sale of livestock feeds and edible oil.

**Paints** - Made up of a business unit involved in the manufacturing and sale of decorative and protective paints.

**Packaged Food & Beverages** - Made up of a business unit involved in the manufacturing and sale of bottled water, snacks and ice-cream.

**QSR (Quick Service Restaurants)** - Made up of a business unit involved in the making and sale of snacks and meals.

**Others** - This is a non-reportable segment made up of the corporate head office.

The following measures are reviewed by Exco; with **Profit Before Tax** taken as the segment profit.

- Revenue from third parties
- Operating profit
- Profit before tax
- Property, plant and equipment
- Net assets

	<b>Animal Feeds &amp; Other Edibles</b>	<b>Paints</b>	<b>Packaged Food &amp; Beverages</b>	<b>QSR</b>	<b>Others</b>	<b>Total</b>
<b>31 December 2022</b>	<b>N' 000</b>	<b>N' 000</b>	<b>N' 000</b>	<b>N' 000</b>	<b>N' 000</b>	<b>N' 000</b>
Revenue from contracts with customers	65,856,795	19,208,470	23,348,466	3,075,254	851,234	<b>112,340,219</b>
Rental income	-	-	-	-	158,492	<b>158,492</b>
<b>Total Revenue</b>	<b>65,856,795</b>	<b>19,208,470</b>	<b>23,348,466</b>	<b>3,075,254</b>	<b>1,009,726</b>	<b>112,498,711</b>
Intergroup revenue	(2,460,691)	(1,072)	(107,372)	-	(712,345)	<b>(3,281,480)</b>
Revenue from third parties	63,396,104	19,207,398	23,241,094	3,075,254	297,381	<b>109,217,231</b>
Operating profit/(loss)	(3,621,193)	3,114,612	116,260	(612,611)	(261,861)	<b>(1,264,793)</b>
Profit/(loss) before tax	(5,950,195)	3,092,545	26,974	(781,388)	166,216	<b>(3,445,848)</b>
Loss after tax for the year from discontinued operations	-	-	-	-	(25,829)	<b>(25,829)</b>
Property, plant and equipment	12,071,847	2,152,271	8,677,089	982,230	863,555	<b>24,746,992</b>
Net assets	11,672,372	6,045,564	8,428,284	(941,678)	19,105,793	<b>44,310,335</b>

**UAC of Nigeria PLC**  
**Notes to the condensed consolidated financial statements**  
**for the 12 month period ended 31 December 2022**

	Animal Feeds & Other Edibles	Paints	Packaged Food & Beverages	QSR	Others	Total
31 December 2021	N' 000	N' 000	N' 000	N' 000	N' 000	N' 000
Revenue from contracts with customers	62,711,052	15,354,726	23,750,689	2,208,183	648,951	104,673,601
Rental income	-	-	-	-	228,506	228,506
	<b>62,711,052</b>	<b>15,354,726</b>	<b>23,750,689</b>	<b>2,208,183</b>	<b>877,457</b>	<b>104,902,107</b>
Intergroup revenue	(2,640,339)	(6,457)	(116,634)	-	(642,937)	(3,406,367)
Revenue from third parties	60,070,713	15,348,269	23,634,055	2,208,183	115,619	101,376,839
Operating profit/(loss)	2,540,586	1,439,969	1,393,135	(525,234)	165,460	5,013,916
Profit / (Loss) before tax	1,195,381	1,693,274	1,452,383	(508,893)	276,228	4,108,373
Loss after tax for the year from discontinued operations	-	-	-	-	(2,105)	(2,105)
Property, plant and equipment	12,631,759	1,791,844	6,466,742	400,536	932,783	22,223,664
Net assets	18,075,020	4,409,774	8,410,077	(156,548)	20,099,983	50,838,306

**Entity wide information**

	31 December 2022 N'000	31 December 2021 N'000
Analysis of revenue by category:		
Revenue from contracts with customers	109,070,343	101,148,333
Rental income	146,888	228,506
	<b>109,217,231</b>	<b>101,376,839</b>
Analysis of revenue by geographical location:		
Nigeria	109,217,231	101,376,839
Others	-	-
	<b>109,217,231</b>	<b>101,376,839</b>

**Concentration risk**

The Group is not exposed to any concentration risk, as there is no single customer with a contribution to total revenue of more than 10%.

UAC of Nigeria PLC  
Notes to the condensed consolidated financial statements  
for the 12 month period ended 31 December 2022

Disaggregated Revenue  
Group

Segments	For the period ended 31 December 2022					
	Animal Feeds & Other Edibles	Paints	Packaged Food & Beverages	QSR	Others	Total
	N'000	N'000	N'000	N'000	N'000	N'000
<b>Revenue from contracts with customers</b>						
Sale of goods	63,396,104	19,207,398	23,241,094	3,075,254	-	108,919,850
Rendering of service	-	-	-	-	297,381	297,381
<b>Total</b>	<b>63,396,104</b>	<b>19,207,398</b>	<b>23,241,094</b>	<b>3,075,254</b>	<b>297,381</b>	<b>109,217,231</b>
<b>Geographical Markets</b>						
Nigeria	63,396,104	19,207,398	23,241,094	3,075,254	297,381	109,217,231
Outside Nigeria	-	-	-	-	-	-
<b>Total</b>	<b>63,396,104</b>	<b>19,207,398</b>	<b>23,241,094</b>	<b>3,075,254</b>	<b>297,381</b>	<b>109,217,231</b>
<b>Timing of revenue</b>						
Goods transferred at a point in time	63,396,104	19,207,398	23,241,094	3,075,254	-	108,919,850
Services transferred over time	-	-	-	-	297,381	297,381
<b>Total</b>	<b>63,396,104</b>	<b>19,207,398</b>	<b>23,241,094</b>	<b>3,075,254</b>	<b>297,381</b>	<b>109,217,231</b>

Segments	For the period ended 31 December 2021					
	Animal Feeds & Other Edibles	Paints	Packaged Food & Beverages	QSR	Others	Total
	N'000	N'000	N'000	N'000	N'000	N'000
<b>Revenue from contracts with customers</b>						
Sale of goods	60,070,713	15,348,269	23,634,055	2,208,183	-	101,261,220
Rendering of service	-	-	-	-	115,619	115,619
<b>Total</b>	<b>60,070,713</b>	<b>15,348,269</b>	<b>23,634,055</b>	<b>2,208,183</b>	<b>115,619</b>	<b>101,376,839</b>
<b>Geographical Markets</b>						
Nigeria	60,070,713	15,348,269	23,634,055	2,208,183	115,619	101,376,839
Outside Nigeria	-	-	-	-	-	-
<b>Total</b>	<b>60,070,713</b>	<b>15,348,269</b>	<b>23,634,055</b>	<b>2,208,183</b>	<b>115,619</b>	<b>101,376,839</b>
<b>Timing of revenue</b>						
Goods transferred at a point in time	60,070,713	15,348,269	23,634,055	2,208,183	-	101,261,220
Services transferred over time	-	-	-	-	115,619	115,619
<b>Total</b>	<b>60,070,713</b>	<b>15,348,269</b>	<b>23,634,055</b>	<b>2,208,183</b>	<b>115,619</b>	<b>101,376,839</b>

**UAC of Nigeria PLC**  
**Notes to the condensed consolidated financial statements**  
**for the 12 month period ended 31 December 2022**

**4 Dividend income**

	3 months to December 2022 N' 000	12 months to December 2022 N' 000	3 months to December 2021 N' 000	12 months to December 2021 N' 000
Dividend income from third parties	925	9,250	246,930	260,093
<b>Total dividend income</b>	<b>925</b>	<b>9,250</b>	<b>246,930</b>	<b>260,093</b>

**5 Other operating income/(loss)**

	3 months to December 2022 N' 000	12 months to December 2022 N' 000	3 months to December 2021 N' 000	12 months to December 2021 N' 000
Profit on sales of property, plant and equipment	4,052	12,834	(5,179)	(32,009)
Profit on sale of non current asset held for sale (Note30(a))	-	-	-	160,068
Profit on sale of investment property (Note12)	83,004	469,399	-	-
Rental income (a)	825	3,300	(9,413)	-
Government grant (Note 24)	105,559	105,559	-	-
Net fair value (loss)/gain on investment properties (Note 12)	(675,874)	(675,874)	1,139,398	1,139,398
Fair value gain on unbundling UPDC REIT (b)	-	-	324,725	324,725
Other income (b)	201,154	971,427	230,966	483,967
<b>Total other operating income</b>	<b>(281,280)</b>	<b>886,645</b>	<b>1,680,497</b>	<b>2,076,149</b>

**(a) Rental Income**

Rental income represents income earned on investment properties at Chemical and Allied Products PLC.

**(b) Other income**

	3 months to December 2022 N' 000	12 months to December 2022 N' 000	3 months to December 2021 N' 000	12 months to December 2021 N' 000
Management fees	43,141	144,303	38,953	109,568
Sale of scrap, used bags and by products	97,370	198,611	1,306	107,782
Other trading income	60,643	628,513	190,707	266,617
	<b>201,154</b>	<b>971,427</b>	<b>230,966</b>	<b>483,967</b>

Other income comprises of management fees, income from sale of sacks, scraps and other by-products, and other miscellaneous income.

**6 Impairment loss on financial assets**

	3 months to December 2022 N' 000	12 months to December 2022 N' 000	3 months to December 2021 N' 000	12 months to December 2021 N' 000
(Impairment loss)/write back on trade receivables (Note 19)	44,547	(13,926)	(62,148)	(100,627)
Writeback of impairment loss on debt securities (Note 15)	2,804	2,804	-	-
Writeback of impairment loss on other financial assets	126	662	68	-
Writeback of impairment loss on short term deposits	149	149	-	-
Write back of impairment loss on related party receivables (Note 19)	11,149	11,149	12,439	12,439
Write back of impairment loss on other receivables	-	-	19,100	19,100
Impairment loss on rent receivable	(18,359)	(18,359)	23,754	23,754
Write back of impairment loss on cash and cash equivalents	-	-	29,384	29,384
<b>Write back/(impairment loss) on financial asset</b>	<b>40,416</b>	<b>(17,521)</b>	<b>22,597</b>	<b>(15,950)</b>

**6 (a) Expenses by nature**

	3 months to December 2022 N' 000	12 months to December 2022 N' 000	3 months to December 2021 N' 000	12 months to December 2021 N' 000
Changes in inventories of finished goods and work in progress	22,951,019	78,238,694	21,918,546	73,238,367
Write off of inventories to net realisable value	1,092,798	1,210,268	22,735	140,162
Personnel expenses	2,752,262	11,051,263	2,605,743	9,632,401
Depreciation charge on property, plant and equipment	651,127	2,481,303	568,336	2,138,969
Depreciation charge on right-of-use asset	150,345	478,774	86,081	368,215
Amortisation of intangibles	147,937	163,200	7,438	33,208
Write off of property, plant and equipment	124,490	124,490	-	-
Royalty fees	195,153	579,569	154,192	461,607
Rents & rates	80,741	257,296	98,119	270,807
Electricity & power	1,434,236	4,560,965	818,386	2,557,900
Vehicles repairs, maintenance & fueling	203,362	892,412	30,253	411,737
Other repairs & maintenance	152,309	741,360	365,316	1,159,895
Auditors' remuneration	38,646	150,323	34,021	132,005
Information technology charge	228,606	802,387	100,002	441,607
Legal and professional expenses	128,694	532,171	264,356	982,488
Donations	13,216	19,333	34,449	114,592
Subscriptions	10,063	66,229	(1,476)	109,124
Insurance	94,046	314,416	61,343	244,357

**UAC of Nigeria PLC**  
**Notes to the condensed consolidated financial statements**  
**for the 12 month period ended 31 December 2022**

**6(a) Expenses by nature (continued)**

	<b>3 months to December 2022 N' 000</b>	<b>12 months to December 2022 N' 000</b>	<b>3 months to December 2021 N' 000</b>	<b>12 months to December 2021 N' 000</b>
Distribution expenses	1,662,081	4,565,248	787,479	2,864,086
Marketing, advertising & communication	378,901	1,736,708	352,923	1,044,935
Hire of equipment	83,685	191,724	23,004	122,188
Catering expenses	84,177	336,117	65,766	249,493
Cleaning, laundry & sanitation	53,556	191,831	31,966	177,947
Levies, licenses & permit	9,297	56,093	10,798	83,501
Security	61,035	276,378	71,416	259,634
Travelling expenses	78,302	334,910	65,915	304,191
AGM expenses	3,755	84,724	7,155	64,526
Bank charges	32,846	94,615	19,450	81,169
Stationery and printing	29,770	92,192	17,000	98,899
Uniform and safety kit	2,293	24,977	9,329	28,845
Training and recruitment expenses	77,350	101,610	893	33,774
Project expense	10,969	70,635	54,728	79,241
Entertainment expense	22,053	58,702	8,744	36,732
Corporate gifts	117,084	217,278	82,687	107,476
Provision for WHT receivables	-	-	240,911	303,872
Sundry office expenses (c)	39,504	262,203	154,517	305,265
	<b>33,195,708</b>	<b>111,360,398</b>	<b>29,172,521</b>	<b>98,683,215</b>

**(b) Expenses by Function**

*Analysed as:*

Cost of sales	28,514,962	94,000,717	24,827,198	83,837,291
Selling and distribution expenses	2,269,914	8,466,386	1,802,717	6,345,986
Administrative expenses	2,410,832	8,893,295	2,542,606	8,499,938
	<b>33,195,708</b>	<b>111,360,398</b>	<b>29,172,521</b>	<b>98,683,215</b>

**(c) Sundry office expenses comprise of the following:**

	<b>3 months to December 2022 N' 000</b>	<b>12 months to December 2022 N' 000</b>	<b>3 months to December 2021 N' 000</b>	<b>12 months to December 2021 N' 000</b>
VAT on commercial service fees	(12,683)	52,087	15,562	47,336
Other miscellaneous expenses	52,187	210,116	138,955	257,929
	<b>39,504</b>	<b>262,203</b>	<b>154,517</b>	<b>305,265</b>

**d) Non-audit services**

During the year, the Group's auditors Messrs KPMG Professional Services did not provide non-audit services.

**7. Net finance (cost)/income**

	<b>3 months to December 2022 N' 000</b>	<b>12 months to December 2022 N' 000</b>	<b>3 months to December 2021 N' 000</b>	<b>12 months to December 2021 N' 000</b>
Interest income on short-term bank deposits	215,125	637,953	121,176	647,916
Interest income on loans	68,720	238,212	106,152	258,995
Interest income on bonds	42,183	180,628	59,960	301,180
<b>Total interest income</b>	<b>326,028</b>	<b>1,056,793</b>	<b>287,288</b>	<b>1,208,091</b>
Interest income on finance lease assets	-	-	3,300	3,300
<b>Finance Income</b>	<b>326,028</b>	<b>1,056,793</b>	<b>290,588</b>	<b>1,211,391</b>
Interest on bank loans (Note 21)	(845,239)	(3,106,295)	(354,110)	(1,353,466)
Interest expense on lease liability (Note 17)	(46,959)	(121,226)	(53,356)	(122,504)
<b>Total interest cost</b>	<b>(892,198)</b>	<b>(3,227,521)</b>	<b>(407,466)</b>	<b>(1,475,970)</b>
Amortisation of premium of bonds	(12,614)	(61,694)	(26,828)	(92,056)
Exchange loss	108,206	(53,527)	370,772	346,528
<b>Finance cost</b>	<b>(796,606)</b>	<b>(3,342,742)</b>	<b>(63,522)</b>	<b>(1,221,498)</b>
<b>Net finance cost</b>	<b>(470,578)</b>	<b>(2,285,949)</b>	<b>227,066</b>	<b>(10,107)</b>

**UAC of Nigeria PLC**  
**Notes to the condensed consolidated financial statements**  
**for the 12 month period ended 31 December 2022**

**8. Current income tax liabilities**

	<b>31 December 2022 N'000</b>	<b>31 December 2021 N'000</b>
Opening balance	3,726,695	3,814,160
Income tax expense	1,220,613	1,340,590
Withholding tax credit notes utilised	(193,720)	(149,956)
Payment during the period	(1,103,596)	(1,278,099)
	<b>3,649,992</b>	<b>3,726,695</b>

**9. Earnings Per Share**

**(a) Basic**

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

	<b>3 months to December 2022 N' 000</b>	<b>12 months to December 2022 N' 000</b>	<b>3 months to December 2021 N' 000</b>	<b>12 months to December 2021 N' 000</b>
<b>Profit attributable to ordinary equity shareholders:</b>				
(Loss)/profit from continuing operations	(2,142,403)	(3,476,807)	1,896,584	1,808,731
Loss from discontinued operations	(8)	(22,386)	-	(1,824)
<b>(Loss)/profit for the period</b>	<b>(2,142,411)</b>	<b>(3,499,193)</b>	<b>1,896,584</b>	<b>1,806,907</b>
<b>Weighted average number of shares</b>	<b>2,896,241</b>	<b>2,896,241</b>	<b>2,881,296</b>	<b>2,881,296</b>

Earnings per share attributable to owners of the parent during the period (expressed in kobo per share):

**Basic earnings per share**

From continuing operations (Kobo)	(74)	(120)	66	63
From discontinued operations (Kobo)	-	(1)	-	-
From (loss)/profit for the period (Kobo)	(74)	(121)	66	63

**(b) Diluted**

Diluted earnings per share is the same as basic earnings per share because there are no potential ordinary shares during the period.

UAC of Nigeria PLC  
Notes to the condensed consolidated financial statements  
for the 12 month period ended 31 December 2022

10. Property, plant and equipment

Cost:	Land	Buildings	Plant and Machinery	Computer Equipment	Motor Vehicles	Office Furniture	Capital Work in progress	Total
	N'000	N'000	N'000	N'000	N'000	N'000	N'000	N'000
At 1 January 2021	1,352,793	7,279,865	19,921,189	1,346,983	3,096,252	921,522	2,563,948	36,482,552
Additions	-	259,244	1,257,219	134,810	591,747	90,332	1,132,975	3,466,327
Disposals	-	(126,565)	(103,780)	(32,118)	(253,547)	(20,765)	(6,814)	(543,588)
Transfer	-	29,102	486,345	4,664	-	408	(506,137)	14,382
Write off	-	-	(41,542)	(321,845)	-	(45,627)	-	(409,013)
Reclassifications	-	139,535	158,376	44,308	31,613	97,205	(505,667)	(34,631)
<b>At 31 December 2021</b>	<b>1,352,793</b>	<b>7,581,182</b>	<b>21,677,807</b>	<b>1,176,802</b>	<b>3,466,064</b>	<b>1,043,076</b>	<b>2,678,305</b>	<b>38,976,029</b>
At 1 January 2022	1,352,793	7,581,182	21,677,807	1,176,802	3,466,064	1,043,076	2,678,305	38,976,029
Additions	-	265,330	2,845,446	108,868	1,112,517	156,401	1,295,308	5,783,870
Disposals	-	-	(404,783)	(7,206)	(137,513)	(4,381)	-	(553,883)
Transfer to intangible asset	-	-	-	-	-	-	(496,771)	(496,771)
Transfer from assets held for sale	-	-	18,299	-	-	2,786	-	21,085
Reclassifications	-	118,763	534,790	24,474	28,265	61,745	(768,037)	-
Write-off	-	(7,287)	(670,896)	(46,467)	(291,437)	-	-	(1,016,087)
Adjustments	-	-	-	-	-	-	-	-
Assets held for sale	-	-	-	-	-	-	-	-
<b>At 31 December 2022</b>	<b>1,352,793</b>	<b>7,957,988</b>	<b>24,000,663</b>	<b>1,256,471</b>	<b>4,177,896</b>	<b>1,259,628</b>	<b>2,708,805</b>	<b>42,714,244</b>
<b>Accumulated depreciation and impairment</b>								
At 1 January 2021	-	2,142,969	10,039,757	1,099,503	1,478,275	698,214	12,000	15,470,718
Charge for the year	-	163,403	1,339,579	112,383	455,024	68,581	-	2,138,969
Impairment charge	-	-	-	-	-	-	-	-
Disposals	-	(105,418)	(94,762)	(30,124)	(200,607)	(19,525)	-	(450,437)
Transfers	-	-	-	1,227	-	-	-	1,227
Write off	-	-	-	-	-	-	-	-
Reclassifications	-	-	-	-	-	-	-	-
Reclassifications	-	-	(41,508)	(321,286)	-	(45,317)	-	(408,112)
Assets of disposal group held for distribution/sale	-	-	-	-	-	-	-	-
<b>At 31 December 2021</b>	<b>-</b>	<b>2,200,953</b>	<b>11,243,065</b>	<b>861,703</b>	<b>1,732,691</b>	<b>701,953</b>	<b>12,000</b>	<b>16,752,365</b>
At 1 January 2022	-	2,200,953	11,243,065	861,703	1,732,691	701,953	12,000	16,752,365
Charge for the period	-	178,799	1,468,888	112,880	609,504	111,232	-	2,481,303
Impairment charge	-	-	-	-	-	-	-	-
Disposals	-	-	(271,866)	(3,260)	(113,810)	(2,824)	-	(391,760)
Transfer from asset held for sale	-	-	16,103	-	-	837	-	16,940
Transfer from PPNP***	-	-	-	-	-	-	-	-
Write-off	-	(6,839)	(554,335)	(46,231)	(284,192)	-	-	(891,597)
Reclassifications	-	-	-	-	-	-	-	-
Write-off	-	-	-	-	-	-	-	-
Adjustments	-	-	-	-	-	-	-	-
<b>At 31 December 2022</b>	<b>-</b>	<b>2,372,913</b>	<b>11,901,855</b>	<b>925,092</b>	<b>1,944,193</b>	<b>811,198</b>	<b>12,000</b>	<b>17,967,251</b>
Net book values:								
<b>At 31 December 2022</b>	<b>1,352,793</b>	<b>5,585,074</b>	<b>12,098,808</b>	<b>331,379</b>	<b>2,233,703</b>	<b>448,429</b>	<b>2,696,805</b>	<b>24,746,992</b>
<b>At 31 December 2021</b>	<b>1,352,793</b>	<b>5,380,228</b>	<b>10,434,742</b>	<b>315,099</b>	<b>1,733,372</b>	<b>341,123</b>	<b>2,666,305</b>	<b>22,223,664</b>

**UAC of Nigeria PLC**  
**Notes to the condensed consolidated financial statements**  
**for the 12 month period ended 31 December 2022**

**11. Intangible assets and goodwill**

	<b>Goodwill</b>	<b>Brands &amp; Trade</b>	<b>Software</b>	<b>Capital Work in</b>	<b>Total</b>
	<b>N' 000</b>	<b>Marks</b>	<b>N' 000</b>	<b>progress</b>	<b>N' 000</b>
<b>Cost</b>	<b>N' 000</b>	<b>N' 000</b>	<b>N' 000</b>	<b>N' 000</b>	<b>N' 000</b>
At 1 January 2021	548,747	1,070,185	844,879	4,620	2,468,432
Additions - externally acquired during the year	-	-	3,710	142,059	145,769
Transfer	-	-	1,191	33,439	34,630
Reclassifications	-	-	(764)	-	(764)
<b>At 31 December 2021</b>	<b>548,747</b>	<b>1,070,185</b>	<b>849,016</b>	<b>180,118</b>	<b>2,648,066</b>
At 1 January 2022	548,747	1,070,185	849,016	180,118	2,648,066
Additions - externally acquired during the period	-	-	1,398,033	416,705	1,814,738
Transfers	-	-	496,771	-	496,771
Write-off	-	-	(125,956)	-	(125,956)
Reclassifications	-	-	592,200	(592,200)	-
<b>At 31 December 2022</b>	<b>548,747</b>	<b>1,070,185</b>	<b>3,210,064</b>	<b>4,623</b>	<b>4,833,619</b>
Accumulated amortisation					
At 1 January 2021	-	288,439	806,771	-	1,095,210
Amortisation for the year	-	-	33,207	-	33,207
<b>At 31 December 2021</b>	<b>-</b>	<b>288,439</b>	<b>839,978</b>	<b>-</b>	<b>1,128,417</b>
At 1 January 2022	-	288,439	839,978	-	1,128,417
Amortisation for the period	-	-	163,200	-	163,200
Write-off	-	-	(122,093)	-	(122,093)
<b>At 31 December 2022</b>	<b>-</b>	<b>288,439</b>	<b>881,085</b>	<b>-</b>	<b>1,169,523</b>
Net book values					
<b>At 31 December 2022</b>	<b>548,747</b>	<b>781,747</b>	<b>2,328,979</b>	<b>4,623</b>	<b>3,664,096</b>
<b>At 31 December 2021</b>	<b>548,747</b>	<b>781,747</b>	<b>9,038</b>	<b>180,118</b>	<b>1,519,650</b>



**UAC of Nigeria PLC**  
**Notes to the condensed consolidated financial statements**  
**for the 12 month period ended 31 December 2022**

**12. Investment properties**

Fair value	Freehold building N' 000	Leasehold land & building N' 000	Total investment properties N' 000
At 1 January 2022	-	3,470,685	3,470,685
Additions during the year	-	-	-
Reclassification from property stocks held as inventories	-	-	-
Disposals	-	(228,951)	(228,951)
Loss from fair value adjustments on investment property	-	(675,874)	(675,874)
<b>At 31 December 2022</b>	<b>-</b>	<b>2,565,860</b>	<b>2,565,860</b>
At 1 January 2021	303,712	2,331,287	2,634,999
Transfer to asset held for sale	(303,712)	-	(303,712)
Net gain from fair value adjustments on investment properties	-	1,139,398	1,139,398
<b>At 31 December 2021</b>	<b>-</b>	<b>3,470,685</b>	<b>3,470,685</b>

Fair value of investment properties is categorised as follows:

31 December 2022	Freehold building N' 000	Leasehold land & building N' 000	Total investment properties N' 000
External valuation	-	2,565,860	2,565,860
	-	2,565,860	2,565,860
31 December 2021	Freehold building N' 000	Leasehold land & building N' 000	Total investment properties N' 000
External valuation	-	3,470,685	3,470,685
	-	3,470,685	3,470,685

The Group's investment properties were valued at 31 December 2022 by Robert Chukwuma Offor (FRC/2015/NIESV/00000010621), an independent professionally qualified valuer who holds recognised relevant professional qualifications and has recent experience in the locations and categories of the investment properties valued (2021: Ibukun Efuntayo & Co (FRC/2013/NIESV/00000003663)).

**13. Equity instrument at fair value through other comprehensive income**

The details and carrying amount of Equity instrument at fair value through other comprehensive income are as follows:

	31 December 2022 N' 000	31 December 2021 N' 000
Opening balance	449,975	188,125
Additions	137,862	221,850
Inflow from Kandua (a)	(497)	-
Fair value (loss)/gain (b)	(72,375)	40,000
<b>Closing balance</b>	<b>514,965</b>	<b>449,975</b>

Equity instruments designated as at fair value through other comprehensive income represent UACN's investment in the following entities:

	Fair value as at 31 December 2022	Fair value as at 31 December 2021	Dividend Income Recognised in 2022	Dividend Income Recognised in 2021
Investment in Central Securities Clearing System (CSCS) PLC	155,750	228,125	8,325	14,625
<b>Investment in:</b>				
Kandua	108,253	108,750	-	-
Ventures Platform IV GP Limited	137,862	-	-	-
Investment in Unicorn Growth Capital LLC	113,100	113,100	-	-
	<b>514,965</b>	<b>449,975</b>	<b>8,325</b>	<b>14,625</b>

**(a) Inflow from Kandua**

In December 2021, UACN subscribed for shares in Kandua. The inflow represents a refund from Kandua to UACN equal to the value of fractional Kandua shares which were not issued and allotted to UACN.

**(b) Fair value (loss)/gain**

The fair value (loss)/gain represents a fair value (loss)/gain on the Company's investment in CSCS PLC. The fair value was determined using level 1 inputs in accordance with IFRS 13, and the fair value measurement was derived from quoted prices on National Association of Security Dealers (NASD Plc).

**UAC of Nigeria PLC**  
**Notes to the condensed consolidated financial statements**  
**for the 12 month period ended 31 December 2022**

**14. Investment in associates**

Set out below are the associates of the Group as at 31 December 2022. The associates as listed below have share capital consisting solely of ordinary shares, which are directly held by the Group. The country of incorporation or registration is also their principal place of business.

Nature of investment in associates:

	Country of incorporation	31 December 2022 N'000	31 December 2021 N'000
UPDC PLC	Nigeria	42.85%	42.85%
MDS Logistics	Nigeria	43.00%	43.00%

The movement in the investment in associates during the period is stated below:

	31 December 2022 N'000	31 December 2021 N'000
Opening balance	8,491,446	13,018,568
Share of profit	104,894	(895,436)
Share of other comprehensive loss	(82,893)	(60,026)
Reclassified to non-current assets held for sale/distribution (a)	-	(3,571,660)
<b>Closing balance</b>	<b>8,513,447</b>	<b>8,491,446</b>

**(a) Reclassification to non-current assets held for sale/distribution**

On 24 February 2021, the Board of Directors of UACN passed a resolution, subject to the approval of shareholders and the appropriate regulatory authorities, to effect the transfer of units held by UACN in UPDC REIT to shareholders in proportion to their respective shareholding. Consequently, the Company's investment was reclassified to non-current assets held for distribution. The investment was unbundled to shareholders in December 2021, following the approval of shareholders in a court ordered meeting (see note 31).

**(b) Summarised financial information for associates**

Set out below are the summarised financial information for the associates accounted for using the equity method.

	Non-current assets N'000	Current assets N'000	Non-current liabilities N'000	Current liabilities N'000
<b>31 December 2022</b>				
UPDC PLC	8,913,355	9,999,634	4,440,769	5,733,270
MDS Logistics Ltd	15,898,714	3,750,863	12,081,871	2,793,125

	Revenue N'000	Profit/(loss) from continuing operations N'000	Profit/(loss) from discontinued operations N'000	Other comprehensive income N'000	Total comprehensive income N'000
<b>31 December 2022</b>					
UPDC PLC	5,889,888	199,395	-	(193,450)	5,945
MDS Logistics Ltd	10,936,271	81,468	-	-	81,468

	Non-current asset N'000	Current asset N'000	Non-current liabilities N'000	Current liabilities N'000
<b>31 December 2021</b>				
UPDC PLC	790,400	18,805,832	5,584,190	5,993,974
MDS Logistics Ltd	5,950,199	3,320,549	2,993,873	1,491,216

	Revenue N'000	Profit/(loss) from continuing operations N'000	Profit/(loss) from discontinued operations N'000	Other comprehensive income N'000	Total comprehensive income N'000
<b>31 December 2021</b>					
UPDC PLC	825,404	(1,758,770)	(116,286)	(140,084)	(2,015,140)
MDS Logistics Ltd	8,567,941	(163,018)	-	-	(163,018)

UAC of Nigeria PLC  
Notes to the condensed consolidated financial statements  
for the 12 month period ended 31 December 2022

	31 December 2022	31 December 2021
	N' 000	N' 000
<b>15a. Debt instruments at amortised cost</b>		
Opening balance	2,476,184	2,253,499
Additions during the period	297,359	2,056,696
Settlements during the period	(585,028)	(1,902,273)
Coupon accrued	180,628	301,180
Coupon received	(184,745)	(229,249)
Premium amortised to P/L	(61,694)	(129,948)
Exchange gain on revaluation	113,911	126,280
Gross investment in debt	2,236,615	2,476,184
Expected credit loss	(4,512)	(7,316)
<b>Closing balance</b>	<b>2,232,103</b>	<b>2,468,868</b>

**15b. Finance cost on debt instruments at amortised cost**

	31 December 2022	31 December 2021
	N' 000	N' 000
Premium amortised to P/L	61,694	129,948
	<b>61,694</b>	<b>129,948</b>

The Group invested in Eurobond assets with the business model of solely holding for principal and interest payment and designated as debt instrument at amortised cost.

The Group invests only in quoted debt securities with low credit risk. The Group's debt instruments at amortised cost comprised solely of quoted eurobonds that are rated by reputable Credit Rating Agencies. The Group recognised provision for expected credit losses on its debt instruments at amortised cost of N7,316,103 (2021: N7,316,103).

**31 December 2022**

Bond type	Stage 1 N' 000	Stage 2 N' 000	Stage 3 N' 000	Total N' 000
B-/Fitch ETI 2031	205,583	-	-	205,583
B-/S&P; B-/Fitch Ecobank 2026	501,535	-	-	501,535
B-/S&P; B-/Fitch SEPLAT 2026	243,177	-	-	243,177
B2/Moody's; B/S&P; B+/Fitch FGN 2025	1,170,600	-	-	1,170,600
	<b>2,120,895</b>	<b>-</b>	<b>-</b>	<b>2,120,895</b>
Premium on bonds	116,137	-	-	116,137
Discount on bonds	(417)	-	-	(417)
<b>Total</b>	<b>2,236,615</b>	<b>-</b>	<b>-</b>	<b>2,237,032</b>

**31 December 2021**

Bond type	Stage 1 N' 000	Stage 2 N' 000	Stage 3 N' 000	Total N' 000
B-/Fitch ETI 2031	87,321	-	-	87,321
B-/S&P; B-/Fitch Ecobank 2026	472,701	-	-	472,701
B-/S&P; B-/FitchUBA 2022	223,873	-	-	223,873
B-/S&P; B-/Fitch SEPLAT 2023	229,643	-	-	229,643
B-/S&P; B-/Fitch FIDBAN 2022	369,630	-	-	369,630
B2/Moody's; B/S&P; B+/Fitch FGN 2025	921,134	-	-	921,134
	<b>2,304,302</b>	<b>-</b>	<b>-</b>	<b>2,304,302</b>
Amortisation premium on bonds	171,882	-	-	171,882
<b>Total</b>	<b>2,476,184</b>	<b>-</b>	<b>-</b>	<b>2,476,184</b>

Movement in Expected Credit Loss (ECL)	Stage 1 N' 000	Stage 2 N' 000	Stage 3 N' 000	Total N' 000
At 1 January 2022	7,316	-	-	7,316
Writeback during in the year	(2,804)	-	-	(2,804)
<b>31 December 2022</b>	<b>4,512</b>	<b>-</b>	<b>-</b>	<b>4,512</b>
At 1 January 2021	31,070	-	-	31,070
Writeback during in the year	(23,754)	-	-	(23,754)
<b>At 31 December 2021</b>	<b>7,316</b>	<b>-</b>	<b>-</b>	<b>7,316</b>

**16. Right of return assets and refund liabilities**

	31 December 2022	31 December 2021
	N' 000	N' 000
Right of return assets	4,683	3,328
Refund liabilities		
- Arising from rights of return	4,924	3,690
	<b>4,924</b>	<b>3,690</b>

**16. Right of return assets and refund liabilities (continued)**

**Right of return of assets**

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

**Refund liabilities**

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

**17. Right of use assets**

The Group has lease contracts for various items of land and building and machinery and other equipment used in its operations. Leases of land and building generally have lease terms between 1 and 45 years, while machinery and other equipment generally have lease terms between 3 months and 5 years.

<b>Right of use assets</b>	<b>Land and Building</b>	<b>Plant and Machinery</b>	<b>Total</b>
	<b>N' 000</b>	<b>N' 000</b>	<b>N' 000</b>
At 1 January 2021	464,102	40,887	504,989
Additions	352,226	252,580	604,807
Depreciation expenses	(211,561)	(156,653)	(368,215)
Lease termination	(23,687)	-	(23,687)
<b>At 31 December 2021</b>	<b>581,080</b>	<b>136,814</b>	<b>717,894</b>
At 1 January 2022	581,080	136,814	717,894
Additions	639,957	-	639,957
Depreciation expenses	(352,484)	(126,290)	(478,774)
<b>At 31 December 2022</b>	<b>868,553</b>	<b>10,524</b>	<b>879,077</b>

Set out below are the carrying amounts of lease liabilities and the movements during the period;

	<b>31 December 2022</b>	<b>31 December 2021</b>
	<b>N' 000</b>	<b>N' 000</b>
<b>17. Lease Liability</b>		
Opening balance	612,636	475,317
Accretion interest	121,226	122,505
Additions during the period	365,759	578,981
Payment of principal	(403,828)	(539,009)
Interest payment	(1,979)	-
<b>Closing balance</b>	<b>693,814</b>	<b>612,636</b>
Current	498,553	341,627
Non-current	195,261	271,009
	<b>693,814</b>	<b>612,636</b>

**18. Inventories**

	<b>31 December 2022</b>	<b>31 December 2021</b>
	<b>N' 000</b>	<b>N' 000</b>
Raw materials and consumables	18,094,063	27,197,637
Technical stocks and spares	2,381,333	5,746,789
Finished goods and goods for resale	6,757,946	3,903,046
	27,233,342	36,847,472
Write down to net realisable value	(1,701,408)	(633,949)
	<b>25,531,934</b>	<b>36,213,523</b>

**UAC of Nigeria PLC**  
**Notes to the condensed consolidated financial statements**  
**for the 12 month period ended 31 December 2022**

**19. Trade and other receivables**

	31 December 2022	31 December 2021
	N' 000	N' 000
Trade receivables	2,588,230	1,819,831
Less: allowance for impairment of trade receivables	(679,009)	(761,146)
<b>Net trade receivables</b>	<b>1,909,221</b>	<b>1,058,685</b>
Receivables from associates	104,044	53,789
Loan receivable from associate	2,146,881	2,668,944
Allowance for impairment of receivables from associates	(5,483)	(16,632)
Other receivables	1,435,983	902,069
Advance payments	93,318	3,923,162
WHT receivable	534,688	479,908
Prepayments - staff grants	53,215	86,828
Prepayments- Other	3,011,614	2,242,497
	<b>9,283,481</b>	<b>11,399,249</b>

Trade receivables are non-interest bearing and are generally due for settlement within 30 days and therefore are all classified as current. They are amounts due from customers for goods sold or services performed in the ordinary course of business.

Other receivables relate to transactions such as advances to staff and VAT receivables. Interest may be charged at commercial rates where the terms of repayment exceed six months. Collateral is not normally obtained. If collection of the amounts is expected in one year or less they are classified as current assets. If not, they are presented as non-current assets.

Advance payments are mobilisation fees made to contractors for the supply of goods and services.

	31 December 2022	31 December 2021
	N' 000	N' 000
Trade and other receivables - Current	7,136,605	8,722,956
Trade and other receivables - Non-current	2,146,876	2,676,292
<b>Total trade and other receivables</b>	<b>9,283,481</b>	<b>11,399,248</b>

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

	31 December 2022	31 December 2021
	N' 000	N' 000
Opening balance	761,146	1,191,031
Expected credit loss allowance	13,926	100,627
Amount written off	(96,063)	(530,513)
<b>Closing balance</b>	<b>679,009</b>	<b>761,146</b>

Movements in the allowance for impairment of receivables from associates

	31 December 2022	31 December 2021
	N' 000	N' 000
Opening balance	16,632	29,071
Writeback on expected credit loss allowance	(11,149)	(12,439)
Impairment loss no longer required	-	-
<b>Closing balance</b>	<b>5,483</b>	<b>16,632</b>

**19.1 Finance lease receivable**

	31 December 2022	31 December 2021
	N' 000	N' 000
Gross investment in lease	83,600	83,600
Unearned finance income	(69,928)	(69,928)
	<b>13,672</b>	<b>13,672</b>

	31 December 2022	31 December 2021
	N' 000	N' 000
Current asset	3,300	3,300
Non-current asset	10,372	10,372
<b>Total finance lease receivable</b>	<b>13,672</b>	<b>13,672</b>

The Group has finance lease for a warehouse to a related party, MDS Logistics. The lease is for a total period of 51 years; of this period 41 years remain in the contract. The property reverts to the Group at the end of the lease period.

**UAC of Nigeria PLC**  
**Notes to the condensed consolidated financial statements**  
**for the 12 month period ended 31 December 2022**

**20. Cash and cash equivalents**

	<b>31 December 2022 N' 000</b>	<b>31 December 2021 N' 000</b>
Cash at bank and in hand	2,878,875	1,150,875
Short-term deposits	13,656,534	10,018,231
Expected credit loss on short term deposit	(719)	(866)
Cash at banks and short term deposits attributable to discontinued operations	67,817	241,706
<b>Cash and short-term deposits</b>	<b>16,602,507</b>	<b>11,409,946</b>

Cash at banks earns interest at floating rates based on daily bank deposit rates.

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

In 2015, The Securities and Exchange Commission directed all Registrars to return all unclaimed dividends, which have been in their custody for fifteen months and above, to the paying companies. Included in the cash and short-term deposits is ₦4.97 bn which represents unclaimed dividends received from the registrars as at 31 December 2022 (December 2021: ₦4.69 bn).

The Finance Act 2020, which became effective on 1 January 2021, requires public limited liability companies quoted on the Nigerian Exchange Limited to transfer any unclaimed dividend that has remained unclaimed for a year not less than 6 years to the Unclaimed Funds Trust Fund (the "Trust Fund"). However, the modality for complying with this requirement is yet to be communicated by the Debt Management Office.

**(i) Reconciliation to statement of cash flow**

The above figures reconcile to the amount of cash shown in the statement of cash flows at the end of the financial year as follows:

	<b>31 December 2022 N' 000</b>	<b>31 December 2021 N' 000</b>
Cash at bank and in hand	2,878,875	1,150,875
Short-term deposits	13,656,534	10,018,231
Cash at banks and short term deposits attributable to discontinued operations	67,817	241,705
Bank overdraft	-	-
<b>Balances per statement of cash flow</b>	<b>16,603,226</b>	<b>11,410,811</b>

**21. Borrowings**

	<b>31 December 2022 N' 000</b>	<b>31 December 2021 N' 000</b>
<b>Current borrowings</b>		
Loans due within one year (note 21(i))	15,851,364	19,571,889
	<b>15,851,364</b>	<b>19,571,889</b>
<b>Non-current borrowings</b>		
Loans due after one year (note 21(ii))	2,686,516	339,723
<b>Total borrowings</b>	<b>18,537,880</b>	<b>19,911,612</b>
Opening balance	19,911,612	4,238,957
Repayment of borrowing during the year	(79,553,958)	(30,957,284)
Bank overdraft	1,025,991	-
Government grant no longer required	(112,104)	267,383
Interest on loans	3,106,295	1,353,466
Interest paid	(2,880,666)	(1,099,038)
Additions	77,040,710	46,108,128
<b>Closing balance</b>	<b>18,537,880</b>	<b>19,911,612</b>

The above borrowings are denominated in Naira.

**UAC of Nigeria PLC**  
**Notes to the condensed consolidated financial statements**  
**for the 12 month period ended 31 December 2022**

**21. Borrowings (continued)**

The borrowings are repayable as follows:

	31 December 2022	31 December 2021
	N' 000	N' 000
Within one year	15,851,364	19,571,889
Between one to five years	2,686,516	339,723
	<b>18,537,880</b>	<b>19,911,612</b>

**(i) Loans due within one year**

	Effective Interest Rate	31 December 2022	31 December 2021	Maturity date	Security
		N' 000	N' 000		
Eco Bank	8.0%	-	1,528,097	Feb-22	No security
First Bank of Nigeria Ltd	15.5%(8%)	9,139,697	10,308,518	Dec-22	No security
First Bank of Nigeria Ltd	19.0%	2,391,799	-	Jul-23	No security
First Bank of Nigeria Ltd - Commercial loan	16%(11.5%)	2,068,532	5,652,074	Jul-23	No security
Zenith bank - Commercial loan	16%/(12%)	1,010,667	1,800,000	Oct-23	No security
Zenith bank - Produce loan	12.0%	-	277,030	Dec-22	No security
CBN CACS FUND-UBN	9.0%	492,668	-	Feb-23	No security
FSDH	0.0%	748,001	6,170	Dec-22	Negative pledge
		<b>15,851,364</b>	<b>19,571,889</b>		

The above borrowings are denominated in Naira.

**(ii) Loans due after one year**

	Effective Interest Rate	31 December 2022	31 December 2021	Maturity date	Security
Details of the loan maturities due after one year are as follows:		N' 000	N' 000		
First Bank of Nigeria Ltd - CBN DCRR Facility	9.0%	1,600,000	-	Jan-27	No Security
Famous Brands Limited**	12.0%	1,086,516	339,723	May-26	No Security
		<b>2,686,516</b>	<b>339,723</b>		

\*\*The loan from Famous Brands Limited represents the company's portion of the shareholder loan that was disbursed to UACR. The share of the loan provided by UAC of Nigeria PLC has been eliminated on consolidation.

UAC of Nigeria PLC  
Notes to the condensed consolidated financial statements  
for the 12 month period ended 31 December 2022

22. Deferred Tax

The analysis of deferred tax liabilities is as follows:

	31 December 2022 N'000	31 December 2021 N'000
Deferred tax liabilities:		
– Deferred tax liability to be recovered after more than 12 months	(4,658,741)	(4,649,022)
<b>Deferred tax liabilities</b>	<b>(4,658,741)</b>	<b>(4,649,022)</b>
<b>Net Deferred tax liabilities</b>	<b>(4,658,741)</b>	<b>(4,649,022)</b>

The gross movement on the deferred income tax account is as follows:

	31 December 2022 N'000	31 December 2021 N'000
Opening balance	(4,649,022)	(4,466,397)
Credited to profit or loss	(9,719)	-
Reclassification of deferred tax asset to deferred tax liability	-	(178,625)
Credited to other comprehensive income	-	(4,000)
<b>Closing balance</b>	<b>(4,658,741)</b>	<b>(4,649,022)</b>

The Group has tax losses of ₦156,869,000 (2021: ₦156,869,000) that are available indefinitely for offsetting against future taxable profits of the Company in which the losses arose. Deferred tax assets have not been recognised in respect of these losses as they may not be used to offset taxable profits elsewhere in the Group, they have arisen in subsidiaries that have been loss-making for some time, and there are no other tax planning opportunities or other evidence of recoverability in the near future. On this basis, the Group has determined that it cannot recognise deferred tax assets on the tax losses carried forward.

Deferred tax liabilities	Property, plant and equipment N'000	Allowance for impairment on receivables N'000	Tax losses N'000	Leases N'000	Exchange difference N'000	Investment properties N'000	Capital Gains to be reinvested N'000	Total N'000
At 1 January 2021	4,022,481	(144,878)	(54,134)	8,119	72,717	1,015,333	(414,588)	4,505,050
Reclassification from deferred tax asset	86,140	(124,793)						(38,653)
Charged/(credited) to profit or loss	724,741	(336,910)	(35,661)	41,076	39,057	(668,265)	414,588	178,626
Charged to other comprehensive income		4,000						4,000
<b>At 31 December 2021</b>	<b>4,833,361</b>	<b>(602,581)</b>	<b>(89,795)</b>	<b>49,195</b>	<b>111,774</b>	<b>347,068</b>	<b>-</b>	<b>4,649,022</b>
At 1 January 2022	4,833,361	(602,581)	(89,795)	49,195	111,774	347,068	-	4,649,022
Charged to profit or loss	-	9,592	-	127	-	-	-	9,719
<b>At 31 December 2022</b>	<b>4,833,361</b>	<b>(592,989)</b>	<b>(89,795)</b>	<b>49,322</b>	<b>111,774</b>	<b>347,068</b>	<b>-</b>	<b>4,658,741</b>



**UAC of Nigeria PLC**  
**Notes to the condensed consolidated financial statements**  
**for the 12 month period ended 31 December 2022**

**23. Trade and other payables**

	<b>31 December 2022 N' 000</b>	<b>31 December 2021 N' 000</b>
Trade payables	7,013,694	5,821,213
Other payables	3,729,623	1,196,085
WHT payable	576,025	566,608
VAT payable	213,409	265,227
PAYE payable	36,659	43,776
Accruals	4,088,621	3,454,575
<b>Total</b>	<b>15,795,064</b>	<b>11,347,484</b>

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

Trade payables are non-interest bearing and are normally settled between 30 and 60-day terms. Other payables are non-interest bearing and have an average term of 6 months.

Other payables houses balances for trade creditors and payables to vendors.

Accruals relates to accrued professional fees, accrued consultants fees, accrued audit fees and other accrued expenses.

**24. Government Grant**

	<b>31 December 2022 N' 000</b>	<b>31 December 2021 N' 000</b>
Opening balance	-	267,383
Amount received during the year	112,104	-
Released to the statement of profit & loss	(105,559)	(267,383)
<b>Closing balance</b>	<b>6,545</b>	<b>-</b>
Current	6,545	-
Non-current	-	-
	<b>6,545</b>	<b>-</b>

Government grant represents the savings made by Livestock Feeds PLC on interest paid on Federal government agriculture intervention fund (CACSS) facility obtained from Central Bank of Nigeria through Union Bank Plc. The facility was obtained at an interest rate of 5% but later increased to 9% in September 2022 as against prevailing commercial rate of 16%.

**24. Contract liabilities**

	<b>31 December 2022 N' 000</b>	<b>31 December 2021 N' 000</b>
Opening balance	2,425,294	1,340,627
Deferred during the period/year	1,079,441	2,462,336
Refund	-	(190)
Released to the statement of profit or loss	(1,688,108)	(1,377,479)
<b>Closing balance</b>	<b>1,816,627</b>	<b>2,425,294</b>

This relates to consideration paid by customers before the transfers of goods or services. Contract liabilities are recognised as revenue when the Group performs its obligations under the contract.

**UAC of Nigeria PLC**  
**Notes to the condensed consolidated financial statements**  
**for the 12 month period ended 31 December 2022**

**25. Dividend payable**

	31 December 2022	31 December 2021
	N' 000	N' 000
Opening balance	5,193,036	6,084,307
Dividend declared	2,409,530	4,388,282
Cash dividend paid during the year to NCI	(520,159)	(936,328)
Scrip dividend issued during the year to NCI	(16,431)	-
Scrip dividend issued during the year to equity holders of the parent company	(495,427)	-
Cash dividend paid during the year to equity holders of the parent company	(1,377,415)	(3,457,556)
Reclassification to withholding tax payable	-	(752,683)
Unclaimed dividend refunded	282,377	(132,986)
<b>Closing balance</b>	<b>5,475,511</b>	<b>5,193,036</b>

**Scrip dividend issued by Chemical and Allied Products PLC**

During the reporting period, Chemical and Allied Products PLC (CAP) allotted 26,487,980 units of ordinary shares from the unissued capital of the Company at a nominal value of 50 kobo per ordinary share to 105 members who elected for new ordinary shares in the Company in lieu of dividend. UAC of Nigeria PLC elected for new ordinary shares in lieu of dividend and received 25,647,472 ordinary shares of 50 kobo each which has been eliminated on consolidation. The additional shares received resulted in an increase in the percentage shareholding of UACN in CAP by 1.31%, from 56.54% to 57.85%. The impact of the change in percentage shareholding is as shown below:

	N' 000
Net asset attributable to owners as at 30 June 2022	4,846,592
Change in UACN's % holding in CAP	1.31%
Change in NCI as a result of scrip dividend issued by CAP	63,490

**26. Provisions**

The Group	Provisions	Legal claim	Decommissioning liability	Total
At 1 January 2021	3,000	189,018	6,357	198,375
Unwinding of discount	-	-	-	-
Charge to profit or loss	-	-	10,286	10,286
Derecognised on payment	-	(99,070)	-	(99,070)
<b>31 December 2021</b>	<b>3,000</b>	<b>89,948</b>	<b>16,643</b>	<b>109,591</b>
Current	3,000	89,948	-	92,948
Non-current	-	-	16,643	16,643
At 1 January 2022	3,000	89,948	16,643	109,591
Reclassification from other payables (b)	-	25,870	-	25,870
Derecognised on payment (a)	-	(86,400)	-	(86,400)
<b>31 December 2022</b>	<b>3,000</b>	<b>29,418</b>	<b>23,201</b>	<b>55,619</b>
Current	3,000	3,548	-	6,548
Non-current	-	25,870	23,201	49,071

**Decommissioning liability**

UAC Restaurants Limited has a number of leasehold properties converted to Restaurants, which are required by agreements to be restored back to their original condition upon the expiry of the leases. Decommissioning Liability relates to the provisions made for decommissioning costs relating to these properties. Management has applied its best judgement in determining the amount of the liability that will be incurred at the end of each lease term. Variables such as inflation rate and currency exchange rates amongst others, were considered in this estimate. 18% discount rate for the unwinding of the discount on the liability was determined using the "Capital Asset Pricing Model". The obligation is expected to crystallise in 2030.

The discount rate is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The discount rates did not reflect risks for which future cash flow estimates have been adjusted.

**(a) Derecognition of provision**

Derecognition of provision relates to dispute settlement amount of N86.4million paid by UAC of Nigeria PLC as final settlement for a dispute between the Company and a Counterparty that commenced in 2011.

**(b) Reclassification from other payables**

The provision for judgement debt for a subsidiary was reclassified from trade and other payables to provision for fairer presentation.

**Contingent liabilities**

The Group is engaged in law suits that have arisen in the normal course of business. The contingent liabilities in respect of pending litigation and other claims amounted to ₦3.48billion for the Group.

The Directors are of the opinion that it is not probable that an outflow of resources embodying economic benefits will be required to settle these obligations and accordingly no provision has been made in the consolidated financial statements except as disclosed in Note 26.

**UAC of Nigeria PLC**  
**Notes to the condensed consolidated financial statements**  
**for the 12 month period ended 31 December 2022**

**27 Employee benefit**

One of the entities within the Group (Grand Cereals Limited) sponsors a long service award scheme for qualifying employees. Employees are rewarded after a specific number of years in service. Employees are entitled to the awards after being in service for 10, 15, 20, 25, and 30 years with the amounts and items given based on the number of years in service. Payment of the awards is given in cash and in kind.

<b>Long service award</b>	<b>Years in service</b>
10 years award plaque + 10% of annual basic salary	10 years
15 years award plaque + 15% of annual basic salary + 24" LCD TV or gift voucher in lieu of gift item	15 years
20 years award plaque + 20% of annual basic salary + 32" LCD TV or gift voucher in lieu of gift item	20 years
25 years award plaque + 25% of annual basic salary + Fridge-freezer or gift voucher in lieu of gift item	25 years
30 years award plaque + 30% of annual basic salary + deep-freezer or gift voucher in lieu of gift item	30 years

The most recent actuarial valuations of the present value of the long service award obligations were done as at 31 December 2021 by the firm of QED Actuaries Nigeria Limited (FRC Registration Number: FRC/2018/00000012293). The present value of the long service award obligation and the related current service cost were measured using the Projected Unit Credit method. Amounts recognised in profit or loss in respect of these long service awards are as follows;

	<b>31 December 2022 N' 000</b>	<b>31 December 2021 N' 000</b>
Service cost	-	9,198
Interest cost	-	7,111
Actuarial (gain)/loss arising from changes in:		
- Financial assumptions	-	(28,755)
- Experience adjustments	-	7,432
	<b>-</b>	<b>(5,014)</b>

**Movement in the present value of long service awards**

	<b>31 December 2022 N' 000</b>	<b>31 December 2021 N' 000</b>
Opening defined benefit obligation	72,296	94,403
Current service cost	-	9,198
Benefit paid	-	(9,661)
Interest cost	-	7,111
Actuarial (gains/losses)	-	(28,755)
	<b>72,296</b>	<b>72,296</b>

**UAC of Nigeria PLC**  
**Notes to the condensed consolidated financial statements**  
**for the 12 month period ended 31 December 2022**

**28. Equity**

**Share capital**

	30 October 2022		31 December 2021	
	Number 000	Amount N' 000	Number 000	Amount N' 000
<b>Authorised:</b>				
Ordinary Shares of 50k each	2,881,296	1,440,648	3,000,000	1,500,000
Preference Shares of 50k each	-	-	400,000	200,000
<b>Total authorised share capital</b>	<b>2,881,296</b>	<b>1,440,648</b>	<b>3,400,000</b>	<b>1,700,000</b>
<b>Issued and fully paid:</b>				
Ordinary shares of 50k each	2,881,296	1,440,648	2,881,296	1,440,648
Scrip dividend shares*	44,835	22,417	-	-
<b>Total called up share capital</b>	<b>2,926,131</b>	<b>1,463,065</b>	<b>2,881,296</b>	<b>1,440,648</b>

**Cancellation of unissued shares**

On 02 July 2022, the Board of Directors, by a resolution, approved the allotment of 44,835,076 units of ordinary shares from the unissued capital of the Company at a nominal value of 50 kobo per ordinary share to 101 members who elected for new ordinary shares in the Company in lieu of dividend, subject to the registration and listing of said shares at the Securities and Exchange Commission and Nigerian Exchange Group.

Further to this resolution, the Board of Directors approved the cancellation of the remaining unissued shares (73,868,345 units of ordinary shares of 50 kobo each and 400,000,000 units of preference shares of 50 kobo each), in compliance with the provisions of Companies and Allied Matters Act 2020, Companies Regulations 2021 as it relates to unissued share capital, as well as the Corporate Affairs Commission circular dated 16th April 2021.

The share cancellation was approved and effected by the Corporate Affairs Commission on 21 July 2022.

The movement in authorised share capital is shown below

	30 October 2022		31 December 2021	
	Number 000	Amount N' 000	Number 000	Amount N' 000
<b>Ordinary Shares</b>				
Opening balance	3,000,000	1,500,000	3,000,000	1,500,000
Cancellation of unissued shares	(73,869)	(38,935)	-	-
<b>Closing balance</b>	<b>2,926,131</b>	<b>1,461,065</b>	<b>3,000,000</b>	<b>1,500,000</b>
<b>Preference shares</b>				
Opening balance	400,000	200,000	400,000	200,000
Cancellation of unissued shares	(400,000)	(200,000)	-	-
<b>Closing balance</b>	<b>-</b>	<b>-</b>	<b>400,000</b>	<b>200,000</b>

**Scrip dividend shares\***

On 02 July 2022, the Board of Directors, by a resolution, approved the allotment of 44,835,076 units of ordinary shares from the unissued capital of the Company at a nominal value of 50 kobo per ordinary share to 101 members who elected for new ordinary shares in the Company in lieu of dividend, subject to the registration and listing of said shares at the Securities and Exchange Commission and Nigerian Exchange Group. The scrip dividend shares were processed and credited to the CSCS depository accounts of the affected shareholders on 29 August 2022.

**Nature and purpose of Other Reserves and related transactions**

**Share Premium**

Section 145.2 of 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. The Share premium is to be capitalised and issued as scrips as approved by shareholders from time to time.

**Contingency Reserve**

The contingency reserve covers an appropriation of surplus or retained earnings that may or may not be funded, indicating a reservation against a specific or general contingency. The contingency reserve represents the transfer to statutory reserve of 12.5% of the profit after tax of UNICO CPFA Limited in line with section 69 of the Pension Reform Act 2004 (2014 as amended).

**Fair value reserve**

The fair value reserve relates to the cumulative net change in the fair value of financial instruments at fair value through other comprehensive income until the assets are derecognised.

**Other reserve**

Other reserve relates to the cumulative net change in the fair value of property, plant and equipment prior to the adoption of IFRS. On adoption of IFRS, the cost and revaluation surplus was taken as deemed cost and no subsequent revaluations are required.

**Share based reserve**

In 2021, the Company introduced a Long Term Incentive Plan ("LTIP") using the value creation plan ("VCP") model under which eligible employees ("Participants") are awarded ordinary shares of the Company subject to delivering exceptional shareholder value.

The value creation plan ("VCP") was designed to incentivize employees to deliver exceptional returns for shareholders over a five-year period. The model is aimed at ensuring that UAC attracts, retains, and motivates talented employees with the mindset of owners and to align the interests of employees and shareholders with performance measured by the management team's ability to maximise shareholder value. Under the VCP, Participants will receive, in the form of ordinary shares in the Company, a proportion of the value delivered for shareholders over a five year-period, provided that the Company delivers a minimum total shareholder return ("TSR") of 18% per annum. Should this return be delivered, an incentive pot equal to 10% of the value created will be distributed to Participants.

**UAC of Nigeria PLC**  
**Notes to the condensed consolidated financial statements**  
**for the 12 month period ended 31 December 2022**

**29. Reconciliation of profit before tax to cash used in operations**

		<b>The Group</b>	
		<b>31 December</b>	<b>31 December</b>
		<b>2022</b>	<b>2021</b>
		<b>N' 000</b>	<b>N' 000</b>
	Note		
<b>(Loss)/Profit before tax from continuing operations</b>		(3,445,848)	4,108,373
Loss before tax from discontinued operations		(25,829)	(2,105)
Adjustment for net finance cost	7	2,232,422	264,579
<b>Operating (loss)/profit</b>		<b>(1,239,255)</b>	<b>4,370,847</b>
<i>Adjustments to reconcile operating profit to net cash flows</i>			
Amortisation of intangible assets	6	163,200	33,208
Dividend income	4	(9,250)	(260,093)
Depreciation charge on property, plant and equipment	6	2,481,303	2,138,969
Reclassification of intangible asset		-	764
Depreciation charge on right of use asset	6	478,774	368,215
Profit on sale of investment properties	5	(469,399)	-
Write off of inventories to net realisable value	6	1,210,268	140,162
Transfer of government grant	24	(105,559)	-
Writeback of expected credit loss on short term deposits	6	(149)	(29,386)
Writeback of expected credit loss on debt securities	6	(2,804)	(23,754)
Write back expected credit losses on related party receivables	6	(11,149)	(12,439)
Expected credit loss on trade receivables and other receivables	6	20,474	81,527
Effects of exchange rate changes	15	(113,911)	(122,560)
Net fair value loss/(gains) on investment properties	12	675,874	(1,139,398)
Share of (profit)/loss from associates	14	(104,894)	895,436
Loss on lease terminated		-	(1,470)
Write-off of PPE		124,490	902
Write-off of intangible asset		3,863	-
Share based payment expense		243,939	98,931
Fair value gain on unbundling of UPDC REIT unit to shareholders	30	-	(324,725)
(Profit)/loss on sale of property, plant and equipment	5	(12,834)	32,009
Profit on sale of non current asset held for sale	5	-	(160,068)
<b>Operating cash flows before movements in working capital</b>		<b>3,332,980</b>	<b>6,087,077</b>
<b>Movements in working capital:</b>			
Changes in inventories		9,471,323	(16,230,614)
Changes in trade and other receivables and prepayments		1,912,723	(5,256,296)
Changes in contract liabilities		(608,667)	1,084,667
Changes in trade and other payables		4,447,580	181,612
Changes in right of return asset		(1,356)	11,003
Changes in employee benefits		-	(22,107)
Changes in refund liability		1,234	(13,505)
Changes in provision		(53,972)	(88,784)
Changes in liabilities held for sale/distribution		(20,910)	-
		<b>15,147,955</b>	<b>(20,334,025)</b>
<b>Net cash from operations - discontinued operations</b>		<b>-</b>	<b>-</b>
<b>Net cash used in operations</b>		<b>18,480,935</b>	<b>(14,246,948)</b>

**UAC of Nigeria PLC**  
**Notes to the condensed consolidated financial statements**  
**for the 12 month period ended 31 December 2022**

---

**30a. Non-current assets held for sale/distribution**

Following the approval by the Board of Directors in November 2019, part of a manufacturing facility within the Paints segment and investment property of the Packaged Food & Beverages segment was presented as non-current asset held for sale. In September 2022 the sum of N4,144,000 was reclassified to property, plant and equipment and the carrying value of the asset following the transfer is N541,849,000 (2021: N545,993,000). Despite the inability to complete the sale of the asset within 12 months, management is still committed to the disposal of the asset hence the continual classification as asset held for sale.

**UPDC Real Estate Investment Trust (REIT) units**

On 24 February 2021, the Board of Directors of UACN passed a resolution, subject to the approval of shareholders and the appropriate regulatory authorities, to effect the transfer of units held by UACN in UPDC REIT to shareholders in proportion to their respective shareholding. Consequently, the Company's investment was reclassified to non-current assets held for distribution and measured at its carrying amount of N3.57billion. The units were distributed in November 2021 and resulted in a distribution gain of N325 million.

**Movement in non-current assets held for sale/distribution**

	<b>31 December 2022 N'000</b>	<b>31 December 2021 N'000</b>
Opening balance	545,993	265,496
Transfer from investment in associates (UPDC REIT)	-	3,571,660
Transfer (to)/from PPE	(4,144)	(13,155)
Transfer from investment property	-	303,712
Cost of asset disposed	-	(10,060)
Distribution of units held in UPDC REIT to Shareholders	-	<u>(3,571,660)</u>
Closing balance	<u>541,849</u>	<u>545,993</u>

UAC of Nigeria PLC  
Notes to the condensed consolidated financial statements  
for the 12 month period ended 31 December 2022

**30b. Disposal group held for distribution to owners**

**UNICO CPFA Limited (UNICO)**

Members of UNICO CPFA, at an Extra-Ordinary General Meeting, approved the voluntary winding up of the company on February 6, 2019. The Company is thus in liquidation. Hence, this entity was classified as a disposal group held for distribution to owners in the year ended 31 December 2018.

**Exception to one year requirement:**

IFRS 5 requires that except for certain exceptions, the sale of a non-current asset or disposal group is expected to qualify for recognition as a completed sale within one year from the date of classification. However, during the year, there were certain factors considered to be beyond the control of management which have invariably extended the sale year beyond one year. As part of the voluntary winding up process, the assets of UNICO will be sold and liabilities settled. The winding up process is still ongoing.

Analysis of the results of the disposal group held for distribution to owners is as follows:

	UNICO	TOTAL	UNICO	TOTAL
	31 December	31 December	31 December	31 December
	2022	2022	2021	2021
	N'000	N'000	N'000	N'000
<b>Assets</b>				
<b>Non-current assets:</b>				
Property, plant and equipment	2,920	2,920	2,920	2,920
Deferred tax asset	945	945	945	945
	<b>3,865</b>	<b>3,865</b>	<b>3,865</b>	<b>3,865</b>
<b>Current assets</b>				
Inventories	-	-	-	-
Trade and other receivables	-	-	-	-
Statutory Reserve Fund Account	-	-	-	-
	-	-	-	-
<b>Total</b>	<b>3,865</b>	<b>3,865</b>	<b>3,865</b>	<b>3,865</b>
<b>Liabilities</b>				
<b>Current liabilities</b>				
Trade and other payables	21,184	21,184	34,090	34,090
Current income tax liabilities	-	-	8,004	8,004
	<b>21,184</b>	<b>21,184</b>	<b>42,094</b>	<b>42,094</b>
<b>Total</b>	<b>21,184</b>	<b>21,184</b>	<b>42,094</b>	<b>42,094</b>

**UAC of Nigeria PLC**  
**Notes to the condensed consolidated financial statements**  
**for the 12 month period ended 31 December 2022**

Analysis of the results of the discontinued operations is as follows:

	UNICO	TOTAL	UNICO	TOTAL
	31 December	31 December	31 December	31 December
	2022	2022	2021	2021
	N'000	N'000	N'000	N'000
Revenue	-	-	-	-
Cost of sales	-	-	-	-
Gross profit	-	-	-	-
Administrative expenses	(25,829)	(25,829)	(2,105)	(2,105)
<b>Operating profit</b>	<b>(25,829)</b>	<b>(25,829)</b>	<b>(2,105)</b>	<b>(2,105)</b>
Finance income	-	-	-	-
Finance cost	-	-	-	-
Share of profit of associates	-	-	-	-
<b>Loss before impairment</b>	<b>(25,829)</b>	<b>(25,829)</b>	<b>(2,105)</b>	<b>(2,105)</b>
<b>Loss before tax</b>	<b>(25,829)</b>	<b>(25,829)</b>	<b>(2,105)</b>	<b>(2,105)</b>
Tax expense:				
Related to pre-tax profit/(loss) from the ordinary activities for the period	-	-	-	-
<b>Loss after tax</b>	<b>(25,829)</b>	<b>(25,829)</b>	<b>(2,105)</b>	<b>(2,105)</b>
Profit/(loss) from discontinued operations	-	-	-	-
Dividend income from discontinued operation	-	-	-	-
Impairment of assets of disposal group held for sale	-	-	-	-
<b>Loss from discontinued operations</b>	<b>(25,829)</b>	<b>(25,829)</b>	<b>(2,105)</b>	<b>(2,105)</b>
<b>Other Comprehensive income</b>				
<b>Total comprehensive (loss)/income for the period net of tax</b>	<b>(25,829)</b>	<b>(25,829)</b>	<b>(2,105)</b>	<b>(2,105)</b>

**Cashflows from discontinued operations:**

The net cash flows incurred are as follows:

	UNICO	TOTAL	UNICO	TOTAL
	31 December	31 December	31 December	31 December
	2022	2022	2021	2021
	N'000	N'000	N'000	N'000
Operating	(25,829)	(25,829)	(2,105)	(2,105)
Investing	-	-	-	-
Financing	-	-	-	-
<b>Net cash outflows</b>	<b>(25,829)</b>	<b>(25,829)</b>	<b>(2,105)</b>	<b>(2,105)</b>



UAC of Nigeria PLC

Shareholding Structure/Free Float Status

Company Name:	UAC of Nigeria Plc			
Board Listed:	Main Board			
Year End:	31-Dec			
Reporting Period:	31-Dec-22			
	31-Dec-22		31-Dec-21	
Share Price at end of reporting period:	10.25		9.5	
<b>Description</b>	<b>Units</b>	<b>Percentage</b>	<b>Units</b>	<b>Percentage</b>
Issued Share Capital	2,926,131,655	100%	2,881,296,579	100%
<b>Substantial Shareholdings (5% and above)</b>				
Themis Capital Management	586,289,403	20.04%	496,128,943	17.22%
Dalio Property Development Limited	172,693,669	5.90%	152,380,473	5.29%
Fund, LP - Main NTC Kuroto	147,246,159	5.03%	-	-
<b>Total Substantial Shareholdings</b>	<b>906,229,231</b>	<b>30.97%</b>	<b>648,509,416</b>	<b>22.51%</b>
<b>Directors' Shareholdings (direct and indirect), excluding directors with substantial interests</b>				
Mr. Daniel Agbor (Indirect)	35,000,000	1.20%	35,000,000	1.21%
Mr. Folasope Aiyesimoju (Direct)	46,999,122	1.61%	46,338,731	1.61%
Mr. Folasope Aiyesimoju (Indirect)	55,100,000	1.88%	55,100,000	1.91%
Mr. Folasope Aiyesimoju (Indirect - representing AM&P Advisory services)	27,970,979	0.96%	78,653,201	2.73%
Mr. Folasope Aiyesimoju (Indirect - representing Themis Capital Management )	-	-	-	-
Dr. Vitus Ezinwa (Direct)	1,563,800	0.05%	1,485,174	0.05%
Mrs. Babafunke Jjaiya-Oladipo (Direct)	250,326	0.01%	237,740	0.01%
Mr. Babatunde Kasali (Direct)	10,000	0.00%	10,000	0.00%
Mr. Khalifa Biobaku (Indirect - representing Dalio Property Development Limited) (a)	-	-	-	-
Dr. Umaru Alka (Direct) (b)	NLD	NLD	8,109	0.00%
Mrs. Suzanne Iroche	-	-	-	-
Mr. Bolaji Odunsi	-	-	-	-
Mr. Karl Toriola	-	-	-	-
<b>Total Directors' Shareholdings</b>	<b>166,894,227</b>	<b>5.70%</b>	<b>216,832,955</b>	<b>7.53%</b>
<b>Other Influential Shareholdings</b>				
Cardinalstone Account CPM	105,353,794	3.60%	-	-
UBA Nominee/Tangerine Life Insurance Investment (c)	95,783,885	3.27%	95,783,885	3.32%
<b>Total Other Influential Shareholdings</b>	<b>201,137,679</b>	<b>6.87%</b>	<b>95,783,885</b>	<b>3.32%</b>
<b>Free Float in Units and Percentage</b>	<b>1,651,870,518</b>	<b>56.45%</b>	<b>1,920,170,323</b>	<b>66.64%</b>
<b>Free Float in Value</b>	<b>₦ 16,931,672,809.50</b>		<b>₦ 18,241,618,068.50</b>	
<b>Declaration:</b>				
UAC of Nigeria PLC with a free float percentage of 56.45% as at 31 December 2022, is compliant with The Exchange's free float requirements for companies listed on the Main Board.				

NLD - "No longer a director"

- (a) Mr. Khalifa Biobaku was appointed to the Board with effect from 29 March 2022  
 (b) Dr. Umaru Alka retired from the Board with effect from 27 June 2022  
 (c) As at December 2021, Tangerine Life Insurance Investment was Metropolitan Life Insurance Nig Ltd