

# 2023

**THE INITIATES PLC AUDITED ACCOUNT  
FOR YEAR ENDED 31ST DECEMBER 2023**



*EXTERNAL AUDITORS*

*MADU ONYEKWANA & Co*

**12/31/2023**

**THE INITIATES PLC**

**FINANCIAL STATEMENTS  
YEAR ENDED 31 DECEMBER 2023**

# **THE INITIATES PLC**

**FOR THE YEAR ENDED 31 DECEMBER 2023**

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**REPORT OF THE DIRECTORS**



The Directors have the pleasure of submitting to the members their report as well as the Audited Financial Statement for the year ended 31<sup>st</sup> December, 2023.

- Legal Form:** The Company was incorporated as a Private Limited Liability Company under the Laws of the Federation of Nigeria on the 3<sup>rd</sup> day of March, 1995 with RC 266755. It became a Public limited Company on the 24<sup>th</sup> day of June, 2015, and was Listed on the floor of the Nigerian Stock Exchange (NSE) on the 25<sup>th</sup> day of October, 2016.
- Principal Activities:** The Company is engaged in Waste Management, and Industrial Cleaning Services to both private and public sectors including the Oil and Gas Industry.

3. **Result of Operations for the year:**

ITEM	DEC 31ST 2023	DEC 31ST 2022	CHANGE
	N'M	N'M	%
REVENUE	1,849.47	841.47	119.79
DIRECT COST	1,171.53	641.99	82.48
GROSS PROFIT	677.94	199.48	239.86
OTHER INCOME	147.85	17.45	747.43
TOTAL INDIRECT COST	306.02	260.30	17.57
PROFIT BEFORE TAX	519.77	(43.37)	(1,298.42)
PROVISION FOR TAX	171.55	10.33	1,560.49
NET PROFIT AFTER TAX	348.23	(53.70)	(748.44)
NON-CURRENT ASSET	1,531.13	1,140.20	34.29
ASSET IN TRANSIT	120.59	265.06	(54.50)
OTHER NON-CURRENT ASSET	17.91	31.22	(42.64)
INVESTMENT	105.26	105.14	0.11
CURRENT ASSET	784.88	548.40	43.12
TOTAL ASSET	2,559.77	2,090.02	22.48
NON CURRENT LIABILITY	672.13	782.52	(14.11)
CURRENT LIABILITY	709.42	594.63	19.30
WORKING CAPITAL	75.46	(46.24)	(263.21)
NET ASSET	1,178.23	712.86	65.28

- Property, Plant & Equipment:** Movements in plant, property and equipment during the year are as reflected in notes 15 of the notes to the financial statement
- Directors:** The names of Directors who held office during the period and at the date of this report are : **Mr. Joe Ogbonna Anosikeh** (Chairman), **Mr. Reuben Mustapha Ossai** (Managing Director/C.E.O) **Prof. Edward Alikor** (Non-Executive Director), **Chief Oboh-Ozoherebe .G.** (Non-Executive Director), **Mr. Joseph Ebinum** (Non-Executive Director) and **Dr. Dorothy Bassey** (Independent Non-Executive Director)

	<b>ANOSIKEH, J. O. (CHAIRMAN), OSSAI, R.M (CEO/ MD)</b> <b>OBOH- OZOHEREBE G. (N.E.D)</b> <b>PROF. ALIKOR, E.A.D (N.E.D)</b> <b>EBINUM, J. (N.E.D)</b> <b>DR. BASSEY, DOROTHY (I.N.E.D)</b>	<b>Plot 400, Location (New) Road</b> <b>Off Aba/PH Express Rd, By Oyigbo Junction Umuebule 5</b> <b>(502103)</b> <b>P.O. Box 7242</b> <b>Port Harcourt</b>	
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**Directors Remuneration:**

Non-Executive Directors remuneration comprises Directors fees, Sitting allowances and travel allowances; while Executive Director remuneration comprise salaries and other allowances payable during the year.

6. **Directors' interest in shares:** In accordance with section 301 of the Companies and Allied Matters Act,(CAMA) 2020 and the Listing requirement of the NSE, the direct and Indirect interest of the Directors' shareholding as advised by the Registrars of the Company are;

Year	Names of Directors	Direct Shareholding	Indirect Shareholding
31 <sup>st</sup> Dec, 2022	Mr.Joe Ogbonna Anosikeh	20,295,796	
	Mr.Reuben Mustapha Ossai	190,695,237	
	Chief Charles Oboh	1,000,000	
	Prof.Edward Alikor	1,126,761	
	Mr.Joseph Ebinum	NIL	37,550,000
31 <sup>st</sup> Dec, 2023	Mr.Joe Ogbonna Anosikeh	20,295,796	
	Mr.Reuben Mustapha Ossai	190,695,237	
	Chief Oboh-Ozoherebe.G.	58,568,412	
	Prof.Edward Alikor	1,126,761	
	Mr.Joseph Ebinum	NIL	37,550,000
20 <sup>th</sup> March 2024	Mr.Joe Ogbonna Anosikeh	20,295,796	
	Mr.Reuben Mustapha Ossai	190,695,237	
	Chief Oboh-Ozoherebe.G.	58,568,412	
	Prof.Edward Alikor	1,126,761	
	Mr.Joseph Ebinum	NIL	37,550,000

Note: The Company represented by Director with indirect shareholding is: **BELL IYKE LIMITED**

	<b>ANOSIKEH, J. O. (CHAIRMAN), OSSAI, R.M (CEO/ MD)</b> <b>OBOH- OZOHEREBE G. (N.E.D)</b> <b>PROF. ALIKOR, E.A.D (N.E.D)</b> <b>EBINUM, J. (N.E.D)</b> <b>DR. BASSEY, DOROTHY (I.N.E.D)</b>	<b>Plot 400, Location (New) Road</b> <b>Off Aba/PH Express Rd, By Oyigbo Junction Umuebule 5</b> <b>(502103)</b> <b>P.O. Box 7242</b> <b>Port Harcourt</b>	
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## THE INITIATES PLC

### WASTE MANAGERS & INDUSTRIAL CLEANERS

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7. **Directors' interest in Contracts:** In line with the provision of section 303 of CAMA 2020, no Director has any interest (directly/indirectly) in any contract or proposed contract with the Company as at 31<sup>st</sup> December, 2023 or the date of this return.
8. **Analysis of Shareholding:** The shares of the Company were fully owned by Nigerian citizens and Institutions. The following shareholders held more than 5% of the shares of the Company as at 31<sup>st</sup> December, 2023:

### THE INITIATES PLC

#### LIST OF SHAREHOLDERS WITH 5% AND ABOVE

S/N	NAME	HOLDINGS	%
1	DVCF OIL & GAS PLC	218,441,000	24.54
2	OSSAI REUBEN M	190,695,237	21.43
3	AFOLAYAN SAMUEL OLAJIDE	102,552,084	11.52
4	OBOH-OZOHEREBE GORDON	58,568,412	6.58
		<b>570,256,733</b>	<b>64.08</b>

9. **Fraud/Forgery:** There was no forgery recorded during the year under review.
10. **Format of Financial Statement:** The financial statement of The Initiates Plc have been prepared in accordance with the Financial reporting council of Nigeria as well as the International Financial Reporting Standards.
11. **Employment and Employee:**  
**Employee welfare:** The Company places high premium on the health, safety and welfare of its employees in their places of work. To this end, the Company has various forms of insurance policies including group life insurance to adequately secure and protect its employees. The Company also provides allowances to its employees at all levels for feeding, transport and housing. Equal opportunities are also given during a highly competitive recruitment process and there is no discrimination on gender, race or tribe.
12. **Free Float:** The Free float of a company is the proportion of its shares that are held by investors who are likely to be willing to trade the shares on the Securities Exchanges. In line with the Nigerian Stock Exchange's rules, the Company's free float as at 31<sup>st</sup> December, 2023 is above 20% as shown below:

	ANOSIKEH, J. O. (CHAIRMAN), OSSAI, R.M (CEO/ MD) OBOH- OZOHEREBE G. (N.E.D) PROF. ALIKOR, E.A.D (N.E.D) EBINUM, J. (N.E.D) DR. BASSEY, DOROTHY (I.N.E.D)	Plot 400, Location (New) Road Off Aba/PH Express Rd, By Oyigbo Junction Umuebule 5 (502103) P.O. Box 7242 Port Harcourt	
	Phone +234 84 669510	www.initiatesgroup.com	

**THE INITIATES PLC****SHAREHOLDING STRUCTURE AND FREE FLOAT STATUS  
AS AT THE PERIOD ENDED 31ST DECEMBER 2023**

COMPANY NAME: THE INITIATES PLC.  
 BOARD LISTED: GROWTH BOARD  
 YEAR END: 31ST DECEMBER  
 REPORTING PERIOD: 2023 THIRD QUATER (1ST OCTOBER - 31ST DECEMBER 2023)  
 SHARE PRICE AS AT REPORTING DATE: N1.15 (2022: N0.40)

DESCRIPTION	2023		2022	
	UNITS	PERCENTAGE (IN RELATION TO ISSUED SHARE CAPITAL) %	UNITS	PERCENTAGE (IN RELATION TO ISSUED SHARE CAPITAL) %
Issued Share Capital @ 50 Kobo per share	889,981,552	100%	889,981,552	100%
<b>Details of Substantial Shareholdings (5% and above)</b>				
DVCF OIL & GAS PLC	218,441,000	24.54	322,828,822	36.27
OSSAI REUBEN M	190,695,237	21.43	190,695,237	21.43
AFOLAYAN SAMUEL	102,552,084	11.52	73,546,061	8.26
OBOH-OZOHEREBE GORDON	58,568,412	6.58		
<b>Total Substantial Shareholdings</b>	<b>570,256,733</b>	<b>64.08</b>	<b>587,070,120</b>	<b>72.55</b>
<b>Details of Directors Shareholdings (direct and indirect), excluding directors' holding substantial interests</b>				
ANOSIKEH JOE OGBONNA	20,295,796	2.28	20,295,796	2.28
ALIKOR ACHI EDWARD	1,126,761	0.13	1,126,761	0.13
EBINUM JOSEPH (INDIRECT - BELL NYKE LIMITED)	37,550,000	4.22	37,550,000	4.22
OBOH CHARLES AROAWODE	-	-	1,000,000	0.11
<b>Total Directors' Shareholdings</b>	<b>58,972,557</b>	<b>6.63</b>	<b>59,972,557</b>	<b>6.74</b>
<b>Details of Other Influential shareholdings, if any (E.g. Government, Promoters)</b>				
EMPLOYEES	5,432,282	0.61	5,432,282	0.61
<b>Total of Other Influential Shareholdings</b>	<b>5,432,282</b>	<b>0.61</b>	<b>5,432,282</b>	<b>0.61</b>
Free Float in Unit and Percentage	255,319,980	28.69	237,506,593	26.69
Free Float in Value	N 293,617,977.00		N 95,002,637.20	

(A) THE INITIATES Plc with a free float percentage of 28.69% as at 31st December 2023, is compliant with The Exchange's free float requirements for companies listed on the GROWTH Board.

(B) THE INITIATES Plc with a free float Value of N293,617,977.00 as at 31st December 2023, is compliant with The Exchange's free float requirements for companies listed on the GROWTH Board.

13. **Auditors:** The Auditors, Messer's Mau, Onyekwena & co. indicated their willingness to continue in office in accordance with section 401(1) & (2) of the Companies and Allied Matters Act, Cap C20, Laws of the Federation of Nigeria 2004.

Dated this 20<sup>th</sup> Day of March, 2024

**By Order of the Board**

**OLAIDE ODEJOBI**  
 Company Secretary  
 FRC/2017/PRO/NBA/002/00000016739

 International Solid Waste Association	<b>ANOSIKEH, J. O. (CHAIRMAN), OSSAI, R.M (CEO/ MD)</b> <b>OBOH- OZOHEREBE G. (N.E.D)</b> <b>PROF. ALIKOR, E.A.D (N.E.D)</b> <b>EBINUM, J. (N.E.D)</b> <b>DR. BASSEY, DOROTHY (I.N.E.D)</b>	Plot 400, Location (New) Road Off Aba/PH Express Rd, By Oyigbo Junction Umuebule 5 (502103) P.O. Box 7242 Port Harcourt	 9001:2015   14001:2015
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## **CORPORATE GOVERNANCE REPORT**

The Initiates Plc. recognizes Corporate Governance as its bedrock in the attainment of the Company's goals and objectives especially as it relates to sound environmental protection, acceptable corporate social responsibility and compliance with statutory regulation. The Company continuously thrives in achieving best practices in accordance with the laws and regulations of Nigeria such as the Code of Corporate Governance for Public Companies 2011, the Companies and Allied Matters Act Capc20, LFN2004, Post listing rules of the Nigerian Stock Exchange, International Financial Reporting Standard etc.

In achieving these, the Board of Directors is responsible for the following:

1. Develop a strategy defining the role of the Directors in the overall attainment and achievement of the Company's goals in line with TIP's vision and Business values.
2. Maintain proper fiscal values by ensuring the integrity of financial statements, monitor spending
3. Select, Manage and support the Chief Executive Officer in the formulation of policies and the conduct of Business
4. Oversee the effectiveness and adequacy of Internal Control System
5. Set up Employment procedures as it relates to Management staff
6. Ensure compliance with Laws and regulations
7. Ensure compliance with Board Charters
8. Ensure effective communication with Shareholders
9. Formulate the Management of Risk management framework

The Board exercises its oversight functions through Board Meetings and its Committees. As at the date of this report, the Committees of the Board are:

<b>Committee(Audit &amp; Finance)</b>	<b>Membership Status</b>
Christian Ugochukwu Nwanma	Shareholder/Chairman
Mr.Enoch Iwueze	Shareholder/member
Mr.Olushola Adegbite	Shareholder/member
Prof.Edward Alikor	Director/member
Mr.Joe Ebinum	Director/member

**WASTE MANAGERS & INDUSTRIAL CLEANERS****Committee(Corporate Governance/Compensation) Membership Status**

Oboh-Ozoherebe .G.	Chairman/ N.E.D
Mr.Joe Ebinum	N.E.D./Member
Prof.Edward Alikor	N.E.D/ Member

**Committee(Risk and HSE) Membership Status**

Prof.Edward Alikor	Chairman/N.E.D
Ossai, Reuben Mustapha	Member

**Statutory Audit Committee:** The Committee held four meetings during the year(28/3/23, 26/4/23, 11/7/23,and/24/10/2023;) to perform its roles and responsibilities as stated in section 404(7) of CAMA,2020 and the SEC Code of Corporate Governance(2011)

**THE BOARD OF DIRECTORS**

During the year under review, the Board of Directors was made up of 6 directors comprising a Chairman, a Chief Executive Officer, (3) Non-executive Director, and an independent Director. The position of the Chairman is distinct from that of the Chief Executive officer to ensure transparency and separation of power as provided in the Code of Corporate Governance for Public Companies, 2011. The Board held four meetings during the year (29<sup>th</sup> March 2023; 27<sup>th</sup> April 2023; 12<sup>th</sup> July 2023, and 25<sup>th</sup> October 2023)

**ATTENDANCE AT BOARD AND AUDIT COMMITTEE MEETINGS:**

<b>Names</b>	<b>Board Sittings (4 sittings)</b>	<b>Audit CommitteeSitting (4 Sittings)</b>
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Reuben Mustapha Ossai	4	Not applicable(N/A)
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Joe Ogonna Anosikeh	4	N/A
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Chief Oboh-Ozoherebe. G.	1	N/A
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Prof.Edward Alikor	3	3
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**ANOSIKEH, J. O. (CHAIRMAN), OSSAI, R.M (CEO/ MD)**  
**OBOH- OZOHEREBE G. (N.E.D)**  
**PROF. ALIKOR, E.A.D (N.E.D)**  
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EMAIL:wms@initiatesgroup.com

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## THE INITIATES PLC

### WASTE MANAGERS & INDUSTRIAL CLEANERS

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Mr. Joe Ebinum	4	4
Dr. Dorothy Bassey	4	N/A
Christian Ugochukwu Nwanma	N/A	4
Mr. Enoch Iwueze	N/A	4
Olushola Adegbite	N/A	4



ANOSIKEH, J. O. (CHAIRMAN), OSSAI, R.M (CEO/ MD)  
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Phone +234 84 669510

[www.initiatesgroup.com](http://www.initiatesgroup.com)

EMAIL: [wms@initiatesgroup.com](mailto:wms@initiatesgroup.com)



**THE INITIATES PLC**

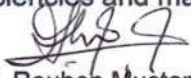
**WASTE MANAGERS & INDUSTRIAL CLEANERS**

**RC266755**

**CERTIFICATE OF COMPLIANCE OF THE INITIATES PLC PURSUANT TO SECTION 60(2) OF THE INVESTMENT AND SECURITIES ACT, 2007 FOR THE FOURTH QUARTER ENDED 31ST DECEMBER 2023**

We the undersigned hereby certify the following with regards to our financial report for the period ended 31st December, 2023:  
that;

1. We have reviewed the report and to the best of our knowledge, the report does not contain;
  - (i) Any untrue statement of a material fact, or
  - (ii) Omit to state a material fact which would make the statements misleading in the light of the circumstances under which such statements were made;
2. To the best of our knowledge, the financial statements and other financial information included in the report fairly present in all material respects the financial condition and results of operations of the Company as of, and the periods presented in the report.
3. We:
  - a. Are responsible for establishing and maintaining internal control.
  - b. Have designed such internal control to ensure that material information relating to the Company is made known to such officers within the entity particularly during the period in which this financial statements was prepared.
  - c. Have evaluated the effectiveness of the Company's internal control as of date within 30 days prior to the time of this account.
4. (i) We have disclosed to the audit committee;
  - (ii) All significant deficiencies in the design or operations of the internal controls which would adversely affect the Company's ability to record, process, summarize and report financial data and was identified for any material weakness in internal controls;
  - (iii) Any fraud whether or not material, that involve management or other employees who have significant role in the company's internal controls;
  - (iv) We have identified in the report whether or not there was significant changes in the internal controls or other factors that could significantly affect internal controls subsequent to the date of our evaluation, including any corrective actions with regards to significant deficiencies and material weakness.

  
**Ossai, Reuben Mustapha**  
**Chief Executive Officer**  
**FRC/2014/PRO/DIR//003/00000009687**

  
**Taneh Rosemary**  
**Chief Financial Officer**  
**FRC/2017/PRO/ICAN/001/00000016060**

	ANOSIKEH, J. O. (CHAIRMAN), OSSAI, R.M (CEO/ MD) OBOH- OZOHEREBE G. (N.E.D) PROF. ALIKOR, E.A.D (N.E.D) EBINUM, J. (N.E.D) DR. BASSEY, DOROTHY (I.N.E.D)	Plot 400, Location (New) Road Off Aba/PH Express Rd, By Oyigbo Junction Umuebule 5 (502103) P.O. Box 7242 Port Harcourt	
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**THE INITIATES PLC**

**WASTE MANAGERS & INDUSTRIAL CLEANERS**

**RC266755**

## **SECURITIES TRADING POLICY**

In compliance with Rule 17.15 Disclosure of Dealings in Issuers' Shares, Rulebook of the Exchange 2015 (Issuers Rule): The Initiates Plc maintains 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 as the year ended 31<sup>st</sup> December 2023.

Olaide Odejebi

Company Secretary

FRC/2017/PRO/NBA/002/00000016739



**ANOSIKEH, J. O. (CHAIRMAN), OSSAI, R.M (CEO/ MD)**  
**OBOH- OZOHEREBE G. (N.E.D)**  
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**AUDIT COMMITTEE REPORT OF THE INITIATES PLC**

In compliance with Section 404(7) of the Companies and Allied Matters 2020, and Section 60(2) of the Investment and Securities Act 2007, we have reviewed the Audit report for the year ended 31st December, 2023 and hereby state as follows:

1. We examined the scope and planning of the audit for the year ended 31st December 2023, this was in our opinion adequate.
2. We also reviewed the External Auditors' Management letter for the year as well as the Management's response thereon.
3. We ascertained that the accounting and reporting policies of the Company for the year ended 31st December 2023 are in accordance with legal requirements and agreed with ethical practices.

In our opinion, the scope and planning of the audit for the year ended 31st December, 2023 was adequate and Management's response to Auditors' findings thereon were satisfactory.

Dated 19<sup>TH</sup> March, 2024



NWANMA UGOCHUKWU CHRISTIAN  
Chairman

FRC/2017/PRO/ ICAN/002/00000016424

**Members of the Committee:**



Mr. Christian Ugochukwu Nwanma - Chairman/Shareholder Representative

Sir Enoch Iwueze- Shareholder Representative

Mr. Olushola Adegbite – Shareholder Representative

Prof. Edward Alikor - Non-Executive Director

Mr. Joseph Ebinum - Non-Executive Director

	<p><b>ANOSIKEH, J. O. (CHAIRMAN), OSSAI, R.M (CEO/ MD)</b> <b>OBOH- OZHEREBE G. (N.E.D)</b> <b>PROF. ALIKOR, E.A.D (N.E.D)</b> <b>EBINUM, J. (N.E.D)</b> <b>DR. BASSEY, DOROTHY (I.N.E.D)</b></p>	<p>Plot 400, Location (New) Road Off Aba/PH Express Rd, By Oyigbo Junction Umuebule 5 (502103) P.O. Box 7242 Port Harcourt</p>	 <p>9001:2015   14001:2015</p>
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# THE INITIATES PLC

## STATEMENT OF DIRECTORS' RESPONSIBILITIES

The Directors of **The Initiates Plc** are responsible for the preparation of the financial statements that give a true and fair view of the financial position of the Company as at 31 December 2023, and the results of its operations, cashflows and changes in equity for the year ended, in compliance with International Financial Reporting Standards ("IFRS") and in the manner required by the Companies and Allied Matters Act 2020, and the Financial Reporting Council of Nigeria Act, 2011.

In preparing the financial statements, the Directors are responsible for:

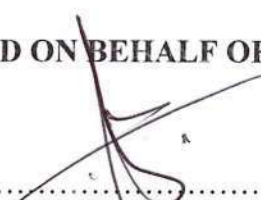
- properly selecting and applying accounting policies;
- presenting information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information;
- providing additional disclosures when compliance with the specific requirements in IFRSs are insufficient to enable users to understand the impact of particular transactions, other events and conditions on the Company's financial position and financial performance; and
- making an assessment of the Company's ability to continue as a going concern.

The Directors are responsible for:

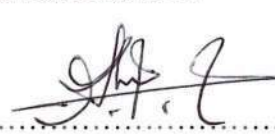
- designing, implementing and maintaining an effective and sound system of internal controls throughout the Company;
- maintaining adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company, and which enable them to ensure that the financial statements of the Company comply with IFRS;
- maintaining statutory accounting records in compliance with the legislation of Nigeria and IFRS;
- taking such steps as are reasonably available to them to safeguard the assets of the Company; and
- preventing and detecting fraud and other irregularities.

The financial statements of the Company for the year ended 31 December 2023 were approved by directors on 20 March 2024.

### SIGNED ON BEHALF OF THE BOARD OF DIRECTORS BY:

  
.....  
Mr. Joe Ogbonna Anosikeh  
Chairman

FRC/2014/PRO/DIR/003/00000008836

  
.....  
Mr. Reuben Mustapha Ossai  
Managing Director

FRC/2014/PRO/DIR/003/00000009687

# THE INITIATES PLC

## FOR THE YEAR ENDED 31 DECEMBER 2023 DIRECTORS AND OTHER CORPORATE INFORMATION

<b>Directors</b>	Mr. Joe Anosikeh Mr. Reuben Mustapha Ossai Prof. Edward Alikor Mr. Godwin Oboh Mr. Joseph Ebinum Dr. Dorothy Bassey	Chairman Managing Director Non-Executive Director Non-Executive Director Non-Executive Director Independent Non-Executive Director
<b>Company Secretary</b>	Mrs. Olaide Odejobi Plot 400, Shell Location Road, Off Aba/PH Expressway, By Oyigbo Junction, Umuebule 5, Rivers State.	
<b>External Auditors</b>	Madu, Onyekwena & Co (Chartered Accountants) 11 Birabi Street, GRA Phase 1 Port Harcourt, Rivers State	
<b>Registrars</b>	Apel Capital Registrars Limited 8 Alhaji Bashorun Street, Off Norman Williams Crescent, South-West, Ikoyi, Lagos.	
<b>Principal Bankers</b>	Guaranty Trust Bank Plc Providus Bank Plc Stanbic IBTC Bank Plc	
<b>Audit Committee</b>	Mr. Christian Nwanma Prof. Edward Alikor Mr. Joseph Ebinum Sir Enoch Iwueze Mr. Adegbite Olushola - Shareholders' Representative	
<b>Registered Office</b>	Plot 400, Shell Location Road, Off Aba/PH Expressway, By Oyigbo Junction, Umuebule 5, Rivers State.	

# **INDEPENDENT AUDITOR'S REPORT**

## **To the Shareholders of The Initiates Plc**

### **Report on the Audit of the Financial Statements**

#### **Opinion**

We have audited the accompanying financial statements of **The Initiates Plc** as at 31 December 2023 which comprise the statement of profit or loss and other comprehensive income, statement of financial position, statement of changes in equity and statement of cash flows for the year and summary of significant accounting policies and other explanatory information as set out on pages 6 to 55.

In our opinion, the financial statements give a true and fair view of the financial position of **The Initiates Plc** as at 31 December 2023, and of its financial performance and its cash flows for the year then ended in accordance with the International Financial Reporting Standards, the Companies and Allied Matters Act 2020, and the Financial Reporting Council of Nigeria Act 2011.

#### **Basis for Opinion**

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

#### **Key Audit Matters**

Key Audit Matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current year. We have communicated the key audit matters to the Audit Committee. The key audit matters are not a comprehensive reflection of all matters discussed. These matters are addressed in the context of our audit of the financial statements as a whole and in forming our opinion thereon, and we do not provide a separate opinion on these matters. The key audit matter below relates to the audit of the financial statements.

#### **The Account Balance Discrepancies**

Discrepancy between the General Ledger /Trial Balance and the balances in the accounting software. This discrepancy raises concerns about the accuracy and completeness of the financial statements.

#### **How the matter was addressed in the audit**

Our audit procedures covered the following:

- a. Conducted detailed testing of transactions and account balances to identify any discrepancies or errors. This involves selecting a sample of transactions and verifying their accuracy, completeness and proper recording.
- b. Performed extensive reconciliation procedures between the General Ledger, Trial Balance and underlying accounting records within the software.
- c. Applied analytical procedures to assess the reasonableness of account balances and to identify any significant anomalies that may indicate errors or irregularities.

- d. Engaged in discussions with management to understand the process for generating financial statements and to obtain explanations for any differences observed.

The reconciliation of balances generated by the software did not reveal errors that could materially affect the balances in the Financial Statements.

#### **Other information**

The Directors are responsible for the other information. The other information comprises the Board of Directors, Officers and Other Corporate Information, Report of the Directors, Corporate Governance Report, Directors' Responsibilities in Relation to the Financial Statements and Report of the Audit Committee which we obtained prior to the date of this Auditor's report and the integrated report, which is expected to be made available to us after that date. 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 any form of assurance conclusion thereon.

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

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

#### **Responsibilities of 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, Companies and Allied Matters Act 2020, and the Financial Reporting Council of Nigeria Act 2011, and for such internal control as the Directors determine is necessary to enable the preparation of the 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 and/or to cease operations or have no realistic alternative but to do so.

#### **Auditor's responsibilities for the audit of the financial statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from any 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 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 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;

- a) identify and assess the risk 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 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.



- b) Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- c) Evaluate the appropriateness of the accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Directors.
- d) Conclude on the appropriateness of the Directors' use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as going concern.
- e) 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.
- f) Obtain sufficient appropriate audit evidence regarding the financial information of the entity or business activities within the Company to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the audit. We remain solely responsible for our audit

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

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

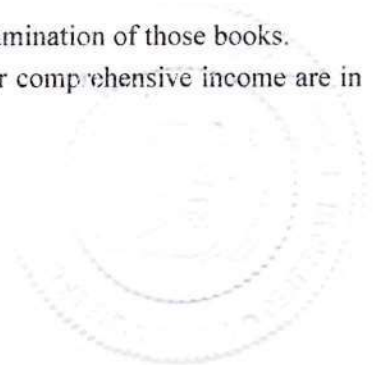
From the matters communicated with the Audit Committee, we determine those matters that were of most significance in audit of the financial statements of the current period and therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public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

#### **Report on other legal and regulatory requirements**

In accordance with the sixth schedule of the Companies and Allied Matters Act 2020, we expressly state that:

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

**Mr. Chinedu Onyekwena**  
**FRC/2013/ICAN/00000004886**  
**For: Madu, Onyekwena & Co.**  
**Chartered Accountants**  
**Port Harcourt, Nigeria**  
**28 March, 2024**



## THE INITIATES PLC

### STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2023

<b>Continuing Operations</b>	<b>Note</b>	<b>2023</b> <b>N</b>	<b>2022</b> <b>N</b>
Revenue	6	1,849,471,769	841,469,215
Cost of sales	7	<u>(1,171,532,339)</u>	<u>(641,990,433)</u>
Gross profit		677,939,430	199,478,782
Other income	8	147,854,186	17,447,479
Administrative expenses	9	<u>(227,722,296)</u>	<u>(240,599,790)</u>
Result from operating activities	11	598,071,320	(23,673,529)
Finance cost	12	<u>(78,298,206)</u>	<u>(19,698,085)</u>
Profit/(loss) before tax		519,773,114	(43,371,614)
Income tax expense	13.1	<u>(171,546,102)</u>	<u>(10,331,054)</u>
Profit/(loss) for the year		<u><b>348,227,012</b></u>	<u><b>(53,702,668)</b></u>
<b>Other Comprehensive income</b>			
<b>Items that will not be reclassified to profit or loss:</b>			
Defined benefit plan actuarial gain/loss	14	-	-
Revaluation surplus on property, plant and equipment	15.3	<u>-</u>	<u>-</u>
<b>Total items that will not be reclassified to profit or loss</b>		<u>-</u>	<u>-</u>
<b>Items that may be reclassified to profit or loss:</b>		<u>-</u>	<u>-</u>
<b>Other comprehensive income for the year</b>		<u>-</u>	<u>-</u>
<b>Total comprehensive income/(loss) for the year</b>		<u><b>348,227,012</b></u>	<u><b>(53,702,668)</b></u>
<b>Earnings/(loss) per share</b>			
Basic and diluted earnings per share (kobo)	19	<u>39</u>	<u>(6)</u>

The notes on pages 11 to 55 form part of these financial statements.

**THE INITIATES PLC**  
**STATEMENT OF FINANCIAL POSITION**  
**AS AT 31 DECEMBER 2023**

	Note	2023 N	2022 N
<b>Assets</b>			
<b>Non-current assets</b>			
Property, plant and equipment	15	1,531,133,502	1,140,204,567
Asset-in-transit	16	120,589,302	265,057,884
Other non-current assets	17	17,907,467	31,218,067
Investments	18	105,259,214	105,140,247
<b>Current assets</b>			
Inventories	20	13,576,920	14,931,947
Trade and other receivables	21	490,194,110	293,883,501
Cash and cash equivalents	22	199,663,455	159,028,727
Current tax assets	23	57,687,440	62,910,235
Other current assets	24	23,756,139	17,643,299
<b>Total current assets</b>		<b>784,878,064</b>	<b>548,397,709</b>
<b>Total Assets</b>		<b>2,559,767,549</b>	<b>2,090,018,474</b>
<b>Equity and Liabilities</b>			
<b>Equity</b>			
Share capital	25	444,990,776	444,990,776
Share premium	26	17,780,000	17,780,000
Revaluation reserve	27	303,473,535	303,473,535
Retained earnings	28	411,981,089	(53,379,368)
<b>Total equity</b>		<b>1,178,225,400</b>	<b>712,864,943</b>
<b>Non-current liabilities</b>			
Deferred tax liabilities	13.4	122,126,879	82,519,191
Borrowings	32.1	550,000,000	700,000,000
		672,126,879	782,519,191
<b>Current liabilities</b>			
Trade and other payables	29	301,070,063	458,006,936
Current tax liabilities	13.2	16,685,346	7,550,070
Other current tax liabilities	30	118,846,934	126,139,797
Employees' benefits	31	2,995,027	2,937,537
Borrowings	32.2	269,817,900	-
<b>Total current liabilities</b>		<b>709,415,270</b>	<b>594,634,340</b>
<b>Total liabilities</b>		<b>1,381,542,149</b>	<b>1,377,153,531</b>
<b>Total equity and liabilities</b>		<b>2,559,767,549</b>	<b>2,090,018,474</b>

These financial statements were approved by the Board of Directors on 20 March, 2024 and signed on its behalf by:

.....  
Mr. Joe Oghonna Anosikeh  
Chairman  
FRC/2014/PRO/DIR/003/00000008836

.....  
Mr. Reuben Mustapha Ossai  
Managing Director  
FRC/2014/PRO/DIR/003/00000009687

.....  
Dr. Rosemary Taneh  
Chief Finance Officer  
FRC/2017/PRO/ICAN/001/00000016060

The notes on pages 11 to 55 form part of these financial statements.

# THE INITIATES PLC

## STATEMENT OF CHANGES IN EQUITY

### YEAR ENDED 31 DECEMBER 2023

	<b>Share capital</b>	<b>Share premium</b>	<b>Revaluation reserve</b>	<b>Retained earnings</b>	<b>Total Equity</b>
	<b>N</b>	<b>N</b>	<b>N</b>	<b>N</b>	<b>N</b>
At 1 January	444,990,776	17,780,000	303,473,535	(53,379,368)	712,864,943
Prior year adjustments	-	-	-	117,133,445	117,133,445
Profit for the year	-	-	-	348,227,012	348,227,012
<b>At 31 December</b>	<b>444,990,776</b>	<b>17,780,000</b>	<b>303,473,535</b>	<b>411,981,089</b>	<b>1,178,225,400</b>

### YEAR ENDED 31 DECEMBER 2022

	<b>Share capital</b>	<b>Share premium</b>	<b>Revaluation reserve</b>	<b>Retained earnings</b>	<b>Total Equity</b>
	<b>N</b>	<b>N</b>	<b>N</b>	<b>N</b>	<b>N</b>
At 1 January	444,990,776	17,780,000	303,473,535	323,300	766,567,611
Loss for the year	-	-	-	(53,702,668)	(53,702,668)
<b>At 31 December</b>	<b>444,990,776</b>	<b>17,780,000</b>	<b>303,473,535</b>	<b>(53,379,368)</b>	<b>712,864,943</b>

# THE INITIATES PLC

## STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 DECEMBER 2023

	Note	2023 N	2022 N
<b>Cash flows from operating activities</b>			
Profit/(loss) after tax		348,227,012	(53,702,668)
Adjustment to reconcile profit/(loss) to net cash provided by operating activities;			
Depreciation		47,260,549	43,917,884
Interest received		-	(640)
Finance cost		78,298,206	19,698,085
Prior year adjustments		117,133,445	-
<b>Changes in working capital:</b>			
Decrease/(increase) in other non-current assets		13,310,600	(2,169,400)
Decrease/(increase) in inventories		1,355,027	(8,510,392)
Increase in trade and other receivables		(196,310,609)	(134,780,478)
(Increase)/decrease in current tax assets		5,222,795	15,169,740
(Increase)/decrease in other current assets		(6,112,840)	5,806,953
Increase/(decrease) in non-current liabilities		39,607,688	(40,565,162)
Decrease/Increase in trade and other payables		(157,451,655)	355,128,302
Increase in employees benefits		57,490	2,010,592
Increase in current tax liabilities		21,133,519	6,715,642
(Decrease)/increase in other current tax liabilities		(7,292,863)	45,275,530
<b>Cash used by operations</b>		<b>304,438,364</b>	<b>253,993,988</b>
Tax paid		(11,998,243)	-
<b>Net cash used in operating activities</b>		<b>292,440,121</b>	<b>253,993,988</b>
<b>Cash flows from investing activities</b>			
Acquisition of property, plant and equipment	15	(173,131,600)	(368,619,571)
Asset-in-transit		(120,589,302)	(265,057,884)
Investment		(118,967)	(98,833,246)
Interest received	8	-	640
<b>Net cash used in investing activities</b>		<b>(293,839,869)</b>	<b>(732,510,061)</b>

# THE INITIATES PLC

## STATEMENT OF CASH FLOWS (CONTD) FOR THE YEAR ENDED 31 DECEMBER 2023

	Note	2023 N	2022 N
<b>Cash flows from financing activities</b>			
Borrowings		269,817,900	5,000,000
Repayment of borrowings		(150,000,000)	(5,000,000)
Interest on unclaimed dividends		514,782	366,415
Unclaimed dividends paid to Shareholders		-	(1,299,260)
Finance cost	12	<u>(78,298,206)</u>	<u>(19,698,085)</u>
<b>Net cash used by financing activities</b>		<u>42,034,476</u>	<u>(20,630,930)</u>
<b>Net increase/(decrease) in cash and cash equivalents</b>		40,634,728	(499,147,003)
<b>Cash and cash equivalents at 1 January</b>		<u>159,028,727</u>	<u>658,175,730</u>
<b>Cash and cash equivalents at 31 December</b>	22	<u><b>199,663,455</b></u>	<u><b>159,028,727</b></u>

# THE INITIATES PLC

## NOTES TO THE FINANCIAL STATEMENTS

### 1. General Information

#### 1.1 Reporting entity

The company was incorporated under the Companies and Allied Matters Act 1990 as a Limited Liability Company on 3 March 1995 and commenced business in February 1997. On 23 March 2015, the company was re-registered and converted to public limited company and accordingly changed its name from The Initiates Limited to The Initiates Plc.

The registered address of the Company is located at Plot 400, Shell Location Road, Off Aba/PH Expressway, By Oyigbo Junction, Umuebule 5, Rivers State.

#### 1.2 Principal activities

The company's principal activities include waste management services, E-waste management services and industrial cleaning and decontamination services.

#### 1.3 Financial period

These financial statements cover the financial period from 1 January 2023 to 31 December 2023, with comparative for year ended 31 December 2022.

### 2. Significant Accounting Policies

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

#### 2.1 Statement of compliance

The financial statements have been prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board (IASB) and the interpretations issued by the International Financial Reporting Interpretation Committee (IFRIC) and the requirements of the Companies and Allied Matters Act 2020 and the Financial Reporting Council (FRC) of Nigeria Act, 2011.

The components of the financial statements are:

- Statement of profit or loss and other comprehensive income
- Statement of financial position
- Statement of changes in equity
- Statement of cash flows
- Notes to the financial statements

The financial statements are authorised for issue by the Company's Board of Directors on 20 March 2024.

# THE INITIATES PLC

## NOTES TO THE FINANCIAL STATEMENTS

### 2.2 Basis of measurement

The financial statements have been prepared on the historical cost basis except for the following:

- Inventories at the lower of cost and net realisable value
- Property, plant and equipment at revalued amount
- The financial instruments (borrowings) measured at amortized cost

### 2.3 Functional and presentation currency

These financial statements are presented in Naira, which is the Company's functional currency. All financial information presented in Naira has been rounded to the nearest thousand except where otherwise indicated.

### 3. Adoption of new and revised International Financial Reporting Standards (IFRSs)

The following revisions to accounting standards and pronouncements were issued and made effective beginning on or after 1 January 2018.

<b>Pronouncement</b>	<b>Nature of change</b>	<b>Required to be implemented for periods beginning on or after</b>
a. IFRS 9 Financial Instruments	IFRS 9 sets out requirements for recognising and measuring financial assets, financial liabilities and some contracts to buy or sell non-financial items, a single approach to determine whether a financial asset is measured at amortised cost or fair value and a single impairment method. This standard has replaced IAS 39; Financial instruments, recognition and measurement.	1 January 2018
b. IFRS 15 Revenue from Contracts with customers	This standard is a replacement of IAS 11 – Construction Contracts, IAS 18 – Revenue, IFRIC 13 – Customer Loyalty Programmes, IFRIC 15 – Agreement for the Construction of Real Estate, IFRI 18 – Transfer of Assets from Customers and SIC 31 – Revenue – Barter Transactions Involving Advertising Services.  The amendment does not change the underlying principles of the standard, they clarify and offer some additional transition relief.	1 January 2018

# THE INITIATES PLC

## NOTES TO THE FINANCIAL STATEMENTS

**Required to be implemented for periods beginning on or after**

<b>Pronouncement</b>	<b>Nature of change</b>	
c. IFRS 16: Leases	<p>IFRS 16 was published in January 2016. It sets out the principles for the recognition, measurement, presentation and disclosure of leases for both parties to a contract, i.e. the customer ('lessee') and the supplier ('lessor'). IFRS 16 replaces the previous leases Standard, IAS 17 Leases, and related Interpretations. IFRS 16 eliminates the classification of leases as operating leases or finance leases as required by IAS 17 and introduces a single model for lessees which will result in almost all leases being included in the Statement of Financial Position.</p> <p>Applying that model, a lessee is required to recognise:</p> <p>(a) assets and liabilities for all leases with a term of more than 12 months, unless the underlying assets is of low value; and</p> <p>(b) depreciation of lease assets separately from interest on lease liabilities in the profit or loss.</p> <p>No significant changes have been included for lessors. IFRS 16 substantially carries forward the lessor accounting requirements in IAS 17. Accordingly, a lessor continues to classify its leases as operating leases or finance leases, and to account for those two types of leases differently. IFRS 16 also includes extensive new disclosure requirements for both lessees and lessors.</p>	1 January 2019
d. Amendments to IFRS 9 - Financial Instruments (Prepayment features with negative compensation)	<p>The IASB issued a narrow scope amendment to IFRS 9 to enable entities to measure some prepayable financial assets with negative compensation at amortised cost. However, to qualify for amortised cost measurement, the negative compensation must be 'reasonable compensation for early termination of the contract'. and the asset must be held within a 'held to collect' business model.</p>	1 January 2019

# THE INITIATES PLC

## NOTES TO THE FINANCIAL STATEMENTS

		<b>Required to be implemented for periods beginning on or after</b>	
	<b>Pronouncement</b>	<b>Nature of change</b>	
e	IFRS 17 Insurance Contracts	IFRS 17 was issued in May 2017 as replacement for IFRS 4 - Insurance Contracts. It requires a current measurement model where estimates are remeasured in each reporting period. The measurement is based on the building blocks of discounted, probability-weighted cash flows, a risk adjustment and a contractual service margin (CSM) representing the unearned profit of the contract.	1 January 2019
f	Amendments to IAS 28- Investment in Associates (Long term interests in Associates & Joint Ventures)	The IASB issued a narrow scope amendment to IAS 28 that clarifies that these long term interests in an Associate or Joint Venture to which the equity method is not applied should be accounted for using IFRS 9. This includes the impairment requirements in IFRS 9.	1 January 2019
g	IFRIC 23 Uncertainty over Income Tax Treatment	IFRIC 23 sets out how to determine the accounting tax position when there is uncertainty over income tax treatments. The Interpretation requires an entity to: (i) determine whether uncertain tax positions are assessed separately or as a group; and (ii) assess whether it is probable that a tax authority will accept an uncertain tax treatment used, or proposed to be used, by an entity in its income tax filings. If yes, the entity should determine its accounting tax position consistently with the tax treatment used or planned to be used in its income tax filings. If no, the entity should reflect the effect of uncertainty in determining its accounting tax position.	1 January 2019

On initial application of IFRIC 23, an entity shall apply this Interpretation either: (a.) retrospectively applying IAS 8, if that is possible without the use of hindsight; or (b.) retrospectively with the cumulative effect of initially applying the Interpretation recognised at the date of initial application. If an entity selects this transition approach, it shall not restate comparative information.

# THE INITIATES PLC

## NOTES TO THE FINANCIAL STATEMENTS

**Required to be implemented for periods beginning on or after**

<b>Pronouncement</b>	<b>Nature of change</b>	
	<p>Instead, the entity shall recognise the cumulative effect of initially applying the Interpretation as an adjustment to the opening balance of retained earnings (or other component of equity, as appropriate). The date of initial application is the beginning of the annual reporting period in which an entity first applies this Interpretation.</p> <p>In terms of applying IFRIC 23, an entity shall reflect the effect of uncertainty for each uncertain tax treatment by using either of the following methods, depending on which method the entity expects to better predict the resolution of the uncertainty: (a.) the most likely amount – the single most likely amount in a range of possible outcomes. The most likely amount may better predict the resolution of the uncertainty if the possible outcomes are binary or are concentrated on one value. (b.) the expected value – the sum of the probability weighted amounts in a range of possible outcomes.</p>	
h Amendments to IFRS 3 - Definition of Business	The amendments clarify that while businesses usually have outputs, outputs are not required for an integrated set of activities and assets to qualify as a business. To be considered a business an acquired set of activities and assets must include, at a minimum, an input and a substantive process that together significantly contribute to the ability to create outputs. Additional guidance is provided that helps to determine whether a substantive process has been acquired. The amendments introduce an optional concentration test that permits a simplified assessment of whether an acquired set of activities and assets is not a business. Under the optional concentration test, the acquired set of activities and assets is not a business if substantially all of the fair value of the gross assets acquired is concentrated in a single identifiable asset or group of similar assets.	1 January 2020
i Amendments to IAS 1 and IAS 8 - Definition of Material	In October 2018, the IASB issued amendments to IAS 1 Presentation of Financial Statements and IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors to align the definition of ‘material’ across the standards and to clarify certain aspects of the definition. The new definition states that, 'Information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements, which provide financial information about a specific reporting entity. The amendments to the definition of material is not expected to have a significant impact on the Company's financial statements.	1 January 2020
j Revised Conceptual Framework for Financial Reporting	These amendments were issued in March 2018. Included in the revised conceptual framework are revised definitions of an asset and a liability as well as new guidance on measurement and derecognition, presentation and disclosure. The amendments focused on areas not yet covered and areas that had shortcomings.	1 January 2020

# THE INITIATES PLC

## NOTES TO THE FINANCIAL STATEMENTS

### 4. Summary of significant accounting policies

The Company has consistently applied the following accounting policies to all periods presented in these financial statements. Set out below is an index of the significant accounting policies, the details of which are available on the pages that follow.

	Page number
4.1 Foreign currency	16
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#### 4.1 Foreign currency translation

Transactions denominated in foreign currencies are translated and recorded in Naira at the actual exchange rates at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date are retranslated to the functional currency at the rates of exchange prevailing at that date. The foreign currency gain or loss on monetary items is the difference between amortized cost in the functional currency at the beginning of the period, adjusted for effective interest and payments during the period, and the amortized cost in foreign currency translated at the exchange rate at the end of the reporting period. Foreign currency differences arising on retranslation are recognized in profit or loss. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction.

#### 4.2 Financial instruments

Financial assets and financial liabilities are recognised in the Company's statement of financial position when the Company becomes a party to the contractual provisions of the instrument. With the exception of trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient, financial instruments are initially measured at their fair value, except in the case of financial assets and financial liabilities recorded at Fair Value Through Profit or Loss (FVPL). Transaction costs are added to, or subtracted from this amount.

Trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient are measured at the transaction price determined under IFRS15. Refer to the accounting policies on Revenue from contracts with customers.

# THE INITIATES PLC

## NOTES TO THE FINANCIAL STATEMENTS

### I Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognised financial assets are measured subsequently in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

#### **Classification of financial assets**

Debt instruments that meet the following conditions are measured subsequently at amortised cost:

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

#### **Amortised cost and effective interest method**

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period.

For financial assets other than purchased or originated credit impaired financial assets (i.e. assets that are credit-impaired on initial recognition), the effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) excluding expected credit losses, through the expected life of the debt instrument, or, where appropriate, a shorter period, to the gross carrying amount of the debt instrument on initial recognition.

For purchased or originated credit-impaired financial assets, a credit-adjusted effective interest rate is calculated by discounting the estimated future cashflows, including expected credit losses, to the amortised cost of the debt instrument on initial recognition.

The amortised cost of a financial asset is the amount at which the financial asset is measured at initial recognition minus the principal repayments, plus the cumulative amortisation using the effective interest method of any difference between that initial amount and the maturity amount, adjusted for any loss allowance. The gross carrying amount of a financial asset is the amortised cost of a financial asset before adjusting for any loss allowance.

Interest income is recognised using the effective interest method for debt instruments measured subsequently at amortised cost. For financial assets other than purchased or originated credit-impaired financial assets, interest income is calculated by applying the effective interest rate to the gross carrying amount of a financial asset, except for financial assets that have subsequently become credit-impaired (see below). For financial assets that have subsequently become credit-impaired, interest income is recognised by applying the effective interest rate to the amortised cost of the financial asset. If, in subsequent reporting periods, the credit risk on the credit-impaired financial instrument improves so that the financial asset is no longer credit-impaired, interest income is recognised by applying the effective interest rate to the gross carrying amount of the financial asset. Interest income is recognised in profit or loss and is included in the "finance income – interest.

## THE INITIATES PLC

### NOTES TO THE FINANCIAL STATEMENTS

#### **Foreign exchange gains and losses**

The carrying amount of financial assets that are denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period. Specifically for financial assets measured at amortised cost that are not part of a designated hedging relationship, exchange differences are recognised in the statement of profit or loss.

#### **Impairment of financial assets**

The Company recognises a loss allowance for expected credit losses (ECL) on debt instruments that are measured at amortised cost (trade receivables and short-term deposits). The amount of expected credit losses is updated at each reporting date to reflect changes in credit risk since initial recognition of the respective financial instrument.

The Company always recognises lifetime ECL for trade receivables. The expected credit losses on these financial assets are estimated using a provision matrix based on the Company's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate.

For all other financial instruments, the Company recognises lifetime ECL when there has been a significant increase in credit risk since initial recognition. However, if the credit risk on the financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month ECL.

Lifetime ECL represents the expected credit losses that will result from all possible default events over the expected life of a financial instrument. In contrast, 12-month ECL represents the portion of lifetime ECL that is expected to result from default events on a financial instrument that are possible within 12 months after the reporting date.

#### **(i) Significant increase in credit risk**

In assessing whether the credit risk on a financial instrument has increased significantly since initial recognition, the Company compares the risk of a default occurring on the financial instrument at the reporting date with the risk of a default occurring on the financial instrument at the date of initial recognition. In making this assessment, the Company considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information that is available without undue cost or effort. Forward-looking information considered includes the future prospects of the industries in which the Company's debtors operate, obtained from economic expert reports, financial analysts, governmental bodies, relevant think-tanks and other similar organisations, as well as consideration of various external sources of actual and forecast economic information that relate to the Company's core operations.

In particular, the following information is taken into account when assessing whether credit risk has increased significantly since initial recognition:

- an actual or expected significant deterioration in the financial instrument's external (if available) or internal credit rating;
- significant deterioration in external market indicators of credit risk for a particular financial instrument, e.g. a significant increase in the credit spread, the credit default swap prices for the debtor, or the length of time or the extent to which the fair value of a financial asset has been less than its amortised cost;
- existing or forecast adverse changes in business, financial or economic conditions that are expected to cause a significant decrease in the debtor's ability to meet its debt obligations;

## THE INITIATES PLC

### NOTES TO THE FINANCIAL STATEMENTS

- an actual or expected significant deterioration in the operating results of the debtor;
- significant increases in credit risk on other financial instruments of the same debtor;
- an actual or expected significant adverse change in the regulatory, economic, or technological environment of the debtor that results in a significant decrease in the debtor's ability to meet its debt obligations.

Irrespective of the outcome of the above assessment, the Company presumes that the credit risk on a financial asset has increased significantly since initial recognition when contractual payments are more than 30 days past due, unless the Company has reasonable and supportable information that demonstrates otherwise.

Despite the foregoing, the Company assumes that the credit risk on a financial instrument has not increased significantly since initial recognition if the financial instrument is determined to have low credit risk at the reporting date. A financial instrument is determined to have low credit risk if:

- (1) The financial instrument has a low risk of default,
- 2) The debtor has a strong capacity to meet its contractual cash flow obligations in the near term, and
- (3) Adverse changes in economic and business conditions in the longer term may, but will not necessarily reduce the ability of the borrower to fulfil its contractual cash flow obligations.

The Company considers a financial asset to have low credit risk when the asset has external credit rating of 'investment grade' in accordance with the globally understood definition or if an external rating is not available, the asset has an internal rating of 'performing'. Performing means that the counterparty has a strong financial position and there is no past due amounts.

The Company regularly monitors the effectiveness of the criteria used to identify whether there has been a significant increase in credit risk and revises them as appropriate to ensure that the criteria are capable of identifying significant increase in credit risk before the amount becomes past due.

#### **(ii) Definition of default**

The Company considers the following as constituting an event of default for internal credit risk management purposes as historical experience indicates that financial assets that meet either of the following criteria are generally not recoverable:

- when there is a breach of financial covenants by the debtor; or
- information developed internally or obtained from external sources indicates that the debtor is unlikely to pay its creditors, including the Company, in full (without taking into account any collateral held by the Company).

Irrespective of the above analysis, the Company considers that default has occurred when a financial asset is more than 60 days past due unless the Company has reasonable and supportable information to demonstrate that a more lagging default criterion is more appropriate.

#### **(iii) Credit-impaired financial assets**

A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of that financial asset have occurred. Evidence that a financial asset is credit-impaired includes observable data about the following events:

- (a) significant financial difficulty of the issuer or the borrower;
- (b) a breach of contract, such as a default or past due event
- (c) the lender(s) of the borrower, for economic or contractual reasons relating to the borrower's financial difficulty, having granted to the borrower a concession(s) that the lender(s) would not otherwise consider;
- (d) it is becoming probable that the borrower will enter bankruptcy or other financial reorganisation;

# THE INITIATES PLC

## NOTES TO THE FINANCIAL STATEMENTS

### **(iv) Write off policy**

The Company writes off a financial asset when there is sufficient information indicating that the debtor is in severe financial difficulty and there is no realistic prospect of recovery, e.g. when all economic attempts to recover the outstanding amount have failed or when the period within which the debt can be legally enforced has expired or unable to locate debtor or debtor passed away leaving no asset, whichever occurs sooner.

Financial assets written off may still be subject to enforcement activities under the Company's recovery procedures, taking into account legal advice where appropriate. Any recoveries made are recognized in profit or loss.

### **(v) Measurement and recognition of expected credit losses**

The measurement of expected credit losses is a function of the probability of default, loss given default (i.e. the magnitude of the loss if there is a default) and the exposure at default. The assessment of the probability of default and loss given default is based on historical data adjusted by forward-looking information as described above.

As for the exposure at default, for financial assets, this is represented by the assets' gross carrying amount at the reporting date.

For financial assets, the expected credit loss is estimated as the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive, discounted at the original effective interest rate.

If the Company has measured the loss allowance for a financial instrument at an amount equal to lifetime ECL in the previous reporting period, but determines at the current reporting date that the conditions for lifetime ECL are no longer met, the Company measures the loss allowance at an amount equal to 12-month ECL at the current reporting date, except for assets for which simplified approach was used.

The Company recognises an impairment gain or loss in profit or loss for all financial instruments with a corresponding adjustment to their carrying amount through a loss allowance account.

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

### **Derecognition of financial assets**

The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset measured at amortised cost, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss.

# THE INITIATES PLC

## NOTES TO THE FINANCIAL STATEMENTS

### II Financial liabilities

#### Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, as appropriate.

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

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

#### Subsequent measurement

All financial liabilities are measured subsequently at amortised cost using the effective interest method.

Financial liabilities measured subsequently at amortised cost.

Financial liabilities that are not:

- (i) contingent consideration of an acquirer in a business combination,
- (ii) held-for-trading, or
- (iii) designated as at FVTPL, are measured subsequently at amortised cost using the effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the amortised cost of a financial liability.

#### Loans and borrowings

This is the category most relevant to the Company. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the (Expected Interest Rate) EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the effective interest (EIR) amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit or loss.

This category generally applies to interest-bearing loans and borrowings.

#### Foreign exchange gains and losses

For financial liabilities that are denominated in a foreign currency and are measured at amortised cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortised cost of the instruments. These foreign exchange gains and losses are recognised in profit or loss for financial liabilities that are not part of a designated hedging relationship.

The fair value of financial liabilities denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of the reporting period.

# THE INITIATES PLC

## NOTES TO THE FINANCIAL STATEMENTS

### **Derecognition of financial liabilities**

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

When the Company exchanges with the existing lender one debt instrument into another one with the substantially different terms, such exchange is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, the Company accounts for substantial modification of terms of an existing liability or part of it as an extinguishment of the original financial liability and the recognition of a new liability.

It is assumed that the terms are substantially different if the discounted present value of the cash flows under the new terms, including any fees paid net of any fees received and discounted using the original effective rate is at least 10 percent different from the discounted present value of the remaining cash flows of the original financial liability. If the modification is not substantial, the difference between:

- (1) the carrying amount of the liability before the modification; and
- (2) the present value of the cashflows after modification should be recognised in profit or loss as the modification gain or loss within other gains and losses.

### **Offsetting of financial instruments**

Financial assets and financial liabilities are offset and the net amount is reported in the statement of financial position if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities.

### **III) Share capital**

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares and share options are recognised as a deduction from equity, net of any tax effects.

### **4.3. Property, plant and equipment**

#### **i Recognition and measurement**

Land is stated in the statement of financial position at the revalued amount.

Buildings, plant and machinery, and all other property, plant and equipment are stated in the statement of financial position at their revalued amount less accumulated depreciation and any impairment losses.

Any accumulated depreciation at the date of revaluation is eliminated against the gross carrying amount of the asset, and the net amount is restated to the revalued amount of the asset. All other property, plant and equipment acquired after the revaluation, are stated at cost less accumulated depreciation and accumulated impairment losses.

Cost includes expenditure that is directly attributable to the acquisition of the asset. Items of property, plant and equipment under construction are disclosed as capital work-in-progress. The cost of construction recognised includes the cost of materials and direct labour, any other costs directly attributable to bringing the assets to a working condition for their intended use.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

Gains and losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment, and are recognised in profit or loss.

# THE INITIATES PLC

## NOTES TO THE FINANCIAL STATEMENTS

### SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Assets are reviewed annually to ensure that impairment has not occurred. They are also reviewed for impairment whenever events or changes in circumstances indicate that the carrying amounts for those assets may not be recoverable. Impairment losses are measured as the difference between the carrying amount and the recoverable amount, which is the higher of the asset's fair value less costs to sell and its value in use, as determined by the amount of estimated risk adjusted future cash flows. Impairment losses are recognised in income statement in the period in which they are incurred.

Borrowing costs directly related to the acquisition or construction of an asset are capitalised as part of the cost of the asset to the extent of its recoverable amount. As established by IAS 23 - Borrowing costs, the company has applied this method to all qualifying assets. Borrowing costs are capitalised when the cost of the acquisition of the assets and borrowing cost are incurred and the activities necessary to bring the assets to a condition for its use have been started.

Capitalisation of borrowing cost is suspended during periods in which active development is interrupted.

#### **ii Subsequent costs**

The cost of replacing a 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 carrying amount of the replaced part is derecognised. All other repairs and maintenance of property, plant and equipment are charged to statement of profit or loss during the financial year in which they are incurred.

#### **iii Depreciation**

Depreciation is calculated over the depreciable amount, which is the cost of an asset, or other amount substituted for cost, less its residual value.

Depreciation is recognized in profit or loss on a straight-line basis over the estimated useful lives of each part of an item of property, plant and equipment which reflects the expected pattern of consumption of the future economic benefits embodied in the asset.

Depreciation methods, useful lives and residual values are reviewed at each financial year end and adjusted if appropriate. Capital work-in-progress is not depreciated. The attributable cost of each asset is transferred to the relevant asset category immediately the asset is available for use and depreciated accordingly.

# THE INITIATES PLC

## NOTES TO THE FINANCIAL STATEMENTS

### SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

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

	%
Land	Nil
Building	2.00
Plant and Machinery	5.00
Motor Vehicles	25.00
Office and HSE Equipment	20.00
Furniture and Fittings	33.33

Leased assets are depreciated over the shorter of the lease term and their useful lives unless it is reasonably certain that the Company will obtain ownership by the end of the lease term in which case the assets are depreciated over the useful life.

Land has unlimited useful life, so it is not depreciated.

#### iv Derecognition of property, plant and equipment

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

#### 4.4 Inventories

Inventories are measured at the lower of cost and net realisable value. The cost of inventory includes expenditure incurred in acquiring the inventory, production costs and other costs incurred in bringing them to their existing location and condition. Cost incurred in bringing each product to its present location and condition is based on weighted average cost.

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

Allowance is made for obsolete, slow moving or defective items where appropriate.

#### 4.5 Impairment of non-financial assets

The carrying amounts of the Company's non-financial assets, other than inventories are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. For goodwill and intangible assets that have indefinite useful lives or that are not yet available for use, the recoverable amount is estimated each year at the same time.

# THE INITIATES PLC

## NOTES TO THE FINANCIAL STATEMENTS

### SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or cash generating unit (CGU). For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the “cash-generating unit, or CGU”).

An impairment loss is recognized if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount. Impairment losses are recognized in profit or loss. Impairment losses recognized in respect of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to the units, and then to reduce the carrying amounts of the other assets in the unit (group of units) on a pro rata basis.

In respect of other assets (excluding Goodwill for which impairment loss is not reversed), impairment losses recognized in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset’s carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognised.

#### 4.6 Employee benefits

##### a Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution plans are recognised as an employee benefit expense in profit or loss in the period during which services are rendered by employees. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

The company makes provisions for employee benefits in accordance with the Pension Reform Act 2014. 8% of the employee’s basic salary, housing and transport contributed monthly by the employee and 10% contributed by the employer. The monthly contribution is remitted to the Pension Fund Administrators.

##### b Termination benefits

Termination benefits are recognised as an expense when the Company is committed demonstrably, without realistic possibility of withdrawal, to a formal detailed plan to either terminate employment before the normal retirement date, or to provide termination benefits as a result of an offer made to encourage voluntary redundancy. Termination benefits for voluntary redundancies are recognised as an expense if the Company has made an offer of voluntary redundancy, it is probable that the offer will be accepted, and the number of acceptances can be estimated reliably. If benefits are payable more than 12 months after the reporting period, then they are discounted to their present value.

# THE INITIATES PLC

## NOTES TO THE FINANCIAL STATEMENTS

### SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

#### **c Short-term employee benefits**

Short-term employee benefit obligations are measured on an un-discounted basis and are expensed as the related service is provided.

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

#### **4.7 Provisions**

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost.

#### **4.8 Contingent liabilities**

A contingent liability is a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the company, or a present obligation that arises from past events but is not recognised because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or the amount of the obligation cannot be measured with sufficient reliability.

Contingent liabilities are only disclosed and not recognised as liabilities in the Statement of Financial Position.

If the likelihood of an outflow of resources is remote, the possible obligation is neither a provision nor a contingent liability and no disclosure is made.

#### **4.9 Statement of cash flows**

The statement of cash flows is prepared using the indirect method. Changes in Statement of Financial Position items that have not resulted in cash flows such as translation differences, fair value changes, equity-settled share-based payments and other non-cash items, have been eliminated for the purpose of preparing the statement. Dividends paid to ordinary shareholders are included in financing activities. Finance cost is also included in financing activities while finance income received is included in investing activities.

# THE INITIATES PLC

## NOTES TO THE FINANCIAL STATEMENTS

### SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

#### 4.10 Revenue from contracts with customers IFRS 15

##### A Revenue

Revenue is recognised by applying a five-step approach:

- Identify the contract
- Identify the separate performance obligations in the contract
- Determine the transaction price
- Allocate the transaction price to separate performance obligations
- Recognise revenue when (or as) each performance obligation is satisfied

##### i Identify the contract

Any agreement that creates enforceable rights and obligations is a contract.

A contract modification is accounted for as a separate contract or continuation of the original contract prospectively or with cumulative catch-up, depending on facts and circumstances.

##### ii Identify the separate performance obligations in the contract

Performance obligations are the explicit or implicit promises made to the customer in a contract. In a multi-element arrangement, it is necessary to determine if the promises made are distinct from each other or should be accounted for together as a bundle.

##### iii Determine the transaction price

Transaction price is the amount of the consideration a company is entitled to receive in exchange for transferring goods or services to customers.

The transaction price is determined when the contract price is fixed.

Variable consideration is estimated and recognised as revenue when it is highly probable that a significant reversal of the cumulative revenue recognised will not occur in future periods.

##### iv Allocate the transaction price to performance obligations

The total consideration in a contract is between each of the distinct performance obligations in that contract on the basis of the standalone selling price.

##### v Recognise revenue when (or as) each performance obligation is satisfied

Revenue is recognised in the Income Statement when or as the company fulfils its performance obligations, that is when the promised goods or services are transferred to the customer and the customer obtains control. This may be over time or a point in time. In the case of services, the obligation is satisfied over the period of provision of the services.

# THE INITIATES PLC

## NOTES TO THE FINANCIAL STATEMENTS

### SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

#### **B Contract balances**

##### **i Trade receivables**

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

##### **ii Contract Asset**

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

##### **iii Contract liabilities**

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company performs under the contract.

#### **4.11 Income tax**

Income tax expense comprises current and deferred tax. Current tax and deferred tax are recognised in profit or loss except to the extent that it relates to a business combination, or items recognized directly in equity or in other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates statutorily enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been statutorily enacted by the reporting date.

# THE INITIATES PLC

## NOTES TO THE FINANCIAL STATEMENTS

### SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

Deferred tax assets and deferred tax liabilities are classified as non-current assets and liabilities, respectively. In the case of transactions recognised directly in equity, the related deferred tax asset and liability also affects equity.

#### 4.12 Dividends

Dividends are recognised as liability in the period they are declared.

Dividends which remained unclaimed for a period exceeding twelve (12) years from the date of declaration and which are no longer actionable by shareholders in accordance with Section 385 of Companies and Allied Matters Act of Nigeria are written back to retained earnings.

#### 4.13 Earnings per share

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

#### 4.14 Segment Reporting

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the company components. All operating segments are reviewed over time by management for resource allocation and performance assessment.

The Company's primary format for segment reporting is based on business segments. The business segments are determined by management based on the Company's internal reporting structure.

Revenue and cost represent operating revenues and expenses respectively that are directly attributable to each business segment. The Company's business segments are presented by line of business.

#### 4.15 Related parties

Related parties include the holding company and other group entities. Directors, their close family members and any employee who is able to exert a significant influence on the operating policies of the Company are also considered to be related parties. Key management personnel are also regarded as related parties. Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including any director (whether executive or otherwise) of that entity.

# THE INITIATES PLC

## NOTES TO THE FINANCIAL STATEMENTS

### CRITICAL ACCOUNTING JUDGEMENT AND KEY SOURCES OF ESTIMATION UNCERTAINTY

#### 5. Significant accounting judgements, estimates and assumptions

The preparation of financial statements in conformity with IFRSs requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. The management of the Company revises its estimates and assumptions on a regular basis to ensure that they are relevant regarding the past experience and the current economic and political environment. Estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected. The accounting for certain provisions, certain financial instruments and the disclosure of financial assets, contingent assets and liabilities at the date of the financial statements is judgmental. The items, subject to judgment, are detailed in the corresponding notes to the financial statements.

In particular, information about significant areas of estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amount recognised in the financial statements are discussed below:

#### 5.1 Critical accounting judgements

In the process of applying the Company's accounting policies, management has made some judgements, which have the most significant effect on the amounts recognised in the financial statements:

#### 5.2 Key sources of estimation uncertainty

##### a. Estimated useful lives and residual values of property, plant and equipment

The Company's management determines the estimated useful lives and related depreciation charge for its items of property, plant and equipment on an annual basis. The Company has carried out a review of the residual values and useful lives of property, plant and equipment as at year end and that has not highlighted any requirement for an adjustment to the residual values and remaining useful lives of the assets for the current or future periods.

##### b. Provision for expected credit losses (ECL) of trade receivables

The Company uses a provision matrix to calculate expected credit losses (ECLs) for trade receivables. The provision rates are based on days past due for groupings of various customer segments.

**THE INITIATES PLC**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**YEAR ENDED 31 DECEMBER 2023**

	<b>2023</b>	<b>2022</b>
	<b>N</b>	<b>N</b>
<b>6. Revenue</b>		
Rendering of services	<u><u>1,849,471,769</u></u>	<u><u>841,469,215</u></u>

**Segment information**

The Company has two (2) reportable segments based on the business operations.

**Segment revenue and results**

The following is an analysis of the Company's revenue and results from continuing operations by reportable segment:

	<b>2023</b>			<b>2022</b>		
	<b>Segment Revenue</b>	<b>Segment Cost of Sales</b>	<b>Segment Gross Profit</b>	<b>Segment Revenue</b>	<b>Segment Cost of Sales</b>	<b>Segment Gross Profit</b>
	<b>N</b>	<b>N</b>	<b>N</b>	<b>N</b>	<b>N</b>	<b>N</b>
Industrial cleaning services	815,916,330	(266,139,960)	549,776,370	362,635,384	(190,818,138)	171,817,246
Waste management services	1,033,555,439	(905,392,379)	128,163,060	478,833,831	(451,172,295)	27,661,536
	<u><u>1,849,471,769</u></u>	<u><u>(1,171,532,339)</u></u>	<u><u>677,939,430</u></u>	<u><u>841,469,215</u></u>	<u><u>(641,990,433)</u></u>	<u><u>199,478,782</u></u>
				<b>2023</b>		<b>2022</b>
				<b>N</b>		<b>N</b>
<b>7. Cost of sales</b>						
Waste Collection and Haulage				431,121,284		175,785,194
Waste Disposal				80,125,390		21,909,378
Hiring of equipment				269,290,907		137,402,303
Diesel and lubricants				35,454,841		22,490,507
Repairs and Maintenance				29,606,787		35,603,096
Employee costs (note 10)				38,369,606		26,349,347
Transport and travelling				16,890,545		8,010,542
Consumables				178,235,788		81,051,060
Depreciation (note 15)				38,162,233		36,261,211
Direct wages				16,985,025		48,923,200
Community relations and security				17,348,958		21,737,295
Compliance				17,689,375		21,446,439
Other direct costs				2,251,600		5,020,861
				<u><u>1,171,532,339</u></u>		<u><u>641,990,433</u></u>
<b>8. Other income</b>						
Interest received				-		640
Debt recovery				-		3,415,250
Realized foreign exchange gains (note 8.2)				134,405,771		13,705,820
Unrealized foreign exchange gains (note 9.1)				12,256,645		-
Sundry income				1,191,770		325,769
				<u><u>147,854,186</u></u>		<u><u>17,447,479</u></u>

**8.2 Realized foreign exchange gains**

These represent exchange gains arising from translation of foreign currency transactions in the year.

# THE INITIATES PLC

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER 2023

	2023 N	2022 N
<b>9. Administrative expenses</b>		
Directors' emolument	27,360,000	18,500,000
Directors' allowances and expenses	6,475,386	6,584,483
Directors' fees	2,750,000	2,750,000
Transport and travelling expenses	3,752,030	5,302,875
Legal and professional fees	9,056,865	42,713,834
Employee costs (note 10)	77,014,490	65,874,416
Electricity	5,439,980	2,856,275
Fuel and diesel	22,036,070	10,819,401
Licenses and levies	1,625,067	1,919,848
Donation & Gift	500,000	1,080,000
Depreciation (note 15)	9,098,316	7,656,673
Repairs and maintenance	6,434,400	6,378,713
Printing and stationery	1,552,018	2,090,131
Insurance	4,922,072	4,509,346
Telephone and postage	1,136,145	1,044,258
Entertainment	663,665	437,310
Internet expenses	319,250	2,216,314
Industrial Training Fund	1,689,814	1,035,626
Bank charges	5,859,951	4,513,519
Training expenses	1,115,500	171,500
Local content tax	14,755,069	5,621,771
Subscription	2,625,172	1,255,868
Meal expenses	5,310,820	3,824,540
Corporate social responsibility	1,178,000	5,000,000
Balances written off	8,000	17,344,935
Auditors' remuneration	3,500,000	2,500,000
Security expenses	3,819,135	2,780,373
Unrealized foreign exchange loss	-	8,640,195
Office and general expenses	7,725,081	5,177,586
	<u>227,722,296</u>	<u>240,599,790</u>

### 9.1. Unrealized foreign exchange gains

These represent exchange gains arising from translation of foreign currency transactions as at year end.

### 10. Employee information

#### Employee costs

Salaries and allowances	93,830,258	73,476,897
Employer's pension contribution	5,220,296	6,063,092
Staff welfare	5,752,000	1,935,600
Terminal benefits	1,226,078	3,323,966
Medical expenses	9,355,464	7,424,208
	<u>115,384,096</u>	<u>92,223,763</u>

# THE INITIATES PLC

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER 2023

	<b>2023</b>	<b>2022</b>
	N	N
<b>Total employee costs recognised in profit or loss</b>		
Cost of sales	38,369,606	26,349,347
Administrative expenses	77,014,490	65,874,416
	<u><b>115,384,096</b></u>	<u><b>92,223,763</b></u>

<b>Average number of persons employed during the year</b>	<b>Number</b>	<b>Number</b>
Management	9	10
Senior Staff	13	11
Junior Staff	28	28
	<u><b>50</b></u>	<u><b>49</b></u>

**The table shows the number of employees (excluding Directors), whose earnings during the year, fell within the ranges shown below:**

	<b>Number</b>	<b>Number</b>
N100,000 - N500,000	-	-
N500,001 - N1,000,000	4	20
N1,000,001 - N1,500,000	26	12
N1,500,001 and above	20	17
	<u><b>50</b></u>	<u><b>49</b></u>

<b>11. Result from operating activities is stated after taking into account the undernoted items;</b>	<b>2023</b>	<b>2022</b>
	N	N
Directors' emoluments:		
- Fees	2,750,000	2,750,000
- Others	33,835,386	25,084,483
Depreciation	47,260,549	43,917,884
Auditors' remuneration	3,500,000	2,500,000
	<u><b>78,298,206</b></u>	<u><b>19,698,085</b></u>
<b>12. Finance cost</b>	<u><b>78,298,206</b></u>	<u><b>19,698,085</b></u>

This represents interests charged on loan facility of N700.0 million obtained from Bank of Industry, charges by Providus Bank Plc and Wema Bank Plc on invoice discounting facilities of \$150,000 each, and also current portion of charges by Providus Bank on the Bank Guarantee for loan facility from Bank of Industry.

# THE INITIATES PLC

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER 2023

	<b>2023</b>	<b>2022</b>
	<b>N</b>	<b>N</b>
Interest on loans	59,906,804	3,072,670
Other financial charges	18,391,402	16,625,415
	<b><u>78,298,206</u></b>	<b><u>19,698,085</u></b>
<b>13. Taxation</b>		
<b>13.1 Income tax expense</b>		
Company income tax	90,673,352	4,207,346
Education tax	16,658,550	690,285
Police Trust Fund	25,989	-
	<u>107,357,891</u>	<u>4,897,631</u>
Prior year under-provision (note 13.1.1)	24,580,523	45,998,585
Current tax expense	131,938,414	50,896,216
Deferred tax (note 13.4)	39,607,688	(40,565,162)
<b>Income tax expense as per profit or loss</b>	<b><u>171,546,102</u></b>	<b><u>10,331,054</u></b>
<b>13.1.1 Prior year under-provision</b>		
This represents tax liabilities arising from the tax audit carried out in 2023 by the Federal Inland Revenue Service on the accounts of 2021 - 2022.		
<b>13.2 Current tax liabilities</b>		
<b>Movement in Income tax liabilities</b>		
At 1 January	7,550,070	834,428
Adjustment	1,527,226	-
Prior year under-provision (note 13.1.1)	24,580,523	45,998,585
Payments during the year	(11,998,243)	-
Tax charge for the year	107,357,891	4,897,631
Withholding tax credit notes applied	(112,332,121)	(44,180,574)
At 31 December	<b><u>16,685,346</u></b>	<b><u>7,550,070</u></b>
<b>13.3 Reconciliation of effective tax rate</b>		
Profit/(loss) for the year before tax	519,773,114	(43,371,614)
Unrealized exchange gains	(12,256,645)	-
	<u>507,516,469</u>	<u>(43,371,614)</u>
Minimum tax	-	4,207,346
Income tax using the company's domestic tax rate of 30%	152,254,940	-
Education tax using tax rate of 3% (2022: 2.5%)	15,225,494	690,285
Police Trust Fund	25,989	-
Tax effect on expenses not deductible for tax purposes	15,763,621	-
Tax effect on capital allowances	(75,912,153)	-
Tax effect on tax incentives	-	-
Under-provision in prior year	24,580,523	45,998,585
<b>Income tax expense excluding deferred tax</b>	<b><u>131,938,414</u></b>	<b><u>50,896,216</u></b>
<b>Effective tax rate</b>	<b><u>25%</u></b>	<b><u>-117%</u></b>

# THE INITIATES PLC

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER 2023

### 13.4 Deferred tax

	Accelerated tax depreciation	Revaluation surplus	Total
	N	N	N
At 1 January 2022	100,958,053	22,126,300	123,084,353
Movement in the year	-	-	(40,565,162)
At 31 December 2022	100,958,053	22,126,300	82,519,191
Movement in the year	-	-	39,607,688
At 31 December 2023	<b>100,958,053</b>	<b>22,126,300</b>	<b>122,126,879</b>

### 14. Defined benefit plan

The Company does not have gratuity as at 31 December 2023.

### 15. Property, Plant and Equipment

#### 15.1 Summary

The carrying amount of property, plant and equipment is stated as follows:

	2023 N	2022 N
Land	71,166,592	65,500,000
Buildings	156,937,733	160,436,456
Capital work-in-progress	705,120,915	309,396,912
Plant and Machinery	581,490,071	594,820,385
Motor vehicles	13,944,604	5,643,396
Furniture and Fittings	1,935	116,414
Office & HSE Equipment	2,471,652	4,291,004
	<b>1,531,133,502</b>	<b>1,140,204,567</b>

# THE INITIATES PLC

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER 2023

### 15.2 Analysis of Property, Plant and Equipment

	Land	Buildings	Capital Work-in- Progress (note 15.4)	Plant and Machinery	Motor Vehicles	Furniture and Fittings	Office & HSE Equipment	Total
	N	N	N	N	N	N	N	N
<b>Deemed Cost</b>								
At 1 January 2022	43,600,000	174,696,120	-	727,884,076	-	6,513,400	15,629,642	968,323,238
Assets written off	-	-	-	(18,689,272)	-	(713,101)	(2,144,592)	(21,546,965)
Additions in the year	21,900,000	240,000	309,396,912	28,754,679	7,128,500	-	1,199,480	368,619,571
Disposals	-	-	-	-	-	-	-	-
At 31 December 2022	65,500,000	174,936,120	309,396,912	737,949,483	7,128,500	5,800,299	14,684,530	1,315,395,844
Additions in the year	5,666,592	-	130,666,119	24,831,919	11,000,000	-	966,970	173,131,600
Transfer	-	-	265,057,884	-	-	-	-	265,057,884
Disposals	-	-	-	-	-	-	-	-
At 31 December 2023	<b>71,166,592</b>	<b>174,936,120</b>	<b>705,120,915</b>	<b>762,781,402</b>	<b>18,128,500</b>	<b>5,800,299</b>	<b>15,651,500</b>	<b>1,753,585,328</b>
<b>Accumulated Depreciation and impairment loss</b>								
At 1 January 2022	-	11,002,942	-	108,289,042	-	6,169,160	8,998,610	134,459,754
Written off	-	-	-	(1,421,155)	-	(660,424)	(1,104,782)	(3,186,361)
Charge for the year	-	3,496,722	-	36,261,211	1,485,104	175,149	2,499,698	43,917,884
Disposals	-	-	-	-	-	-	-	-
At 31 December 2022	-	14,499,664	-	143,129,098	1,485,104	5,683,885	10,393,526	175,191,277
Charge for the year	-	3,498,723	-	38,162,233	2,698,792	114,479	2,786,322	47,260,549
Disposals	-	-	-	-	-	-	-	-
At 31 December 2023	-	<b>17,998,387</b>	-	<b>181,291,331</b>	<b>4,183,896</b>	<b>5,798,364</b>	<b>13,179,848</b>	<b>222,451,826</b>
<b>Carrying amount</b>								
At 31 December 2023	<b>71,166,592</b>	<b>156,937,733</b>	<b>705,120,915</b>	<b>581,490,071</b>	<b>13,944,604</b>	<b>1,935</b>	<b>2,471,652</b>	<b>1,531,133,502</b>
At 31 December 2022	<b>65,500,000</b>	<b>160,436,456</b>	<b>309,396,912</b>	<b>594,820,385</b>	<b>5,643,396</b>	<b>116,414</b>	<b>4,291,004</b>	<b>1,140,204,567</b>

# THE INITIATES PLC

## NOTES TO THE FINANCIAL STATEMENTS

### YEAR ENDED 31 DECEMBER 2023

#### 15.3 Deemed cost

On 5 November 2018, the company's property, plant and equipment were revalued by Messrs. Jide Taiwo & Co (Estate Surveyors and Valuers - FRC/2012/00000000254) on the basis of open market value of N880,800,000. The revalued amount was incorporated in these financial statements. The surplus of N221,263,007 arising therefrom was transferred to revaluation reserve account.

#### 15.4 Capital work-in-progress

These represent costs of property, plant and equipment acquired in the current year which have not been put to use as at 31 December 2023.

	<b>2023</b>	<b>2022</b>
	<b>N</b>	<b>N</b>
Thermal Desorption Unit (TDU) with components	148,968,234	148,968,234
High Pressure Pump	144,698,678	144,698,678
500KVA Soundproof Perkins Generator	15,730,000	15,730,000
Gerotto Robotic Tank Cleaning Equipment	302,879,950	-
Fabrication of Water Based Mud and Waste Water Treatment Plant	33,382,000	-
Construction of TDU Building	59,462,053	-
	<b><u>705,120,915</u></b>	<b><u>309,396,912</u></b>

#### 15.5 Depreciation

Cost of sales	38,162,233	36,261,211
Administrative expenses	9,098,316	7,656,673
	<b><u>47,260,549</u></b>	<b><u>43,917,884</u></b>

#### 15.6 Security

All the Company's property, plant and equipment were pledged as security as at 31 December 2023.

<b>16. Asset-in-transit</b>	<b><u>120,589,302</u></b>	<b><u>265,057,884</u></b>
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This represents Oil Sludge Separation System which was not received by The Initiates Plc as at 31 December 2023.

#### 17. Other non-current assets

Prepaid fees on Loan (note 17.1)	10,167,467	19,608,067
Deferred costs (note 17.2)	7,740,000	11,610,000
	<b><u>17,907,467</u></b>	<b><u>31,218,067</u></b>

#### 17.1 Prepaid fees on loan

These represent non-current portion of the fees charged by Providus Bank Plc on Bank Guarantee for loan facility of N700.0 million obtained from Bank of Industry in 2021 by The Initiates Plc. This also include legal fees paid to Bank of Industry and also fees charged by Consultants. The loan facility has a tenor of 5 years.

#### 17.2 Deferred costs

These represent non-current portion of costs on environmental evaluation study as required by the Ministry of Environment.

# THE INITIATES PLC

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER 2023

	2023 N	2022 N
<b>18. Investments</b>	<b><u>105,259,214</u></b>	<b><u>105,140,247</u></b>

These represent investment in The Initiates Limited Uganda. The Initiates Plc owns minority interest of 36%, while majority holding is by Dag & Bragan Oil & Gas Services Limited - 60%, balance holding of 4% by Reuben Ossai.

In February 2018, the Company entered into a joint venture agreement with a local company in Uganda with a view to tendering for waste management contracts in Total Uganda. This was followed up by the incorporation of a company (The Initiates Limited Uganda) in November 2018.

The authorized share capital of The Initiates Uganda Limited is UGX 100,000,000 (One Hundred Million Uganda shillings) i.e. 100 ordinary shares of UGX 1,000,000 (One Million Uganda shillings) each.

	2023 N	2022 N
The balance is made up of the following:		
Pre-Incorporation expenses	6,307,001	6,307,001
Cost of TDU Plant	85,562,903	85,562,903
Funds provided as working capital	8,674,388	8,674,388
Other expenses	4,714,922	4,595,955
	<b><u>105,259,214</u></b>	<b><u>105,140,247</u></b>

### 19. Earnings per Share

#### Basic earnings per share

Basic earnings per share is determined by dividing profit or loss attributable to the ordinary equity holders by weighted average number of ordinary shares outstanding during the year.

	2023 N	2022 N
Earnings/(loss) attributable to ordinary shareholders (in naira)	<b><u>348,227,012</u></b>	<b><u>(53,702,668)</u></b>
Number of ordinary shares issued and fully paid for basic earnings per share (in number)	<b><u>889,981,552</u></b>	<b><u>889,981,552</u></b>
Number of ordinary shares issued and fully paid for diluted earnings per share (in number)	<b><u>889,981,552</u></b>	<b><u>889,981,552</u></b>
Basic and diluted earnings per share (kobo)	<b><u>39</u></b>	<b><u>(6)</u></b>

### 20. Inventories

Diesel	550,064	5,422,750
QHSE Consumables	5,142,666	2,272,867
Stationeries	212,856	286,994
Technical/Electrical items	7,568,779	6,896,079
Other consumables	102,555	53,257
	<b><u>13,576,920</u></b>	<b><u>14,931,947</u></b>

# THE INITIATES PLC

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER 2023

The value of inventories recognised as an expense during the year was N60.29 million (2022: N51.25 million).

No inventory was pledged as security during the year.

The Company uses First In First Out method in valuing its inventory.

	2023 N	2022 N
<b>21. Trade and other receivables</b>		
Trade receivables (note 21.1)	485,235,196	292,029,748
Staff loans and advances (21.2)	4,958,914	1,844,753
Other receivables	-	9,000
	<u><b>490,194,110</b></u>	<u><b>293,883,501</b></u>
<b>21.1 Trade receivables</b>		
Receivables from customers	499,200,041	305,994,593
Allowance for expected credit losses (note 21.1.1)	(13,964,845)	(13,964,845)
	<u><b>485,235,196</b></u>	<u><b>292,029,748</b></u>
<b>Ageing of trade receivables</b>		
Current	86,590,632	98,130,598
1 - 30 days past due	15,502,803	-
31 - 60 days past due	-	-
61 - 90 days past due	65,382,876	-
Over 90 days past due	331,723,730	207,863,995
	<u><b>499,200,041</b></u>	<u><b>305,994,593</b></u>
<b>21.1.1 Movement in allowance for credit losses</b>		
At 1 January	13,964,845	17,380,095
Debt recovery	-	(3,415,250)
Allowance for the year	-	-
At 31 December	<u><b>13,964,845</b></u>	<u><b>13,964,845</b></u>
<b>21.2 Key management personnel and staff loans</b>		
Loan to key management personnel	2,000,000	-
Staff loans and advances	2,958,914	1,844,753
Allowance for expected credit losses	-	-
	<u><b>4,958,914</b></u>	<u><b>1,844,753</b></u>

**THE INITIATES PLC**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**YEAR ENDED 31 DECEMBER 2023**

**Relationship with key management Personnel**

Key management personnel include the Directors and the management staff of the Company.

**Transactions**

During the year, there were transactions carried out by the key management personnel of the Company. These are stated in Note 29.3. However, the Directors' fees, allowances and other entitlements are stated in Note 33.

**22. Cash and cash equivalents**

Cash and cash equivalents represent cash in hand and at bank as at year end.

	<b>2023</b>	<b>2022</b>
	<b>N</b>	<b>N</b>
Cash in hand	185,003	59,900
Cash at bank	<u>193,375,992</u>	<u>153,381,150</u>
	193,560,995	153,441,050
Short term deposit (note 22.1)	<u>6,102,460</u>	<u>5,587,677</u>
	<b><u>199,663,455</u></b>	<b><u>159,028,727</u></b>

**22.1 Short term deposit**

In 2021, N6.01 million was invested in Apel Investment Trust. This investment was rolled over in 2022 for 182 days (from 21 February - 22 August 2022) and from 22 August 2022 - 20 February 2023 with the interest rates of 7.25% and 8.25% per annum respectively. In the current year, investment was rolled over for 182 days (from 20 February - 21 August 2023), from 21 August 2023 - 19 February 2024 with the interest rates of 10.5% and 10% per annum respectively.

**23. Current tax assets**

These represent withholding tax receivable as at year end.

	<b>2023</b>	<b>2022</b>
	<b>N</b>	<b>N</b>
At 1 January	62,910,235	78,079,975
Adjustment	30,968,868	-
Withholding tax in the year	80,668,460	29,010,834
Withholding tax utilised during the year	<u>(116,860,123)</u>	<u>(44,180,574)</u>
At 31 December	<b><u>57,687,440</u></b>	<b><u>62,910,235</u></b>

**24. Other current assets**

Prepaid insurance	10,445,539	4,332,699
Prepaid fees on loan	9,440,600	9,440,600
Deferred costs	<u>3,870,000</u>	<u>3,870,000</u>
	<b><u>23,756,139</u></b>	<b><u>17,643,299</u></b>

# THE INITIATES PLC

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER 2023

	2023	2022
	N	N
<b>25. Share capital</b>		
Authorised: (note 25.1)		
900,000,000 ordinary shares of N0.50 each	<u>450,000,000</u>	<u>450,000,000</u>
Issued and fully paid: (note 25.2)		
889,981,552 ordinary shares of N0.50 each	<u>444,990,776</u>	<u>444,990,776</u>

### 25.1 Authorized share capital

At the 12th - 16th Annual General Meeting held on 23rd March 2015, the authorized share capital of the company which was formerly 350,000,000 ordinary shares of N1.00 each was converted to 900,000,000 ordinary shares of N0.50 each.

### 25.2 Paid up share capital

At the 12th - 16th Annual General Meeting held on 23rd March 2015, the paid up share capital of the company was increased by the capitalization of dividends for 2013 and 2014 and also issue of bonus shares to shareholders.

	2023	2022
	N	N
<b>26. Share premium</b>		
At 1 January	17,780,000	17,780,000
Additional share premium	<u>-</u>	<u>-</u>
At 31 December	<u>17,780,000</u>	<u>17,780,000</u>

### 27. Revaluation Reserve

On 5 November 2018, the company's property, plant and equipment were revalued by Messrs. Jide Taiwo & Co (Estate Surveyors and Valuers - FRC/2012/00000000254) on the basis of open market value of N880,800,000. The revalued amount was incorporated in these financial statements. The surplus of N221,263,007 arising therefrom was transferred to revaluation reserve account.

	2023	2022
	N	N
At 1 January	303,473,535	303,473,535
Revaluation surplus	<u>-</u>	<u>-</u>
At 31 December	<u>303,473,535</u>	<u>303,473,535</u>

**THE INITIATES PLC**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**YEAR ENDED 31 DECEMBER 2023**

	<b>2023</b>	<b>2022</b>
	N	N
<b>28. Retained earnings</b>		
At 1 January	(53,379,368)	323,300
Prior year adjustments (note 28.1)	117,133,445	-
Profit/(loss) for the year	348,227,012	(53,702,668)
At 31 December	<u><u>411,981,089</u></u>	<u><u>(53,379,368)</u></u>

**28.1 Prior Year Adjustments**

These represent adjustments made to correct the previous year's balances.

**29. Trade and other payables**

Trade payables	258,800,028	401,816,766
Dividend payable (note 29.1)	6,706,191	6,191,409
Advances from customer (note 29.2)	-	35,488,893
Director's current account (note 29.3)	483,735	-
Other payables	139,416	155,621
Accruals	34,940,693	14,354,247
	<u><u>301,070,063</u></u>	<u><u>458,006,936</u></u>

**29.1 Dividend payable**

Unclaimed Dividend	5,315,094	5,315,094
Interest on unclaimed dividends	1,391,097	876,315
	<u><u>6,706,191</u></u>	<u><u>6,191,409</u></u>

**Unclaimed Dividend**

At 1 January	5,315,094	6,614,354
Interest on unclaimed dividends	-	-
Payments made during the year	-	(1,299,260)
At 31 December	<u><u>5,315,094</u></u>	<u><u>5,315,094</u></u>

**Interest on Unclaimed Dividend**

At 1 January	876,315	509,900
Interest on unclaimed dividends	514,782	366,415
Payments made during the year	-	-
At 31 December	<u><u>1,391,097</u></u>	<u><u>876,315</u></u>

**29.2 Advances from customer**

	<u><u>-</u></u>	<u><u>35,488,893</u></u>
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These represent payments made by Belbop Nigeria Limited in the previous year for which the contract has expired as at 31 December 2023.

# THE INITIATES PLC

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER 2023

### 29.3 Director's current account

This represents funds provided by the Managing Director to the company.

	2023	2022
	N	N
At 1 January	-	-
Funds provided in the year	23,683,735	-
Repayments during the year	(23,200,000)	-
At 31 December	<u>483,735</u>	<u>-</u>

### 30. Other current tax liabilities

Pay As You Earn	781,426	1,475,348
Withholding tax payable	31,036,290	39,970,017
Value Added Tax - Suppliers	40,576,911	40,962,012
Local content tax payable	-	1,266,796
Value Added Tax - Customers	46,452,307	42,465,624
	<u>118,846,934</u>	<u>126,139,797</u>

### 31. Employees' benefits

Defined contribution plans (note 31.1)	<u>2,995,027</u>	<u>2,937,537</u>
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#### 31.1 Defined contribution plans

These represent pension contribution. It is computed as follows: 8% of the employee's basic salary, housing and transport is contributed monthly by the employee and 10% of the employee's basic salary, housing and transport is contributed by the employer. The monthly contribution is remitted to the Pension Fund Administrators in accordance with the Nigerian Pension Reform Act 2014.

	2023	2022
	N	N
At 1 January	2,937,537	926,945
Provision for the year	13,082,609	10,971,707
Payments made during the year	(13,025,119)	(8,961,115)
At 31 December	<u>2,995,027</u>	<u>2,937,537</u>

### 32. Borrowings

These represent loan facility of N700.0 million obtained by The Initiates Plc from Bank of Industry in 2021 for procurement of plant and machinery for the treatment and disposal of oil drilling waste as well as industrial cleaning and decontamination services. The loan has a tenor of 5 years with one (1) year moratorium and interest rate of 8% per annum commencing from the date of first disbursement.

The loan was secured with a Bank Guarantee from Providus Bank Plc. The security for the guarantee is as follows:

- Mortgage Debenture on the Company's assets situated at Plot 400 Location Road, Umuebule 5, Aba/PH Expressway, Port Harcourt, Rivers State, to be valued by a Bank accredited valuer.
- Irrevocable domiciliation of contract proceeds to Providus Bank.
- Personal Guarantee of the Managing Director and another director supported by notarized Statements of Networth.

## THE INITIATES PLC

### NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER 2023

<b>32.1 Long Term Borrowings</b>	<b>2023</b>	<b>2022</b>
	<b>N</b>	<b>N</b>
Loan facility from Bank of Industry (note 32.1.1 )	<u><u>550,000,000</u></u>	<u><u>700,000,000</u></u>
<b>32.1.1 Loan facility from Bank of Industry</b>		
At 1 January	700,000,000	-
Loan obtained in the year	-	700,000,000
Repayments in the year	<u>(150,000,000)</u>	<u>-</u>
	<u><u>550,000,000</u></u>	<u><u>700,000,000</u></u>
<b>32.2 Short Term Borrowings</b>		
These represent invoice discounting facilities of \$150,000 each obtained in 2023 from Providus Bank Plc and Wema Bank Plc with a tenor of 6 months. In 2022, loan facility of N5.0 million was obtained from Guaranty Trust Bank Plc with a tenor of 6 months and interest rate of 5% per annum.		
	<b>2023</b>	<b>2022</b>
	<b>N</b>	<b>N</b>
Providus Bank Plc (note 32.2.1)	134,908,950	-
Wema Bank Plc (note 32.2.2)	134,908,950	-
Guaranty Trust Bank Plc (note 32.2.3)	-	-
	<u>269,817,900</u>	<u>-</u>
<b>32.2.1 Providus Bank Plc</b>		
At 1 January	-	-
Invoice Discounting Facility in the year	134,908,950	-
Repayments in the year	<u>-</u>	<u>-</u>
At 31 December	<u><u>134,908,950</u></u>	<u><u>-</u></u>
<b>32.2.2 Wema Bank Plc</b>		
At 1 January	-	-
Invoice Discounting Facility in the year	134,908,950	-
Repayments in the year	<u>-</u>	<u>-</u>
At 31 December	<u><u>134,908,950</u></u>	<u><u>-</u></u>
<b>32.2.3 Guaranty Trust Bank Plc</b>		
At 1 January	-	-
Loan in the year	-	5,000,000
Repayments in the year	<u>-</u>	<u>(5,000,000)</u>
At 31 December	<u><u>-</u></u>	<u><u>-</u></u>

# THE INITIATES PLC

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER 2023

	2023	2022
	N	N
<b>33. Information regarding directors</b>		
<b>33.1. Directors</b>		
Directors' emoluments comprises:		
Fees	2,750,000	2,750,000
Others - salaries and allowances	33,835,386	25,084,483
	<u>36,585,386</u>	<u>27,834,483</u>
Emolument of the highest paid Director (Managing Director)	<u>27,360,000</u>	<u>18,500,000</u>
	<b>Number</b>	<b>Number</b>
Other directors with emoluments	<u>Nil</u>	<u>Nil</u>
The number of directors with gross emoluments within the band stated were:		
	<b>Number</b>	<b>Number</b>
Below N3,000,000	-	-
N3,000,001 - N7,000,000	-	-
N7,000,001 and above	1	1
	<u>1</u>	<u>1</u>

# THE INITIATES PLC

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER 2023

### 34. Financial Risk Management

#### **Risk management framework**

The Board of Directors has over all responsibility for the establishment and oversight of the Company's risk management framework. The Board has established the Risk Management Committee which is responsible for developing and monitoring the Company's risk management policies which are established to identify and analyse the risks faced by the Company, to set appropriate risk limit and controls, and monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company's Risk Management Committee oversees how management monitors compliance with the Company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The Committee reports regularly to the Board of Directors on its activities.

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

Internal Audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the Audit Committee.

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

- a credit risk
- b liquidity risk
- c market risk
- d operational risk

#### **a. Credit risk**

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. The Company is exposed to credit risk from its operating activities (primarily trade receivables), cash and cash equivalents, including deposits with banks, amount due from related parties and staff loans.

The Company's principal exposure to credit risk is influenced mainly by the individual characteristics of each customer.

The Company manages employee loans by ensuring that each employee does not exceed a loan greater than 40% of his or her annual pay, and only employees who meet this requirement receives a loan facility from the Company.

Customer credit risk is managed by each business unit subject to the Company's established policy, procedures and controls relating to customer credit risk management. Outstanding customer receivables are regularly monitored by the credit control unit and management conducts frequent reviews.

# THE INITIATES PLC

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER 2023

Cash and cash equivalents are placed with banks which are regulated.

The Company establishes an allowance for impairment that represents its estimate of incurred losses in respect of trade and other receivables. The main components of this allowance are a specific loss component that relates to individually significant exposures, and a collective loss component established for groups of similar assets in respect of losses that have been incurred but not yet identified. The collective loss allowance is determined based on historical data of payment statistics for similar financial assets.

Credit risk from balances with banks and financial institutions is managed by the Company in accordance with the Company's policy. Counterparty credit limits are reviewed periodically, and may be updated at any point in the year. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through a counterparty's potential failure to make payments.

The carrying amount of financial assets represents the maximum credit exposure.

### i Exposure to credit risk

The maximum exposure to credit risk at the reporting date was:

		<b>2023</b>	<b>2022</b>
	Note	N	N
Trade and other receivables	21	490,194,110	293,883,501
Cash and cash equivalents	22	199,663,455	159,028,727
		<b><u>689,857,565</u></b>	<b><u>452,912,228</u></b>

The maximum exposure to credit risk for trade and other receivables at the reporting date by type of counterparty was:

	Note		
Customers	21	485,235,196	292,029,748
Staff loans and advances	21	4,958,914	1,844,753
		<b><u>490,194,110</u></b>	<b><u>293,874,501</u></b>

The Company's most significant customer accounts for N280.2 million (2022: N144.3 million) of the trade and other receivables carrying amount at 31 December 2023.

# THE INITIATES PLC

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER 2023

### ii Impairment losses

#### Trade receivables

For trade receivables, the Company applied the simplified approach in computing expected credit losses (ECL). Therefore, the Company does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. An impairment analysis is performed at each reporting date using a provision matrix to measure expected credit losses (ECL). The provision rates are based on days past due for groupings of various customer segments. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in Note 34 (i). The Company does not hold collateral as security.

Set out below is the information about the credit risk exposure on the Company's trade receivables as at 31 December 2023 using a provision matrix:

#### 31 December 2023

	Trade Receivables					Total
	Days Past Due					
	Current	1 - 30 days	31 - 60 days	61 - 90 days	> 90 days	
Expected credit loss rate	17.35%	3.10%	0.00%	13.10%	66.45%	100.00%
Estimated total gross carrying amount at default	86,590,632	15,502,803	-	65,382,876	331,723,730	499,200,041
Expected credit loss	-	-	-	-	(13,964,845)	(13,964,845)
	<b>86,590,632</b>	<b>15,502,803</b>	<b>-</b>	<b>65,382,876</b>	<b>317,758,885</b>	<b>485,235,196</b>

#### 31 December 2022

	Trade Receivables					Total
	Days Past Due					
	Current	1 - 30 days	31 - 60 days	61 - 90 days	> 90 days	
Expected credit loss rate	32.07%	0.00%	0.00%	0.00%	67.93%	
Estimated total gross carrying amount at	98,130,598	-	-	-	207,863,995	305,994,593
Expected credit loss	-	-	-	-	(13,964,845)	(13,964,845)
	<b>98,130,598</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>193,899,150</b>	<b>292,029,748</b>

#### Expected credit loss measurement - other financial assets

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

## **THE INITIATES PLC**

### **NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER 2023**

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

The Company considers a financial asset in default when contractual payments are 90 days pastdue. However, in certain cases, the Company may also consider a financial asset to be in default when internal or external information indicates that the Company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancement held by the Company. A financial asset is written off when there is no reasonable expectation of recovering the contractual cashflows.

#### **b. Liquidity risk**

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

Typically, the Company ensures that it has sufficient cash on demand to meet expected operational expenses, including the servicing of financial obligations; this excludes the potential impact of extreme circumstances that cannot reasonably be predicted, such as natural disasters.

# THE INITIATES PLC

## NOTES TO THE FINANCIAL STATEMENTS

### YEAR ENDED 31 DECEMBER 2023

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

31 December 2023	Carrying Amount	Contractual Cash flows	Less than 1 year	1-2 Years	2-5 Years
<b>Non derivative financial liabilities</b>					
Long Term Borrowings	550,000,000	550,000,000	-	-	550,000,000
Trade and other payables	301,070,063	301,070,063	-	301,070,063	-
	<b>851,070,063</b>	<b>851,070,063</b>	<b>-</b>	<b>301,070,063</b>	<b>550,000,000</b>

31 December 2022	Carrying Amount	Contractual Cash flows	Less than 1 year	1-2 Years	2-5 Years
<b>Non derivative financial liabilities</b>					
Long Term Borrowings	700,000,000	700,000,000	-	-	700,000,000
Trade and other payables	458,006,936	458,006,936	-	458,006,936	-
	<b>1,158,006,936</b>	<b>1,158,006,936</b>	<b>-</b>	<b>458,006,936</b>	<b>700,000,000</b>

#### c. Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise four types of risk: interest rate risk, foreign currency risk, commodity price risk and other price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

The Company manages market risks by keeping costs low through different cost optimization initiatives and productivity agenda. Furthermore, market developments are monitored constantly through scenario planning and events assessed regularly with a view to taking mitigating actions where necessary.

#### i Currency risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (i.e. when revenue/expenses and assets/liabilities are denominated in a different currency from the Company's functional currency). The Company's exposure for the reporting periods shown is mainly due to trade receivables and payables denominated in foreign currencies.

The Company manages its currency risk by converting its transactions denominated in foreign currency to its functional currency on the date of receipt of invoice and records any exchange gain or loss on settlement of the invoice as they arise, without hedging. The Company invoices for services rendered to some of its customers in the functional currency - the Nigerian Naira (100% NGN) and others partly in the functional currency - the Nigerian Naira (40% NGN) and foreign currency - (60% USD). The Company's currency risk is mainly as a result of exposure to the USD and arises predominantly as a result of amounts receivable from customers, and payable to vendors.

The Company monitors the movement in currency rates on an ongoing basis to mitigate the risk that the movements in the exchange rates may adversely affect the Company's income or value of their holdings of financial instruments.

#### ii Interest rate risk

The Company adopts a policy of ensuring that a significant element of its exposure to changes in interest rates on borrowings is on a fixed rate basis. This is achieved by entering into loan arrangements with mixed interest rate sources. Variable interest rates are marked against the ruling rates to reduce the risk arising from interest rates.

# THE INITIATES PLC

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER 2023

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

### **d. Operational risk**

Operational risk is the risk of direct or indirect loss arising from a wide variety of causes associated with the Company's processes, personnel, technology and infrastructure, and from external factors other than credit, market and liquidity risks such as those arising from legal and regulatory requirements and generally accepted standards of corporate behavior. Operational risks arise from all of the Company's operations.

The Company's objective is to manage operational risk so as to balance the avoidance of financial losses and damage to the Company's reputation with overall cost effectiveness and to avoid control procedures that restrict initiative and creativity.

The primary responsibility for the development and implementation of controls to address operational risks is assigned to senior management within each business unit. This responsibility is supported by the development of overall Company standards for the management of operational risk in the following areas:

- requirements for the appropriate segregation of duties, including the authorisation of transactions
- requirements for the reconciliations and monitoring of transactions
- compliance with regulatory and other legal requirements
- documentation of controls and procedures
- requirements for the periodic assessment of operational risks faced, and the adequacy of controls and procedures to address the risks identified
- requirements for the reporting of operational losses and proposed remediation action
- development of contingency plans
- training and professional development
- ethical and business standards
- risk mitigation, including insurance when it is effective

Compliance with the Company's standards is supported by a programme of periodic reviews undertaken by Internal Audit. The results of Internal Audit reviews are discussed with the management of the business unit to which they relate, with summaries submitted to the Audit Committee and senior management of the Company.

### **34.1 Determination of fair values**

A number of the Company's accounting policies and disclosures require the determination of fair value, for both financial and non-financial assets and liabilities. Fair values have been determined for measurement and/or disclosure purposes based on the following methods.

When applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

# THE INITIATES PLC

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER 2023

### i Trade and other receivables

The fair value of trade and other receivables is estimated as the present value of future cashflows, discounted at the market rate of interest at the measurement date. Fair value for short-term receivables with no stated interest rate are measured at the original invoice amount if the effect of discounting is immaterial. Fair value is determined at initial recognition and for disclosure purposes, at each annual reporting date.

### ii Non-derivative financial liabilities

Fair value, which is determined for disclosure purposes, is calculated based on the present value of future principal and interest cash flows, discounted at the market rate of interest at the reporting date.

### iii Share-based payment transactions

The fair value of the restricted stock unit plan is measured based on market prices of the awarded shares on the grant date adjusted for the present value of dividends that participants are not entitled to receive during the restricted period of 3 years.

#### Fair values

##### Fair values versus carrying amounts

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

	2023		2022	
	Carrying amount N	Fair value N	Carrying amount N	Fair value N
<b>Financial assets</b>				
Long term receivables	-	-	-	-
Loans and receivables	490,194,110	490,194,110	293,883,501	293,883,501
Cash and cash equivalents	199,663,455	199,663,455	159,028,727	159,028,727
	<u>689,857,565</u>	<u>689,857,565</u>	<u>452,912,228</u>	<u>452,912,228</u>

	2023		2022	
	Carrying amount N	Fair value N	Carrying amount N	Fair value N
<b>Financial liabilities</b>				
Borrowings	550,000,000	550,000,000	700,000,000	700,000,000
Trade and other payables	301,070,063	301,070,063	458,006,936	458,006,936
	<u>851,070,063</u>	<u>851,070,063</u>	<u>1,158,006,936</u>	<u>1,158,006,936</u>

# THE INITIATES PLC

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER 2023

At year end, the carrying amounts of loans and receivables and trade and other payables reasonable estimated their fair values.

### 34.2 Capital management

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

The Board seeks to maintain a balance between the higher returns that might be possible with higher levels of borrowings and the advantages and security afforded by a sound capital position.

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

	<b>2023</b>	<b>2022</b>
	N	N
Total liabilities	1,381,542,149	1,377,153,531
Cash and cash equivalents	<u>(199,663,455)</u>	<u>(159,028,727)</u>
Net debt	<u>1,181,878,694</u>	<u>1,218,124,804</u>
Total Equity	<u>1,178,225,400</u>	<u>712,864,943</u>
Debt to capital ratio as at December 31	<u>1.00</u>	<u>1.71</u>

There were no changes in the Company's approach to capital management during the year.

# THE INITIATES PLC

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER 2023

### **35. Guarantees and other financial commitments**

The company did not guarantee any loan to the directors and officers of the company during the year.

### **36. Financial commitments**

The Directors are of the opinion that all known liabilities and commitments which are relevant in assessing the company's financial statements have been taken into account in the preparation of the financial statements under review.

### **37. Contingent liabilities**

There were no contingent liabilities arising from litigations in the ordinary course of business.

### **38. Capital commitments**

There were no capital commitments as at 31 December 2023.

### **39. Reclassification of Balances**

Certain comparative balances have been reclassified to provide a more meaningful comparison.

### **40. Events after the reporting date**

There were no events after the reporting period which could have had a material effect on the financial position of the Company as at 31 December 2023, and its financial performance for the year ended, that have not been adequately provided for or disclosed in these financial statements.

### **41. Non-audit services**

The External Auditors also provide tax services to the Company. In the current year the total amount of non-audit fees paid to our auditors amounted to N1.5 million (2022 - N1.5 million). The non-audit fee is part of the professional fees in Note 9.

# THE INITIATES PLC

## NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER 2023

### 42. Professional firms

The following firms provided professional services to the Company and their FRC registration numbers are stated as follows:

#### **Audit Firm**

The audit firm is Madu, Onyekwena & Co. The firm is responsible for the audit of the Company's records and provision of tax consultancy services. The FRC number is FRC/2013/ICAN/00000004886.

#### **Estate Surveyors and Valuers**

Jide Taiwo & Co. is the firm that values the Company's assets. The FRC registration number is FRC/2012/00000000254.

#### **Company Secretary**

Mrs. Olaide Odejobi is the Company's Secretary. She is responsible for filing accounts with Corporate Affairs Commission, Securities and Exchange Commission together with other secretarial functions. The FRC registration number is FRC/2017/PRO/NBA/002/00000016739.

#### **Registrars**

Apel Capital Registrars Limited is the Company's Registrars. They are responsible for keeping the records of shareholders and paying dividends. The FRC registration number is FRC/2017/ICAN/00000014821.

**THE INITIATES PLC**

**OTHER NATIONAL DISCLOSURES**

# THE INITIATES PLC

## STATEMENT OF VALUE ADDED FOR THE YEAR ENDED 31 DECEMBER 2023

	<b>2023</b>		<b>2022</b>	
	N	%	N	%
Revenue	1,849,471,769		841,469,215	
Other income	<u>147,854,186</u>		<u>17,447,479</u>	
	1,997,325,955		858,916,694	
Less: Bought in materials and services				
Imported				
Local	<u>1,314,908,196</u>		<u>812,145,246</u>	
Value added	<u><b>682,417,759</b></u>	<u><b>100</b></u>	<u><b>46,771,448</b></u>	<u><b>100</b></u>
<b>Applied as follows:</b>				
To pay employees' salaries, wages and other benefits	115,384,096	17	92,223,763	197
To pay Government taxation	131,938,414	19	4,897,631	11
To provide for enhancement of assets and expansion:				
- deferred tax	39,607,688	6	(40,565,162)	(87)
- depreciation of fixed assets	47,260,549	7	43,917,884	94
- retained in the business	<u>348,227,012</u>	<u>51</u>	<u>(53,702,668)</u>	<u>(115)</u>
	<u><b>682,417,759</b></u>	<u><b>100</b></u>	<u><b>46,771,448</b></u>	<u><b>100</b></u>

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

# THE INITIATES PLC

## FIVE YEARS FINANCIAL SUMMARY

	←	←	31 December	→	→
	2023	2022	2021	2020	2019
	N	N	N	N	N
<b>Statement of Financial Position</b>					
<b>Assets employed</b>					
Non-current Assets	1,531,133,502	1,140,204,567	833,863,484	855,137,712	864,209,717
Asset-in-transit	120,589,302	265,057,884	-	-	-
Other non-current assets	17,907,467	31,218,067	29,048,667	10,000,000	-
Investments	105,259,214	105,140,247	-	-	-
Current Assets	784,878,064	548,397,709	931,537,536	279,201,154	285,090,412
<b>Total Assets</b>	<b><u>2,559,767,549</u></b>	<b><u>2,090,018,474</u></b>	<b><u>1,794,449,687</u></b>	<b><u>1,144,338,866</u></b>	<b><u>1,149,300,129</u></b>
<b>Equity</b>					
Issued capital	444,990,776	444,990,776	444,990,776	444,990,776	444,990,776
Share premium	17,780,000	17,780,000	17,780,000	17,780,000	17,780,000
Revaluation reserve	303,473,535	303,473,535	303,473,535	303,473,535	303,473,535
Retained earnings	411,981,089	(53,379,368)	323,300	77,564,598	161,389,109
	1,178,225,400	712,864,943	766,567,611	843,808,909	927,633,420
<b>Liabilities</b>					
Non-current liabilities	672,126,879	782,519,191	823,084,353	108,914,292	92,186,159
Current liabilities	709,415,270	594,634,340	204,797,723	191,615,665	129,480,550
<b>Total liabilities and equity</b>	<b><u>2,559,767,549</u></b>	<b><u>2,090,018,474</u></b>	<b><u>1,794,449,687</u></b>	<b><u>1,144,338,866</u></b>	<b><u>1,149,300,129</u></b>
<b>Statement of Profit or Loss and Other Comprehensive Income</b>					
Revenue	<b><u>1,849,471,769</u></b>	<b><u>841,469,215</u></b>	<b><u>333,899,008</u></b>	<b><u>448,013,531</u></b>	<b><u>550,218,779</u></b>
Profit/(loss) before taxation	519,773,114	(43,371,614)	(62,236,489)	(5,683,148)	95,820,558
Income tax expense	(171,546,102)	(10,331,054)	(15,004,809)	(78,141,363)	(53,551,712)
Profit/(loss) after taxation	<b><u>348,227,012</u></b>	<b><u>(53,702,668)</u></b>	<b><u>(77,241,298)</u></b>	<b><u>(83,824,511)</u></b>	<b><u>42,268,846</u></b>
<b>Other Comprehensive income</b>					
Revaluation surplus on property, plant and equipment	-	-	-	-	221,263,007
<b>Other comprehensive income for the year</b>	<b><u>-</u></b>	<b><u>-</u></b>	<b><u>-</u></b>	<b><u>-</u></b>	<b><u>221,263,007</u></b>
<b>Total comprehensive income/(loss) for the year</b>	<b><u>348,227,012</u></b>	<b><u>(53,702,668)</u></b>	<b><u>(77,241,298)</u></b>	<b><u>(83,824,511)</u></b>	<b><u>263,531,853</u></b>
Basic earnings/(loss) per share (kobo)	<b><u>39</u></b>	<b><u>(6)</u></b>	<b><u>(9)</u></b>	<b><u>5</u></b>	<b><u>5</u></b>
Net assets per share (kobo)	<b><u>132</u></b>	<b><u>80</u></b>	<b><u>86</u></b>	<b><u>95</u></b>	<b><u>104</u></b>

Basic earnings/(loss) per share are calculated on the profit/(loss) after tax and the number of fully paid ordinary shares at the end of each year.

Net assets per share are based on the net assets and the number of fully paid ordinary shares at the end of each year.