Conoil

CONOIL PLC
Registered office:
Bull Plaza, 38/39, Marina,
P.M.B. 12915, Lagos.

Operations office:
1, Conoil/AP Road, off Naval Dockyard Road,
P.O.Box 45, Apapa, Lagos.
www.conoilplc.com
RC: 7288

UNAUDITED FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 JUNE 2025

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CORPORATE INFORMATION

Directors:	Dr. Mike Adenuga (Jr), GCON	-	Chairman
	Mr. Ike Oraekwuotu	-	Acting CEO
	Dr. Moses Ebietsuwa Omatsola	-	Director
	Mr. Mike Jituboh	-	Director
	Engr Babatunde Okuyemi	-	Director
	Mr. Joshua Ariyo	-	Director
	Mr. Ademola Idowu	-	Director
	Miss Abimbola Michael - Adenuga	-	Executive Director
	Mr. Salam Ajani Ismail	-	Executive Director, Finance

Company Secretary: Mr. David Lanre-Leke

RC Number: 7288

Registered Office:
Bull Plaza
38/39 Marina
Lagos
www.conoilplc.com

Auditors:
Nexia Agbo Abel & Co
43 Anthony Enahoro Street
Utako
FCT Abuja.
www.nexianigeria.com

Registrars:
Meristem Registrars Limited
213 Herbert Macaulay Way
Adekunle
Yaba
Lagos
www.meristemregistrars.com

Principal Bankers:
First Bank of Nigeria Limited
Guaranty Trust Bank Plc
Sterling Bank Plc
United Bank for Africa Plc

RESULTS AT A GLANCE

	June 2025 N'000	June 2024 N'000	% Change
Revenue	143,647,184	180,573,680	(20.4)
Profit before taxation	1,147,029	10,218,816	(88.8)
Taxation	(246,611)	(2,197,046)	(88.8)
Profit for the period	900,418	8,021,771	(88.8)
Retained earnings	36,218,948	36,995,598	(2.1)
Share capital	346,976	346,976	-
Shareholders' funds	40,390,693	41,167,343	(1.9)
Per share data			
Earnings per share (kobo)	130	1,156	(88.8)
Dividend per share (kobo)	-	-	-
Net assets per share (kobo)	5,820	5,932	(1.9)

In conformity with the provisions of Section 377 of the Companies and Allied Matters Act 2020, the Directors are responsible for the preparation of the financial statements which give a true and fair view in accordance with International Financial Reporting Standards (IFRSs) and in the manner required by the Companies and Allied Matters Act, 2020. In doing so, they ensure that:

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

- Proper accounting records are maintained;
- Applicable accounting standards are complied with;
- Suitable accounting policies are adopted and consistently applied;
- Judgments and estimates made are reasonable and prudent;
- The going concern basis is used, unless it is inappropriate to presume that the Company will continue in business; and
- Internal control procedures are instituted which, as far as is reasonably possible, safeguards the assets and also prevents and detects fraud and other irregularities.

Going Concern

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

The financial statements of the Company for the period ended 30 June, 2025 were approved by the Directors on 29 July, 2025.

On behalf of the Directors of the Company

Mr. Salam Ismail Ajani	**Dr. M. Ebietsuwa Omatsola**	**Mr. Ike Oraekwuotu**
Finance Director	Director	Acting CEO
FRC/2018/ICAN/00000018798	FRC/2013/COMEG/00000003735	FRC/2016/NIM/00000015427

CERTIFICATION IN PURSUANT TO S. 60(2) OF THE INVESTMENT & SECURITIES ACT NO. 29 OF 2007

We, the undersigned, hereby certify the following with regards to the Financial Statements for the period ended 30 June 2025 that:

a. We have reviewed the reports;

b. 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 circumstance under which such statement was made.

c. 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 for the periods presented in the reports.

d. We:
   i. Are responsible for establishing and maintaining internal controls;
   ii. Have designed such internal controls to ensure that material information relating to the company and its consolidated subsidiary is made known to such officers by others within those entities particularly during the period in which the periodic reports are being prepared;
   iii. Have presented in the report our conclusions about the effectiveness of our internal controls based on our evaluation as of that date.
   iv. Have presented in the report our conclusions about the effectiveness of our internal controls based on our evaluation as of that date.

e. We have disclosed to the Auditors of the Company and Audit Committee:
   i. All significant deficiencies in the design or operation of internal controls which would adversely affect the company's ability to record, process, summarize and report financial data and have identified for the company's Auditors any material weakness in internal controls; and
   ii. Any fraud, whether or not material, that involves management or other employees who have significant role in the Company's internal controls.

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

Mr. Salam Ismail Ajani	**Mr. Ike Oraekwuotu**
Finance Director	Acting CEO
FRC/2018/ICAN/00000018798	FRC/2016/NIM/00000015427

CERTIFICATION IN COMPLIANCE WITH RULE 17.15 DISCLOSURE OF DEALINGS IN ISSUER'S SHARES

In compliance with Rule 17.15 Disclosure of Dealings in Issuers' Shares, Rulebook of the Exchange 2015 (Issuers Rule) Conoil 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.

Mr. Salam Ismail Ajani	**Mr. Ike Oraekwuotu**
Finance Director	Acting CEO
FRC/2018/ICAN/00000018798	FRC/2016/NIM/00000015427

SHAREHOLDING STRUCTURE/FREE FLOAT STATUS

Description	30-Jun-25		30-Jun-24	
	Unit	Percentage	Unit	Percentage
Issued Share Capital	693,952,117.00	100	693,952,117.00	100
Substantial Shareholdings (5% and above)				
Conpetro Limited	516,298,603.00	74.40	516,298,603.00	74.40
Total Substantial Shareholdings	516,298,603.00	74.40	516,298,603.00	74.40
Directors Shareholdings (Direct & Indirect), Excluding Directors with				
Dr. M. E. Omatsola	541.00	0.000001	541	0.000001
Engr. Babatunde Okuyemi	8,500.00	0.000012	8,500	0.000012
Mr. Joshua Ariyo	25,365.00	0.000037	25,365	0.000037
Mr. Ademola Idowu	15,125.00	0.000022	15,125	0.000022
Total Directors Shareholding	49,531.00	0.000071	49,531	0.000071
Other Influential Shareholdings	Nil	Nil	Nil	Nil
Total Other Influential Shareholdings	**Nil**	**Nil**	**Nil**	**Nil**
Free Float in Units and Percentage	**168,336,550.00**	**24.26%**	**168,336,550**	**24.26%**

DECLARATION:

Conoil Plc with a free float percentage of 24.26% as at 30 June 2025, is compliant with The Exchange's Free Float requirements for the companies listed on the Main Board.

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE PERIOD ENDED 30 JUNE 2025

	Note	Apr-Jun 2025 N'000	Apr-Jun 2024 N'000	Jan-Jun 2025 N'000	Jan-Jun 2024 N'000
Revenue	5	64,389,890	89,634,298	143,647,184	180,573,680
Cost of sales	6	(58,344,253)	(81,388,069)	(132,284,069)	(163,046,400)
Gross profit		**6,045,637**	**8,246,229**	**11,363,115**	**17,527,279**
		-	-		
Other operating income	7	-	-	-	-
Other gains or losses	8	-	-	-	-
Distribution expenses	9	(1,049,785)	(766,795)	(2,241,967)	(1,882,634)
Administrative expenses	10	(1,749,093)	(1,553,164)	(3,212,428)	(3,203,121)
Finance cost	11	(2,471,773)	(1,240,724)	(4,761,692)	(2,222,708)
Profit before tax	12	**774,986**	**4,685,546**	**1,147,029**	**10,218,816**
Income tax expense	13	(166,622)	(1,007,393)	(246,611)	(2,197,046)
Profit/(Loss) for the period		**608,364**	**3,678,153**	**900,418**	**8,021,771**
Other comprehensive income for the period net taxes			-	-	-
Total comprehensive income		**608,364**	**3,678,153**	**900,418**	**8,021,771**
Earnings per share					
Basic earnings per share (kobo)	14	130	530	130	1,156
Diluted earnings per share (kobo)	14	130	530	130	1,156

The notes on pages 13 to 49 form part of these financial statements.

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STATEMENT OF FINANCIAL POSITION
AS AT JUNE 30, 2025

Assets	Note	June 2025 N'000	December 2024 N'000
Non-current assets			
Property, plant and equipment	15	3,373,402	3,973,401
Intangible assets	16	10	10
Investment property	17	10	10
Other financial assets	18	10	10
Prepayments	19	104,200	123,563
Deferred tax assets	13	2,380,282	2,380,282
Total non-current assets		**5,857,914**	**6,477,276**
Current assets			
Inventories	20	14,484,318	29,254,935
Trade and other receivables	21	89,009,022	71,898,060
Prepayments	19	357,160	56,978
Cash and bank balances	22	7,854,898	7,264,201
Total current assets		**111,705,398**	**108,474,174**
Total assets		**117,563,312**	**114,951,450**
Equity and liabilities			
Equity			
Share capital	23	346,976	346,976
Share premium	23	3,824,769	3,824,769
Retained earnings	24	36,218,948	35,318,531
Total equity		**40,390,693**	**39,490,276**
Non - Current liabilities			
Distributors' deposits	27	492,099	492,099
Deferred tax liabilities	13	533,406	533,406
Decommissioning liability	28	116,960	116,960
Total non-current liabilities		**1,142,465**	**1,142,465**
Current liabilities			
Borrowings	25	21,458,279	28,675,018
Trade and other payables	26	50,262,484	40,574,465
Current tax payable	13	4,309,391	5,069,226
Total current liabilities		**76,030,154**	**74,318,709**
Total liabilities		**77,172,619**	**75,461,174**
Total equity and liabilities		**117,563,312**	**114,951,450**

These financial statements were approved by the Board of Directors on 29 July , 2025 and signed on its behalf by:

Mr. Salam Ismail Ajani	**Dr. M. Ebietsuwa Omats**	**Mr. Ike Oraekwuotu**
Finance Director	Director	Acting CEO
FRC/2018/ICAN/00000018798	FRC/2013/COMEG/000	FRC/2016/NIM/00000015427

The notes on pages 13 to 49 form part of these financial statements.

STATEMENT OF CHANGES IN EQUITY
AS AT JUNE 30, 2025

	Share capital N'000	Share premium N'000	Retained earnings N'000	Total equity N'000
Balance at 1 January 2024	**346,976**	**3,824,769**	**28,973,828**	**33,145,573**
Profit for the period	-	-	8,021,771	8,021,771
Other comprehensive income (net of tax)	-	-	-	-
Total comprehensive income	-	-	**8,021,771**	**8,021,771**
Dividends to shareholders	-	-	-	-
Balance at 30 June 2024	346,976	3824769	36,995,599	41,167,344
Balance at 1 January 2025	**346,976**	**3,824,769**	**35,318,531**	**39,490,276**
Profit for the period	-	-	900,418	900,418
Prior year adjustments	-	-	-	-
Other comprehensive income (net of tax)	-	-	-	-
Total comprehensive income	-	-	**900,418**	**900,418**
Dividends to shareholders	-	-	-	-
Balance at 30 June 2025	**346,976**	**3,824,769**	**36,218,949**	**40,390,694**

The notes on pages 13 to 49 form part of these financial statements.

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STATEMENT OF CASH FLOWS
FOR THE PERIOD ENDED 30 JUNE 2025

	Note	June 2025 N'000	December 2024 N'000
Profit before tax		1,147,029	11,004,039
Adjustments to reconcile profit before tax to net cash provided:			
Interest from bank deposits	7	-	(9,882)
Interest on bank overdraft	11	4,761,692	3,945,834
Accretion expense	11	-	7,912
Depreciation of property, plant and equipment	15	600,000	743,778
Amortisation of intangible assets	16	-	-
Depreciation of investment property	17	-	-
Withholding tax credit	13	-	-
Changes in working capital:			
(Increase)/decrease in inventories		14,770,617	(12,715,172)
(Increase)/decrease in trade and other receivables		(17,391,784)	(6,242,761)
(Decrease) in trade and other payables		10,049,501	14,247,466
(Increase) in distributors' deposits		-	6,000
Cash generated/(used) in operations		13,937,055	10,987,215
Tax paid		(1,006,447)	(1,793,054)
Value added tax paid		(361,482)	(398,011)
Net cash generated/(used) in operating activities		**12,569,126**	**8,796,150**
Cashflows from investing activities			
Purchase of property, plant and equipment	15	-	(3,155,106)
Purchase of intangible assets	16	-	-
Interest received	7	-	9,882
Net cash used in investing activities		**-**	**(3,145,224)**
Cashflows from financing activities			
Interest paid	11	(4,761,692)	(3,953,746)
Dividends paid	24	-	(2,428,832)
Net cash used in financing activities		**(4,761,692)**	**(6,382,578)**
Net (decrease)/increase in cash and cash equivalents		**7,807,434**	**(731,652)**
Cash and cash equivalents at 1 January		(21,410,817)	(20,679,165)
Cash and cash equivalents at 30 June/31 December	22	**(13,603,382)**	**(21,410,817)**

Net negative cash and cash equivalent position arose basically as a result of the need to invest more in inventory stock and drive sales through credit sales during the year.

The notes on pages 13 to 49 form part of these financial statements.

1. The Company

Conoil Plc ("The Company") was incorporated in 1960. The Company's authorised share capital is 700,000,000 ordinary shares of 50k each.

The Company was established to engage in the marketing of refined petroleum products and the manufacturing and marketing of lubricants, household and industrial chemicals.

1.1 Composition of Financial Statements

The financial statements are drawn up in Nigerian Naira, the financial currency of Conoil Plc, in accordance with IFRS accounting presentation. The financial statements comprise:

- 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

Additional information provided by the management includes:

- Value added statement
- Five-year financial summary

1.2 Financial period

These financial statements cover the financial year from 1 January 2025 to 30 June 2025 with comparative figures for the financial year from 1 January 2024 to 30 June/31 December 2024.

2. Adoption of new and revised International Financial Reporting Standards (IFRS) and Interpretations by the International Financial Reporting Interpretations Committee (IFRIC)

2.1 Accounting standards and interpretations issued and effective

The following revisions to accounting standards and pronouncements were issued and effective at the reporting period.

Effective for the financial year commencing 1 January 2023

- Property,plant and Equipments: Proceeds before intended use(Amendment to IAS 16)
- Amendments to IFRS 3: Reference to conceptual framework
- Onerous Contracts—Cost of Fulfilling a Contract (Amendments to IAS 37)
- Annual improvements to IFRS standards 2018-2020

2.2 Accounting standards and interpretations issued but not yet effective

The following revisions to accounting standards and pronouncements that are applicable to the Company were issued but are not yet effective. Where IFRSs and IFRIC interpretations listed below permit early adoption, the Company has elected not to apply them in the preparation of these financial statements.

The full impact of these IFRSs and IFRIC Interpretations is currently being assessed by the company, but none of these pronouncements are expected to result in any material adjustments to the financial

Effective for the financial year commencing 1 January 2024

-Definitions of accounting estimates (Amendment to IAS 8)

-Classification of liabilities as current and Non current (Amendment to IAS 1)

-Disclosures of accounting policies (Amendment to IAS 1 and IFRS practice statement 2)

-Sales and contribution of Asset between an investor and its associate or Joint venture(Amendment to IFRS 10 and IAS 28)

-Amendment to IAS 12 Income Taxes. Deffered tax related to asset and liability arising from a single transaction

- IFRS 17 - Insurance Contracts

2.1 Accounting standards and interpretations issued and effective

All standards and interpretations will be adopted at their effective date and their implications on the Company are stated below:

Standard	Nature of change	Required to be implemented for periods beginning on or after
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 re-measured each reporting period. Contracts are measured using the building blocks of: • discounted probability-weighted cash flows • an explicit risk adjustment, and • a contractual service margin ("CSM") representing the unearned profit of the contract which is recognised as revenue over the coverage period. The standard allows a choice between recognising changes in discount rates either in the income statement or directly in other comprehensive income. The choice is likely to reflect how insurers account for their financial assets under IFRS 9. An optional, simplified premium allocation approach is permitted for the liability for the remaining coverage for short duration contracts, which are often written by non-life insurers. There is a modification of the general measurement model called the 'variable fee approach' for certain contracts written by life insurers where policyholders share in the returns from underlying items. When applying the variable fee approach the entity's share of the fair value changes of the underlying items is included in the contractual service margin. The results of insurers using this model are therefore likely to be less volatile than under the general model. The new rules will affect the financial statements and key performance indicators of all entities that issue insurance contracts or investment contracts with discretionary participation features. The directors do not anticipate that the application of the Standard in the future will have an impact on this Financial Statements.	1 January 2023

2.1 Accounting standards and interpretations issued and effective (continued)

Standard	Nature of change	Required to be implemented for periods beginning on or after
Amendments to IAS 12 Income Taxes—Deferred Tax related to Assets and Liabilities arising from a Single Transaction (Amendments to IAS 12)	The amendments to IAS 12 Income Taxes require companies to recognise deferred tax on transactions that, on initial recognition, give rise to equal amounts of taxable and deductible temporary differences. They will typically apply to transactions such as leases of lessees and decommissioning obligations and will require the recognition of additional deferred tax assets and liabilities. The amendment should be applied to transactions that occur on or after the beginning of the earliest comparative period presented. In addition, entities should recognise deferred tax assets (to the extent that it is probable that they can be utilised) and deferred tax liabilities at the beginning of the earliest comparative period for all deductible and taxable temporary differences associated with: • right-of-use assets and lease liabilities, and • decommissioning, restoration and similar liabilities, and the corresponding amounts recognised as part of the cost of the related assets. The cumulative effect of recognising these adjustments is recognised in retained earnings, or another component of equity, as appropriate. IAS 12 did not previously address how to account for the tax effects of on-balance sheet leases and similar transactions and various approaches were considered acceptable. Some entities may have already accounted for such transactions consistent with the new requirements. This entity will not be affected by the amendments.	1 January 2023

2.1 Accounting standards and interpretations issued and effective (continued)

Standard	Nature of change	Required to be implemented for periods beginning on or after
Amendments to IAS 1 and IFRS Practice Statement 2 - Disclosure of Accounting Policies	The IASB amended IAS 1 to require entities to disclose their material rather than their significant accounting policies. The amendments define what is 'material accounting policy information' and explain how to identify when accounting policy information is material. They further clarify that immaterial accounting policy information does not need to be disclosed. If it is disclosed, it should not obscure material accounting information. To support this amendment, the IASB also amended IFRS Practice Statement 2 Making Materiality Judgements to provide guidance on how to apply the concept of materiality to accounting policy disclosures. The company has adopted IAS 1 in the current financial statements.	1 January 2023

2.2 Accounting standards and interpretations issued but not yet effective

Standard	Nature of change	Required to be implemented for periods beginning on or after
Amendments to IAS 1 – Classification of Liabilities as Current or Non-current Liabilities with Covenants.	Amendments made to IAS 1 Presentation of Financial Statements in 2020 and 2022 clarified that liabilities are classified as either current or non-current, depending on the rights that exist at the end of the reporting period. Classification is unaffected by the entity's expectations or events after the reporting date (e.g. the receipt of a waiver or a breach of covenant). Covenants of loan arrangements will not affect classification of a liability as current or non-current at the reporting date if the entity must only comply with the covenants after the reporting date. However, if the entity must comply with a covenant either before or at the reporting date, this will affect the classification as current or non-current even if the covenant is only tested for compliance after the reporting date. The amendments require disclosures if an entity classifies a liability as non-current and that liability is subject to covenants that the entity must comply with within 12 months of the reporting date. The disclosures include: •the carrying amount of the liability •information about the covenants, and •facts and circumstances, if any, that indicate that the entity may have difficulty complying with the covenants. The amendments also clarify what IAS 1 means when it refers to the 'settlement' of a liability. Terms of a liability that could, at the option of the counterparty, result in its settlement by the transfer of the entity's own equity instrument can only be ignored for the purpose of classifying the liability as current or non-current if the entity classifies the option as an equity instrument. However, conversion options that are classified as a liability must be considered when determining the current/non-current classification of a convertible note.	1 January 2024

2.2 Accounting standards and interpretations issued but not yet effective (continued)

Standard	**Nature of change**	**Required to be implemented for periods beginning on or after**
Amendment to IFRS 16 – Leases on sale and leaseback	In September 2022, the IASB finalised narrow-scope amendments to the requirements for sale and leaseback transactions in IFRS 16 Leases which explain how an entity accounts for a sale and leaseback after the date of the transaction. The amendments specify that, in measuring the lease liability subsequent to the sale and leaseback, the seller-lessee determines 'lease payments' and 'revised lease payments' in a way that does not result in the seller-lessee recognising any amount of the gain or loss that relates to the right of use that it retains. This could particularly impact sale and leaseback transactions where the lease payments include variable payments that do not depend on an index or a rate.	1 January 2024

2.2 Accounting standards and interpretations issued but not yet effective (continued)

Standard	Nature of change	Required to be implemented for periods beginning on or after
Amendments to IAS 7 and IFRS 7 - Supplier finance arrangements	The IASB has issued new disclosure requirements about supplier financing arrangements ('SFAs'), after feedback to an IFRS Interpretations Committee agenda decision highlighted that the information required by IAS 7 Statement of Cash Flows and IFRS 7 Financial Instruments: Disclosures falls short of meeting user information needs. The objective of the new disclosures is to provide information about SFAs that enables investors to assess the effects on an entity's liabilities, cash flows and the exposure to liquidity risk. The new disclosures include information about the following: The terms and conditions of SFAs. 1. The carrying amounts of financial liabilities that are part of SFAs and the line items in which those liabilities are presented. 2. The carrying amount of the financial liabilities in (b) for which suppliers have already received payment from the finance providers. 3. The range of payment due dates for both the financial liabilities that are part of SFAs, and comparable trade payables that are not part of such arrangements. 4. Non-cash changes in the carrying amounts of financial liabilities in (b). 5. Access to SFA facilities and concentration of liquidity risk with finance providers. The IASB has provided transitional relief by not requiring comparative information in the first year, and also not requiring disclosure of specified opening balances. Further, the required disclosures are only applicable for annual periods during the first year of application. Therefore, the earliest that the new disclosures will have to be provided is in annual financial reports for December 2024 year-ends, unless an entity has a financial year of less than 12 months.	1 January 2024

2.2 Accounting standards and interpretations issued but not yet effective (continued)

Standard	Nature of change	Required to be implemented for periods beginning on or after
Amendments to IFRS 10 and IAS 28 - Sale or contribution of assets between an investor and its associate or joint venture	The IASB has made limited scope amendments to IFRS 10 Consolidated financial statements and IAS 28 Investments in Associates and Joint Ventures. The amendments clarify the accounting treatment for sales or contribution of assets between an investor and its associates or joint ventures. They confirm that the accounting treatment depends on whether the non-monetary assets sold or contributed to an associate or joint venture constitute a 'business' (as defined in IFRS 3 Business Combinations). Where the non-monetary assets constitute a business, the investor will recognise the full gain or loss on the sale or contribution of assets. If the assets do not meet the definition of a business, the gain or loss is recognised by the investor only to the extent of the other investor's investors in the associate or joint venture. The amendments apply prospectively. ** In December 2015, the IASB decided to defer the application date of this amendment until such time as the IASB has finalised its research project on the equity method. The directors believe that the adoption of this amendments will not have impact on the company's financial statements.	N/A**

3. Material accounting information policies

3.1 Statement of compliance

The annual financial statements are prepared in accordance with International Financial Reporting Standards (IFRSs) and the requirements of the Companies and Allied Matters Act (CAMA) and the Financial Reporting Council of Nigeria Act.

The financial statements have been prepared on the historical cost basis. Historical cost is generally based on the fair value of the consideration given in exchange for the assets. The principal accounting policies adopted are set out below.

3.2 Accounting principles and policies

The financial statements have been prepared in accordance with the Company's accounting policies approved by the Board of Directors of the Company.

3.3 Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable and represents amounts receivable for goods and services provided in the normal course of business, net of discounts and sales related taxes (where applicable) as provided in the contract with the customers.

Exchanges of petroleum products within normal trading activities do not generate any income and therefore these flows are shown at their net value in both the statement of profit or loss and other comprehensive income and the statement of financial position.

3.3.1 Sale of goods

Revenue is measured based on the consideration stated in the contract with a customer while it recognises revenue when control over the good or service is transferred to a customer.
The timing of the satisfaction of performance obligation in contract with a customer, including significant payment terms and related revenue policies are met when:

- the good or service is delivered to a customer or its premises in line with the contract term.
- the customer accepts the good or service.
- obtain full control of the good or service delivered.
- at a point in time, invoices are generated and revenue is recognised in the books.

3.3.2 Interest revenue

Interest income is recognised when it is probable that the economic benefits will flow to the Company and the amount of revenue can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

3.3.3 Service income

Service income represents income from Entity's property at service stations while rental income represents income from letting of the entities building. Both service income and rental income are credited to the statement of comprehensive income when they are earned.

3.4 Foreign currency translation

The financial statements of the Company are prepared in Nigerian Naira which is its functional currency and presentation currency.
In preparing the financial statements, transactions in currencies other than the Company's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting year, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

3. Material accounting information policies (Continued)

3.5 Pensions and other post-employment benefits

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

In addition, payments to defined contribution retirement benefit plans are recognised as an expense when employees have rendered service entitling them to the contributions.

The Company also operated a gratuity scheme for its qualified employees prior to 2008 which it has discontinued.

3.6 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

3.6.1 Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the statement of comprehensive income because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible.

The Company’s liability for current tax is calculated using tax rates that have been enacted or substantively enacted at the reporting date.

3.6.2 Deferred tax

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

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

Deferred tax is calculated at the tax rates that are expected to apply in the year when the liability is settled or the asset is realised based on tax laws and rates that have been enacted at the reporting date. Deferred tax is charged or credited in the statement of comprehensive income, except when it relates to items charged or credited in other comprehensive income, in which case the deferred tax is also dealt with in other comprehensive income.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

3.7 Property, plant and equipment

Property, plant and equipment held for use in the production or supply of goods or services, or for administrative purposes, are stated in the statement of financial position at cost less accumulated depreciation and accumulated impairment losses.

The initial cost of the property plant and equipment comprise of its purchase price or construction cost, any directly attributable cost to bringing the asset into operation, the initial estimate of dismantling obligation (where applicable) and any borrowing cost.

3. Material accounting information policies (Continued)

3.7 Property, plant and equipment (Continued)

Depreciation is recognised so as to write off the cost or valuation of assets (other than freehold land and assets under construction) less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting year, with the effect of any changes in estimate accounted for on a prospective basis. The basis for depreciation is as follows:

	Estimated useful life	Rate
Freehold land and buildings	20 - 50 Years	5%
Leasehold land and buildings	20 - 50 Years	Over the period of the lease
Plant and machinery	5 - 10 Years	15%
Motor vehicles	2 - 5 Years	25%
Furniture, fittings and equipment:		
- Office furniture	3 - 12 Years	15%
- Office equipment	5 - 15 Years	15%
- Computer equipment	2 - 10 Years	33.33%
Intangible Assets - Software	5 - 10 Years	10%

Freehold land and Assets under construction are not depreciated.

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets. However, when there is no reasonable certainty that ownership will be obtained by the end of the lease term, assets are depreciated over the shorter of the lease term and their useful lives.

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

3.8 Intangible assets

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation methods are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

Intangible assets are amortised on a straight-line basis over the following periods:

Software	10 Years	10%

Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains and losses arising from derecognition of an intangible asset is measured as difference between the net disposal proceeds and the carrying amount of the asset are recognised as profit or loss when the asset is derecognised.

3.9 Investment property

Investment properties are properties held to earn rentals and/or for capital appreciation (including property under construction for such purposes).

The initial cost of the investment property comprise of its purchase price or construction cost, any cost directly attributable to bringing the asset into operation, the initial estimating of dismantling obligation (where applicable) and any borrowing cost.

Depreciation is recognised so as to write off the cost or valuation of assets (other than freehold land and assets under construction) less their residual values over their useful lives, using the straight-line method.
The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting year, with the effect of any changes in estimate accounted for on a prospective basis. The basis for depreciation is as follows:

Leasehold land and buildings	20 Years	5%

An investment property is derecognised upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from the disposal. Any gain or loss arising on derecognition of the property (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the year in which the property is derecognised.

3. Material accounting information policies (Continued)

3.10 Impairment of long lived assets

The recoverable amounts of intangible assets and property, plant and equipment are tested for impairment as soon as any indication of impairment exists. This test is performed at least annually. The recoverable amount is the higher of the fair value (less costs to sell) or its value in use.

Assets are grouped into cash-generating units (or CGUs) and tested. A cash-generating unit is a homogeneous group of assets that generates cash inflows that are largely independent of the cash inflows from other groups of assets. The value in use of a CGU is determined by reference to the discounted expected future cash flows, based upon the management's expectation of future economic and operating conditions. If this value is less than the carrying amount, an impairment loss on property, plant and equipment, or on other intangible assets, is recognised either in "Depreciation, depletion and amortization of property, plant and equipment, or in "Other expense", respectively. Impairment losses recognised in prior years can be reversed up to the original carrying amount, had the impairment loss not been recognised.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or a cash generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount in which case the reversal of the impairment loss is treated as a revaluation increase.

3.11 Non-current assets held for sale

Non-current assets (and disposal groups) classified as held for sale are measured at the lower of their previous carrying amount and fair value less costs to sell.

Non-current assets and disposal groups are classified as held for sale if their carrying amount will be recovered through a sale transaction rather than through continuing use. This condition is regarded as met only when the sale is highly probable and the asset (or disposal group) is available for immediate sale in its present condition. Management must be committed to the sale which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

3.12 Inventories

Inventories are valued at lower of cost and net realisable value. Net realisable value is the estimated selling price in the ordinary course of business, less estimated selling expenses. Cost is determined on weighted average basis and includes all costs incurred in acquiring the inventories and bringing them to their present location and condition.

3.13 Cash and cash equivalents

Cash and cash equivalents comprise cash in hand, current balances with banks and similar institutions and highly liquid short term investments that are convertible into known amounts of cash and are subject to insignificant risks of changes in value. Investments with maturity greater than three months or less than twelve months are shown under current assets.

3.14 Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

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

3. Material accounting information policies (Continued)

3.14 Provisions (Continued)

i. Onerous contracts

Present obligations arising under onerous contracts are recognised and measured as provisions. An onerous contract is considered to exist where the Company has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received from the contract.

ii. Restructuring

A restructuring provision is recognised when the Company has developed a detailed formal plan for the restructuring and has raised a valid expectation in those affected that it will carry out the restructuring by starting to implement the plan or announcing its main features to those affected by it. The measurement of a restructuring provision includes only the direct expenditures arising from the restructuring, which are those amounts that are both necessarily entailed by the restructuring and not associated with the ongoing activities of the Company.

3.15 Financial instruments

Financial assets and financial liabilities are recognised when an entity becomes a party to the contractual provisions of the instrument. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

3.15.1 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.

a. 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. 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) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognised on an effective interest basis for debt instruments measured subsequently at amortised cost. Interest income is recognised in profit or loss and is included in the "investment income" line item.

b. Classification of 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.

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 cash flows that are solely payments of principal and interest on the principal amount outstanding.

3. **Material accounting information policies (Continued)**

b. Classification of financial assets (Continued)

Debt instruments that meet the following conditions are measured subsequently at fair value through other comprehensive income (FVTOCI):

• the financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling the financial assets; and

• the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

By default, all other financial assets are measured subsequently

Trade and other receivables

Trade and other receivables are initially recognised at fair value, and are subsequently classified as loans and receivables and measured at amortised cost using the effective interest rate method. The provision for impairment of trade and other receivables is established when there is objective evidence that the Company will not be able to collect all amounts due in accordance with the original terms of the credit given and includes an assessment of recoverability based on historical trend analyses and events that exist at reporting date. The amount of the provision is the difference between the carrying value and the present value of estimated future cash flows, discounted at the effective interest rate computed at initial recognition.

Despite the foregoing, the Company may make the following irrevocable election/designation at initial recognition of a financial asset:

• the Company may irrevocably elect to present subsequent changes in fair value of an equity investment in other comprehensive income if certain criteria are met; and

• the Company may irrevocably designate a debt investment that meets the amortised cost or FVTOCI criteria as measured at FVTPL if doing so eliminates or significantly reduces an accounting mismatch.

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand, demand deposits and other short term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value. Bank overdrafts are not offset against positive bank balances unless a legally enforceable right of offset exists, and there is an intention to settle the overdraft and realise the net cash simultaneously, or to settle on a net basis. All short term cash investments are invested with major financial institutions in order to manage credit risk.

c. Foreign exchange gains and losses

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period. The foreign exchange component forms part of its fair value gain or loss. Therefore, for financial assets that are classified as at FVTPL, the foreign exchange component is recognised in profit or loss.

For foreign currency denominated debt instruments 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 financial assets and are recognised in the 'other gains and losses' line item in the Profit or loss.

d. Impairment of financial assets

Financial assets that are measured at amortised cost are assessed for impairment at the end of each reporting period. Financial assets are considered to be impaired when there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial assets, the estimated future cash flows of the asset have been affected.

The Company recognises loss allowances for Expected Credit Losses (ECLs) on:

– Financial assets measured at amortised cost;

– Debt investments measured at FVOCI; and

– Contract assets.

The Company measures loss allowances at an amount equal to lifetime ECLs, except for the following, which are measured at 12-month ECLs:

– Debt securities that are determined to have low credit risk at the reporting date; and

– Other debt securities and bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

3. Material accounting information policies (Continued)

d. Impairment of financial assets (Continued)

Loss allowances for trade receivables and contract assets are always measured at an amount equal to lifetime ECLs

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward-looking information.

The Company assumes that the credit risk on a financial asset has increased significantly if it is more than 30 days past due.

Measurement of ECLs

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Company expects to receive).

ECLs are discounted at the effective interest rate of the financial asset.

Objective evidence of impairment could include:

- significant financial difficulty of the issuer or counterparty or
- breach of contract, such as a default or delinquency in interest or principal payments or
- it becoming probable that the borrower will enter bankruptcy or financial reorganisation or
- the disappearance of an active market for that financial asset because of financial difficulties

For certain categories of financial asset, such as trade receivables, assets that are assessed not to be impaired individually are, in addition, assessed for impairment on a collective basis. Objective evidence of impairment for a portfolio of receivables could include the Company's past experience of collecting payments, an increase in the number of delayed payments in the portfolio past the average credit period of 60 days, as well as observable changes in national or local economic conditions that correlate with default on receivables.

The amount of the impairment loss recognised is the difference between the asset's carrying amount and the present value of estimated future cash flows reflecting the amount of collateral and guarantee, discounted at the financial asset's original effective interest rate.

The carrying amount of the financial asset is reduced by the impairment loss directly for all financial assets with the exception of trade receivables, where the carrying amount is reduced through the use of an allowance account. When a trade receivable is considered uncollectible, it is written-off against the allowance account.

Subsequent recoveries of amounts previously written-off are credited against the allowance account. Changes in the carrying amount of the allowance account are recognised in profit or loss.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed through profit or loss to the extent that the carrying amount of the investment at the date the impairment is reversed does not exceed what the amortised cost would have been had the impairment not been recognised.

e. 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.

On derecognition of a financial asset that is classified as fair-value-through-other-comprehensive-income (FVTOCI), the cumulative gain or loss previously accumulated in the investments revaluation reserve is not reclassified to profit or loss, but is reclassified to retained earnings.

3. Material accounting information policies (Continued)

3.15 Financial instruments

3.15.2 Financial liabilities and equity

a. Classification as debt or equity

Debt and equity instruments issued by a Company entity are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

b. Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

c. Financial liabilities

Financial liabilities are classified as either financial liabilities 'at FVTPL' or 'other financial liabilities'. The Company does not have financial liabilities classified as financial liabilities 'at FVTPL'.

Other financial liabilities

Other financial liabilities (including borrowings and trade and other payables) are subsequently measured 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 net carrying amount on initial recognition.

d. 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 and are recognised in the 'other gains and losses' line item (note 8) in the profit or loss.

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, For financial liabilities that are measured as at FVTPL, the foreign exchange component forms part of the fair value gains or losses and is recognised in profit or loss.

e. De-recognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or they expire. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

3.16 Creditors and accruals

Creditors and accruals are the financial obligations due to third parties and are falling due within one year.
The outstanding balances are not interest bearing and are stated at their nominal value.

3.17 Asset retirement obligations

Asset retirement obligations, which result from a legal or constructive obligation, are recognised based on a reasonable estimate in the year in which the obligation arises. The associated asset retirement costs are capitalized as part of the carrying amount of the underlying asset and depreciated over the useful life of this asset. An entity is required to measure changes in the liability for an asset retirement obligation due to the passage of time (accretion) by applying a risk-free discount rate to the amount of the liability. The increase of the provision due to the passage of time is recognised as part of finance cost.

3.18 Related parties

Parties are considered to be related if one party has the ability to control or jointly control the other party or exercise significant influence over the other party in making financial and operating decisions. 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 company, directly or indirectly, including all executive and non-executive directors. Related party transactions are those where a transfer of resources or obligations between related parties occur, regardless of whether or not a price is charged.

4. Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company's accounting policies, which are described in note 3, the Directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

4.1 Critical judgments in applying the accounting policies

The following are the critical judgements, apart from those involving estimations (which are dealt with separately below), that the directors have made in the process of applying the Company's accounting policies and that have the most significant effect on the amounts recognised in financial statements.

4.1.1 Revenue recognition

Revenue is measured based on the consideration stated in the contract with a customer. While the Company recognises revenue when it transfers control over the good or service to a customer.

The timing of the satisfaction of performance obligation in contract with a customer, including significant payment terms and related revenue policies are met when:

- the good or service is delivered to a customer or its premises in line with the contract term
- and the customer accepts the good or service
- and obtain full control of the good or service delivered
- at that point in time, invoices are generated and revenue is recognised in the books.

4.1.2 Contingent liabilities

During the evaluation of whether certain liabilities represent contingent liabilities or provisions, management is required to exercise significant judgment. Based on the current status, facts and circumstances, management concluded that the dispute with one of its former suppliers (as disclosed in Note 35) should be classified as a contingent liability rather than a provision.

4.2 Key sources of estimation uncertainty

The key assumptions concerning the future, and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are discussed below:

4.2.1 Useful lives of property, plant and equipment

The Company reviews the estimated useful lives of property, plant and equipment at the end of each reporting period. During the current year, the useful lives of property, plant and equipment remained constant.

4.2.2 Decommissioning liabilities

Estimates regarding cash flows, discount rate and weighted average expected timing of cashflows were made in arriving at the future liability relating to decommission costs.

4.2.3 Impairment losses on receivables

The Company reviews its receivables to access impairment at least on an annual basis. The Company's credit risk is primarily attributable to its trade receivables. In determining whether impairment losses should be reported in profit or loss, the Company makes judgments as to whether there is any observable data indicating that there is a measureable decrease in the estimated future cash flow. Accordingly, an allowance for impairment is made where there are identified loss events or condition which, based on previous experience, is evident of a reduction in the recoverability of the cash flows.

4.2.4 Allowance for obsolete inventory

The Company reviews its inventory to assess losses on account of obsolescence on a regular basis. In determining whether an allowance for obsolescence should be recorded in profit or loss, the Company makes judgments as to whether there is any observable data indicating that there is any future saleability of the product and the net realizable value of such products. Accordingly, allowance for impairment, if any, is made where the net realisable value is less than cost based on best estimates by the management.

4. Critical accounting judgements and key sources of estimation uncertainty (Continued)

4.2.5 Valuation of financial liabilities

Financial liabilities have been measured at amortised cost. The effective interest rate used in determining the amortised cost of the individual liability amounts has been estimated using the contractual cash flows on the loans. IAS 39 requires the use of the expected cash flows but also allows for the use of contractual cash flows in instances where the expected cash flows cannot be reliably determined. However, the effective interest rate has been determined to be the rate that effectively discounts all the future contractual cash flows on the loans including processing, management fees and other fees that are incidental to the different loan transactions.

4.2.6 Impairment on non-current assets

Determining whether non-current assets are impaired requires an estimation of the value in use of the cash generating units to which assets have been allocated. The value in use calculation requires the Company to estimate the future cash flows expected to arise from the cash-generating unit and a suitable discount rate in order to calculate present value. The assets were tested for impairment and there was no indication of impairment observed after testing. Therefore, no impairment loss was recognised during the year.

5. Revenue

The following is the analysis of the Company's revenue for the year from continuing operations (excluding investment income).

	June **2025** **N'000**	June **2024** **N'000**
Revenue from sale of petroleum products	143,647,184	180,573,680

5.1 All the sales were made within Nigeria.

6. Segment information

The reportable segments of Conoil Plc are strategic business units that offer different products. The report of each segment is reviewed by management for resource allocation and performance assessment.

Operating segments were identified on the basis of differences in products. The Company has identified three operating and reportable segments: White products, Lubricants and Liquefied Petroleum Gas (LPG). The White products segment is involved in the sale of Premium Motor Spirit (PMS), Aviation Turbine Kerosene (ATK), Dual Purpose Kerosene (DPK), Low-pour Fuel Oil (LPFO) and Automotive Gasoline/grease Oil (AGO). The products under the lubricants segment are Lubricants transport, Lubricants industrial, Greases, Process Oil and Bitumen. Products traded under LPG segment are Liquefied Petroleum Gas - Bulk, Liquefied Petroleum Gas - Packed, cylinders and valves.

6. Segment information (Continued)

The segment results for the period ended 30 June 2025 are as follows:

	White Products		Lubricants		LPG		Total	
	N'000	%	N'000	%	N'000	%	N'000	%
Revenue	137,749,223	96	5,897,961	4	-	-	143,647,184	100
Cost of sales	(127,635,351)	96	(4,648,717)	4	0	(0)	(132,284,069)	100
Gross profit	**10,113,872**		**1,249,244**		**0**		**11,363,115**	

The segment results for the period ended 30 June 2024 are as follows:

	White Products		Lubricants		LPG		Total	
	N'000	%	N'000	%	N'000	%	N'000	%
Revenue	178,150,482	99	2,423,198	1	-	-	180,573,680	100
Cost of sales	(161,239,115)	99	(1,807,285)	1	0	(0)	(163,046,400)	100
Gross profit	**16,911,367**		**615,913**		**0**		**17,527,280**	

2025 segment cost of sales - Analysis

	White Products	Lubricants	LPG	Total
	N'000	N'000	N'000	N'000
Stock at 1 January	12,345,924	4,193,109	729	16,539,763
Purchases	125,496,527	4,762,096	-	130,258,623
Stock at 30 June	(10,207,101)	(4,306,488)	(729)	(14,514,319)
	127,635,351	**4,648,717**	**(0)**	**132,284,069**

2024 segment cost of sales - Analysis

	White Products	Lubricants	LPG	Total
	N'000	N'000	N'000	N'000
Stock at 1 January	12,345,924	4,193,109	729	16,539,763
Purchases	169,111,007	20,255	-	169,131,263
Stock at 31 March	(20,217,817)	(2,406,080)	(729)	(22,624,626)
	161,239,115	**1,807,285**	**(0)**	**163,046,400**

6.1 There is no disclosure of assets per business segment because the assets of the Company are not directly related to a particular business segment.

6.2 There is also no distinguishable component of the Company that is engaged in providing products or services within a particular economic environment and that is subject to risk and returns that are different from those of components operating in other economic environments.

6.3 The stock value in this segment analysis does not include provision for stock loss.

		March	March
7.	**Other operating income**	**2025**	**2024**
	Rental income:	**N'000**	**N'000**
	Rental income	-	-
	Service income	-	-
	Interest income:		
	Interest from bank deposits	-	-
		-	**-**
8.	**Other gains or losses**		
	Exchange gain	-	-
		-	**-**
9.	**Distribution expenses**		
	Freight costs	2,241,967	1,778,928
	Marketing expenses	-	103,706
		2,241,967	**1,882,634**

10. Administration expenses	June **2025** **N'000**	June **2024** **N'000**
Staff cost	1,145,290	1,046,264
Depreciation of property, plant and equipment	600,000	645,000
Rent and rates	330,000	480,000
Provision for bad and doubtful debts	30,000	30,000
Repairs and maintenance	241,551	287,845
Pension fund - employer's contribution	54,661	52,489
Insurance	210,580	149,272
Security services	47,378	47,378
Throughput others	118,707	130,097
Postages, telephone and telex	40,816	40,816
Own used oil	87,665	73,339
Subscriptions	15,450	1,545
Travelling	19,926	31,590
Annual General Meeting	25,045	24,000
Staff training and welfare	22,662	9,574
Directors' remuneration	28,000	8,711
Consumables, small tools and equipment	30,170	30,288
Water and electricity	39,381	39,381
Audit fee	25,688	23,930
Health safety and environmental expenses	17,064	3,206
Printing and stationery	2,474	2,357
Bank charges	1,160	1,685
Vehicle, plant and equipment running	4,440	2,736
Legal and professional charges	26,639	2,710
Medical	552	618
Entertainment and hotels	11,447	1,488
Provision for obsolete stock	30,000	30,000
Other expenses	5,681	6,804
	3,212,428	**3,203,121**

11. Finance cost		
Interest on bank overdraft	4,761,692	2,222,708
Accretion expense (Note 28)	-	-
	4,761,692	**2,222,708**

Bank overdrafts are repayable on demand. The average effective interest rate on bank overdrafts approximates 32% (2024: 32%) per annum and are determined based on NIBOR plus lender's mark-up.

	June 2025 N'000	June 2024 N'000
12. Profit before tax		
This is stated after charging/(crediting) the following:		
Depreciation of property, plant and equipment	600,000	645,000
Depreciation of investment property	-	-
Director's emoluments	28,000	8,711
Auditors remuneration	25,688	23,930
Amortisation of intangible asset	-	-
Exchange gain	-	-

	June 2025 N'000	June 2024 N'000
13. Taxation		
13.1 Income tax recognised in profit or loss		
Current tax		
Income tax	209,275	1,915,517
Education tax	34,411	255,470
Nigerian Police Trust Fund Levy	57	511
Nat. Agency for Science & Engineering Infrastructure Levy	2,868	25,547
Deferred tax		
Deferred tax (credited) in the current year	-	-
Total income tax expense recognised in the current year	246,611	2,197,046
At 1 January	5,069,226	4,835,764
Payment during the year	(1,006,447)	(681,897)
Withholding tax utilised during the year	-	-
Transfer to deferred tax (Note 13.1)	-	-
Per statement of financial position	**4,309,391**	**6,350,913**
Balance above is made up of :		
Company income tax	3,553,061	5,521,499
Education tax	712,148	802,922
Capital gains tax	280	280
Police trust fund levy	861	664
Nat. Agency for Science & Engineering Infrastructure Levy	43,042	25,547
	4,309,391	**6,350,913**

The charge for taxation in these financial statements is based on the provisions of the Companies Income Tax Act CAP C21 LFN 2004 as amended to date, tertiary education tax charge is based on the Tertiary Education Trust Fund Act, 2011 and Capital Gains Tax Act CAP C1 LFN 2004.

13. Taxation (Continued)

13.2 Deferred tax

	June 2025 N'000	December 2024 N'000
Deferred tax assets and liabilities are attributable to the following;		
Deferred tax assets	2,380,282	2,380,282
Deferred tax liabilities	(533,406)	(533,406)
Deferred tax assets (net)	1,846,876	1,846,876

14. Basic earnings per share

The earnings and weighted average number of ordinary shares used in the calculation of basic earnings per share are as follows.

	June 2025 N'000	June 2024 N'000
Earnings		
Earnings for the purposes of basic earnings per share being net profit attributable to equity holders of the Company	900,418	8,021,771
Number of shares	**Number**	**Number**
Weighted average number of ordinary shares for the purposes of basic earnings per share	693,952,117	693,952,117
	2025 Kobo per share	**2024 Kobo per share**
Basic earnings per 50k share		
From continuing operations	130	1,156
Diluted earnings per 50k share		
From continuing operations	130	1,156

Earnings per share is calculated by dividing net income by the number of ordinary shares outstanding during the year.

15. Property, plant and equipment	**Freehold land**	**Freehold buildings**	**Plant & machinery**	**Furniture & fittings**	**Motor vehicles**	**Computer equipment**	**Work in progress**	**Total**
Cost:	**₦ '000**	**₦ '000**	**₦ '000**	**₦ '000**	**₦ '000**	**₦ '000**	**N '000**	**₦ '000**
As at 1 January 2024	147,766	6,986,889	12,667,766	4,395,873	2,351,178	1,086,311		27,635,782
Additions	-	1,825,575	497,887	2,802	404,000	-		2,730,264
WIP-Depot Distribution Facs							424,842	424,842
At 31 December 2024	147,766	8,812,464	13,165,653	4,398,675	2,755,178	1,086,311	424,842	30,790,889
Additions	-	-	-	-	-	-		-
WIP-Depot Distribution Facs								-
At 31 March 2025	**147,766**	**8,812,464**	**13,165,653**	**4,398,675**	**2,755,178**	**1,086,311**	**424,842**	**30,790,889**
Accumulated depreciation and								
As at 1 January 2024	-	6,302,738	12,112,298	4,347,376	2,244,669	1,066,630	-	26,073,710
Adjustment (Note 15.5)								-
Charge for the year	-	440,623	158,003	7,695	127,627	9,829	-	743,778
At 31 December 2024	-	6,743,362	12,270,301	4,355,071	2,372,296	1,076,458		26,817,488
Adjustment (Note 15.5)	-	-	-	-	-	-		-
Charge for the period	-	355,447	127,460	6,208	102,956	7,929		600,000
At 30 June 2025	**-**	**7,098,809**	**12,397,761**	**4,361,279**	**2,475,252**	**1,084,387**		**27,417,488**
Carrying amount:								
At 30 June 2025	**147,766**	**1,713,655**	**767,892**	**37,396**	**279,926**	**1,924**	**424,842**	**3,373,402**
At 31 December 2024	**147,766**	**2,069,102**	**895,352**	**43,604**	**382,882**	**9,853**	**424,842**	**3,973,401**

15.1 Impairment assessment

Impairment assessment of assets in the period under review disclosed no material impairment loss on any of the Company's assets.

15.2 Contractual commitment for capital expenditure

There were no capital commitments for the purchase of property, plant and equipment in the period.

15.3 Assets pledged as security

No asset was pledged as security as at 30 June 2025 (2024: nil)

15.4 Work in progress

This refers to capital expenditure incurred on items of property plant and equipment which are however not ready for use and therefore not depreciated during the year.

		June	December
16.	**Intangible assets**	**2025**	**2024**
	Computer software:	**N'000**	**N'000**
	Cost:		
	As at 1 January	133,290	133,290
	Additions during the year	-	-
		133,290	**133,290**
	Accumulated amortisation:		
	As at 1 January	133,281	133,281
	Charge for the year	-	-
		133,281	**133,281**
	Carrying amount	**10**	**10**
17.	**Investment property**		
	Building:		
	Cost:		
	As at 1 January	993,000	993,000
	Additions during the year	-	-
		993,000	**993,000**
	Accumulated depreciation:		
	As at 1 January	992,990	992,990
	Charge for the year	-	-
		992,990	**992,990**
	Carrying amount	**10**	**10**

The Company's investment property is held under freehold interests.

18.	**Other financial assets**		
	Investment in Nigerian Yeast and Alcohol Manufacturing Plc		
	Cost	1,846	1,846
	Impairment	(1,836)	(1,836)
		10	**10**

has stopped business operations for several years, hence the Company has impaired its investments.

		2025	2024
19.	**Prepayments**	**N'000**	**N'000**
	Current		
	Prepaid rent and insurance	357,159	56,978
		357,159	**56,978**
	Non-current		
	Prepaid rent	104,200	123,563
		104,200	**123,563**

Prepayments are rents paid in advance to owners of properties occupied by Conoil Plc for the purpose of carrying out business in various locations in Nigeria.

	June 2025 N'000	December 2024 N'000
20. Inventories		
White products (Note 20.1)	10,177,101	23,512,911
Lubricants	4,306,488	5,741,295
LPG	729	729
	14,484,318	**29,254,935**

20.1 White products include Premium Motor Spirit (PMS), Aviation Turbine Kerosene (ATK), Dual Purpose Kerosene (DPK), Low-pour Fuel Oil (LPFO) and Automotive

	2025 N'000	2024 N'000
21. Trade and other receivables		
Trade debtors	73,647,762	44,104,711
Allowance for bad and doubtful debts	(6,245,381)	(6,215,381)
	67,402,380	37,889,330
Bridging claims receivable (Note 21.3)	4,575,356	4,575,356
Advance from related company (Note 32)	-	354,985
Advance for product supplies	12,468,415	24,511,770
Deposit for litigation claims (Note 35.2)	4,347,126	4,347,126
Withholding tax recoverable (Note 21.4)	-	-
Other debtors (Note 21.1)	215,744	219,493
	89,009,022	**71,898,060**
21.1 Other debtors balance includes :		
Advance deposits	523,047	523,044
Insurance claims receivables	29,641	29,641
Employee Receivables	-	3,753
Retail outlet statutory fees	-	-
Provision for doubtful advance deposits	(336,944)	(336,944)
	215,744	**219,493**

21.2 Third party trade receivables above are non-interest bearing, and include amounts which are past due at the reporting date but against which the Company has not received settlement. Amounts due from related parties are also unsecured, non-interest bearing, and are repayable upon demand. The Company has a payment cycle of between 30 and 60 days for credit sales. Specific provisions are made for trade debts on occurrence of any situation judged by management to impede full
The Company does not hold any collateral over these balances.

Ageing of trade debtors	2025 N'000	2024 N'000
Current	61,200,232	32,574,497
Less than 90 days	6,201,436	5,214,025
91 - 180 days	22,537	123,559
181 - 360 days	8,175	16,919
Above 360 days	6,215,381	6,175,711
Total	**73,647,762**	**44,104,711**

Based on credit risks and historical payments pattern analysis of customers, the Directors are of the opinion that the unimpaired amounts that are past due by more than 90 days are still collectible in full.

	June 2025 N'000	December 2024 N'000
21. Trade and other receivables (Continued)		
Ageing of allowance for bad and doubtful debts		
Less than 90 days	15,000	-
91 - 180 days	15,000	-
181 - 360 days		-
Above 360 days	6,215,381	6,215,381
Total	**6,245,381**	**6,215,381**

The directors consider that the carrying amount of trade and other receivables is approximately equal to their fair value.

Allowance for bad and doubtful debts	2025 N'000	2024 N'000
As at 1 January	6,215,381	6,215,381
Provision for the year	30,000	-
	6,245,381	**6,215,381**

21.3 Bridging claims receivable

Bridging claims are costs of transporting white products such as Premium Motor Spirit (PMS), Dual Purpose Kerosene (DPK) except Aviation Turbine Kerosene (ATK) and Automotive Gas Oil (AGO) from specific Pipelines and Products Marketing Company depots to approved zones which are claimable from the Federal Government. Bridging claims are handled by the Petroleum Equalization Fund. The bridging claims receivable at the end of the year is stated after deduction of a specific provision for claims considered doubtful of recovery.

21.4 Withholding tax recoverable	2025 N'000	2024 N'000
As at 1 January	-	-
Addition during the year	-	-
Amount utilised during the year	-	-
	-	**-**

22. Cash and cash equivalents	June	December
Cash and bank	7,854,898	7,264,201
Bank overdraft	(21,458,279)	(28,675,018)
Cash and cash equivalents	**(13,603,381)**	**(21,410,817)**

The Company did not have any restricted cash at the reporting date (2023: nil).

	June 2025 N'000	December 2024 N'000
23. Share capital		
Authorised		
700,000,000 ordinary shares of 50k each	350,000	350,000
Issued and fully paid		
693,952,117 ordinary shares of 50k each	346,976	346,976
Share premium account	3,824,769	3,824,769

	June 2025	December 2024
24. Retained earnings	**N'000**	**N'000**
At 1 January	35,318,530	28,973,828
Dividend declared and paid	-	(2,428,832)
Prior year adjustments (Note 15.5)		
Profit for the year	900,418	8,773,534
	36,218,948	**35,318,530**

	June 2025	December 2024
24.1 Dividend	**N'000**	**N'000**
Summary		
As at 1 January	141,429	141,429
Dividend declared	-	2,428,832
Dividend - Sterling Registrars	-	-
	141,429	2,570,261
Payments - Meristem Registrars	-	(2,428,832)
	141,429	**141,429**

	June 2025	December 2024
25. Borrowings	**N'000**	**N'000**
Unsecured borrowing at amortised cost		
Bank overdraft	21,458,279	28,675,018

Bank overdrafts are repayable on demand. The average effective interest rate on bank overdrafts approximates 32% (2024: 32%) per annum and is determined based on NIBOR plus lender's mark-up.

There is no security or pledge on the Company's assets with respect to the borrowings.

	June 2025	December 2024
26. Trade and other payables	**N'000**	**N'000**
Trade creditors - Local	27,878,986	13,813,565
Bridging contribution (Note 26.2)	929,714	5,058,625
Trade creditors - Imported	-	32,995
Due to related parties (Note 32)	-	-
Value added tax payable	991,237	927,803
Withholding tax payable	836,983	820,842
PAYE payable	475,672	475,672
Payables to PPPRA	-	-
Staff Pension and similar obligations (Note 26.3)	1,608	1,608
Unclaimed dividend (Note 24.1)	141,429	141,429
Other creditors and accruals (Note 26.1)	19,006,854	19,301,926
	50,262,484	**40,574,465**

26.1 Other creditors and accruals		
Sundry creditors (Note 26.4)	10,811,362.71	11,270,395
Litigation claims	4,553,546	4,481,773
Rent	2,497,953	2,277,358
Insurance premium	959,158	1,004,810
Employees payables	90,109	92,673
Lube incentives	-	54,505
Surcharges	69,037	69,037
Audit fees	25,688	51,375
	19,006,854	**19,301,926**

26.2 Bridging contributions

Bridging contributions are mandatory contributions per litre of all white products lifted to assist the Federal Government defray the Bridging claims.

	June 2025	December 2024
26.3 Staff pension	**N'000**	**N'000**
At 1 January	1,608	1,608
Contributions during the year	99,235	193,601
Remittance in the year	(99,235)	(193,601)
	1,608	**1,608**

26.4 Sundry creditors represent other creditors balances of various supplies, contracts, accruals and provisions due but unpaid for as at 30 June 2025.

	June 2025 N'000	December 2024 N'000
27. Distributors' deposit		
At 1 January	492,099	486,099
New deposits	-	8,000
Refunds	-	(2,000)
	492,099	**492,099**

Distributors' deposit represents amounts collected by the Company from its various dealers and distributors as security deposit against the value of the Company's assets with these dealers.

28. Decommissioning liability

The following table presents the reconciliation of the carrying amount of the obligation associated with the decommissioning of the Company's signages and fuel pumps:

	June 2025 N'000	December 2024 N'000
At 1 January	116,960	109,048
Addition		
Asset decommissioned	-	-
Accretion	-	7,912
	116,960	**116,960**

Decommissioning liabilities is accounted for in accordance with IAS 37, Provisions, contingent liabilities and contingent assets and IAS 16, Property, plant and equipment. The associated asset retirement costs are capitalized as part of the carrying cost of the asset. Asset retirement obligations consist of estimated costs for dismantlement and removal of signages and pumps from dealer-owned service stations. An asset retirement obligation and the related asset retirement cost are recorded when an asset is first constructed or purchased.

The asset retirement cost is determined and discounted to present value using commercial lending rate ruling at the reporting period. After the initial recording, the liability is increased for the passage of time, with the increase being reflected as accretion expense in the statement of profit or loss and other comprehensive income.

29. Financial instrument

29.1 Significant accounting policies

Details of the significant accounting policies and methods adopted (including the criteria for recognition, the basis of measurement and the bases for recognition of income and expenses) for each class of financial asset, financial liability and equity instrument are disclosed in the accounting policies in Note 3 to the financial

29.2 Significant accounting policies

	June	December
Financial asset	**2025**	**2024**
	N'000	**N'000**
Cash and bank balance	7,854,898	7,264,201
Loans and receivables	88,793,277	71,678,567
	96,648,175	**78,942,768**
Financial liabilities		
Financial liabilities at amortized cost:		
Trade and other payables	47,956,983	38,350,148
Borrowings	21,458,279	28,675,018
	69,415,262	**67,025,166**

29.3 Fair value of financial instruments

The Directors consider that the carrying amounts of financial assets and financial liabilities recorded in the financial statements approximate their fair values.

30. Financial risk management

Risk management roles and responsibilities are assigned to stake holders in the Company at three levels: The Board, Executive Committee and Line Managers.

The Board oversight is performed by the Board of Directors through the Board Risk and Management Committee.

The second level is performed by the Executive Management Committee (EXCOM).
The third level is performed by all line managers under EXCOM and their direct reports. They are required to comply with all risk policies and procedures and to manage risk exposures that arise from daily operations.

The Internal Audit Department provides an independent assurance of the risk frame work. They assess compliance with established controls and recommendations for improvement in processes are escalated to relevant management, Audit Committee and Board of Directors.

30.1 Financial risk management objectives

The Company manages financial risk relating to its operations through internal risk reports which analyses exposure by degree and magnitude of risk. These risks include market risk (including currency risk, fair value interest rate risk and price risk), credit risk, liquidity risk and cash flow interest rate risk.

30.2 Interest rate risk management

The Company is exposed to interest rate risk because the Company borrows funds at both fixed and floating interest rates (overdraft). The risk is managed by the Company by maintaining an appropriate mix between short and long term borrowings. The risk is managed by the Company by constantly negotiating with the banks to ensure that interest are consistent with the monetary policy rates as defined by the Central Bank of Nigeria.

Interest rate risk

Sensitivity Analysis

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

			June	December
		Average rate	**2025**	**2024**
Variable rate instruments:			**N'000**	**N'000**
Financial assets		-	-	-
Bank overdrafts	32.00%	(2024:32%)	21,458,279	28,675,018
			21,458,279	**28,675,018**

Sensitivity Analysis of variable rate instruments

A change of 200 basis points (2%) in interest rates at the reporting date would have increased/(decreased) equity and profit and loss after tax by the amounts shown below:

	Interest charged		Effect of Increase/ Decrease in Exchange Rate
30 June 2025	4,761,692	+/-2	466,449
31 December 2024	3,945,834	+/-2	386,528

30. Financial risk management (Continued)

30.3 Foreign currency risk

The Company undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations arise. Exchange rate exposures are managed within approved policy parameters utilizing forward foreign exchange contracts.

The carrying amounts of the Company's foreign denominated monetary assets and monetary liabilities as at 30 June 2025 are as follows:

	June 2025	December 2024
Assets	**N'000**	**N'000**
Cash and bank balance	**679,823**	371,072
	679,823	**371,072**
Liabilities		
Financial liabilities at amortized cost:		
Trade and other payables	-	32,995
	-	**32,995**

A movement in the exchange rate either positively or negatively by 200 basis points is illustrated below. Such movement would have increased/(decreased) the cash and bank balance by the amounts shown below. This analysis is based on foreign currency exchange rate variances that the Company considered to be reasonably possible at the end of the reporting period. The analysis assumes that all other variables in particular interest rates remain constant.

Effect in thousands of Naira 30 June 2025	Foreign Currency	Naira Balance	Exchange Rate	Effect of Increase/ Decrease in Exchange Rate
	US$'000	N'000		N'000
USD	492	679,823	1,381.93	13,596

Effect in thousands of Naira 31 December 2024	Foreign Currency	Naira Balance	Exchange Rate	Effect of Increase/ Decrease in Exchange Rate
	US$'000	N'000		N'000
USD	242	371,072	1,535.82	7,421

The weakening of the naira against the above currencies at 30 June would have had an equal but opposite effect on the above currencies to the amount shown above where other variables remain constant.

30.4 Credit risk management

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company uses publicly available financial information and its own trading records to rate its major customers. The Company's exposure and the credit ratings of its counterparties are monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. Credit exposure is controlled by counterparty limits that are reviewed and approved by the risk management committee annually.

Trade receivables consist of a large number of customers, spread across diverse industries and geographical areas. Ongoing credit evaluation is performed on the financial condition of accounts receivable and, where appropriate, credit guarantee insurance cover is purchased.

30. Financial risk management (Continued)

30.5 Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the Board of Directors, which has established a liquidity risk management framework for the management of the Company's short- medium - and longterm funding and liquidity management requirements. The Company manages liquidity risk by maintaining reserves, banking facilities and reserve borrowing facilities, by monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

Financing facilities

Unsecured bank loans and overdrafts payable at call and reviewed annually.

	June 2025	December 2024
	N'000	N'000
Amount used	21,458,279	28,675,018
Amount unused	23,541,721	16,324,982
	45,000,000	**45,000,000**

Liquidity and interest risk tables

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The table includes both interest and principal cash flows. To the extent that interest flows are floating rate, the undiscounted amount is derived from interest rate curves at the balance sheet date. The contractual maturity is based on the earliest date on which the Company may be

30 June 2025	Weighted Average Effective Interest rate	0 - 3 Months	3 month -1 year	Total
	%	N'000	N'000	N'000
Trade and other payables	-	50,262,484	-	50,262,484
Borrowings	32.00	21,458,279	-	21,458,279
		71,720,763	**-**	**71,720,763**

31 December 2024	Weighted Average Effective Interest rate	0 - 3 Months	3 month -1 year	Total
	%	N'000	N'000	N'000
Trade and other payables	-	40,574,465	-	40,574,465
Borrowings	32.00	28,675,018	-	28,675,018
		69,249,483	**-**	**69,249,483**

31. Gearing ratio and capital risk management

The Company manages its capital to ensure that it will be able to continue as a going concern while maximizing returns to stakeholders through the optimization of the debt and equity balance. The Company's overall strategy remains unchanged from prior year.

The capital structure of the Company consists of debt, which includes the borrowings disclosed in, cash and cash equivalents and equity attributable to equity holders of the parent, comprising issued capital, reserves and retained earnings as disclosed in relevant notes in the financial statements.

The Company is not subject to any externally imposed capital requirements. The gearing ratio at the year end is as follows:

	June 2025 N'000	December 2024 N'000
Debt	21,458,279	28,675,018
Equity	40,390,693	39,490,276
Net debt to equity ratio	**0.53**	**0.73**

Equity includes all capital and reserves of the Company that are managed as capital.

32. Related party transactions

During the year, the Company traded with the following companies with which it shares common ownership based on terms similar to those entered into with third parties as stated below:

30 June 2025	Sales of Goods N'000	Purchase of Goods N'000	Balance due (to)/from N'000	Deposits/ (Payable) N'000	Overdraft and Term loan N'000
Sterling Bank Plc	-	-	2,983,996	-	-
Glo Mobile Limited	-	-	-	-	-
Conoil Producing Limited	3,400	-	-	-	-
Southern Air Limited	33,071	-	36,133	-	-
Proline (WA) Limited	-	12,648	12,648	-	-
SETA Investment Limited	-	-	303,261	-	-
	36,471	**12,648**	**3,336,038**	**-**	**-**

31 December 2024	Sales of Goods N'000	Purchase of Goods N'000	Balance due (to)/from N'000	Deposits N'000	Overdraft and Term loan N'000
Sterling Bank Plc	-	-	3,007,539	-	-
Glo Mobile Limited	563	-	-	-	-
Conoil Producing Limited	35,628	-	15,579	-	-
Southern Air Limited	201,352	-	36,133	-	-
Proline (WA) Limited	-	-	-	-	-
Synopsis Enterprises Limited	-	-	-	-	-
SETA Investment Limited	-	-	303,273	-	-
	237,543	**-**	**354,985**	**-**	**-**

32. Related party transactions (Continued)

The Chairman of the Company, Dr Mike Adenuga (Jr.) GCON, has significant interests in Glo Mobile Limited, Principal Enterprises, Southern Air Limited, Sterling Bank Plc (formerly Equitorial Trust Bank), Conoil Producing Limited (formerly Consolidated Oil Limited), Synopsis Enterprises Limited, Proline West Africa Limited and Conpetro Limited.

During the year, the Company sold petroleum products - Premium Motor Spirit (PMS) and Automotive Gas Oil (AGO) to Consolidated Oil Limited. It also sold Aviation Turbine Kerosene (ATK) to Southern Air Limited.

The Company also sold and purchased goods from Glo Mobile Limited and utilizes the service of Proline (WA) Limited to manage its stations.

33. Capital commitment

There were no capital commitments as at 30 June (2024: nil).

34. Financial commitment

As at 30 June 2025, the Company had no outstanding letters of credit (Dec 2024: N5.8 billion).

35. Contingent liabilities

The Company is in litigation with Nimex Petrochemical Nigeria Limited (Nimex), one of its former suppliers of products. In 2007, Nimex sued the company for US$3,316,702.71 and US$127,060.62 being demurrage and interest incurred for various supplies of petroleum products. The Federal High Court gave judgment in favour of Nimex in the sum of US$13,756,728 which included the amount claimed and interest at 21% till judgment was delivered and also granted a stay of execution with a condition that the judgment sum be paid into the court. The court also granted a garnishee order against First Bank of Nigeria Limited to pay the Company's money with the bank into the court. Conoil Plc has appealed against the judgment to the Court of Appeal in Abuja. The appeal is pending and the Directors, on the advice of the external solicitors, are of the opinion that the judgement of the Federal High Court will be upturned. The current value of the judgment sum which is N4.3 billion has been fully provided for in these financial statements to mitigate any possible future loss

37. Impact of Covid-19 Pandemic

The company has considered the impact of COVID-19 on its business operations and has put in place appropriate safeguards to minimize the effects. In doing so, management has considered its impact on the basis of the following accounting standards:

1. Expected credit losses under IFRS 9 'Financial instruments'
   COVID-19 can affect the ability of the Company to receive payments as and when due which is an indication of a significant increase in credit risk. For this, the Company reviewed its impairment assessment of trade receivables balances.

2. Impairment of tangible and intangible assets under IAS 36 'Impairment of non-financial assets
   As a result of the impact of COVID-19, the Company performed an impairment assessment of assets (in addition to the requirement to perform an impairment test at least annually of goodwill and intangible assets with an indefinite useful life).

3. The net realisable value of Inventory under IAS 2 - Inventories
   Since the company's tank farm was shut down as a result of the pandemic, the company has reviewed the cost of inventories to ensure that product loss arising from evaporation due to changes in temperature is recognized in the profit or loss account in the period in which they occured in accordance with IAS 2 - Inventories.

4. Deferred tax assets in accordance with IAS 12 - Income taxes
   Tax considerations, e.g . The impact of reduced flow of goods and services on transfer pricing agreements; recoverability of deferred tax assets, emergency economic stimulus by tax authorities in the form of special rebate has been accessed by the company.

The Board of Directors is taking all necessary steps to ensure business continuity for the Company and to protect its turnover, results and cash-flow as much as possible against the impacts from the COVID-19 pandemic and its impact on the Nigerian economy.

37. Information on Directors and employees

	June	December
37.1 Employment costs:	**2025**	**2024**
	N'000	**N'000**
Employment cost including Directors' salaries and wages, staff training and	1,245,568	1,904,778

37.2 of emoluments within the bands listed below are:

	2025	**2024**
	Number	**Number**
Up to 1,000,000	9	9
N1,000,001 - N2,000,000	10	34
N2,000,001 - N3,000,000	23	16
N3,000,001 - N4,000,000	4	20
N4,000,001 - N5,000,000	14	10
N5,000,001 - Above	71	59
	131	**148**

37.3 Average number of employees during the year:

Managerial staff	11	12
Senior staff	106	121
Junior staff	14	15
	131	**148**

	2025	**2024**
37.4 Directors' emoluments:	**N'000**	**N'000**
Emoluments of the chairman	-	-
Directors' fees	500	1,000
Emoluments of executives	27,500	55,000
	28,000	**56,000**

37.5 The emoluments of the highest paid Director were N29.9 million (2024: N56 million)

	2025	**2024**
	Number	**Number**
37.6 Directors receiving no emolument	5	5

37.7 Number of Directors in receipt of emoluments within the following ranges:

Below N15,000,000	3	2
N15,000,001 - N20,000,000	-	1
N20,000,001 - N25,000,000	-	-
Above N25,000,000	1	1
	4	**4**

Conoil

STATEMENT OF VALUE ADDED
FOR THE PERIOD ENDED 30 JUNE 2025

	June 2025 ₦'000	%	December 2024 N'000	%
Revenue	143,647,184		201,387,053	
Other operating income	-		113,810	
Other gains and losses	-		1,541,626	
	143,647,184		203,042,489	
Bought in materials and services:				
Imported	-		-	
Local	(135,892,895)		(186,386,178)	
Value added	**7,754,289**	**100**	**16,656,311**	**100**
Applied as follows:				
To pay employees' salaries, wages, and social benefits:				
Employment cost including Directors salaries and wages, staff training and benefit scheme	1,245,568	16	1,784,780	11
To pay providers of capital:				
Interest payable and similar charges	4,761,692	61	1,955,338	12
To pay government:				
Taxation	246,611	3	2,409,026	14
To provide for maintenance and development				
Depreciation	600,000	9	645,375	4
Deferred tax	-	-	(6,447)	(0)
Retained earnings	900,418	12	9,868,239	59
Value added	**7,754,289**	**100**	**16,656,311**	**100**

Value added represents the additional wealth which the Company has been able to create by its employees' efforts. This statement shows the allocation of that wealth between employees, shareholders, government, providers of finance and that retained for the future creation of more wealth.