



UNITED CAPITAL PLC

**UNAUDITED CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 30 SEPTEMBER 2021**

CORPORATE INFORMATION**DIRECTORS:**

Chika Mordi	Chairman
Peter Ashade	Group Chief Executive Officer
Sunny Anene	Group Executive Director
Adim Jibunoh	Non Executive Director
Emmanuel N. Nnorom	Non Executive Director
Sonny Iroche	Independent Non Executive Director
Sir Stephen Nwadiuko	Independent Non Executive Director
Dipo Fatokun	Independent Non Executive Director - Appointed 14 February 2020
Hajiya Sutura Aisha Bello	Independent Non-Executive Director - Appointed 14 December 2020

EXECUTIVE MANAGEMENT:

Bawo Oritshajafor	Managing Director, United Capital Securities Limited
Odiri Oginni	Managing Director, United Capital Asset Management Limited
Buky Ikeotuonye	Managing Director, United Capital Trustees Limited - Appointed 1 April 2021
Shedrack Onakpoma	Group Chief Finance Officer
Leo Okafor	Group Company Secretary/General Counsel

RC No. RC444999

FRC No. FRC/2013/0000000001976

REGISTERED OFFICE: 3rd & 4th Floor
Afriland Towers,
97/105 Broad Street,
Lagos Island,
Lagos, Nigeria

BANKERS United Bank for Africa Plc
57, Marina,
Lagos Island,
Lagos.

AUDITORS: PwC Nigeria
5B Water Coporation Road
Landmark Towers, Victoria Island
Lagos, Nigeria

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The Directors of **United Capital Plc** are responsible for the preparation of the consolidated and separate financial statements that give a true and fair view of the financial position of the Group and Company as at 30 September 2021, and the results of its operations, cash flows and changes in equity for the period ended, in compliance with International Financial Reporting Standards ("IFRS") and in the manner required by the Companies and Allied Matters Act of Nigeria, the Financial Reporting Council of Nigeria Act and the Investments and Securities Act.

In preparing the consolidated and separate financial statements, the Directors are responsible for:

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

The Directors are responsible for:

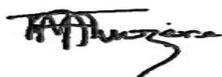
- designing, implementing and maintaining an effective and sound system of internal controls throughout the Group and Company;
- maintaining adequate accounting records that are sufficient to show and explain the Group's and company's transactions and disclose with reasonable accuracy at any time the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

Going Concern:

The Directors have made an assessment of the Group's and Company's ability to continue as a going concern and have no reason to believe the Group and Company will not remain a going concern for at least twelve months from the date of this financial statements.

The consolidated and separate financial statements of the Group and Company for the period ended 30 September 2021 were approved by directors on 14 October 2021.

On behalf of the Directors of the Group



Chika Mordi

Chairman

FRC/2014/IODN/00000006667



Peter Ashade

Group Chief Executive Officer

FRC/2013/NBA/00000002719

OPERATIONAL RISK MANAGEMENT**1 Operational Risk Management**

Operational risk is the risk of loss resulting from inadequate or failed processes or systems, human factors or external events.

Operational risk is inherent in each of the Group's businesses and support activities. Operational risk can manifest itself in various ways, including errors, fraudulent acts, business interruptions, inappropriate behaviour of employees, or vendors that do not perform in accordance with their arrangements. These events could result in financial losses, including litigation and regulatory fines, as well as other damage to the Group, including

To monitor and control operational risk, the Group maintains an overall framework that includes strong oversight and governance, comprehensive policies and processes, consistent practices across the lines of business, and enterprise risk management tools intended to provide a sound and well controlled operational environment. The framework includes:

- Ownership of the risk by the businesses and functional areas
- Monitoring and validation by internal control officers
- Oversight by independent risk management
- Independent review by Internal Audit

The goal is to keep operational risk at appropriate levels, in light of the Group's financial strength, the characteristics of its businesses, the markets in which it operates, and the competitive and regulatory environment to which it is subject.

In order to strengthen focus on the Group's control environment and drive consistent practices across businesses and functional areas, the group established a Group shared service operational platform in the financial period. Critical to the effectiveness, efficiency and stability of this operating environment is the deployment and implementation of suitable technology leveraging an Enterprise Resource Platform. In addition, the Group has invested in the development of business continuity plans, systems and capabilities to ensure resilience and stability of our business operations in the face of unforeseen disruptions.

The Group's approach to operational risk management is intended to identify potential issues and mitigate losses by supplementing traditional control-based approaches to operational risk with risk measures, tools and disciplines that are risk-specific, consistently applied and utilized group-wide. Key themes are transparency of information, escalation of key issues and accountability for issue resolution. The Group has a process for monitoring operational risk event data, which permits analysis of errors and losses as well as trends. Such analysis, performed both at a line of business level and by risk-event type, enables identification of the causes associated with risk events faced by the businesses.

Internal Audit utilizes a risk-based program of audit coverage to provide an independent assessment of the design and effectiveness of key controls over the Group's operations, regulatory compliance and reporting. This includes reviewing the operational risk framework, the effectiveness of the internal control environment, and the loss data-collection and reporting activities.

Business and Strategic risks are governed by the group executive committee - which is ultimately responsible for managing the costs and revenues of the Group, and the board.

2 Financial crime control

Financial crime includes fraud, money laundering, violent crime and misconduct by staff, customers, suppliers, business partners, stakeholders and third parties. The Group will not condone any instance of financial crime and where these instances arise, the Group takes timely and appropriate remedial action.

Financial crime control is defined as the prevention and detection of, and response to, financial crime to mitigate economic loss, reputational risk and regulatory sanction. This function is anchored by the Group's compliance, operations, internal control and internal audit functions.

3 Reputational Risk

Reputational risk results from damage to the Group's image which may impair its ability to retain and generate business. Such damage may result in a breakdown of trust, confidence or business relationships.

Safeguarding the Group's reputation is of utmost importance. Each business line, legal entity or support function executive is responsible for identifying, assessing and determining all reputational risks that may arise within their respective areas of business. The impact of such risks is considered alongside financial or other impacts.

Matters identified as a reputational risk to the Group are reported to the group chief executive officer and head, audit and business assurance; if required, the matter will be escalated to group executive committee.

Should a risk event occur, the Group's crisis management processes are designed to minimize the reputational impact of the event. This includes ensuring that the Group's perspective is fairly represented.

4 Capital Management

The Group's capital management approach is driven by its strategic and organizational requirements, taking into account the regulatory and commercial environment in which it operates. It is the Group's policy to maintain a strong capital base to support the development of its business and to meet regulatory capital requirements at all times. Capital management practices are designed to ensure that the group and its legal entities are capitalized in line with the risk profile, economic capital needs and target ratios approved by the board. Capital is managed under a seven-year sustainability framework which ensures the adequacy of regulatory capital despite seven consecutive years of allocated economic capital depletion.

Through its corporate governance processes, the Group maintains discipline over its investment decisions and where it allocates its capital, seeking to ensure that returns on investment are appropriate after taking account of capital costs.

The Group's strategy is to allocate capital to businesses based on their economic profit generation and, within this process, regulatory and economic capital requirements and the cost of capital are key factors.

The Group's capital is divided into two tiers:

- Tier 1 capital: core equity tier one capital including ordinary shares, statutory reserve, share premium and general reserve.
- Tier 2 capital: qualifying subordinated loan capital, preference shares, collective impairment allowances, and unrealized gains arising on the fair valuation of equity instruments through OCI.

	2021	2020
	N'000	N'000
Tier 1 capital		
Share capital	3,000,000	3,000,000
Share premium	683,611	683,611
Retained earnings	23,367,046	21,601,800
Total qualifying for Tier 1 capital	27,050,658	25,285,411
Tier 2 capital		
Fair value reserve	(161,627)	(858,932)
Other borrowings	73,593,064	72,661,645
Total qualifying for Tier 2 capital	73,431,437	71,802,713
Total regulatory capital	100,482,095	97,088,124

LEGAL AND REGULATORY RISK**(a) Regulatory Provision**

Regulatory risk is the risk arising from a change in regulation in any legal, taxation and accounting pronouncement or specific industry regulations that pertain to the business of the Company and the Group. The Securities Business is subject to the extensive regulation which includes the SEC 2007 Rules and other Guidelines issued by the regulator. Violation of applicable laws or regulations could result in fines, temporary permanent prohibition of the engagement in certain activities, reputational harm and related client termination, suspension of personal or revocation of their licenses, or other sanctions, which could have material adverse effect of the Company's reputation, business, result of operations or financial condition and cause a decline in earnings. In order to actively manage these risks, the Company via its internal control and compliance unit engages in periodic assessments and review ensuring adherence to regulatory provisions at all times.

Regulatory Capital Risk

Regulatory capital risk is the risk that the entities within the United Capital Group will not have sufficient capital to meet either minimum regulatory or internal amount. The Securities and Exchange Commission sets and monitors capital requirement for all Investment, Registrar, Trust and Security Management Companies in Nigeria. The Securities and Exchange Commission prescribes the minimum capital requirement for asset management companies operating within Nigeria at N152m. Trustees business has a minimum capital of N300m Securities Business has a minimum capital base of N300m and Investment banking business has N200m as the minimum capital. As at the reporting date, the minimum capital requirement as set by the regulators have been met and the shareholders' funds are far in excess of the minimum capital requirement.

(b) Legal Risk Assessment

Legal risk is defined as the risk of loss due to defensive contractual arrangement, legal liability (both criminal and Civil) incurred during operations by the inability of the organization to enforce its rights, or by failure to address identified concerns to the appropriate authorities where changes in the law are proposed. The Company manages this risk by monitoring new legislation, creation of awareness of legislation amongst employee, identification of significant legal risks as well as assessing the potential impact of theses. Legal risk management in the Company is also being enhanced by appropriate product risk review and management of contractual obligations via well documented Service Level Agreement and other contractual documents. The Company's legal matters are handled by the Company's secretary and legal department.

**Consolidated Statement of Profit or Loss and Other Comprehensive Income
For the period ended 30 September 2021**

	Notes	Group				Company			
		30 September 2021 =N=' 000	30 September 2020 =N=' 000	Q3 2021 =N=' 000	Q3 2020 =N=' 000	30 September 2021 =N=' 000	30 September 2020 =N=' 000	Q3 2021 =N=' 000	Q3 2020 =N=' 000
Gross Earnings		11,329,284	7,069,171	4,475,555	2,622,495	2,250,402	1,559,469	760,938	467,656
Investment income	4	6,291,105	4,386,011	2,636,473	1,498,202	1,369,222	918,853	445,559	260,127
Fee and commission income	5	4,770,627	2,249,059	1,651,953	880,892	862,442	622,788	283,663	206,295
Net trading income	6	15,553	125,281	(22,636)	29,111	12,639	-	11,792	-
Net operating income		11,077,286	6,760,351	4,265,790	2,408,204	2,244,303	1,541,641	741,013	466,422
Other income	7	247,597	308,820	189,852	205,554	1,697	17,828	11	(7,503)
Dividend income from subsidiaries		-	-	-	-	(0)	-	-	-
Net loss on financial assets at fair value through profit or loss	8	4,402	-	19,914	8,737	4,402	-	19,914	8,737
Total Revenue		11,329,284	7,069,171	4,475,555	2,622,495	2,250,402	1,559,469	760,938	467,656
Personnel expenses	9	(1,306,994)	(1,186,744)	(597,415)	(515,529)	(463,530)	(348,462)	(327,318)	(169,857)
Other operating expenses	10	(2,136,359)	(1,325,890)	(761,626)	(404,694)	(408,003)	(265,182)	(148,021)	(60,341)
Depreciation of properties and equipment	11	(164,211)	(113,839)	(78,571)	(9,354)	(133,201)	(89,337)	(68,852)	5,623
Amortisation of intangible & right of use assets	11	(66,009)	(45,708)	(4,354)	(38,181)	(64,494)	(44,194)	(3,849)	(39,171)
Impairment writeback /(charge) for credit losses	12	(563,613)	(273,678)	318,301	201,059	(67,710)	(311,385)	277,290	(159,804)
Total Expenses		(4,237,187)	(2,945,859)	(1,123,666)	(766,699)	(1,136,939)	(1,058,560)	(270,750)	(423,550)
Profit before income tax		7,092,097	4,123,312	3,351,890	1,855,796	1,113,463	500,910	490,188	44,106
Income tax expense	13	(1,126,851)	(659,730)	(528,401)	(305,511)	(178,154)	(80,145)	(78,430)	(7,056)
Profit for the period		5,965,246	3,463,582	2,823,489	1,550,285	935,309	420,764	411,758	37,050
Other comprehensive income, net of income tax									
Items that will not be reclassified subsequently to profit or loss									
Fair value gain on investments in equity instruments measured at FVTOCI	32.1	234,088	(2,320,471)	(9,447)	(2,088,516)	-	-	-	19,729
Related tax		(2,341)	23,205	94	20,885	-	-	-	(197)
Fair value gain on investments in equity instruments measured at FVTOCI (net of tax)		231,748	(2,297,266)	(9,352)	(2,067,631)	-	-	-	19,532
Items that may be reclassified subsequently to profit or loss									
Fair value (loss)/gain on investments in debt instruments measured at FVTOCI	32.2	470,260	2,349,930	525,964	2,497,388	(1,258)	-	-	13,367
Related tax		(4,703)	(23,499)	(5,260)	(24,974)	13	-	-	(134)
Fair value (loss)/gain on investments in debt instruments measured at FVTOCI (net of tax)		465,558	2,326,431	520,705	2,472,414	(1,246)	-	-	13,233
Other comprehensive income for the period, net of taxes		697,305	29,165	511,352	404,783	(1,246)	-	-	32,765
Total comprehensive income for the period		6,662,552	3,492,747	3,334,841	1,955,067	934,063	420,764	411,758	69,815
Profit for the period attributable to:									
Equity holders of the Company		5,965,246	3,463,582	2,823,489	1,550,285	935,309	420,764	411,758	37,050
Total comprehensive income attributable to:									
Equity holders of the Company		6,662,552	3,492,747	3,334,841	1,955,067	934,063	420,764	411,758	69,815
Earnings per share-basic (kobo)- Annualized	14	133	77	63	34	21	9	27	2

The accompanying notes form an integral part of this financial statements.

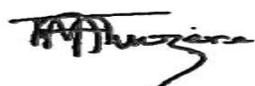
Unaudited Consolidated and Separate Financial Statements
Period Ended 30 September 2021

**Consolidated & Separate Statement of Financial Position
As at 30 September 2021**

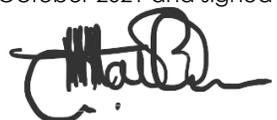
	Notes	Group		Company	
		30 September	31 December	30 September	31 December
		2021	2020	2021	2020
		=N=' 000	=N=' 000	=N=' 000	=N=' 000
ASSETS					
Cash and cash equivalents	15	86,147,150	43,420,443	13,228,989	12,196,469
Investment in financial assets	16	275,958,939	145,148,841	39,706,252	40,456,026
Trade and other receivables	17	32,991,081	28,472,742	29,533,226	27,476,909
Dividend receivable from subsidiaries	18	-	-	-	3,670,000
Right of use assets	19	230,684	283,694	230,684	283,694
Intangible assets	20	65,916	42,015	64,448	39,032
Investments in subsidiaries	21	-	-	901,000	901,000
Investments in Associates	22	4,500,000	4,500,000	4,500,000	4,500,000
Property, plant and equipment	23	538,212	565,824	440,499	487,457
Deferred tax assets	24	314,736	314,736	-	-
TOTAL ASSETS		400,746,718	222,748,295	88,605,098	90,010,587
LIABILITIES					
Managed funds	25	289,779,065	116,019,077	-	-
Other borrowed funds	26	73,593,064	72,661,645	72,064,461	72,432,512
Other liabilities	27	7,721,909	7,683,308	4,399,792	2,261,913
Current tax liabilities	28	2,636,676	1,830,812	1,103,398	1,012,778
Deferred tax liabilities	24	126,974	126,974	113,701	113,701
TOTAL LIABILITIES		373,857,688	198,321,816	77,681,352	75,820,904
SHAREHOLDERS FUND					
Share capital	29	3,000,000	3,000,000	3,000,000	3,000,000
Share Premium	30	683,611	683,611	683,611	683,611
Retained earnings	31	23,367,046	21,601,800	7,170,204	10,434,895
Fair value reserves	32	(161,627)	(858,932)	69,931	71,177
TOTAL SHAREHOLDERS FUND		26,889,030	24,426,479	10,923,746	14,189,683
TOTAL LIABILITIES AND SHAREHOLDERS FUND		400,746,718	222,748,295	88,605,098	90,010,587

The accompanying notes form an integral part of this financial statements.

The financial statements were approved by the Board of Directors on 14th October 2021 and signed on its behalf by:



CHIKA MORDI
(Chairman)
FRC/2014/IODN/0000006667



PETER ASHADE
(Group Chief Executive Officer)
FRC/2013/ICAN/0000002719



SHEDRACK ONAKPOMA
(Group Chief Finance Officer)
FRC/2013/ICAN/0000001643

**Consolidated Statement of Changes in Equity
As at 30 September 2021**

Unaudited Consolidated and Separate Financial Statements
Period Ended 30 September 2021

**2021
Group**

	Share capital =N=' 000	Retained earnings =N=' 000	Share premium =N=' 000	Fair value reserves =N=' 000	Shareholders' funds =N=' 000
At 1 January 2021	3,000,000	21,601,800	683,611	(858,931)	24,426,479
Transfer from profit or loss account	-	5,965,246	-	-	5,965,246
Net Change in fair value on equity instruments FVTOCI	-	-	-	231,748	231,748
Net Change in fair value on debt instruments FVTOCI	-	-	-	465,557	465,557
Total comprehensive income	-	5,965,246	-	697,304	6,662,551
Transactions with owners in their capacity as owners					
Dividend paid	-	(4,200,000)	-	-	(4,200,000)
As at 30 September 2021	3,000,000	23,367,047	683,611	(161,627)	26,889,030

Company

At 1 January 2021	3,000,000	10,434,895	683,611	71,177	14,189,683
Transfer from profit or loss account	-	935,309	-	-	935,309
Net Change in fair value on debt instruments FVTOCI	-	-	-	(1,246)	(1,246)
Total comprehensive income	-	935,309	-	(1,246)	934,063
Transactions with owners in their capacity as owners					
Dividend paid	-	(4,200,000)	-	-	(4,200,000)
As at 30 September 2021	3,000,000	7,170,205	683,611	69,931	10,923,746

**2020
Group**

	Share capital =N=' 000	Retained earnings =N=' 000	Share premium =N=' 000	Fair value reserves =N=' 000	Shareholders' funds =N=' 000
At 1 January 2020	3,000,000	16,790,622	683,611	(888,097)	19,586,136
Transfer from profit or loss account	-	7,811,178	-	-	7,811,178
Net Change in fair value on equity instruments FVTOCI	-	-	-	(2,297,266)	(2,297,266)
Net Change in fair value on debt instruments FVTOCI	-	-	-	2,326,431	2,326,431
Total comprehensive income	-	7,811,178	-	29,166	7,840,343
Transactions with owners in their capacity as owners					
Dividend paid	-	(3,000,000)	-	-	(3,000,000)
At 31 December 2020	3,000,000	21,601,800	683,611	(858,931)	24,426,479

Company

At 1 January 2020	3,000,000	7,847,830	683,611	71,177	11,602,618
Transfer from profit or loss account	-	5,587,065	-	-	5,587,065
Net Change in fair value on equity instruments FVTOCI	-	-	-	-	-
Net Change in fair value on debt instruments FVTOCI	-	-	-	-	-
Total comprehensive income	-	5,587,065	-	-	5,587,065
Transactions with owners in their capacity as owners					
Dividend paid	-	(3,000,000)	-	-	(3,000,000)
At 31 December 2020	3,000,000	10,434,895	683,611	71,177	14,189,683

The accompanying notes form an integral part of this financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS
As at 30 September 2021

	Group		Company	
	30 September 2021 N' 000	31 December 2020 N' 000	30 September 2021 N' 000	31 December 2020 N' 000
Profit before tax	7,092,097	7,947,670	1,113,463	5,827,070
Adjustments for;				
Amortisation of Intangibles	11 12,999	13,936	11,484	11,916
Depreciation of property and equipment	11 164,211	202,220	133,201	120,949
Depreciation of right of use	11 53,011	70,369	53,011	70,369
Foreign exchange revaluation	7 -	(5,887)	-	(5,887)
Gain on disposal of property and equipment	(7,235)	(5,842)	(7,235)	(5,842)
Net interest income	4 (4,296,063)	(8,261,668)	(600,558)	(2,536,114)
Dividend income	4 & 18 (930,515)	(470,623)	(55,089)	(3,640,955)
Fair value changes for FVTPL	16 (61,311)	(10,367)	4,402	(10,367)
Impairment charge (write/back) on other financial assets	16 & 17 563,613	722,257	67,710	444,568
	2,590,807	202,065	720,387	275,708
Changes in working capital				
Trade receivables	(4,543,589)	(3,334,023)	(2,081,467)	(3,168,309)
Managed funds	173,759,988	43,639,780	-	-
Other liabilities	38,601	2,282,674	2,137,878	48,781
	171,845,807	42,790,497	776,798	(2,843,820)
Cash generated from operations				
Interest received	15,939,405	23,735,610	3,356,175	10,200,211
Interest paid	(11,643,342)	(13,385,800)	(2,566,916)	(4,000,644)
Income tax paid	(320,987)	(455,127)	(87,534)	(186,081)
	175,820,883	52,685,180	1,478,524	3,169,665
Net cash generated by/(used in) operating activities				
Cash flows from investing activities				
Purchase of investment securities	(138,328,956)	(74,354,308)	(3,231,915)	(17,705,676)
Disposal of investment securities	5,058,556	-	867,639	-
Investment in associate	-	(4,500,000)	-	(4,500,000)
Dividend income on equity investment at FVTOCI	130,427	-	55,089	-
Disposal of Financial instrument at FVTOCI	-	24,672,380	117,864	12,756,653
Purchase of property and equipment	23 (95,954)	(411,120)	(70,113)	(385,732)
Purchase of right of use assets	19 -	(353,751)	-	(353,751)
Purchase of intangible assets	20 (36,900)	(12,180)	(36,900)	(12,180)
Proceeds from the sale of property and equipment	(11,235)	79,516	(11,235)	52,551
Dividends received	4 & 18 930,515	470,623	3,725,089	2,490,955
	(132,353,549)	(54,408,840)	1,415,518	(7,657,180)
Net cash used in investing activities				
Cash flows from financing activities				
Dividend paid to owners of equity capital	(4,200,000)	(3,000,000)	(4,200,000)	(3,000,000)
Proceeds from borrowings	4,214,055	32,214,440	4,214,055	32,214,440
Repayment of borrowings	(2,107,028)	(14,955,113)	(2,107,028)	(14,955,113)
	(2,092,972)	14,259,327	(2,092,972)	14,259,327
Net cash (used in)/generated by financing activities				
Net increase/(decrease) in cash and cash equivalents	41,374,362	12,535,667	801,069	9,771,812
Effect of foreign exchange changes on cash	1,352,345	752,677	231,451	23,375
Cash and cash equivalents at beginning of year	43,420,443	30,132,099	12,196,469	2,401,282
	86,147,150	43,420,443	13,228,989	12,196,469

The accompanying notes form an integral part of this financial statements.

1 Company information

These financial statements are the consolidated financial statements of United Capital Plc, a Company incorporated in Nigeria and its subsidiaries (hereafter referred to as 'the Group').

United Capital Plc (previously called UBA Capital Plc) was incorporated in Nigeria, as a Public liability company, on 3 August, 2012, to act as the ultimate holding company for the United Capital Group. The Company was listed on the Nigerian Stock exchange on 17 January, 2013. The Company changed its name to United Capital Plc following the approval of the resolution by shareholders on the 16th December, 2014.

The principal activities of the Group are mainly the provision of investment banking services, portfolio management services, securities trading and trusteeship.

2 Summary of significant accounting policies

The principal accounting policies adopted by the Group in the preparation of these consolidated and separate financial statements are set out below. These policies have been consistently applied to all the periods presented, unless otherwise stated.

2.1 Going concern

These financial statements have been prepared on the going concern basis. The Group has no intention or need to reduce substantially its business operations. The management believes that the going concern assumption is appropriate for the Group due to sufficient capital adequacy ratio and projected liquidity, based on historical experience that short term obligations will be refinanced in the normal course of business. Liquidity ratio and continuous evaluation of current ratio of the Group is carried out by the Group to ensure that there are no going concern threats to the operation of the Group.

2.2 Basis of preparation and measurement

The Group's consolidated and separate financial statements for the period ended 31 March 2021 have been prepared in accordance with International Financial Reporting Standards (IFRS) and interpretations as issued by the IASB. Additional information required by national regulations is included where appropriate.

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires the Directors to exercise its judgement in the process of applying the Group's accounting policies. Changes in assumptions may have a significant impact on the financial statements in the year the assumptions changed. The Directors believe that the underlying assumptions are appropriate and that the Group's financial statements therefore present the financial position and results fairly. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in the notes to the financial statements.

2.2.1 Statement of Compliance

The consolidated and separate financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board (IASB) and adopted by the Financial Reporting Council of Nigeria.

Annual Reports and Consolidated and Separate Financial Statements
 The consolidated and separate financial statements comply with the requirements of the International Financial Reporting Standard, Companies and Allied Matters Act, Investment and Securities Act, the Financial Reporting Council Act, to the extent that they are not in conflict with the International Financial Reporting Standards (IFRS).

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

For the period ended 30 September 2021

2.2.2 Use of estimates and judgement

The preparation of the consolidated and separate financial statements in conformity with IFRS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amount of assets, liabilities, income and expenses. Actual results may differ from these estimates. In preparing these consolidated and separate annual financial statements, management has made judgements, estimates and assumptions that affect the application of the Group's accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

2.2.3 Judgements

Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognised in the consolidated financial statements is included in the note below;

Classification of financial assets:

Assessment of the business model within which the assets are held and assessment of whether the contractual terms of the financial asset are solely payments of principal and interest on the principal amount outstanding.

2.2.4 Assumptions and estimation uncertainties

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the period ended 31 March 2021 is included in the following notes.

Impairment of financial instruments: assessment of whether credit risk on the financial asset has increased significantly since initial recognition and incorporation of forward-looking information in the measurement of ECL.

Determination of the fair value of financial instruments with significant unobservable inputs. (note 3.7)

Recognition of deferred tax assets: - availability of future taxable profit against which carry-forward tax losses can be used (see note 24) as well as the likelihood and uncertainties of the extension of the tax exempt status of income on Government securities which we have assumed to be highly likely.

The Group applies accrual accounting for recognition of its income and expenses.

The consolidated and separate financial statements have been prepared on the basis that the Group and Company will continue to operate as a going concern.

2.3 Changes in accounting policies

Year Ended 31 December 2020

Except as described below, the Group has consistently applied the accounting policies as set out in note 2.3.1 to all periods presented in these annual financial statements.

NOTES TO THE CONSOLIDATED & SEPARATE FINANCIAL STATEMENTS
For the period ended 30 September 2021

2.3.1 New and revised IFRSs/IFRICs affecting amounts reported and/or disclosures in these financial statements

In the current period, the Group has applied a number of amendments to IFRSs issued by the International Accounting Standards Board (IASB) that are mandatorily effective for an accounting period that begins on or after 1 January 2020.

New or amended standards	Summary of the requirements	Impact on financial statements
<p>Definition of Material: Amendments to IAS 1 and IAS 8</p>	<p>The IASB has made amendments to IAS 1 Presentation of Financial Statements and IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors which use a consistent definition of materiality throughout International Financial Reporting Standards and the Conceptual Framework for Financial Reporting, clarify when information is material and incorporate some of the guidance in IAS 1 about immaterial information. In particular, the amendments clarify:</p> <ul style="list-style-type: none"> - that the reference to obscuring information addresses situations in which the effect is similar to omitting or misstating that information, and that an entity assesses materiality in the context of the financial statements as a whole, and - the meaning of 'primary users of general purpose financial statements' to whom those financial statements are directed, by defining them as 'existing and potential investors, lenders and other creditors' that must rely on general purpose financial statements for much of the financial information they need. <p>These amendments are effective for reporting periods beginning on or after 1 January 2020.</p>	<p>The amendments to the definition of 'material' had no significant impact on the Group's financial statements.</p> <p>The amendment had no significant impact on the financial statements of the Group..</p>
<p>Definition of a Business: Amendments to IFRS 3</p>	<p>The amended definition of a business requires an acquisition to include an input and a substantive process that together significantly contribute to the ability to create outputs. The definition of the term 'outputs' is amended to focus on goods and services provided to customers, generating investment income and other income, and it excludes returns in the form of lower costs and other economic benefits.</p> <p>The amendments will likely result in more acquisitions being accounted for as asset acquisitions.</p> <p>These amendments are effective for reporting periods beginning on or after 1 January 2020.</p>	<p>Since the amendments apply prospectively to transactions or other events that occur on or after the date of first application, the Group will not be affected by these amendments on the date of transition.</p>
<p>Amendments to IAS 39, IFRS 9 and IFRS 7 (Interest Rate Benchmark Reform):</p>	<p>This amendment seek to address uncertainties related to the market-wide reform of interbank offered rates (IBOR reform). The amendments provide targeted relief for financial instruments qualifying for hedge accounting under IAS 39 or IFRS 9. They are effective for annual periods beginning on or after 1 January 2020 .</p>	<p>The amendment had no significant impact on the Group's financial statements.</p>

All other amendment had no significant impact on the Group.

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
For the period ended 30 September 2021

2.3.2 Standards issued but not yet effective

The following standards and interpretations had been issued but were not mandatory for the reporting period ended 31 March 2021.

The Group has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

New or amended standards	Summary of the requirements	Possible impact on financial
IFRS 17 Insurance Contracts	<p>IFRS 17 was issued in May 2017 as replacement to IFRS 4 Insurance Contracts. It requires a current measurement model where estimates are re-measured in each reporting period. Contracts are measured using the building blocks of:</p> <ul style="list-style-type: none"> - 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. <p>The standard allows a choice between recognising changes in discount rates either in the statement of profit or loss or directly in other comprehensive income. The choice is likely to reflect how insurers account for their financial assets under IFRS 9.</p> <p>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.</p> <p>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 CSM. The results of insurers using this model are therefore likely to be less volatile than under the general model.</p> <p>The new rules will affect the financial statements and key performance indicators of all entities that issue insurance contracts or investment contracts with discretionary</p>	<p>This standard does not impact the Group as it is not into an insurance business. However, the Company recently participated in the set up of a startup insurance company where it owns a 25% equity stake. The investment would be treated as investment in associates and will not be consolidated.</p>
Classification of Liabilities as Current or Noncurrent (Amendments to IAS 1)	<p>This amendment seeks to clarify the requirements for classifying liabilities as current or non-current. Including the conditions which exist at the end of the reporting period are those which will be used to determine if a right to defer settlement of a liability exists, Management expectations about events after the balance sheet date, and the situations that are considered settlement of a liability. The amendments will be applied retrospectively.</p> <p>This standard becomes effective 1st January 2023 and early adoption is permitted.</p>	<p>This standard is not expected to have significant impact on the financial statements. The Group has opted not to early adopt.</p>

Property, Plant and Equipment — Proceeds before Intended Use (Amendments to IAS 16)	<p>The amendment seeks to prohibit deducting from the cost of an item of property, plant and equipment any proceeds from selling items produced while bringing that asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Instead, an entity recognises the proceeds from selling such items, and the cost of producing those items, in profit or loss.</p> <p>The amendments are effective for annual periods beginning on or after 1 January 2022. Early application is</p>	This standard is not expected to have significant impact on the financial statements.
---	---	---

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
For the period ended 30 September 2021

New or amended standards	Summary of the requirements	Possible impact on financial
Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (Amendments to IFRS 10 and IAS 28)	<p>This amendment seek to address inconsistency between the requirements in IFRS 10 Consolidated Financial Statements and IAS 28 Investments in Associates and Joint Ventures. The amendments require the full gain to be recognised when the assets transferred meet the definition of a 'business' under IFRS 3 Business Combinations. The amendments will be applied retrospectively. The amendment is not expected to have a significant impact on the annual financial statements.</p> <p>This s effective date of this standard is deferred indefinitely and early adoption is permitted.</p>	This standard is not expected to have significant impact on the financial statements. The Group has opted not to early adopt.
The changes in Onerous Contracts — Cost of Fulfilling a Contract (Amendments to IAS 37)	<p>The amendment specify that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labour, materials) or an allocation of other costs that relate directly to fulfilling contracts (an example would be the allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract).</p> <p>The amendments are effective for annual periods beginning on or after 1 January 2022. Early application is permitted.</p>	This standard is not expected to have significant impact on the financial statements.

All other amendment had no significant impact on the Group.

Annual Reports and Consolidated and Separate Financial Statements

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
For the period ended 30 September 2021 Year Ended 31 December 2020

2.4 Consolidation

The financial statements of the subsidiaries used to prepare the consolidated financial statements were prepared as of the parent company's reporting date. The consolidation principles are unchanged as against the previous year.

2.4.1 Subsidiaries

The consolidated and separate financial statements incorporates the financial statements of the Company and all its subsidiaries where it is determined that there is a capacity to control. The Group controls an entity where the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Control is assessed on a continuous basis.

All the facts of a particular situation are considered when determining whether control exists. Control is usually present when an entity has:

- power over more than one-half of the voting rights of the other entity;
- power to govern the financial and operating policies of the other entity;
- power to appoint or remove the majority of the members of the board of directors or equivalent governing body; or
- power to cast the majority of votes at meetings of the board of directors or equivalent governing body of the entity.

a. Separate financial statements

Investments in subsidiaries are accounted for at cost less accumulated impairment losses (where applicable) in the separate financial statements. The carrying amounts of these investments are reviewed annually for impairment indicators and, where an indicator of impairment exists, are impaired to the higher of the investment's fair value less costs to sell and value in use.

b. Consolidated financial statements

Subsidiaries are consolidated from the date on which control is transferred to the Group and cease to be consolidated from the date that control ceases. Changes in the Group's interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions (transactions with owners). Any difference between the amount by which the non-controlling interest is adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to the Group.

Inter-company transactions, balances and unrealised gains on transactions between companies within the Group are eliminated on consolidation. Unrealised losses are also eliminated in the same manner as unrealised gains, but only to the extent that there is no evidence of impairment. Consistent accounting policies are used throughout the Group for the purposes of consolidation.

i. Acquisition

Annual Reports and Consolidated and Separate Financial Statements
Year Ended 31 December 2020

The acquisition method of accounting is used to account for the acquisition of subsidiaries by the Group. The consideration transferred is measured as the sum of the fair value of the assets given, equity instruments issued and liabilities incurred or assumed at the acquisition date. The consideration includes any asset, liability or equity resulting from a contingent consideration arrangement. The obligation to pay contingent consideration is classified as either a liability or equity based on the terms of the arrangement. The right to a return of previously transferred consideration is classified as an asset. Transaction costs are recognised within profit or loss as and when they are incurred. Where the initial accounting is incomplete by the end of the reporting year in which the business combination occurs (but no later than 12 months since the acquisition date), the Group reports provisional amounts.

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

For the period ended 31 March 2021

Where applicable, the Group adjusts retrospectively the provisional amounts to reflect new information obtained about facts and circumstances that existed at the acquisition date and affected the measurement of the provisional amounts. Identifiable assets acquired, liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date, irrespective of the extent of any NCI. The excess (shortage) of the sum of the consideration transferred (including contingent consideration), the value of NCI recognised and the acquisition date fair value of any previously held equity interest in the subsidiary over the fair value of identifiable net assets acquired is recorded as goodwill in the statement of financial position (gain on bargain purchase, which is recognised directly in profit or loss). When a business combination occurs in stages, the previously held equity interest is remeasured to fair value at the acquisition date and any resulting gain or loss is recognised in profit or loss.

Increases in the Group's interest in a subsidiary, when the Group already has control, are accounted for as transactions with equity holders of the Group. The difference between the purchase consideration and the Group's proportionate share of the subsidiary's additional net asset value acquired is accounted for directly in equity.

ii. **Loss of Control**

The Group could lose control of a subsidiary through the disposal of the subsidiary. When the Group loses control of a subsidiary, the profit or loss on disposal is calculated as the difference between the fair value of the consideration received (including the fair value of any retained interest in the underlying investee) and the carrying amount of the assets and liabilities and any non-controlling interest. Any gains or losses in OCI that relate to the subsidiary are reclassified to profit or loss at the time of the disposal.

iii. **Partial Disposal**

Where the Group partially disposes a subsidiary which gives rise to a reduction in the Group's ownership interest in an investee that is not a disposal (i.e. a reduction in the group's interest in a subsidiary whilst retaining control). Decreases in the Group's interest in a subsidiary, where the Group retains control, are accounted for as transactions with equity holders of the Group. Gains or losses on the partial disposal of the Group's interest in a subsidiary are computed as the difference between the sales consideration and the Group's proportionate share of the investee's net asset value disposed of, and are accounted for directly in equity.

iv **Initial measurement of Non-Controlling Interest (NCI)**

The Group elects on each acquisition to initially measure NCI on the acquisition date at either fair value or at the NCI's proportionate share of the investees' identifiable net assets.

2.4.2 **Associates**

Annual Reports and Consolidated and Separate Financial Statements
Year Ended 31 December 2020

An associate is an entity in which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control over these policies. Significant influence is generally demonstrated by the Group holding in excess of 20%, but less than 50%, of the voting rights.

The Group's share of results of the associate entity is included in the consolidated income statement. Investments in associates are carried in the statement of financial position at cost plus the Group's share of post-acquisition changes in the net assets of the associate. Investments in associates are reviewed for any indication of impairment at least at each reporting date. The carrying amount of the investment is tested for impairment, where there is an indication that the investment may be impaired.

When the Group's share of losses or other reductions in equity in an associate equals or exceeds the recorded interest, including any other unsecured receivables, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the entity.

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

For the period ended 31 March 2021

The Group's share of the results of associates is based on financial statements made up to a date not earlier than three months before the balance sheet date, adjusted to conform with the accounting policies of the Group. Unrealised gains and losses on transactions are eliminated to the extent of the Group's interest in the investee. Losses may provide evidence of impairment of the asset transferred in which case appropriate allowance is made for impairment.

In the separate financial statements of the Company, investments in associates are initially recognised at cost and subsequently adjusted for by the post-acquisition changes in the investor's share of net assets of the investees. The Group uses the equity method in accounting for investments in associates.

2.5 Common control transactions

A business combination involving entities or businesses under common control is excluded from the scope of IFRS 3: Business Combinations. The exemption is applicable where the combining entities or businesses are controlled by the same party both before and after the combination. Where such transactions occur, the Group, in accordance with IAS 8, uses its judgement in developing and applying an accounting policy that is relevant and reliable. In making this judgement, the Directors consider the requirements of IFRS dealing with similar and related issues and the definitions, recognition criteria and measurement concepts for assets, liabilities, income and expenses in the framework. The Directors also consider the most recent pronouncements of other standard setting bodies that use a similar conceptual framework to develop accounting standards, to the extent that these do not conflict with the IFRS Framework or any other IFRS or interpretation.

The Group incorporates the results of the acquired businesses only from the date on which the business combination occurs.

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
For the period ended 30 September 2021

Annual Reports and Consolidated and Separate Financial Statements
 Year Ended 31 December 2020

2.6 Foreign currency translation

(a) Functional and presentation currency

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency').

The consolidated financial statements are presented in Naira, which is the Group's presentation and functional currency.

(b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are remeasured.

Monetary items denominated in foreign currencies are retranslated at the rate prevailing on the statement of financial position date. Foreign exchange gains and losses resulting from the retranslation and settlement of these items are recognised in profit or loss within other income.

Non-monetary items measured at historical cost denominated in a foreign currency are translated with the exchange rate as at the date of initial recognition; non-monetary assets that are measured at fair value are translated using the exchange rate at the date that the fair value was determined. Translation differences on non-monetary financial instruments held at fair value through profit or loss are reported as part of the fair value gain or loss. Translation differences on non-monetary financial instruments measured at fair value through other comprehensive income are included in the fair value reserve in other comprehensive income. Non-monetary items that are measured under the historical cost basis are not retranslated.

2.7 Revenue recognition

(a) Investment income

Interest income for all interest-bearing financial instruments are recognised within 'investment income' in the income statement using the effective interest on the gross carrying amount of the financial assets. However, when a financial asset is classified as Stage 3 impaired, interest income is calculated on the impaired value (gross carrying value less specific impairment) based on the original effective interest rate.

The effective interest method is a method of calculating the amortised cost of a financial asset or liability (or group of assets and liabilities) and of allocating the interest income/expense over the relevant period. The effective interest rate is the rate that exactly discounts the expected future cash payments or receipts through the expected life of the financial instrument, or when appropriate, a shorter period, to the net carrying amount of the instrument. The application of the method has the effect of recognising income (and expense) receivable (or payable) on the instrument evenly in proportion to the amount outstanding over the period to maturity or repayment. In calculating effective interest, the Group estimates cash flows considering all contractual terms of the financial instrument but excluding future credit losses.

(b) Fees and commission income

Unless included in the effective interest calculation, fees and commissions are recognised on an accruals basis as the service is provided. Fees and commissions not integral to effective interest arising from negotiating, or participating in the negotiation of a transaction from a third party, such as the acquisition of loans, shares or other securities or the purchase or sale of businesses, are recognised on completion of the underlying transaction. Portfolio and other management advisory and service fees are recognised over time based on the applicable service contracts. The same principle is applied to the recognition of income from wealth management, financial planning and custody services that are continuously provided over an extended period of time.

The Group recognises fees and commission from management of mutual funds over time on a monthly basis as fees are accrued as a percentage of net asset value (NAV). Arranger and issuing house services fees are recognised over time as milestones of performance obligations are delivered to clients. Other fees and commission income are recognised at point in time when performance obligation on contracts are delivered to clients as brokerage fees and commission.

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

For the period ended 31 March 2021

(c) Dividend income

Dividends are recognised in the income statement as "Dividend income" under investment income when the entity's right to receive payment is established

2.8 Income taxation

(a) Current income tax

Income tax is calculated on the basis of the applicable tax laws in Nigeria and is recognised as an expense or credit for the period except to the extent that current tax related to items that are charged or credited in other comprehensive income or directly to equity. In these circumstances, current tax is charged or credited to other comprehensive income or to equity (for example, current tax on equity instruments for which the entity has elected to present gains and losses in other comprehensive income).

(b) Deferred income tax

Deferred income tax is provided in full, using the liability method, on all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, the deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss.

Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the date of the statement of financial position and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

The tax effects of carry-forwards of unused losses, unused tax credits and other deferred tax assets are recognised when it is probable that future taxable profit will be available against which these losses and other temporary differences can be utilised.

Deferred income tax is provided on temporary differences arising from investments in subsidiaries and associates, except where the timing of the reversal of the temporary difference is controlled by the Group and it is probable that the difference will not reverse in the foreseeable future.

Deferred and current tax assets and liabilities are only offset when they arise in the same tax reporting group and where there is both the legal right and the intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

2.9 Earnings per share

The Group presents basic earnings per share for its ordinary shares. Basic earnings per share are calculated by dividing the profit attributable to ordinary shareholders of the Group by the weighted average number of shares outstanding during the period.

2.10 Cash and cash equivalents

Cash and cash equivalents comprise balances with less than three months' maturity from the date of acquisition, including cash in hand, deposits held at call with banks and other short-term highly liquid investments with original maturities of three months or less from the date of acquisition that are subject to an insignificant risk of changes in their fair values and are readily convertible to known amount of cash. Cash and cash equivalents includes balances and placements with banks and other short term investments including bank overdrafts. Bank overdrafts are shown separately as current liabilities in the statement of financial position.

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
For the period ended 30 September 2021

2.11 Financial assets & liabilities

a) Classification and subsequent measurement

For the purpose of measuring a financial asset after initial recognition, the Group classifies financial assets into the following categories: at fair value through profit or loss; at fair value through other comprehensive income and at amortised cost. For debt financial assets, the classification is based on the results of the Group's business model test and the contractual cashflow characteristics of the financial assets. At initial recognition, all assets are measured at fair value plus transaction costs that are incremental and directly attributable to the acquisition of the financial assets in the case of financial asset not at fair value through profit and loss.

i. Financial assets at fair value through profit or loss

Debt instruments at fair value through profit or loss are financial assets held for trading and those designated by the Group as at fair value through profit or loss upon initial recognition. Financial assets classified as fair value through profit or loss are those that have been acquired principally for the purpose of selling in the short term or repurchasing in the near term, or held as part of a portfolio that is managed together for short-term profit.

Financial instruments included in this category are recognised initially at fair value; transaction costs are taken directly to profit or loss. Gains and losses arising from changes in fair value are included directly in profit or loss and are reported as 'Net gains/(losses) on financial assets classified as fair value through profit and loss'. Interest income and expense and dividend income on financial assets fair valued through profit and loss are included in 'Interest income, interest expense and dividend income', respectively and reported under investment income.

ii. Amortised Cost

Except for debt financial assets that are designated at initial recognition as at fair value through profit or loss, a debt financial asset is measured at amortised cost only if both of the following conditions are met:

- a. The financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows (the business model test) and
- b. 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 (the contractual cash flows characteristics test).

If a financial asset satisfies both of these conditions, it is required to be measured at amortised cost unless it is designated as at fair value through profit or loss (FVTPL) on initial recognition.

iii. Fair Value through other comprehensive income (FVTOCI)

Except for debt financial assets that are designated at initial recognition as at fair value through profit or loss, a financial asset is measured at fair value through other comprehensive income (FVTOCI) if both of the following conditions are met:

- a. The financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets (the business model test); and
- b. 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 (the contractual cash flows characteristics test).

This assessment includes determining the objective of holding the asset and whether the contractual cash flows are consistent with a basic lending arrangement. Where the contractual terms introduces exposure to risk or volatility that are not considered de minimis and are inconsistent with a basis lending arrangement, the financial asset is classified as fair value through profit or loss – default.

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS**For the period ended 31 March 2021**

All equity financial assets are measured at fair value through profit and loss, however, equity financial assets which are not held for trading may be irrevocably elected (on an asset-by-asset basis) to be measured at fair value through OCI.

b) Impairment of financial assets

The impairment model under IFRS 9 reflects expected credit losses, as opposed to incurred credit losses under IAS 39. Under the impairment approach in IFRS 9, it is no longer necessary for a credit event to have occurred before credit losses are recognised. Instead, the Group always accounts for expected credit losses and changes in those expected credit losses. The amount of expected credit losses should be updated at each reporting date to reflect changes in credit risk since initial recognition.

The Group recognizes loss allowances for Expected Credit Losses (ECL) on the following financial instruments that are not measured at FVTPL:

For financial assets that are debt instruments, trade receivables, Loan and advances to customers, Other receivables, and money market placements; The Group measures expected credit losses and recognizes interest income on risk assets based on the following stages:

Stage 1: Assets that are performing. If credit risk is low as of the reporting date or the credit risk has not increased significantly since initial recognition, the Group recognize a loss allowance at an amount equal to 12-month expected credit losses. This amount of credit losses is intended to represent lifetime expected credit losses that will result if a default occurs in the 12 months after the reporting date, weighted by the probability of that default occurring.

Stage 2: Assets that have significant increases in credit risk. In instances where credit risk has increased significantly since initial recognition, the Group measures a loss allowance at an amount equal to full lifetime expected credit losses. That is, the expected credit losses that result from all possible default events over the life of the financial instrument. For these debt instruments, interest income recognition will be based on the EIR multiplied by the gross carrying amount. Exposures which are overdue for more than 30days are considered to have significantly increased in credit risk.

Stage 3: A lifetime ECL is calculated for financial assets that are assessed to be credit impaired. For debt instruments that have observable evidence of impairment. Exposure which are overdue for more than 90 days are considered to be in default.

Default

The Group's definition of default has been aligned to its internal credit risk management definitions and approaches. A financial asset is considered to be in default when there is objective evidence of impairment. The following criteria are used in determining whether there is objective evidence of impairment for financial assets or groups of financial assets:

- significant financial difficulty of borrower and/or modification (i.e. known cash flow difficulties experienced by the borrower)
- a breach of contract, such as default or delinquency in interest and/or principal payments
- disappearance of active market due to financial difficulties
- it becomes probable that the borrower will enter bankruptcy or other financial reorganisation
- where the Group, for economic or legal reasons relating to the borrower's financial difficulty, grants the borrower a concession that the Group would not otherwise consider.

Exposures which are overdue for more than 90 days are also considered to be in default.

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
For the period ended 31 March 2021

The Group's process to assess changes in credit risk is multi-factor and has three main elements;

- I. Quantitative element - A quantitative comparison of PD at the reporting date and PD at initial recognition
- II. Qualitative elements
- III. Backstop indicators

For individually significant exposures such as corporate and commercial risk assets, the assessment is driven by the internal credit rating of the exposure and a combination of forward-looking information that is specific to the individual borrower and forward-looking information on the macro economy, commercial sector (to the extent such information has not been already reflected in the rating process).

For other exposures, significant increases in credit risk is made on a collective basis that incorporates all relevant credit information, including forward-looking macroeconomic information and factors which are expected to have significant impact on the portfolio or individual counterparty exposures. For this purpose, the Group categorises its exposures on the basis of shared credit risk characteristics.

Applicable forward looking macroeconomic information used in the impairment model includes;

- a. GDP information
- b. GDP growth rate
- c. Inflation rate
- d. exchange rates
- e. Oil price fluctuation

The impact of these economic variables on the PD, EAD and LGD has been determined by performing statistical regression analysis to understand the impact changes in these variables have had historically on default rates and on the components of LGD and EAD.

Based on advice from the Group research team and economic experts and consideration of a variety of external actual and forecast information, the Group formulates a 'base case' view of the future direction of relevant economic variables as well as a representative range of other possible forecast scenarios and scenario weightings. This process involves developing two or more additional economic scenarios and considering the relative probabilities of each outcome. External information includes economic data and forecasts published by governmental bodies and monetary authorities where the Group operates, supranational organisations such as the International Monetary Fund, and selected private-sector and academic forecasters. The base case represents a most-likely outcome while the other scenarios represent more optimistic and more pessimistic outcomes. Periodically, the Group carries out stress testing of more extreme shocks to calibrate its determination of these other representative scenarios. The scenario weightings are determined by a combination of statistical analysis and expert credit judgement, taking account of the range of possible outcomes each chosen scenario is representative of.

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
For the period ended 31 March 2021**Significant increase in credit risk**

The Group's decision on whether expected credit losses are based on 12-month expected credit losses or lifetime expected credit losses depends on whether there has been a significant increase in credit risk since initial recognition. An assessment of whether credit risk has increased significantly is made at each reporting date. When making the assessment, the Group uses the change in the risk of a default occurring over the expected life of the financial instrument instead of the change in the amount of expected credit losses. This forms the basis of stage 1, 2 and 3 classification and subsequent migration.

The assessment of SICR is performed using the Lifetime PD under each of the base, and the other scenarios, multiplied by the associated scenario weighting, along with qualitative and backstop indicators. This determines whether the whole financial instrument is in Stage 1, Stage 2, or Stage 3 and hence whether 12-month or lifetime ECL should be recorded.

Following this assessment, the Group measures ECL as either a probability weighted 12 month ECL (Stage 1), or a probability weighted lifetime ECL (Stages 2 and 3). These probability-weighted ECLs are determined by running each scenario through the relevant ECL model and multiplying it by the appropriate scenario weighting (as opposed to weighting the inputs).

The criteria for determining whether credit risk has increased significantly vary by portfolio and include quantitative and qualitative factors. Using its expert credit judgement and where possible relevant historical experience, the Group may determine that an exposure has undergone a significant increase in credit risk based on particular qualitative indicators that it considers are indicative of such and whose effect may not otherwise be fully reflected in its quantitative analysis on a timely basis.

As a backstop, the Group considers that a significant increase in credit risk occurs no later than when an asset is more than 30 days past due. There is a rebuttable presumption that the credit risk has increased significantly if contractual payments are more than 30 days past due; this presumption is applied unless the Company has reasonable and supportable information demonstrating that the credit risk has not increased significantly since initial recognition. The number of days past due is determined by counting the number of days since the date the full payment has not been received. Due dates are determined without considering any grace period that might be available to the borrower. The Group monitors the effectiveness of the criteria used to identify significant increases in credit risk by regular reviews

The Group has not used the low credit risk exemption for any financial instruments in the period ended 31 March 2021.

i) Assets carried at amortised cost

The amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not been incurred) discounted at the financial asset's original effective interest rate. The carrying amount of the asset is reduced through the use of an allowance account and the amount of the loss is recognised in income statement. If a financial instrument has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS**For the period ended 31 March 2021**

The calculation of the present value of the estimated future cash flows of a collateralised financial asset reflects the cash flows that may result from disposal less costs for obtaining and selling the collateral, whether or not disposal is probable.

For the purposes of a collective evaluation of impairment, financial assets are grouped on the basis of similar credit risk characteristics (i.e. on the basis of the Group's grading process that considers asset type, industry, geographical location, collateral type, past-due status and other relevant factors). Those characteristics are relevant to the estimation of future cash flows for groups of such assets by being indicative of the debtors' ability to pay all amounts due according to the contractual terms of the assets being evaluated.

Future cash flows in a group of financial assets that are collectively evaluated for impairment are estimated on the basis of the contractual cash flows of the assets in the group and historical loss experience for assets with credit risk characteristics similar to those in the group. Historical loss experience is adjusted on the basis of current observable data to reflect the effects of current conditions that did not affect the period on which the historical loss experience is based and to remove the effects of conditions in the historical period that do not currently exist.

Estimates of changes in future cash flows for groups of assets are reflected and directionally consistent with changes in related observable data from period to period (for example, changes in unemployment rates, property prices, payment status, or other factors indicative of changes in the probability of losses in the group and their magnitude). The methodology and assumptions used for estimating future cash flows are reviewed regularly by the Group to reduce any differences between loss estimates and actual loss experience.

When a loan is uncollectible, it is written off against the related allowance for loan impairment. Such loans are written off after all the necessary procedures have been completed and the amount of the loss has been determined. Impairment charges relating to loans and advances to banks, loans and advances to customers and investment securities are classified in 'Impairment writeback /(charge) for credit losses'.

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 (such as an improvement in the debtor's credit rating), the previously recognised impairment loss is reversed by adjusting the allowance account. The amount of the reversal is recognised in profit or loss.

The Group applies the simplified approach and recognises lifetime ECL for trade receivables using a provision matrix. The provision matrix is based on the historical observed default rates, adjusted for forward looking estimates. At each reporting date, the historical observed default rates are updated.

ii) Assets classified as fair value through other comprehensive income

The Group can choose to make an irrevocable election at initial recognition for investments in equity instruments that do not meet the definition of held for trading, which would otherwise be measured at fair value through profit or loss, to present changes in fair value in other comprehensive income.

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS**For the period ended 31 March 2021**

Reclassification of amounts recognised in other comprehensive income and accumulated in equity to profit or loss is not done. This applies throughout the life of the instrument and also at derecognition; such investments will not be subject to the impairment requirements.

Dividends on investments in equity instruments with gains and losses irrevocably presented in other comprehensive income are recognised in profit or loss if the dividend is not a return on investment (like dividends on any other holdings of equity instrument) when:

- a. the Group's right to receive payment of the dividend is established;
- b. it is probable that the economic benefits associated with the dividend will flow to the Group; and
- c. the amount of the dividend can be measured reliably.

For debt instruments measured at FVTOCI, changes in fair value is recognised in other comprehensive income, except for: interest calculated using the effective interest rate method, foreign exchange gains or losses and; impairment gains or losses until the financial asset is derecognised or reclassified.

When the financial asset is derecognised, the cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to profit or loss as a reclassification adjustment. Also, when a debt instrument asset is measured at fair value through other comprehensive income, the amounts that are recognised in profit or loss are the same as the amounts that would have been recognised in profit or loss if the financial asset had been measured at amortised cost.

c) Reclassification of financial assets

Reclassification of financial assets is determined by the Group's senior management, and is done as a result of external or internal changes which are significant to the Group's operations and demonstrable to external parties.

Reclassification of debt instruments occurs when the Group changes its business model for managing financial assets.

Investments in equity instruments that are designated as at FVTOCI at initial recognition cannot be reclassified because the election to designate as at FVTOCI is irrevocable.

d) Derecognition of financial assets

Financial assets are derecognised when the contractual rights to receive cash flows from the financial assets have expired, or where the Group has transferred its contractual rights to receive cash flows on the financial asset such that it has transferred substantially all the risks and rewards of ownership of the financial asset. Any interest in transferred financial assets that is created or retained by the Group is recognised as a separate asset or liability

In transfers where control over the asset is retained, the Group continues to recognise the asset to the extent of its continuing involvement, determined by the extent to which it is exposed to changes in the value of the transferred asset. Any cumulative gain/loss recognised in OCI in respect of equity investments designated at FVOCI is not recognised in profit or loss on derecognition of such assets.

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
For the period ended 31 March 2021**e) Modification of financial assets and liabilities**

Where an existing financial asset or liability is replaced by another with the same counterparty on substantially different terms, or the terms of an existing financial asset or liability are substantially modified, such an exchange or modification is treated as a derecognition of the original asset or liability and the recognition of a new asset or liability at fair value and recalculates a new effective interest rate, with the difference in the respective carrying amounts being recognised in other gains and losses on financial instruments within non-interest revenue. The date of recognition of a new asset is consequently considered to be the date of initial recognition for impairment calculation purposes, including for the purpose of determining whether a significant increase in credit risk has occurred. However, the Group also assesses whether the new financial asset recognised is deemed to be credit-impaired at initial recognition, especially in circumstances where the renegotiation was driven by the debtor being unable to make the originally agreed payments. Differences in the carrying amount are also recognised in profit or loss as a gain or loss on derecognition.

If the terms are not substantially different, the renegotiation or modification does not result in derecognition, and the Group recalculates the gross carrying amount based on the revised cash flows of the financial asset and recognises a modification gain or loss in profit or loss. The new gross carrying amount is recalculated by discounting the modified cash flows at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets).

If the terms are not substantially different for financial assets or financial liabilities, the group recalculates the new gross carrying amount by discounting the modified cash flows of the financial asset or financial liability using the original effective interest rate. The difference between the new carrying gross carrying amount and the original gross carrying amount is recognised as a modification gain or loss within credit impairments (for distressed financial asset modifications) or gains and losses on financial instruments within non-interest revenue (for all other modifications).

f) Write off

Financial assets are written off when there is no reasonable expectation of recovery. Financial assets which are written off may still be subject to enforcement activities.

2.12 Financial liabilities**Classification and subsequent measurement**

The Group's holding in financial liabilities represents mainly 'borrowings', 'managed funds' and 'other liabilities'. These are all classified as financial liabilities measured at amortised cost. These financial liabilities are initially recognised at fair value and subsequently measured at amortised cost. Any difference between the proceeds net of transaction costs and the redemption value is recognised in the income statement over the period of the borrowing using the effective interest rate method.

Fees paid on the establishment of the liabilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent that there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalized as a pre-payment for liquidity services and amortised over the period of the facility to which it relates.

Financial liabilities are derecognised when the obligation of the financial liabilities are extinguished, that is, when the obligation is discharged, cancelled or expires.

2.13 Property and Equipment

All property and equipment used by the parent or its subsidiaries is stated at historical cost less depreciation and impairment. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent expenditures are included in the asset's carrying amount or are recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repair and maintenance costs are charged to other operating expenses during the financial period in which they are incurred.

Depreciation of other assets is calculated using the straight-line method to allocate their cost net of their residual values over their estimated useful lives, as follows:

Asset Class	Useful lives
Motor vehicles	4 years
Furniture, fittings & equipment	5 years
Computer equipment	5 years
Building	40 years
Leasehold improvements	over shorter of the useful life of item or lease period

Depreciation rates, methods and the residual values underlying the calculation of depreciation of items of property and equipment are kept under review on an annual basis to take account of any change in circumstances.

When deciding on depreciation rates and methods, the principal factors the Group takes into account are the expected rate of technological developments and expected market requirements for, and the expected pattern of usage of, the assets.

When reviewing residual values, the Group estimates the amount that it would currently obtain for the disposal of the asset after deducting the estimated cost of disposal if the asset were already of the age and condition expected at the end of its useful economic life.

Construction cost and improvements in respect of offices is carried at cost as capital work in progress. On completion of construction or improvements, the related amounts are transferred to the appropriate category of property and equipment.

Payments in advance for items of property and equipment are included as Prepayments in "Trade and other receivables" and upon delivery are reclassified as additions in the appropriate category of property and equipment.

Property and equipment are derecognised on disposal or when no future economic benefits are expected from their use or disposal. The gain or loss on derecognition is recognised in profit or loss and is determined as the difference between the net disposal proceeds and the carrying amount of the non-financial asset.

2.14 Intangible assets

(a) Computer software

Costs associated with maintaining computer software programmes are recognised as an expense as incurred. Development costs that are directly attributable to the design and testing of identifiable and unique software products controlled by the Group, are recognised as intangible assets when the following criteria are met:

- It is technically feasible to complete the software product so that it will be available for use;
- Management intends to complete the software product and use or sell it;
- There is an ability to use or sell the software product;
- It can be demonstrated how the software product will generate probable future economic benefits;
- Adequate technical, financial and other resources to complete the development and to use or sell the software product are available; and
- The expenditure attributable to the software product during its development can be reliably measured.
- Subsequent expenditure on computer software is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates.

Direct computer software development costs recognised as intangible assets are amortised on the straight-line basis over 5 years and are carried at cost less any accumulated amortisation and any accumulated impairment losses. The carrying amount of capitalised computer software is reviewed annually and is written down when the carrying amount exceeds its recoverable amount.

(b) Impairment of tangible and intangible assets

At each reporting date, or more frequently where events or changes in circumstances dictate, tangible and intangible assets, are assessed for indications of impairment. If indications are present, these assets are subject to an impairment review. The impairment review comprises a comparison of the carrying amount of the asset with its recoverable amount: the higher of the asset's or the cash-generating unit's net selling price and its value in use. Net selling price is calculated by reference to the amount at which the asset could be disposed of in a binding sale agreement in an arm's length transaction evidenced by an active market or recent transactions for similar assets.

Value in use is calculated by discounting the expected future cash flows obtainable as a result of the asset's continued use, including those resulting from its ultimate disposal, at a market-based discount rate on a pre-tax basis.

The carrying values of tangible and intangible assets are reviewed at least annually for impairment and this loss is recognised in the income statement in the year in which the impairment occurs. A previously recognised impairment loss relating to a tangible or intangible asset may be reversed in part or in full when a change in circumstances leads to a change in the estimates used to determine the tangible or intangible asset's recoverable amount. The carrying amount of the tangible or intangible asset will only be increased up to the amount that it would have been had the original impairment not been recognised. For the purpose of conducting impairment reviews, cash-generating units are the lowest level at which the Directors monitor the return on investment on assets.

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS**For the period ended 30 September 2021****2.15 Leased assets**

For any new contracts entered into on or after 1 January 2019, United Capital Plc considers whether a contract is, or contains a lease. A lease is defined as 'a contract, or part of a contract, that conveys the right to use an asset (the underlying asset) for a period of time in exchange for consideration'. To apply this definition the United Capital Limited ('United Capital') assesses whether the contract meets three key evaluations which are whether:

- the contract contains an identified asset, which is either explicitly identified in the contract or implicitly specified by being identified at the time the asset is made available to United Capital
- United Capital has the right to obtain substantially all of the economic benefits from use of the identified asset throughout the period of use, considering its rights within the defined scope of the contract
- United Capital has the right to direct the use of the identified asset throughout the period of use. United Capital assess whether it has the right to direct 'how and for what purpose' the asset is used throughout the period of use.

United Capital has adopted the new accounting pronouncements which became effective 2020, and are as follows: IFRS 16 'Leases' IFRS 16 'Leases' replaces IAS 17 'Leases' along with three Interpretations (IFRIC 4 'Determining whether an Arrangement contains a Lease', SIC 15 'Operating Leases-Incentives' and SIC 27 'Evaluating the Substance of Transactions Involving the Legal Form of a Lease').

The adoption of this new Standard has resulted in United Capital recognizing a right-of-use asset and related lease liability in connection with all former operating leases except for those identified as low-value or having a remaining lease term of less than 12 months from the date of initial application. The new Standard has been applied using the modified retrospective approach, with the cumulative effect of adopting IFRS 16 being recognized in equity as an adjustment to the opening balance of retained earnings for the current period. Prior periods have not been restated.

For contracts in place at the date of initial application, United Capital has elected to apply the definition of a lease from IAS 17 and IFRIC 4 and has not applied IFRS 16 to arrangements that were previously not identified as lease under IAS 17 and IFRIC 4. United Capital has elected not to include initial direct costs in the measurement of the right-of-use asset for operating leases in existence at the date of initial application of IFRS 16, being 1 January 2019. At this date, United Capital has also elected to measure the right-of-use assets at an amount equal to the lease liability adjusted for any prepaid or accrued lease payments that existed at the date of transition.

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
For the period ended 31 March 2021

Instead of performing an impairment review on the right-of-use assets at the date of initial application, United Capital has relied on its historic assessment as to whether leases were onerous immediately before the date of initial application of IFRS 16. On transition, for leases previously accounted for as operating leases with a remaining lease term of less than 12 months and for leases of low-value assets United Capital has applied the optional exemptions to not recognize right-of-use assets but to account for the lease expense on a straight-line basis over the remaining lease term.

Lease liabilities

At the commencement date of a lease, the Group recognises lease liabilities at the present value of lease payments to be made over the lease term. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable
- variable lease payments that are based on an index or a rate
- amounts expected to be payable by the Group under residual value guarantees
- the exercise price of a purchase option if the lessee is reasonably certain to exercise that option, and
- payments of penalties for terminating the lease, if the lease term reflects the Group exercising that option.

Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability. The variable lease payments that do not depend on an index or a rate are recognised as expenses in the period in which the event or condition that triggers the payment occurs.

The lease payments are discounted using the Group's incremental borrowing rate, being the rate that members of the Group would have to pay to borrow the funds necessary to obtain an asset of similar value to the right of use asset in a similar economic environment with similar terms, security and conditions.

The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the in-substance fixed lease payments or a change in the assessment to purchase the underlying asset.

The Group has elected not to separate lease and non-lease components.

There were no lease liability during the period.

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS**For the period ended 31 March 2021****Right of use assets**

Right-of-use assets are initially measured at cost, comprising of the following:

- the amount of the initial measurement of lease liability
- any lease payments made at or before the commencement date, less any lease incentives received
- any initial direct costs, and
- restoration costs.

Right-of-use assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. If the Group is reasonably certain to exercise a purchase option, the right-of-use asset is depreciated over the underlying asset's useful life. This depreciation is recognised as part of operating expenses.

Short term leases and leases of low-value-assets

Short-term leases are those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option. Low-value assets are assets that have values less than \$5,000 when new, and depends on the nature of the asset. Lease payments on short-term leases and leases of low-value assets would be recognised as expenses in profit or loss on a straight-line basis over the lease term.

Extension and termination options - Determining the lease term

In determining the lease term, management considers all facts and circumstances that create an economic incentive to exercise an extension option, or not exercise a termination option. Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated).

For leases of properties, the following factors are normally the most relevant:

- If there are significant penalties to terminate (or not extend), the Group is typically reasonably certain to extend (or not terminate).
- If any leasehold improvements are expected to have a significant remaining value, the Group is reasonably certain to extend (or not terminate).
- Otherwise, the Group considers other factors, including historical lease durations and the costs and business disruption required to replace the leased asset.

The lease term is reassessed if an option is actually exercised (or not exercised) or the Group becomes obliged to exercise (or not exercise) it. The assessment of reasonable certainty is only revised if a significant event or a significant change in circumstances occurs, which affects this assessment, and is within the control of the Group.

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS**For the period ended 31 March 2021****Termination of leases:**

On derecognition of the right-of-use asset and lease liability, any difference is recognised as a derecognition gain or loss together with termination or cancellation costs in profit or loss. Payments made under these leases, net of any incentives received from the lessor, are recognised in operating expenses on a straight-line basis over the term of the lease. When these leases are terminated before the lease period has expired, any payment required to be made to the lessor by way of a penalty is recognised as operating expenses in the period in which termination takes place.

When the Group modifies the terms of a lease resulting in an increase in scope and the consideration for the lease increases by an amount commensurate with a stand-alone price for the increase in scope, the Group accounts for these modifications as a separate new lease. All other lease modifications that are not accounted for as a separate lease are accounted for in terms of IFRS 9, unless the classification of the lease would have been accounted for as an operating lease had the modification been in effect at inception of the lease. These lease modifications are accounted for as a separate new lease from the effective date of the modification and the net investment in the lease becomes the carrying amount of the underlying asset.

All leases are accounted for by recognising a right-of-use asset and a lease liability except for:

- leases of low value assets; and
- leases with a duration of twelve months or less.

All leases that meet the criteria as either a lease of a low value asset or a short term lease are accounted for on a straight-line basis over the lease term.

Reassessment of lease terms and lease modifications that are not accounted for as a separate lease:

When the Group reassesses the terms of any lease (i.e. it re-assesses the probability of exercising an extension or termination option) or modifies the terms of a lease without increasing the scope of the lease or where the increased scope is not commensurate with the stand-alone price, it adjusts the carrying amount of the lease liability to reflect the payments to be made over the revised term, which are discounted at the applicable rate at the date of reassessment or modification. The carrying amount of lease liability is similarly revised when the variable element of future lease payments dependent on a rate or index is revised. For reassessments to the lease terms, an equivalent adjustment is made to the carrying amount of the right-of-use asset, with the revised carrying amount being depreciated over the revised lease term. However, if the carrying amount of the right-of-use asset is reduced to zero any further reduction in the measurement of the lease liability, is recognised in profit or loss.

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS**For the period ended 31 March 2021****2.16 Investment Properties**

Investment properties are properties held to earn rentals and/or capital appreciation (including property under construction for such purposes). Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are measured at fair value. All of the Group's property interests held under operating leases to earn rentals or for capital appreciation purposes are accounted for as investment properties and are measured using the fair value model. Gains and losses arising from changes in the fair value of investment properties are included in profit or loss in the period in which they arise.

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 period in which the property is derecognised.

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS**For the period ended 30 September 2021****2.17 Trade and other receivables**

Trade and other receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market, other than those classified by the Group as fair value through profit or loss or through other comprehensive income or those for which the Group may not recover substantially all of its initial investment, other than because of credit deterioration.

Trade and other receivables are subsequently measured at amortised cost using the effective interest method, less any impairment losses. Transaction costs that are integral to the effective rate are capitalised to the value of the receivables and amortised through interest income using the effective interest rate method. The Group's trade and other receivables include prepayments, WHT receivables, trade debtors as well as deposits for investments.

2.18 Provisions and Contingent Liabilities

Provisions are recognised for present obligations arising as consequences of past events where it is probable that a transfer of economic benefit will be necessary to settle the obligation, and it can be reliably estimated.

Provisions are determined by discounting the expected future cash flows using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the liability.

Contingent liabilities are possible obligations whose existence will be confirmed only by uncertain future events or present obligations where the transfer of economic benefit is uncertain or cannot be reliably measured. Contingent liabilities are not recognised but are disclosed unless they are remote.

2.19 Issued debt and equity securities

Issued financial instruments or their components are classified as liabilities where the contractual arrangement results in the Group having a present obligation to either deliver cash or another financial asset to the holder, to exchange financial instruments on terms that are potentially unfavourable or to satisfy the obligation otherwise than by the exchange of a fixed amount of cash or another financial asset for a fixed number of equity shares. Issued financial instruments, or their components, are classified as equity where they meet the definition of equity and confer on the holder a residual interest in the assets of the company. The components of issued financial instruments that contain both liability and equity elements are accounted for separately with the equity component being assigned the residual amount after deducting from the instrument as a whole the amount separately determined as the fair value of the liability component.

2.20 Share capital

Ordinary shares are classified as share capital.

(a) Share issue costs

Incremental costs directly attributable to the issue of new shares or options or to the acquisition of a business are shown in equity as a deduction, net of tax, from the proceeds.

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS**For the period ended 31 March 2021****(b) Dividend on ordinary shares**

Dividend on ordinary shares are recognised in equity in the period in which they are approved by the company's shareholders.

Dividend for the year that are declared after the date of the statement of financial position are dealt with in the subsequent events note.

Dividend proposed by the Directors but not yet approved by members are disclosed in the financial statements in accordance with the requirements of the Company and Allied Matters Act.

2.21 Employee benefits***Defined contribution plan***

A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity. The Group 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 periods.

The Group pays contributions to publicly or privately administered pension insurance plans on a mandatory, contractual or voluntary basis. The contributions are recognised as employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

Short term obligation

Short-term benefits consist of wages and salaries, accumulated leave payments, 13th month, profit share, bonuses and any non-monetary benefits such as medical allowances that are expected to be wholly settled within twelve (12) months after the end of the period in which the employee rendered the related service.

A liability is recognised for the amount to be paid for accumulated leave days, long services awards and under short-term cash bonus plans, if the Group has a present legal or constructive obligation to pay this amount as a result of past services provided by the employee and the obligation can be estimated reliably.

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

2.22 Fiduciary activities

The Group acts as trustees and in other fiduciary capacities that result in the holding or placing of assets on behalf of individuals, trusts, retirement benefit plans and other institutions.

2.23 Related party transactions

Transactions with related parties are conducted and recorded at arms' length and disclosed in accordance with IAS 24 "Related party disclosures".

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

3 Financial Risk Management

3.1 Introduction and Overview

Three Lines of Defence model

The Group adopts the 3 lines of defence model. Reporting lines reinforce the segregation of duties and independence within the model:

	Functions	Responsibilities
1 st Line of Defence	Business Line and Legal Entity Management	As the point of contact, they have primary responsibility for risk management. The process of assessing, measuring and controlling risks is ongoing and integrated in the day-to-day activities of the business through business and risk frameworks set by the second line of defence.
2 nd Line of Defence	Consists of specialist roles: Finance function; Risk Management function; Legal function; the governance and assurance functions (excluding Internal Audit)	The second line of defence functions are responsible for setting frameworks within the parameters set by the Board; and report to the Board Governance Committees. They implement the Group's risk management framework and policies, approve risk within specific mandates and provide an independent overview of the effectiveness of risk management by the first line of defence.
3 rd Line of Defence	Internal Audit	They set the internal audit framework and provide an independent assessment of the adequacy and effectiveness of the overall risk management framework and risk governance structures, and reports to the board through the Audit & Governance committee.

3.2 Risk Categories

The risk types that the Group is exposed to within its business operations are defined below. The definitions are consistent with the Group's risk culture and language

3.21 Credit Risk

Credit risk is the risk of loss from obligor or counterparty default on financial or contractual obligations. Credit risk comprises counterparty risk, settlement risk and concentration risk. These risk types are defined as follows:

Counterparty risk: The risk of credit loss to the Group as a result of the failure by a counterparty to meet its financial and/or contractual obligations to the Group as they fall due. This risk type has three components:

- i. **Primary credit risk:** The exposure at default arising from lending and related investment product activities (including their underwriting).
- ii. **Pre-settlement credit risk:** The exposure at default arising from unsettled forward and derivative transactions. This risk arises from the default of the counterparty to the transaction and is measured as the cost of replacing the transaction at current market rates.
- iii. **Issuer risk:** The exposure at default arising from traded credit and equity products (including the primary market issue underwriting of these products).
Settlement risk: Settlement is the exchange of two payments or the exchange of an asset for a payment. Settlement risk represents the risk of loss to the Group from settling a transaction where value is exchanged, but where the Group may not receive all or part of the counter value.

Credit concentration risk: The risk of loss to the Group as a result of excessive build-up of exposure to, among others, a single counterparty or counterparty segment, an industry, a market, a product, a financial instrument or type of security, a country or geography, or a maturity. This concentration typically exists where a number of counterparties are engaged in similar activities and have similar characteristics, which could result in their ability to meet contractual obligations being similarly affected by changes in economic or other conditions

3.22 Country Risk

The Group defines country risk to include cross-border risk. Country risk is the risk of loss arising where political or economic conditions or events in a particular country inhibit the ability of counterparties resident in that country to meet their financial obligations. Country risk events may include sovereign defaults, banking or currency crises, social instability and governmental policy changes or interventions such as expropriation, nationalization and asset confiscation. Transfer and convertibility risk (such as exchange controls and foreign debt moratoria) represent an important element of cross-border country risk.

3.23 Liquidity Risk

Liquidity risk arises when the Group, despite being solvent, is unable to maintain or generate sufficient cash resources to meet its payment obligations as they fall due, and/or can only do so on materially disadvantageous terms. This may arise when counterparties who provide the Group with funding withdraw or do not roll over that funding, or as a result of a general disruption in asset markets that renders normally liquid assets illiquid

Liquidity risk encompasses both funding liquidity risk and asset liquidity risk:

- i. Funding liquidity risk (also referred to as cash-flow risk) is defined as the risk that a financial institution will be unable to raise the cash necessary to roll over its debt; to fulfil the cash, margin, or collateral requirements of counterparties; or to meet capital withdrawals.

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

Financial Risk Management

- ii. Asset liquidity risk (also referred to as market or trading liquidity risk) results from a large position size forcing transactions to influence the price of securities. This is managed by establishing position limits on assets (especially assets that are not heavily traded).

3.24 Market Risk

Market risk is the exposure to an adverse change in the market value, earnings (actual or effective) or future cash flows of a portfolio of financial instruments (including commodities) caused by adverse movements in market variables such as equity, bond and commodity prices; currency exchange and interest rates; credit spreads; recovery rates and correlations; as well as implied volatilities in these variables.

3.25 Operational Risk

Operational risk is the risk of loss resulting from inadequate or failed internal processes, people and systems or from external events. This includes business risk, information and legal risk; but excludes reputational risk.

Business risk: is the risk of loss, due to operating revenues not covering operating costs and is usually caused by:

- inflexible cost structures;
- market-driven pressures, such as decreased demand, increased competition or cost increases;
- group-specific causes, such as a poor choice of strategy, reputational damage or the decision to absorb costs or losses to preserve reputation.

It includes strategic risk, which is the risk that the Group's future business plans and strategies may be inadequate to prevent financial loss or protect the Group's competitive position and shareholder value.

3.26 Reputational Risk

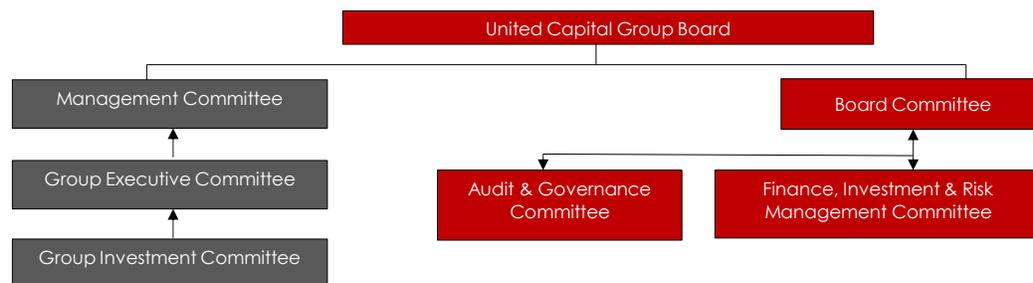
Reputational risk results from damage to the Group's image among stakeholders, which may impair its ability to retain and generate business. Such damage may result from a breakdown of trust, confidence or business relationships.

3.3 Risk Management Framework

3.31 Governance Structure

Strong independent oversight is in place at all levels throughout the Group. The risk governance structure is based on the principle that each line of business is responsible for managing the risks inherent in its business, albeit with appropriate corporate oversight. In support of this framework, business risk policies are approved to guide each line of business for decisions regarding the business' risk strategy, policies as appropriate and controls.

Risk management reports independently of the lines of business to provide oversight of Group-wide risk management and controls, and is viewed as a partner in achieving appropriate business risk and reward objectives. Risk Management coordinates and communicates with each line of business through the Group executive committee and business line governance committees. The chief risk officer (Head, Risk Management) is a member of the business line governance committees (which also has the business line chief executive officer as a member).



3.32 Risk Governance Process

The Group has established a practical risk governance process that relies on both individual responsibility and collective oversight, supported by comprehensive and independent reporting. This approach balances strong corporate oversight at Group level with participation by the senior executives of the Group in all significant risk matters. This also supports the effectiveness of the three lines of defense system as business line managers are kept abreast of inherent and emerging risks related to their respective business lines.

The governance committees are a key component of the risk management framework. They have clearly defined mandates and authorities which are reviewed regularly. Board committees meet at least quarterly to review business strategies and ongoing achievement of risk and business objectives. This is achieved by means of formal reporting by respective business and governance units within the Group; as well as interviews/testimonials from key senior business and support executives.

Period ended 30 June 2021

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

Financial Risk Management

Management committees meet at least monthly to review the business environment, execute strategy revalidation, and are focused on measuring, monitoring and managing risk. The Group Investment Committee is charged with the asset/liability management, as well as ongoing capital and liquidity risk management of the Group and individual business entities; as well as the review and risk analysis of investment and/or new product/business proposals from business units (either due to the type of product/investment or the size/risk profile of the transaction). All approvals are executed in line with clearly defined authority levels (e.g. new business product/service lines must be approved by the Board on recommendation of the Finance, Investments and Risk Management committee).

Business line governance committees are constituted in line with the nature and risk of specific business activities. Business (line) risk framework/policies defined by the Group Risk Management function may prescribe the establishment of a business line governance committee to guide the strategy/operation of specific business lines (for instance: proprietary trading activities). Business line governance committees typically have membership from independent research, risk management, internal control and business line managers. These committees typically meet weekly (or as otherwise defined in specific business risk policy). Business risk frameworks define the risk appetite for the specific business lines amidst capital allocated for the business operation. In aggregate, the Group seeks to maintain a low-moderate risk appetite.

The board establishes and maintains oversight of the Group's risk appetite by:

- i. Providing strategic leadership and guidance;
- ii. Reviewing and approving annual budgets and forecasts, under both normal and stressed conditions, for the Group and each business unit; and
- iii. Regularly reviewing and monitoring the Group's risk performance through quarterly board reports.

The Group's ERM framework stipulates the following terms which have specific meaning within the Group and guide risk management considerations:

- i. Residual risk: the leftover risk exposure after implementation of mitigation efforts and controls
- ii. Risk appetite: the amount or type of residual risk that the Group is prepared to accept to deliver on its financial/business objectives. It reflects the capacity to sustain losses and continue to meet obligations as they fall due, under both normal and a range of stress conditions.
- iii. Risk tolerance: the maximum amount or type of risk the Group is prepared to tolerate above stipulated risk appetite levels for short periods of time (based on the understanding that management action is taken to get back within risk appetite).
- iv. Risk capacity: the maximum amount of risk the Group is able to support within its available financial resources
- v. Risk profile: the amount or type of risk the Group holds at a specific point in time
- vi. Risk tendency: is defined as a forward-looking view of the anticipated change in the Group's risk profile as a result of portfolio effects and/or changes in economic conditions. Changes in economic conditions may either be in the form of formally approved macroeconomic stress scenarios or ad-hoc stress scenarios models

The Group runs a Group Shared Service operations process supported by an Enterprise Resource Platform system. Risk Management is supported by risk technology and operations functions that are responsible for building the information technology infrastructure used to monitor and manage risk Group-wide and at respective business line and entity levels. Risk Management has oversight of all risk types (excluding Legal risk which is managed by the Legal and Compliance; and Reputational risk which is under the oversight of the Group Chief Operating Officer)

3.4 Credit Risk Management

Credit risk is the risk of loss from obligor or counterparty default on financial or contractual obligations. The Group may be exposed to credit risk arising primarily from trading activities (including debt securities), settlement balances with market counterparties, fair value through other comprehensive income (FVTOCI) and reverse repurchase lending agreements. Other sources include wholesale credit to large corporate and institutional clients (on a restrictive basis)

Credit risk management is overseen by the group risk management function and implemented within the lines of business; with oversight by the management and board committees. The Group's credit risk management governance consists of the following objectives:

- Establish a robust risk policy and control framework
- Maintain a strong culture of responsible investing
- Identify, assess and measure credit risk across the Group, from the level of individual securities and counterparties; up to aggregate portfolio holdings

- Define, implement and continually re-evaluate business risk appetite under actual and scenario conditions
- Monitoring and managing credit risk across individual exposures and all portfolio segments
- Assigning and ensuring adherence to agreed controls
- Ensure there is independent, expert analysis of credit risks; and their mitigation

3.41 Risk Identification and Measurement

The Group is exposed to credit risk through its capital and money market activities and advisory services businesses. Risk Management works in partnership with the business segments in identifying and aggregating exposures across all lines of business.

The Group dedicates considerable resources to gaining a clear and accurate understanding of credit risk across the business and ensuring that its balance sheet correctly reflects the value of the assets in accordance with IFRS.

To measure credit risk, the Group employs several methodologies for estimating the likelihood of obligor or counterparty default. In the year under review, credit risk exposure was quantified on the basis of both adjusted exposure and absolute exposure. External credit ratings are considered in evaluating probability of default. The enterprise risk management framework recognizes credit ratings from Basel recognized External Credit Assessment Institutions (ECAI) and Agosto & Co. Ltd. External ratings are often internally adjusted for prudence. The Group regularly validates the performance of ratings and their predictive power with regard to default events.

Primary credit risk arising from debt exposure is measured in accordance with the accounting value for outstanding exposure, including applicable accrued interest and gross of any specific credit impairments, and a measure of the expectation of additional exposure which may arise at default. Debt portfolios are structured to have an investment grade profile.

Wholesale credit risk exposure, where it exists, is monitored regularly at an aggregate portfolio, industry and individual counterparty basis with established concentration limits that are reviewed and revised, as deemed appropriate by Group investment committee, at least on an annual basis. Industry and counterparty limits, as measured in terms of exposure and economic credit risk capital, are subject to stress-based loss constraints. Management of the Group's wholesale credit risk exposure is accomplished through a number of means including: stringent loan underwriting and credit approval process; as well as collateral and other risk-reduction techniques. Wholesale credit exposure are at a minimum reviewed and approved at the level of the Group investment committee

Pre-settlement risk is measured on a potential future exposure basis, taking into account implicitly the liquidity and explicitly the volatility of the reference asset or price of the instrument or product and the tenor of the exposure. Instruments that give rise to issuer credit risk are measured as primary credit risk

Settlement risk is measured on a notional basis, assuming that the counter value will not be received. The daily settlement profile for the counterparty concerned is the aggregate of all settlements due by the counterparty on that date, either on a gross or net basis, depending on whether the underlying transaction agreements include netting or not.

3.42 Maximum exposure to credit risk

	Group		Company	
	2021 N'000	2020 N'000	2021 N'000	2020 N'000
Cash and cash equivalents	86,147,150	43,420,443	13,228,989	12,196,469
Financial assets:				
Amortised cost	134,246,444	107,519,178	37,445,303	37,736,255
Fair value through OCI (FVOCI)	39,373	3,354,111	-	-
Trade and other receivables	8,439,270	4,116,843	4,879,617	3,326,544
	228,872,237	158,410,576	55,553,909	53,259,268

Balances included in Trade and other receivables above are not subject to credit risk, which include prepayment, deposit for shares and WHT receivable have been excluded. Period Ended 30 June 2021

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

Financial Risk Management

3.43 Credit risk analysis as at 30 September, 2021

Group

	AAA - AA	A	BBB	Not rated	Carrying amount
	N'000	N'000	N'000	N'000	N'000
Cash and cash equivalents	58,699,893	15,122,115	12,325,142	-	86,147,150
Financial assets:					
Amortised cost	77,947,414	12,413,194	11,436,408	32,449,428	134,246,444
Long term placements	-	-	(2,502,470)	8,295,154	5,792,684
Loans to customers	53,231,652	-	-	24,154,274	77,385,926
Treasury bills	6,067,295	-	-	-	6,067,295
Federal government bonds	6,723,140	-	-	-	6,723,140
State government bonds	11,925,326	-	13,938,879	-	25,864,205
Corporate bonds	-	12,413,194	-	-	12,413,194
Fair value through OCI (FVOCI)	39,373	-	-	-	39,373
Bonds	39,373	-	-	-	39,373
Trade and other receivables	-	-	-	8,439,270	8,439,270
Total	136,686,680	27,535,309	23,761,550	40,888,698	228,872,237

Company

	AAA - AA	A	BBB	Not rated	Carrying amount
	N'000	N'000	N'000	N'000	N'000
Cash and cash equivalents	5,907,423	7,321,566	-	-	13,228,989
Financial assets:					
Amortised cost	11,925,326	1,365,703	-	24,154,274	37,445,303
Long term placements	-	-	-	-	-
Loans to customers	-	-	-	24,154,274	24,154,274
Treasury bills	-	-	-	-	-
Federal government bonds	-	-	-	-	-
State government bonds	11,925,326	-	-	-	11,925,326
Corporate bonds	-	1,365,703	-	-	1,365,703
Fair value through OCI (FVOCI)	-	-	-	-	-
Trade and other receivables	-	-	-	4,879,617	4,879,617
Total	17,832,749	8,687,269	-	29,033,891	55,553,909

2020

Group

	AAA - AA	A	BBB	Not rated	Carrying amount
	N'000	N'000	N'000	N'000	N'000
Cash and cash equivalents	13,450,634	29,969,809	-	-	43,420,443
Financial assets:					
Amortised cost	60,344,100	463,894	22,407,668	24,303,516	107,519,178
Long term placements	38,367,501	-	-	-	38,367,501
Loans to customers	-	-	-	24,303,516	24,303,516
Treasury bills	1,020,773	-	-	-	1,020,773
Federal government bonds	7,649,038	-	-	-	7,649,038
State government bonds	11,841,085	463,894	22,407,668	-	34,712,647
Corporate bonds	1,465,703	-	-	-	1,465,703
Fair value through OCI (FVOCI)	-	3,354,111	-	-	3,354,111
Treasury bills	-	-	-	-	-

	Audited Consolidated and Seperate Financial Statements				
	Period Ended 30/09/20		Period Ended 30/09/21		
Bonds	-	3,354,000	-	-	-
Trade and other receivables	-	-	-	4,116,843	4,116,843
Total	73,794,734	33,787,814	22,407,668	28,420,360	158,410,576

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS**Financial Risk Management****Company**

	AAA - AA	A	BBB	Not rated	Carrying amount
	N'000	N'000	N'000	N'000	N'000
Cash and cash equivalents	9,795,187	2,401,282	-	-	12,196,469
Financial assets:					
Amortised cost	13,306,788	463,894	-	23,965,573	37,736,254
Loans to customers	-	-	-	23,965,573	23,965,573
State government bonds	11,841,085	463,894	-	-	12,304,979
Corporate bonds	1,465,703	-	-	-	1,465,703
Fair value through OCI (FVOCI)	-	-	-	-	-
Treasury bills	-	-	-	-	-
Trade and other receivables	-	-	-	3,326,544	3,326,544
Total	23,101,975	2,865,176	-	27,292,116	53,259,267

Geographical sectors**2021**

	Group		Company	
	Nigeria	Other Countries	Nigeria	Other Countries
	N'000	N'000	N'000	N'000
Cash and cash equivalents (excluding cash in hand)	86,147,150	-	13,228,989	-
Financial assets:				
Amortised cost	134,246,444	-	37,445,303	-
Fair value through OCI (FVOCI)	39,373	-	-	-
Trade and other receivables	8,439,270	-	4,879,617	-
	228,872,237	-	55,553,909	-

2020

	Group		Company	
	Nigeria	Other Countries	Nigeria	Other Countries
	N'000	N'000	N'000	N'000
Cash and cash equivalents	43,420,443	-	12,196,469	-
Financial assets:				
Amortised cost	107,519,178	-	37,736,255	-
Fair value through OCI (FVOCI)	3,354,111	-	-	-
Trade and other receivables	4,116,843	-	3,326,544	-
	158,410,576	-	53,259,268	-

3.44 Risk Monitoring and Management

The Group employs the use of internal exposure limits to its counterparties. Money market counterparties are selected on using a set of criteria that includes an investment grade credit rating and a systemic risk relevance based on a benchmark hurdle rate. Exposure limits are assigned on the basis of the counterparty assessment based on these selection criteria.

The Group has developed policies and practices that are designed to preserve the independence and integrity of the approval and business decision-making process to ensure credit risks are assessed accurately, approved properly, monitored regularly and managed actively at both the transaction and portfolio levels.

The framework establishes credit approval authorities, concentration limits, risk-rating methodologies, and portfolio review parameters. The Group manages, limits and controls concentrations of credit risk wherever they are identified – in particular, to individual counterparties and groups, and to industries, geographies and countries.

Impairment allowances are recognized for financial reporting purposes only for losses that have been incurred at the date of the consolidated statement of financial position based on objective evidence of impairment. The purpose of these allowances is to ensure that the consolidated financial statements are not overstated. Period Ended 30 June 2021

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS**Financial Risk Management****3.45 Risk reporting**

To enable monitoring of credit risk and effective decision making, aggregate credit exposure, credit quality forecasts, concentration levels and risk profile changes are reported regularly to the management committees; and board committee at least quarterly. Stress testing is important in measuring and managing credit risk in the Group's business portfolios. The process assesses the potential impact of alternative economic and business scenarios on estimated credit losses for the Group. In conjunction with independent research, the risk management function considers economic scenarios (and parameters underlying those scenarios) which may lead to credit migration, changes in counterparty liquidity and/or solvency states and the potential losses from credit exposures. During the period under review, credit exposures are considered on the basis of absolute loss exposure impact.

3.5 Country Risk Management

Country risk is the risk that a political, economic or sovereign event or action alters the value or terms of contractual obligations of obligors, counterparties and issuers related to a country.

The Financial Investment and Risk Management (F.I.R.M) committee is responsible for the management of country risk across the Group. The F.I.R.M committee delegates the functional oversight of country risk management to the Group executive committee. The Group risk management function maintains oversight of country risk exposures and reports to the Group executive committee monthly and the F.I.R.M committee on a quarterly basis.

Risk Identification and Measurement

The Group country risk governance standards incorporate the use of external ratings from qualifying External Credit Assessment Institutions (ECAIs). Country risk exposure management is based on country, sovereign and business environment risk assessment. Exposure in countries qualifying as medium and high risk countries is subject to increased analysis and monitoring.

Country exposures are generally measured by considering the Group's risk to an immediate default of the counterparty or obligor, with zero recovery. Where required, the group seeks to incorporate country risk mitigation via methods like co-financing with multilateral institutions; political and commercial risk insurance; transaction structures to mitigate transferability and convertibility risk (such as collateral, collection and margining deposits outside the jurisdiction in question)

Risk Monitoring and Control

Group risk management in conjunction with independent research employs the use of surveillance tools for early identification of potential country risk concerns. Country ratings and exposures are actively monitored and reported on a regular basis based on an assessment of potential risk of loss associated with a significant sovereign, political, social, or economic crisis

3.5 Liquidity Risk Management

Liquidity risk management is intended to ensure that the Group has the appropriate amount, composition and tenor of funding and liquidity to support its assets.

The primary objectives of effective liquidity management are to ensure that the Group's legal entities are able to operate in support of client needs and meet contractual and contingent obligations under both normal and stressed market conditions; as well as to maintain debt ratings that enable the Group to optimize its funding mix and liquidity sources at minimal cost.

United Capital manages liquidity and funding using a centralized Treasury approach in order to actively manage liquidity for the Group as a whole, monitor exposure and identify constraints on the transfer of liquidity within the Group; and maintain the appropriate amount of surplus liquidity as part of the Group's overall balance sheet

management strategy.

Unaudited Consolidated and Seperate Financial Statements
Period Ended 30 June 2021

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
Financial Risk Management

Risk Identification and Measurement

In the context of the Group's liquidity management, Treasury is responsible for:

- Measuring, managing, monitoring and reporting the Firm's current and projected liquidity sources and uses;
- Managing funding mix and deployment of excess short term cash

In addition, in conjunction with the Group risk management function, Treasury is also responsible for:

- Understanding the liquidity characteristics of the Firm's assets and liabilities;
- Defining and monitoring Group-wide and legal entity liquidity strategies and contingency funding plans;
- Liquidity stress testing under a variety of adverse scenarios;
- Defining and addressing the impact of regulatory changes on funding and liquidity.

The Group adopts a three pronged approach to its liquidity risk management process which aligns strategies to liquidity risk categories. The Group recognizes three categories of liquidity risk - short-term, structural, and contingent liquidity risk. These three liquidity risk management categories are governed by a comprehensive internal governance framework to identify, measure and manage exposure to liquidity risk

Treasury, in conjunction with the Group risk management, is responsible for business activities governing the implementation of the Group's liquidity management process:

Category	Activities
Short term liquidity risk management	<ul style="list-style-type: none"> • Monitor daily cash flow requirements • Manage intra-day liquidity positions • Monitor repo and bank funding shortage levels • Manage short term cash flows • Manage daily foreign currency liquidity • Provide guidance on fund taking rates in conformity with longer term and contingent liquidity requirements (as informed by the management committees)
Structural liquidity risk management	<ul style="list-style-type: none"> • Identify and manage medium to long term liquidity mismatches • Ensure a structurally sound balance sheet • Manage long term cash flows • Determine and apply behavioural profiling to investor portfolios (in • Preserve a diversified funding base • Assess foreign currency liquidity exposures • Establish liquidity risk appetite
Contingency liquidity risk management	<ul style="list-style-type: none"> • Establish and maintain contingency funding plans • Monitor and manage early warning liquidity indicators • Ensure regular liquidity stress tests and scenario analysis • Establish liquidity buffer levels in conformity with anticipated stress events • Convene liquidity crisis management committees (as required) • Ensure diversification of liquidity buffer portfolios

Risk Monitoring and Control

Monitoring and reporting entails cash flow measurement and forecasting for the next day, week, biweekly, month, quarter, half-year and yearly as these are key periods for liquidity management. The starting point for those projections is an analysis of the contractual maturity of the financial liabilities and the expected receivable date of the financial assets.

Foreign currency liquidity risk management

The Group maintains active monitoring and management of foreign currency assets and liabilities using suitable indicators to consistently track changes in market liquidity and/or exchange rates. In general, uncovered or unmatched or un-hedged FX positions is restricted.

Funding

The Group is funded primarily by a well-diversified mix of retail, corporate and public sector funds. This funding base ensures stability and low funding cost with minimal reliance on more expensive tenured deposit and loan markets. The Group places considerable importance on the Sinking fund portfolio and other managed funds from both Trusteeship and wealth management business.

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

Financial Risk Management

The Group employs a diversified funding strategy to fund its balance sheet which incorporates a coordinated approach to accessing capital and loan markets (where necessary). Funding markets are evaluated on an ongoing basis to ensure appropriate Group funding strategies are executed depending on the market, competitive and regulatory environment.

Concentration risk limits are used within the Group to ensure that funding diversification is maintained across products, sectors, geography and counterparties.

Non-derivative financial liabilities and assets held for managing liquidity risk

Presented in the table below are the cash flows payable by the Group under non-derivative financial liabilities and assets held for managing liquidity risk by remaining contractual maturities at the date of the consolidated statement of financial position. The amounts disclosed in the table below, are the contractual undiscounted cash flow and the assets held for managing liquidity risk.

Group – 31 June, 2021	< 30 days	31 - 90 days	91 - 180 days	181 - 365 days	1-3 years years	> 3 years	Total
	N'000	N'000	N'000	N'000	N'000	N'000	N'000
Assets							
Cash and cash equivalents	9,921,001	76,226,149	-	-	-	-	86,147,150
Bond	-	3,500,000	17,466,781	9,674,394	33,314	14,326,049	45,000,539
Treasury bills	-	-	365,493	5,701,802	-	-	6,067,295
Mutual funds	-	-	-	-	-	118,609,666	118,609,666
Quoted equities	-	-	-	-	-	3,413,980	3,413,980
Unquoted equities	-	-	-	-	-	16,143,290	16,143,290
Trade and other receivables 1.	-	-	2,979,392	4,118,939	-	23,387,336	30,485,667
Loans and receivables	-	-	-	-	5,792,684	75,392,111	81,184,794
Total	9,921,001	79,726,149	20,811,666	19,495,136	5,825,998	251,272,432	387,052,381
Liabilities							
Borrowings	-	-	1,000,818	16,081,762	-	56,510,484	73,593,064
Funds under management	5,893,215	8,555,138	12,345,142	89,562,836	-	173,422,735	289,779,065
Other Liabilities	126,971	-	7,594,938	-	-	-	7,721,909
Total	6,020,186	8,555,138	20,940,898	105,644,598	-	229,933,219	371,094,038
Assets	9,921,001	79,726,149	20,811,666	19,495,136	5,825,998	251,272,432	387,052,381
Liabilities	6,020,186	8,555,138	20,940,898	105,644,598	-	229,933,219	371,094,038
Liquidity gap	3,900,815	71,171,012	(129,232)	(86,149,462)	5,825,998	21,339,213	15,958,343

1. Excludes WHT receivable and prepayment

Company – 30 Sept. 2021	< 30 days	31 - 90 days	91 - 180 days	181 - 365 days	1-3 years years	> 3 years	Total
	N'000	N'000	N'000	N'000	N'000	N'000	N'000
Assets							
Cash and cash equivalents	291,744	12,937,245	-	-	-	-	13,228,989
Bond	-	-	-	4,401,757	33,314	8,855,958	13,291,029
Mutual funds	-	-	-	-	-	2,126,746	2,126,746
Quoted equities	-	-	-	-	-	1,323,735	1,323,735
Trade and other receivables	-	-	1,129,455	2,937,756	-	23,387,336	27,454,548
Dividend receivable	-	-	-	-	-	-	-
Loans and receivables	-	-	-	-	-	24,154,274	24,154,274
Total	291,744	12,937,245	1,129,455	7,339,513	33,314	59,848,049	81,579,322
Liabilities							
Borrowings	-	-	1,000,818	16,081,762	-	54,981,880	72,064,461
Other liabilities	-	4,399,792	-	-	-	-	4,399,792
Total	-	4,399,792	1,000,818	16,081,762	-	54,981,880	76,464,252
Assets	291,744	12,937,245	1,129,455	7,339,513	33,314	59,848,049	81,579,322
Liabilities	-	4,399,792	1,000,818	16,081,762	-	54,981,880	76,464,252
Liquidity gap	291,744	8,537,454	128,638	(8,742,249)	33,314	4,866,169	5,115,069

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

Financial Risk Management

Group – 31 December, 2020

	< 30 days	31 - 90 days	91 - 180 days	181 - 365 days	1-3 years years	> 3 years	Total
	N'000	N'000	N'000	N'000	N'000	N'000	N'000
Assets							
Cash and cash equivalents	7,719,204	22,766,502	5,254,132	-	-	-	35,739,839
Bond	-	-	-	-	42,707,803	1,119,585	43,827,388
Treasury bills	-	-	(1,903,943)	2,924,716	-	-	1,020,773
Mutual funds	-	-	-	-	-	4,118,791	4,118,791
Quoted equities	-	-	-	-	-	5,454,884	5,454,884
Unquoted equities	-	-	-	-	-	12,286,484	12,286,484
Trade and other receivables	-	-	1,019,172	1,781,983	-	23,387,336	26,188,492
Loans and receivables	-	-	-	2,537,577	38,367,501	21,765,939	62,671,017
Total	7,719,204	22,766,502	4,369,361	7,244,276	81,075,304	68,133,019	191,307,667
Liabilities							
Borrowings	-	-	-	-	-	72,661,645	72,661,645
Funds under management	2,177,347	23,000,721	9,078,802	55,604,016	15,422,735	10,735,456	116,019,077
Other liabilities	2,627,769	5,055,538	-	-	-	-	7,683,308
Total	4,805,116	28,056,259	9,078,802	55,604,016	15,422,735	83,397,101	196,364,030
Assets	7,719,204	22,766,502	4,369,361	7,244,276	81,075,304	68,133,019	191,307,667
Liabilities	4,805,116	28,056,259	9,078,802	55,604,016	15,422,735	83,397,101	196,364,030
Liquidity gap	2,914,088	(5,289,757)	(4,709,441)	(48,359,740)	65,652,569	(15,264,082)	(5,056,364)

Company – 31 December, 2020

	< 30 days	31 - 90 days	91 - 180 days	181 - 365 days	1-3 years years	> 3 years	Total
	N'000	N'000	N'000	N'000	N'000	N'000	N'000
Assets							
Cash and cash equivalents	360,724	11,835,746	-	-	-	-	12,196,469
Bond	-	-	-	-	12,651,097	1,119,585	13,770,682
Treasury bills	-	-	-	-	-	-	-
Mutual funds	-	-	-	-	-	1,435,441	1,435,441
Quoted equities	-	-	-	-	-	2,015,040	2,015,040
Trade and other receivables	-	-	542,200	1,997,089	-	23,387,336	25,926,625
Dividend receivable	-	3,670,000	-	-	-	-	3,670,000
Loans and receivables	-	-	-	2,537,577	0	21,427,996	23,965,573
Total	360,724	15,505,746	542,200	4,534,665	12,651,097	49,385,398	82,979,830
Liabilities							
Borrowings	-	-	-	-	-	48,537,103	48,537,103
Other liabilities	-	2,261,913	-	-	-	-	2,261,913
Total	-	2,261,913	-	-	-	48,537,103	50,799,016
Assets	360,724	15,505,746	542,200	4,534,665	12,651,097	49,385,398	82,979,830
Liabilities	-	2,261,913	-	-	-	48,537,103	50,799,016
Liquidity gap	360,724	13,243,832	542,200	4,534,665	12,651,097	848,295	32,180,813

Stress Testing

Liquidity stress tests are intended to ensure sufficient liquidity for the Group under adverse scenarios. Stress tests are considered in the formulation of the Group's funding plan and assessment of its liquidity position. Liquidity outflow assumptions are modelled across a range of time horizons and market and idiosyncratic stress.

Liquidity stress tests assume all of the Group's contractual obligations, as well as estimates of potential non-contractual and contingent outflows are met and also take into consideration varying levels of access to unsecured and secured funding markets.

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS**Financial Risk Management****Credit Ratings**

The cost and availability of financing are influenced by the Group's credit ratings. Reductions in these ratings could have an adverse effect on the Group's access to liquidity sources, increase the cost of funds, trigger additional collateral or funding requirements and decrease the number of investors and counterparties willing to lend to the Group. Accordingly, the Group places due emphasis on maintaining and improving its credit rating.

Credit ratings are dependent on multiple factors including the sovereign rating, capital adequacy levels, quality of earnings, credit exposure, our risk management framework and funding diversification. The Group's F.I.R.M committee ensures proper monitoring of these parameters and their possible impact on our credit rating as part of the Group's liquidity risk management and contingency planning considerations.

3.6 Market Risk Management

Market risk is the exposure to an adverse change in the market value of portfolios and financial instruments caused by a change in their market prices

The Group's exposure to market risks is categorized as follows:

- Market risk in trading activities: trading activities which may comprise market making, arbitrage and proprietary trading. These activities are primarily carried out within the Group's securities trading business
- Interest rate risk on the balance sheet: this refers to risks inherent in the different re-pricing characteristics of balance sheet assets and liabilities. These may include re-pricing risk, basis risk, yield curve risk, and optionality risk.
- Equity investments on the balance sheet: this refers to risks resulting from price changes in listed and unlisted equity investments carried on the group's balance sheet. These investments are typically classified as fair value through other comprehensive income (FVTOCI).
- Foreign currency risk: The Group may be exposed to foreign currency risk as a result of foreign-denominated cash exposures and accruals.

In managing market risks, the Group risk management function works in close partnership with the lines of business, including Treasury, to identify and monitor market risks throughout the Group. The Group's market risk management practices seek to control risk, facilitate efficient risk/return decisions, reduce volatility in operating performance, and provide transparency of the Group's market risk profile to executive management and the board of directors. This involves:

- Independent measurement, monitoring and control of business line and Group wide market risk in accordance to approved risk limits
- Qualitative risk assessments and stress tests

Risk Identification and Measurement

The risk management function articulates market risk management framework and specific business (line) risk frameworks that guide each line of business in the management of the market risks within its unit. The risk management function also responsible for independent oversight of each line of business to ensure that all material market risks are appropriately identified, measured, monitored and managed in accordance with framework guidelines approved.

The Group risk management function uses various metrics, both statistical and non-statistical, to measure and manage market risks including: value-at-risk; stop-loss triggers; stress tests; back-testing; and specific business unit portfolio and product controls.

Value-at-risk, a statistical risk measure, is used to measure the potential loss from adverse market moves under normal market conditions. Historical VaR simulation is used specifically for market risk under normal conditions. Where adopted historical VaR is based un-weighted historical data for the previous 12 months, a holding period of one day and a 99% confidence level. Daily VaR estimates are converted to a ten-day holding period. Expected shortfall is quantified to counteract the limitations of VaR.

Stop-loss triggers are used to protect the profitability of trading desks, and refer to cumulative or daily trading losses that prompt a review or close-out of positions in trading portfolios.

Specific business unit portfolio and product controls are market risk controls applied to specific business units. These may include permissible instruments, concentration of exposures, gap limits, maximum tenor, stop loss triggers, price validation and balance sheet substantiation. In addition, only approved products that can be independently priced and properly processed are permitted to be traded.

In recognition of the unpredictability of markets, stress testing is adopted to provide an indication of the potential losses that could occur under extreme market conditions and where longer holding periods may be required to exit positions.

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS**Financial Risk Management**

Stress tests carried out by the Group include individual market risk factor testing, combination of market risk factor testing, combination of market factors per trading desk and combinations of trading desks. The testing considers both historical market events and hypothetical forward-looking scenarios. A consistent stress-testing methodology is applied to trading and non-trading books. Stress scenarios are regularly updated to reflect changes in risk profile and economic events.

Interest rate risks in trading and non-trading portfolios are quantified using both earnings- and valuation-based measurement techniques. This is monitored at least on a monthly basis by the Group investment committee.

Interest rate sensitivity analysis as at 30 September, 2021

Group	Value as at	1% higher	1% lower
	2021		
	N'000	N'000	N'000
Financial asset FVTOCI	39,373	39,767	38,979
	39,373	39,767	38,979

Company	Value as at	1% higher	1% lower
	2021		
	N'000	N'000	N'000
Financial asset FVTOCI	-	-	-
	-	-	-

Interest rate sensitivity analysis as at 31 December, 2020

Group	Value as at	1% higher	1% lower
	2020		
	N'000	N'000	N'000
Financial asset FVTOCI	3,354,111	3,387,653	3,320,570
	3,354,111	3,387,653	3,320,570

Company	Value as at	1% higher	1% lower
	2020		
	N'000	N'000	N'000
Financial asset FVTOCI	0	-	-
	0	0	0

Foreign currency risk exposure may arise as a result of foreign-denominated cash exposures, foreign-denominated accruals, and foreign-denominated debt. The finance/treasury function maintains oversight of aggregate foreign currency risk exposure, taking into account naturally offsetting risk positions and managing the Group's residual risk. In general, the Group's policy is not to ordinarily hold significant open FX exposures on the balance sheet. The risk management function conducts foreign currency sensitivity tests to monitor potential impact from rate movements in the FX markets. The table below shows the impact on the Group's and Company's profit before tax if foreign exchange rates on financial instruments held at amortised cost or at fair value had increased by 5 percent (5%), with all other variables held constant.

Foreign currency sensitivity analysis

	Group		Company	
	30 September 2021	31 December 2020	30 September 2021	31 December 2020
	=N=' 000	=N=' 000	=N=' 000	=N=' 000
Assets	642,408	558,615	572,040	497,426
Liabilities	527,402	458,611	527,402	458,611
Impact on profit	115,006	100,005	44,638	38,816

The Group's market risk management process ensures disciplined risk-taking within a framework of well-defined risk appetite that enables the group to boost shareholders value while maintaining competitive advantage through effective utilization of risk capital.

3.7 Equity risk

The Group holds investments in listed and unlisted securities. Listed equity securities (quoted on the Nigerian Stock Exchange) is exposed to movement based on the general movement of the all share index and movement in prices of specific securities held by the Group.

Risk Monitoring and Control

Market risk is controlled primarily through a series of limits set in the context of the market environment and business strategy. In setting limits, the Group takes into consideration factors such as market volatility, asset liquidity and accommodation of client business and management experience.

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS**Financial Risk Management**

Limits may also be allocated within the lines of business, as well at portfolio level. Limits are established by risk management. Limits are reviewed regularly and updated as appropriate, with any changes approved by appropriate governance committees and risk management.

3.7.1 Fair value estimation**a) Financial instruments measured at fair value**

IFRS 7 requires disclosures for all financial instruments measured at fair value.

The table below analyses financial instruments carried at fair value, by valuation method.

The different levels have been defined as follows:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (level 1)
- Inputs other than quoted prices included within level 1 that are observable for the asset or liabilities, either directly (that is, as prices) or indirectly (that is, derived from prices) (level 2).
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs (level 3)).

Group 2021	Level 1	Level 2	Level 3	Total
Financial assets measured at fair value	N'000	N'000	N'000	N'000
Bonds	39,373	-	-	39,373
Equity- quoted	3,413,980	-	-	3,413,980
Equity- unquoted	11,887,395	-	-	11,887,395
Mutual funds	128,609,666	-	-	128,609,666
	143,950,413	-	-	143,950,413

Company 2021	Level 1	Level 2	Level 3	Total
Financial assets measured at fair value	N'000	N'000	N'000	N'000
Equity- unquoted	1,480,912	-	-	1,480,912
Mutual funds	691,305	-	-	691,305
	2,172,217	-	-	2,172,217

Group 2020	Level 1	Level 2	Level 3	Total
Financial assets measured at fair value	N'000	N'000	N'000	N'000
Treasury bills	-	-	-	-
Bonds	2,495,179	-	-	2,495,179
Equity- quoted	5,454,884	-	-	5,454,884
Equity- unquoted	-	13,145,416	-	13,145,416
Mutual funds	-	4,118,791	-	4,118,791
	7,950,063	17,264,207	-	25,214,270

Company 2020	Level 1	Level 2	Level 3	Total
Financial assets measured at fair value	N'000	N'000	N'000	N'000
Treasury bills	-	-	-	-
Mutual funds	-	2,849,986	-	2,849,986
	-	2,849,986	-	2,849,986

Financial instruments in level 1

The fair value of financial instruments traded in active markets is based on quoted market prices at the balance sheet date. A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry Company, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis. The quoted market price used for financial assets held by the Company is the current bid price. These instruments are included in level 1. Instruments included in level 1 comprise primarily NSE equity investments, treasury bills and bonds classified as trading securities or financial asset through OCI.

Financial instruments in level 2

The fair value of financial instruments that are not traded in an active market (for example, over-the-counter derivatives) is determined by using valuation techniques. These valuation techniques maximise the use of observable market data where it is available and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Specific valuation techniques used to value financial instruments include:

a) Quoted market prices or dealer quotes for similar instruments;

b) The fair value of forward foreign exchange contracts is determined using forward exchange rates at the balance sheet date, with the resulting value discounted back to present value;

c) Other techniques, such as discounted cash flow analysis, sales prices of comparable properties in close proximity, are used to determine fair value for the remaining financial instrument.

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS**Financial Risk Management****Financial instruments in level 3**

Inputs for the asset or liability in this fair value hierarchy are not based on observable market data (unobservable inputs). This level includes equity investments with significant unobservable components.

Description of valuation methodology and inputs:

The steps involved in estimating the fair value of the company's unquoted equity investments are as follows:

Step 1: The most appropriate valuation methodology was selected to value each of the unquoted equity investment.

Step 2: Comparative multiples were sourced from S & P Capital IQ based on available comparable companies in Sub-Saharan Africa and Emerging Asia and an average multiple was computed.

Step 3: The enterprise value was derived by multiplying the average multiple to the relevant financial metric.

Step 4: Equity value of the firm was derived by deducting the value of the debt of the company and adding the closing cash balance.

Step 5: A lack of marketability discount of 14.9% was applied to the equity value.

Step 6: The equity value was derived by multiplying the company's equity value by Roger Miller equity stake.

Step 7: The latest transaction price was adopted to estimate the fair value of unquoted equity investment in Brozi Leisures Limited.

There was no transfer of securities between levels in 2021 (2020: nil).

Information about the fair value measurements using significant unobservable Inputs (Level 3) are given below:

30 September 2021

Description	Fair value at 31 Sept. 2021	Valuation technique	Unobservable input	Weighted average input	Reasonable possible shift +/- (absolute value)	Change in valuation +/- N'000
FSDH (Naira - million)	2,912,462	EV/ EBITDA Methodology	DDM	40%	1%	29,125
			Justified P/E	20%	1%	29,125
			Justified P/BV	40%	1%	29,125
AFC ('USD - million)	7,868	EV/ EBITDA Methodology	DDM	70%	1%	79
			Justified P/E	25%	1%	79
			Justified P/BV	5%	1%	79

31 December 2020

Description	Fair value at 31 Dec. 2020	Valuation technique	Unobservable input	Weighted average input	Reasonable possible shift +/- (absolute value)	Change in valuation +/- N'000
FSDH (Naira - million)	2,912,462	EV/ EBITDA Methodology	DDM	40%	1%	29,125
			Justified P/E	20%	1%	29,125
			Justified P/BV	40%	1%	29,125
AFC ('USD - million)	7,868	EV/ EBITDA Methodology	DDM	70%	1%	79
			Justified P/E	25%	1%	79
			Justified P/BV	5%	1%	79
Oakwood (Naira - million)	405,000	EV/ Sales Methodology	Latest transaction price	100%	1%	4,050

The change in valuation disclosed in the table shows the direction an increase or decrease in the respective input variables would have on the valuation result. For equity securities, increase in the EBITDA multiple would lead to an increase in estimated value. However, an increase in the discount for lack of marketability would lead to a decrease in value.

The valuation of Oakwood represents the share of expected cash flows from sales of Oakwood based on offers received from a willing buyer.

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
Financial Risk Management**(b) Financial instruments not measured at fair value****Group**

	At 30 September 2021		At 31 December 2020	
	Carrying value N'000	Fair value N'000	Carrying value N'000	Fair value N'000
Financial assets				
Cash and bank balances	86,147,150	86,147,150	43,420,443	43,420,443
Financial asset at amortised cost	132,252,629	132,252,629	106,063,725	106,063,725
	218,399,779	218,399,779	149,484,168	149,484,168
Financial liabilities				
Trade and other payables	32,991,081	32,991,081	28,472,742	28,472,742
Managed funds	289,779,065	289,779,065	116,019,077	116,019,077
Borrowings	73,593,064	73,593,064	72,661,645	72,661,645
	396,363,210	396,363,210	217,153,465	217,153,465

Company

	At 30 September 2021		At 31 December 2020	
	Carrying value N'000	Fair value N'000	Carrying value N'000	Fair value N'000
Financial assets				
Cash and bank balances	13,228,989	13,228,989	12,196,469	12,196,469
Financial asset at amortised cost	36,672,034	36,672,034	37,005,545	37,005,545
	49,901,023	49,901,023	49,202,014	49,202,014
Financial liabilities				
Trade and other payables	29,533,226	29,533,226	27,476,909	27,476,909
Borrowings	72,064,461	72,064,461	72,432,512	72,432,512
	101,597,686	101,597,686	99,909,421	99,909,421

The carrying values of all these assets and liabilities approximates their fair values.

Cash and bank balances have been designated as level 2 while loans and receivables as well as trade and other payables have been designated as level 3 within the fair value hierarchy.

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
For the period ended 30 September 2021

	Group		Company	
	30 September 2021 =N=' 000	30 September 2020 =N=' 000	30 September 2021 =N=' 000	30 September 2020 =N=' 000
4 Investment income				
Interest from placements and bonds	673,594	1,485,926	524,873	563,105
Income from loans (note 4a)	188,701	168,260	188,701	168,260
Dividend income from securities investments	800,088	-	-	-
Profit on disposal of investment	283,237	-	-	-
Dividend income on instruments at FVTOCI	130,427	292,718	55,089	-
Income from managed Funds (note 4b)	4,215,060	2,439,108	600,558	187,488
	6,291,105	4,386,011	1,369,222	918,853
Investment income from items measured at amortised cost	5,164,924	3,905,806	1,150,826	731,365
Investment income from items carried at fair value through OCI	960,297	480,205	218,396	187,488
	6,125,220	4,386,011	1,369,222	918,853
4a. Income from loans				
Interest income	1,370,568	2,022,296	1,370,568	2,022,296
Interest expense	(1,181,867)	(1,854,036)	(1,181,867)	(1,854,036)
	188,701	168,260	188,701	168,260
4b. Income from managed funds				
Interest income	14,568,837	4,885,463	1,985,607	1,120,476
Interest expense	(10,461,475)	(2,446,356)	(1,385,049)	(932,988)
	4,107,362	2,439,108	600,558	187,488
5 Fees and commission income				
Financial advisory fees	862,442	622,788	862,442	622,788
Other fees and commissions	3,908,186	1,626,271	-	-
	4,770,627	2,249,059	862,442	622,788
Fees recognised at point in time	1,697,454	918,632	862,442	622,788
Fees recognised over time	3,073,173	1,330,427	-	-
	4,770,627	2,249,059	862,442	622,788
Other fees and commission income include management fees from mutual fund which are recognised at point in time, fees and transaction sign-on fees which are recognised at point in time the mandate is consummated. Management fee accrues monthly as a percentage of the net asset value (NAV) at each point in time.				
6 Net Trading Income.				
Net trading income includes gains and losses arising both on the purchase and sale of financial instruments at FVTPL	15,551	125,281	12,639	-
7 Other income				
Exchange gains	-	-	-	-
Dividend on instruments designated as FVTOCI	1,139	12,963	-	8,986
Other income	246,458	295,857	1,697	8,842
	247,597	308,820	1,697	17,828
Other income includes income realised from share of disposal of equity investment arising not from ordinary course of operation. There was no disposal of FVTOCI investments during the period.				
8 Net loss from financial assets at fair valued through profit or loss				
Net (loss) on equity instruments designated as FVTPL	4,402	(2,687)	4,402	(2,687)
Net gain on reclassification of equity instruments from FVTOCI to FVTPL		2,687		2,687
	4,402	-	4,402	-
9 Personnel expenses				
Staff cost	1,296,732	1,169,197	461,542	344,137
Contributions to defined contribution plans	10,263	17,547	1,988	4,325
	1,306,994	1,186,744	463,530	348,462

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
For the period ended 30 September 2021

	Group		Company	
	30 September 2021 =N=' 000	30 September 2020 =N=' 000	30 September 2021 =N=' 000	30 September 2020 =N=' 000
10 Other operating expenses				
Other premises and equipment costs	59,823	60,473	445	267
Auditors remuneration	26,529	31,829	8,023	10,125
Professional fees	198,274	98,364	149,345	80,596
Travel and accommodation	5,785	12,039	1,870	5,143
Rent and rates	48,018	41,305	15,638	12,555
AGM/Dividend processing expenses	541,906	75,323	-	75,323
Donations	8,800	55,000	-	55,000
Subscription	9,961	12,989	7,581	10,006
Insurance	15,125	12,406	5,655	2,194
Statutory expenses	2,321	-	-	-
General administrative expenses	941,426	870,910	214,246	10,684
Advertisement and branding	189,424	26,759	1,628	-
Share register fee	-	6,503	-	-
Directors fees and other allowances	2,960	-	-	-
Printing and stationeries	1,410	2,719	609	209
Office running expenses	65,596	15,470	-	-
Business entertainment	2,934	2,308	1,702	1,868
Business development	-	792	-	792
IT license and maintenance fee	545	420	545	420
Training and conference	12,523	280	714	-
	2,136,359	1,325,890	408,003	265,182
11 Depreciation & amortization				
11.1 Depreciation of property and equipments	164,211	113,177	133,201	89,337
11.2 Amortization				
Amortization of intangible assets	12,999	10,583	11,484	9,068
Amortization of right of use assets	53,011	35,126	53,011	35,126
	66,009	45,708	64,494	44,194
12 Impairment writeback /(charge) for credit losses				
Loss allowance on cash and cash write back on financial assets at amortised cost	-	(87,587)	-	(87,587)
Loss allowance on financial assets at amortised cost	538,362	361,265	42,560	398,972
Loss allowance on trade receivables	25,251	0	25,150	(0)
	563,613	273,678	67,710	311,385
13 Income tax expense				
Recognised in the profit or loss				
Income tax	915,566	536,031	144,750	65,118
Education tax	140,856	82,466	22,269	10,018
Information technology tax	70,428	41,233	11,135	5,009
Police trust fund levy	-	-	-	-
	1,126,851	659,730	178,154	80,145
Deferred tax	-	-	-	-
	1,126,851	659,730	178,154	80,145
Recognised in other comprehensive income				
Income tax recognised in other comprehensive income	-	-	-	-
deferred tax recognised in other comprehensive income	7,043	295	(13)	-
	7,043	295	(13)	-
Rate reconciliation				
Total tax as a percentage of profit before tax	13%	13%	13%	13%
Information technology levy	1%	1%	1%	1%
Education tax	1%	1%	1%	1%
Police trust fund levy	0.5%	1%	1%	1%
Income tax charge for the period as a percentage of profit before tax	15%	16%	16%	16%
Tax relating to prior period	0%	0%	0%	0%
Net tax charge	15%	16%	16%	16%
Tax reduced/(increased) as a consequence of:				
Non-taxable interest	18%	16%	16%	15%
Other non-taxable income	11%	9%	9%	10%
Temporary difference not accounted for in deferred tax asset	-5%	-3%	-3%	-2%
Other permanent differences	-2%	-1%	-1%	-1%
	37%	37%	37%	38%

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
For the period ended 30 September 2021

	Group		Company	
	30 September 2021	30 September 2020	30 September 2021	30 September 2020
	=N=' 000	=N=' 000	=N=' 000	=N=' 000
14 Earnings per share				
Basic earnings per share				
Basic earnings attributable to shareholders (N'000)	5,965,246	3,463,582	935,309	420,764
Number of ordinary shares in issue ('000)	6,000,000	6,000,000	6,000,000	6,000,000
Basic earnings per share (kobo)	133	77	21	9

	Group		Company	
	30 September 2021	31 December 2020	30 September 2021	31 December 2020
	=N=' 000	=N=' 000	=N=' 000	=N=' 000
15 Cash and cash equivalents				
Cash and balances with banks	9,959,601	7,719,204	291,744	360,724
Money market placements	76,226,149	35,739,839	12,937,245	11,835,746
	86,185,750	43,459,043	13,228,989	12,196,469
Impairment charge	(38,600)	(38,600)	-	-
	86,147,150	43,420,443	13,228,989	12,196,469
Current	86,185,750	43,459,043	13,228,989	12,196,469
Non-Current	-	-	-	-
	86,185,750	43,459,043	13,228,989	12,196,469
15a Impairment adjustments on Cash				
At 1 January	38,600	38,600	-	-
Arising during the period	-	-	-	-
At 30 September	38,600	38,600	-	-

"Cash and cash equivalents comprise balances with less than three months' maturity from the date of acquisitions, including cash in hand, deposits held at call with other banks and other short-term highly liquid investments with original maturities less than three months".

All bank balances and money market placements are assessed as stage 1 credit risk at each reporting date as they are held with reputable financial institutions and in most cases secured by way of Government securities. The identified ECL on cash and cash equivalent for the Company is considered immaterial and has not been recognised

	Group		Company	
	30 September 2021	31 December 2020	30 September 2021	31 December 2020
	=N=' 000	=N=' 000	=N=' 000	=N=' 000
16 Investment in financial assets				
Financial assets measured at amortised cost - (note 16.1)	132,252,629	106,063,725	36,672,034	37,005,545
Financial assets at Fair value through other comprehensive income - (note 16.2)	12,615,977	15,749,935	1,553,306	1,435,441
Financial assets at Fair value through profit or loss - (note 16.3)	131,090,332	23,335,181	1,480,912	2,015,040
	275,958,939	145,148,841	39,706,252	40,456,026
Current	36,708,471	1,020,773	4,401,757	4,401,757
Non-Current	239,250,468	144,128,068	35,304,495	36,054,269
	275,958,939	145,148,841	39,706,252	40,456,026
16.1 Financial assets measured at amortized cost				
Investment in long term placement	5,792,684	38,367,501	-	-
Loans to customer	77,385,926	24,303,516	24,154,274	23,965,573
Treasury bills	6,067,295	1,020,773	-	-
Federal government bonds	6,723,140	7,649,038	-	-
State government bonds	25,864,205	34,712,647	11,925,326	12,304,979
Corporate bonds	12,413,194	1,465,703	1,365,703	1,465,703
	134,246,444	107,519,178	37,445,303	37,736,255
Loss allowance on financial assets at amortized costs (note 16.1a)	(1,993,815)	(1,455,453)	(773,269)	(730,710)
	132,252,629	106,063,725	36,672,034	37,005,545
16.1a Loss allowance on financial assets at amortized costs				
At 1 January	1,455,453	1,254,836	730,710	579,129
Charge during the year:				
(Writeback)/allowance on loan to customers	-	(87,587)	-	(87,587)
Loss allowance on other financial assets	538,362	361,265	42,560	398,972
	1,993,815	1,528,514	773,269	730,710

Unaudited Consolidated and Separate Financial Statements
Period Ended 30 September 2021

FGN bonds measured at amortized cost are assessed to have low credit risk at each reporting date based on their respective credit ratings. At 30 September 2021 the Group assumes that the credit risk on these financial instruments have not increased significantly since initial recognition as permitted by IFRS 9 and recognises 12 month ECL for these assets. There was additional impairment of N856.96m on financial assets and no writeback or impairments on loans to customers during the period ended 30 September 2021.

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
For the period ended 30 September 2021

	Group		Company	
	30 September 2021 =N=' 000	31 December 2020 =N=' 000	30 September 2021 =N=' 000	31 December 2020 =N=' 000
16.2 Financial assets measure at fair value through other comprehensive income (FVTOCI)				
Treasury bills	-	-	-	-
Bonds	39,373	3,354,111	-	-
Equity- quoted	851,281	2,002,636	-	-
Equity- unquoted	6,457,156	7,133,329	-	-
Mutual funds	5,429,793	4,118,791	1,483,374	1,364,264
	12,777,604	16,608,867	1,483,374	1,364,264
Fair value adjustments (16.2a)	(161,627)	(858,932)	69,931	71,177
	12,615,977	15,749,935	1,553,306	1,435,441

The Group has made an irrevocable election to classify certain unquoted equity investment at FVOCI. This election is used for equity investments that are not traded but are held for strategic or longer term investment purposes. The dividend income recognised on FVOCI equity instruments was N 35.4 million. (2019: N 786 million).

The Group has designated mutual funds, quoted and unquoted equity instruments at FVOCI. The ECL on FVTOCI debt instruments is not deemed material for adjustment.

16.2a Changes in fair value reserve				
At 1 January	(858,932)	(1,666,507)	71,177	53,791
Arising during the period	697,305	807,575	(1,246)	17,386
At 30 September	(161,627)	(858,932)	69,931	71,177

16.3 Financial asset measured at fair Value Through Profit or Loss (FVTPL)				
Quoted equity investment	2,562,699	3,473,414	897,182	1,435,712
Mutua Funds	123,179,873	13,870,847	600,495	-
Equity- Unquoted	5,430,238	6,012,087	-	600,495
	131,172,810	23,356,348	1,497,677	2,036,207
Fair value adjustment (note 16.3a)	(82,477)	(21,167)	(16,765)	(21,167)
	131,090,332	23,335,181	1,480,912	2,015,040

16.3a Changes in fair value reserve				
At 1 January	21,167	-	21,167	-
Arising during the period	61,311	21,167	(4,402)	21,167
At 30 September	82,477	21,167	16,765	21,167

	Group		Company	
	30 September 2021 =N=' 000	31 December 2020 =N=' 000	30 September 2021 =N=' 000	31 December 2020 =N=' 000
17 Trade receivables & other receivables				
Trade debtors	1,664,511	1,166,357	177,573	177,573
Prepayments	22,096	127,124	182,704	47,198
Accrued income	2,655,821	1,168,504	1,764,288	1,151,882
Other receivables	4,118,939	1,781,983	2,937,756	1,997,089
WHT Receivable	2,483,317	2,157,127	1,895,974	1,503,086
Deposit for investment	23,387,336	23,387,336	23,387,336	23,387,336
	34,332,020	29,788,431	30,345,631	28,264,164
Loss allowance on trade receivables (note 17.1)	(1,340,940)	(1,315,688)	(812,405)	(787,255)
	32,991,081	28,472,742	29,533,226	27,476,909

17.1 Loss allowance on trade receivables				
At 1 January	1,315,688	1,315,688	787,255	787,255
Arising during the period	25,251	0	25,150	(0)
At 30 September	1,340,940	1,315,688	812,405	787,255
Current	7,099,258	2,801,155	4,068,139	2,539,288
Non-Current	25,891,823	25,671,587	25,465,087	24,937,620
	32,991,081	28,472,742	29,533,226	27,476,909

The Group applies the simplified approach and recognises lifetime ECL for trade receivables using a provision matrix. The provision matrix is based on the historical observed default rates, adjusted for forward looking estimates. At each reporting date, the historical observed default rates are updated. More information on ECL is disclosed in note 2.11b

18 Dividend receivable from Subsidiaries				
At 1 January	-	-	3,670,000	1,711,111
Arising during the period	-	-	(0)	3,670,000
Receipt during the period	-	-	(3,670,000)	(1,711,111)
	-	-	-	3,670,000
Current	-	-	-	3,670,000
Non-Current	-	-	-	-
	-	-	-	3,670,000

Unaudited Consolidated and Separate Financial Statements

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS Period Ended 30 September 2021
For the period ended 30 September 2021

19	Right of use assets	Group =N=' 000	Company =N=' 000
	Cost		
	At 1 January 2021	354,375	354,375
	Addition	-	-
	As at 30 September 2021	<u>354,375</u>	<u>354,375</u>
	Depreciation		
	At 1 January 2021	70,681	70,681
	Addition	53,011	53,011
	Disposal	-	-
	As at 30 September 2021	<u>123,691</u>	<u>123,691</u>
	Carrying amounts		
	As at 30 September 2021	<u>230,684</u>	<u>230,684</u>
	At 31 December 2020	<u>283,694</u>	<u>283,694</u>
19.1	Right of use assets	Group =N=' 000	Company =N=' 000
	Cost		
	At 1 January 2020	-	-
	Addition	354,375	354,375
	At 31 December 2020	<u>354,375</u>	<u>354,375</u>
	Depreciation		
	At 1 January 2020	-	-
	Addition	70,681	70,681
	At 31 December 2020	<u>70,681</u>	<u>70,681</u>
	Carrying amounts		
	At 31 December 2020	<u>283,694</u>	<u>283,694</u>
	At 1 January 2020	<u>-</u>	<u>-</u>

Right of use asset relate to lease rentals on the head office occupied by the Group. The lease agreement covers a period of five (5) years.

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

For the period ended 30 September 2021

 Unaudited Consolidated and Separate Financial Statements
 Period Ended 30 September 2021

20	Intangible assets	Group =N=' 000	Company =N=' 000
	Cost		
	At 1 January 2021	119,692	109,593
	Addition	<u>36,900</u>	<u>36,900</u>
	As at 30 September 2021	<u>156,591</u>	<u>146,492</u>
	Amortization		
	At 1 January 2021	77,677	70,561
	Addition	<u>12,999</u>	<u>11,484</u>
	As at 30 September 2021	<u>90,675</u>	<u>82,044</u>
	Carrying amounts		
	As at 30 September 2021	<u>65,916</u>	<u>64,448</u>
	At 31 December 2020	<u>42,015</u>	<u>39,032</u>
20.1	Intangible assets	Group =N=' 000	Company =N=' 000
	Cost		
	At 1 January 2020	107,511	97,412
	Addition	<u>12,180</u>	<u>12,180</u>
	At 31 December 2020	<u>119,692</u>	<u>109,593</u>
	Amortization		
	At 1 January 2020	61,721	58,645
	Addition	<u>13,936</u>	<u>11,916</u>
	At 31 December 2020	<u>75,656</u>	<u>70,561</u>
	Carrying amounts		
	At 31 December 2020	<u>44,035</u>	<u>39,032</u>
	At 31 December 2019	<u>45,791</u>	<u>38,768</u>

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
For the period ended 30 September 2021**21 Investment in subsidiaries**

	Date of Investment	Holding	Value	Country
United Capital Securities Limited	2006	100%	100,000	Nigeria
United Capital Assets Management Limited	2013	100%	500,000	Nigeria
United Capital Trustees Limited	2013	100%	300,000	Nigeria
UC Plus	2019	100%	1,000	Ghana
			<u>901,000</u>	

21.1 Other information on subsidiaries

- (i) United Capital Securities Limited is a dealing member of the Nigerian Stock Exchange (NSE) and registered by the Securities & Exchange Commission (SEC) as a Broker/Dealer. It is also a registered dealing member of NASD OTC Plc and FMDQ OTC Plc. This enables the Company to deal in over-the-counter Equity and Fixed Income Securities. The Company provides services such as securities dealing, receiving agents to new issues, stockbrokers to primary issues, designated adviser to SME's and equity portfolio management services.
- (ii) United Capital Assets Management Limited is registered and licensed by the Securities and Exchange Commission of Nigeria (SEC) to act as investment advisers, funds and portfolio managers.
- (iii) United Capital Trustees Limited is a leading provider of Trust services such as debenture trust, bond trusteeship to corporate and sub-sovereign issuers of public debt instruments and trustees to collective investment schemes.
- (iv) UC Plus is a consumer lending company established by United Capital Plc with the sole objective of enhancing financial inclusion and providing pay day loans to working class individuals and SMEs. UC Plus was licensed by the Lagos State Government in 2019 but yet to fully commence operations.

21.2 Non-controlling interest of subsidiaries

The Group does not have any non-wholly owned subsidiaries that have material non-controlling interest.

21.3 Significant restrictions

The Group does not have significant restrictions on its ability to access or use the assets and settle the liabilities of any member of the Group other than those resulting from the subsidiaries' supervisory frameworks. Disclosures on liquidity, capital adequacy and credit risk were disclosed in the enterprise risk management.

22 Investment in Associates

	Date of Investment	Holding	Country	30 September 2021 =N=' 000	31 December 2020 =N=' 000
Heirs Insurance Limited	2020	25%	Nigeria	2,500,000	2,500,000
Heirs Life Assurance Limited	2020	25%	Nigeria	2,000,000	2,000,000
				<u>4,500,000</u>	<u>4,500,000</u>

22.1 Other information on Associates

- (i) **Heirs Insurance Limited** was formerly registered as a General Insurance Company by the Nigeria Insurance Commission (NAICOM) in September 2020. The Company is expected to fully commence operations in 2021. United Capital Plc currently own 25% stake in the Company.
- (ii) **Heirs Life Assurance Limited** was formerly registered as a Life Assurance Company by the Nigeria Insurance Commission (NAICOM) in September 2020. The Company is expected to fully commence operations in 2021. United Capital Plc currently own 25% stake in the Company.

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
For the period ended 30 September 2021

23 (i) Property, plant and equipment Group	Leasehold Improvements =N=' 000	Furniture, fittings & equipment =N=' 000	Motor vehicles =N=' 000	Computer equipment =N=' 000	Total =N=' 000
Cost					
At 1 January 2021	258,059	122,013	684,035	214,339	1,278,445
Additions	-	45,978	28,000	21,976	95,954
Disposals	-	-	-	-	-
As at 30 September 2021	258,059	167,991	712,035	236,316	1,374,399
Depreciation					
At 1 January 2021	-	40,509	478,365	153,103	671,977
Additions	40,708	31,428	75,637	16,438	164,211
Disposals	-	525	(525)	-	(0)
As at 30 September 2021	40,708	72,462	553,476	169,541	836,187
Carrying amounts					
As at 30 September 2021	217,350	95,528	158,559	66,774	538,212
As at 31 December 2020	258,059	81,504	205,670	61,236	606,469
Property, plant and equipment Company					
Cost					
At 1 January 2021	258,059	80,841	446,837	137,074	922,810
Additions	-	45,978	20,000	20,265	86,243
Disposals	-	-	-	-	-
As at 30 September 2021	258,059	126,819	466,837	157,340	1,009,053
Depreciation					
At 1 January 2021	40,645	16,314	293,943	84,450	435,353
Additions	40,708	22,963	56,057	13,473	133,201
Disposals	-	(220)	220	-	0
As at 30 September 2021	81,354	39,057	350,220	97,923	568,554
Carrying amounts					
As at 30 September 2021	176,705	87,762	116,617	59,416	440,499
As at 31 December 2020	217,413	64,527	152,894	52,624	487,457

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

For the period ended 30 September 2021

23.1 (i) Property, plant and equipment Group	Leasehold Improvements =N=' 000	Furniture, fittings & Equipment =N=' 000	Motor vehicles =N=' 000	Computer Equipment =N=' 000	Total =N=' 000
Cost					
At 1 January 2020	-	109,979	622,530	192,897	925,406
Additions	258,059	70,114	61,505	21,442	411,120
Disposals	-	(58,080)	-	-	(58,080)
At 31 December 2020	258,059	122,013	684,035	214,339	1,278,445
Depreciation					
At 1 January 2020	-	78,563	355,428	134,297	568,287
Additions	40,645	20,578	122,191	18,806	202,220
Disposals	-	(57,887)	-	-	(57,887)
At 31 December 2020	40,645	41,254	477,619	153,103	712,621
Carrying amounts					
At 31 December 2020	217,413	80,759	206,416	61,236	565,824
At 31 December 2019	-	31,416	267,102	58,600	357,119
(ii) Company					
	Leasehold Improvements	Furniture, fittings & Equipment =N=' 000	Motor vehicles =N=' 000	Computer Equipment =N=' 000	Total =N=' 000
Cost					
At 1 January 2020	-	72,421	393,287	118,079	583,787
Additions	258,059	55,129	53,550	18,995	385,733
Disposals	-	(46,710)	-	-	(46,710)
At 31 December 2020	258,059	80,841	446,837	137,074	922,810
Depreciation					
At 1 January 2020	-	46,897	196,998	70,509	314,404
Additions	40,645	16,127	96,945	13,942	167,659
Disposals	-	(46,710)	-	-	(46,710)
At 31 December 2020	40,645	16,314	293,943	84,450	435,353
Carrying amounts					
At 31 December 2020	217,413	64,527	152,894	52,623	487,457
At 31 December 2019	-	25,525	196,289	47,570	269,384

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
For the period ended 30 September 2021

	Group		Company	
	30 September 2021 =N=' 000	31 December 2020 =N=' 000	30 September 2021 =N=' 000	31 December 2020 =N=' 000
24 Deferred tax - (Asset)				
Deferred tax assets:				
– Deferred tax asset to be recovered after more than 12 months	314,736	448,775	-	134,039
Charge for the period	0	(134,039)	-	(134,039)
	<u>314,736</u>	<u>314,736</u>	<u>-</u>	<u>-</u>
The break down of deferred tax assets are as follows:				
Property and equipment	67,916	33,507	-	-
Exchange difference	55,048	-	-	-
Losses	83,094	222,085	-	-
Provisions	108,678	4,593	-	-
	<u>314,736</u>	<u>260,184</u>	<u>-</u>	<u>-</u>
Deferred tax liabilities:				
– Deferred tax liability to be recovered after more than 12 months (Writeback)/Charge for the period	126,974	1,250,018	113,701	186,906
	-	(1,123,044)	-	(73,205)
Total	<u>126,974</u>	<u>126,974</u>	<u>113,701</u>	<u>113,701</u>
The break down of deferred tax liabilities are as follows:				
Property and equipment	97,299	230,151	92,650	223,844
Exchange difference	71,868	421,891	24,161	119,481
Losses	(39,083)	-	-	-
FVTOCI	(3,110)	-	(3,110)	-
	<u>126,974</u>	<u>652,042</u>	<u>113,701</u>	<u>343,325</u>
Parent - Deferred tax liabilities		Recognised	Recognised	
	1 January 2020	in P&L	in OCI	31 December 2020
	N'000	N'000	N'000	N'000
Property and equipment	223,844	(131,194)	-	92,650
Exchange difference	119,481	(95,320)	-	24,161
Losses	-	-	-	-
FVTOCI	-	-	(3,110)	(3,110)
	<u>343,325</u>	<u>(226,514)</u>	<u>(3,110)</u>	<u>113,701</u>
Group - Deferred tax liabilities		Recognised	Recognised	
	1 January 2020	in P&L	in OCI	31 December 2020
	N'000	N'000	N'000	N'000
Property and equipment	230,151	(132,852)	-	97,299
Exchange difference	421,891	(350,023)	-	71,868
Losses	-	(39,083)	-	(39,083)
FVTOCI	-	-	(3,110)	(3,110)
	<u>652,042</u>	<u>(521,958)</u>	<u>(3,110)</u>	<u>126,974</u>
Group - Deferred tax asset		Recognised	Recognised	
	1 January 2020	in P&L	in OCI	31 December 2020
	N'000	N'000	N'000	N'000
Property and equipment	33,507	34,410	-	67,916
Exchange difference	-	55,048	-	55,048
Losses	222,085	(138,991)	-	83,094
Provisions	4,593	104,085	-	108,678
	<u>260,184</u>	<u>54,552</u>	<u>-</u>	<u>314,736</u>

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
For the period ended 30 September 2021

Deferred tax assets are recognised to the extent that it is probable that future taxable income will be available against which the unused tax losses can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

The Group has not recognised deferred tax assets of about N3.6b arising from tax losses during the period under review as it considers the probability of recovering these losses to be low. This is because the tax exempt status of income realised on Nigerian government securities is one of the major drivers for the negative taxable profit within the Group, which is the largest contributor to the deferred tax asset, through tax losses, in the Group. The uncertainty surrounding the extension or termination of the tax exempt status at the end of 2021 has made management conclude that not all tax losses carried forward should be recorded as deferred tax assets.

	Group		Company	
	30 September 2021 =N=' 000	31 December 2020 =N=' 000	30 September 2021 =N=' 000	31 December 2020 =N=' 000
25 Managed Funds				
Short term investments	234,283,725	69,710,519	-	-
Trust funds	29,492,392	29,727,644	-	-
Sinking Funds	23,550,600	13,840,778	-	-
Payable on trust accounts	2,452,348	2,740,136	-	-
	289,779,065	116,019,077	-	-
Current	116,356,330	89,860,886	-	-
Non-Current	173,422,735	26,158,191	-	-
	289,779,065	116,019,077	-	-

Sinking Funds are funds managed by Trustees on behalf of bond issuers. The funds are invested in fixed income instruments for liquidity purposes in order to meet bondholders obligations as they become due.

26 Borrowed funds				
Borrowing from banks	49,990,412	48,766,235	48,461,808	48,537,103
Issued debt - Bonds	8,521,708	9,018,131	8,521,708	9,018,130
Commercial Papers	15,080,944	14,877,279	15,080,944	14,877,279
	73,593,064	72,661,645	72,064,461	72,432,512
Current	15,179,485	-	15,179,485	-
Non-Current	58,413,579	48,766,235	56,884,975	48,537,103
	73,593,064	48,766,235	72,064,461	48,537,103

Borrowing from bank - Loans from commercial bank represent different facilities with interest rates indexed to money market conditions for a period of ten (10) years maturing in 2030. The loans are collateralised by negative pledge.

Issued debt (Bond) - In 2020, the company successfully issued its 1st bond of series 1, N10b out of its N30b bond issuance programme. The debt is an unsecured, amortizing subordinated 5 year bond instrument. The Group has not had any defaulted in payment of principal and interest.

Commercial papers - In 2020, the Company issued series 1, 2 and 3 CPs. Series 1 and 2 CP matured in 20202 while series 3 matured in 2021 and was paid down during the period under review. we also issued a series 4 earlier in the year which has also been paid down during the period. The Company currently carries in its books Series 5, 6 and 7 CP with a face value of N19.72b with different maturity profiles.

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
For the period ended 30 September 2021

	Group		Company	
	30 September 2021	31 December 2020	30 September 2021	31 December 2020
27 Other liabilities	=N= ' 000	=N= ' 000	=N= ' 000	=N= ' 000
Bank overdraft	1,741,645	3,804	1,741,645	-
Creditors and accruals	1,242,204	1,633,739	729,932	85,831
Customers deposit	1,433,985	2,222,054	-	-
Other current liabilities	3,304,074	3,003,711	1,928,215	2,176,083
Dividend payable	-	820,000	-	-
	7,721,909	7,683,308	4,399,792	2,261,913
Current	7,721,909	7,683,308	4,399,792	2,261,913
Non-Current	-	-	-	-
	7,721,909	7,683,308	4,399,792	2,261,913
28 Current tax liabilities				
At 1 January	1,830,812	1,569,827	1,012,778	729,230
Charge for the period	1,126,851	659,730	178,154	80,145
Tax paid	(320,987)	(398,745)	(87,534)	203,403
Closing Balance	2,636,676	1,830,812	1,103,398	1,012,778
The charge for income tax in these financial statements is based on the provisions of the Companies Income Tax Act as amended, while Education Tax is based on Education Tax Act. We also have tax charged on information technology levy and police trust fund based on Police trust fund Act.				
29 Share capital	Group		Company	
	30 September 2021	31 December 2020	30 September 2021	31 December 2020
	=N= ' 000	=N= ' 000	=N= ' 000	=N= ' 000
The share capital comprises:				
(i) Authorised - 6,000,000,000 Ordinary shares of N0,5 each	3,000,000	3,000,000	3,000,000	3,000,000
(ii) Issued and fully paid - 6,000,000 Ordinary shares of N0,5 each	3,000,000	3,000,000	3,000,000	3,000,000
30 Share Premium	683,611	683,611	683,611	683,611
Share premium balance				
31 Retained earnings	Group		Company	
	30 September 2021	31 December 2020	30 September 2021	31 December 2020
	=N= ' 000	=N= ' 000	=N= ' 000	=N= ' 000
At 1 January	21,601,800	16,790,622	10,434,895	7,847,830
Transfer from profit or loss account	5,965,246	7,811,178	935,309	5,587,065
Dividend paid during the period	(4,200,000)	(3,000,000)	(4,200,000)	(3,000,000)
	23,367,046	21,601,800	7,170,204	10,434,895
32 Fair Value Reserves				
At 1 January	(858,932)	(888,097)	71,177	71,177
Arising during the period:				
Fair valuation on items that will not be subsequently reclassified to profit or loss (Note 29.1)	231,748	(2,297,266)	-	-
Fair valuation on items that will be subsequently reclassified to profit or loss (Note 29.2)	465,557	2,326,431	(1,246)	-
	(161,627)	(858,932)	69,931	71,177
32.1 Fair valuation on items that will not be subsequently reclassified to profit or loss				
Net fair value gain/(loss) on investments in quoted equity instruments measured at FVTOCI	231,748	(2,294,458)	-	-
Net fair value gain/(loss) on investments in unquoted equity instruments measured at FVTOCI	-	(2,808)	-	-
	231,748	(2,297,266)	-	-
32.2 Fair valuation on items that may be subsequently reclassified to profit or loss				
Net fair value gain(loss) on investments in debt instruments measured at FVTOCI	-	2,323,623	-	-
Net fair value gain/(loss) on investments in other financial instruments measured at FVTOCI	465,557	2,808	(1,246)	-
	465,557	2,326,431	(1,246)	-

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
For the period ended 30 September 2021
33 Related parties

Parties are considered to be related if one party has the ability to control the other party or exercise influence over the other party in making financial and operational decisions, or one other party controls both. The definition includes subsidiaries, associates, joint ventures as well as key management personnel.

33.1 Identity of related parties

	Relationship	%
United Capital Asset Management Limited	Subsidiary	100
United Capital Trustees Limited	Subsidiary	100
United Capital Securities Limited	Subsidiary	100
UC Plus	Subsidiary	100
Heirs Insurance Limited	Associate	25
Heirs Life Assurance Limited	Associate	25

33.2 Key management personnel

Key management personnel constitutes those individuals who have the authority and the responsibility for planning, directing and controlling the activities of United Capital Plc, directly or indirectly, including any director (whether executive or non-executive). The individuals who comprise the key management personnel are the Board of Directors as well as certain key management and officers.

	Group		Company	
	30 September 2021 =N='000	31 December 2020 =N='000	30 September 2021 =N='000	31 December 2020 =N='000
33.3 Other information on key management personnel				
Emoluments:				
Chairman	7,308	7,308	1,750	1,750
Other Directors	35,409	21,532	9,908	25,790
	42,717	28,840	11,658	27,540
Fees	20,300	5,500	5,500	5,500
Other emoluments	22,417	23,340	6,158	22,040
	42,717	28,840	11,658	27,540
The total number of Directors were:	9	7	9	7

33.4 The number of persons employed (excluding directors) in the company during the period was as follows:

	94	99	10	11
--	----	----	----	----

33.5 The table below shows the number of employees of the company that earned over N1,000,000.00 in the period and which fell within the bands stated below;

	30 September 2021	31 December 2020	30 September 2021	31 December 2020
N2,000,000 - N5,999,999	57	59	4	4
N6,000,000 - N7,999,999	12	13	2	3
N8,000,000 - N9,999,999	10	10	2	1
N10,000,000 and above	15	17	2	3
	94	99	10	11

33.6 Transactions with related companies

The following are the transactions and balances arising from dealings with subsidiaries of United Capital Group during the period.

Relationship	30 September 2021	31 December 2020
Account receivables		
United Capital Asset Management Limited	430,429	927,229
United Capital Trustees Limited	-	-
United Capital Securities Limited	208,213	439,543
UC Plus	463,265	250,228
	1,101,907	1,617,000
Account payable		
United Capital Trustees Limited	-	68,022
United Capital Asset Management Limited	2,500,000	2,676,052
	2,500,000	2,744,074
Interest expense		
United Capital Trustees Limited	33,566	151,793
United Capital Asset Management Limited	122,355	538,165
	155,921	689,958
Fee Income		
United Capital Asset Management Limited	-	-
	-	-

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
For the period ended 30 September 2021**34 Principal subsidiaries**

The financial statements of the Group include the operation of the following subsidiaries:

Company	Place of Incorporation	Primary Business Operation	% Held
United Capital Asset Management Limited	Nigeria	Portfolio Management	100%
United Capital Trustees Limited	Nigeria	Trusteeship	100%
United Capital Securities Limited	Nigeria	Securities Trading	100%
UC Plus Advance	Nigeria	Consumer Finance	100%

35 Events after reporting period

There are no material issues after the reporting period.

36 Contingent liabilities

The Group had no contingent liabilities during the period and no provision was made in financial statements during the period under review.

37 Capital/financial commitments

The directors are of the opinion that all known liabilities and commitments which are relevant in assessing the state of affairs of the Group have been taken into account in the preparation of the financial statements. There are no commitments for capital expenditure authorised by the Directors which has not been provided for in the financial statements as at 31 December 2020.

38 Contraventions

The Group recorded no contraventions during the period under review and as such no fine was paid (2019: NIL)

39 Securities Trading Policy

In compliance with Rule 17.15 Disclosure of Dealings in Issuers' Shares, Rulebook of the Exchange 2015 (Issuers Rule) United Capital Plc maintains a 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 undergoes periodic reviews by the Board and is updated accordingly. The Company has made specific inquiries of all its Directors and other insiders and is not aware of any infringement of the policy during the period.

40 Impact of COVID 19

Since early 2020, the Coronavirus disease (COVID-19) outbreak across China and beyond has caused significant disruption to the society, impacting the business operations, employees and customers. It is an evolving situation that the Group is monitoring closely, and any impact will depend on future developments. The Group is unable to reliably estimate the future impact of covid-19, however, we are constantly monitoring and adapting to the current realities. During the lockdown of the country due to the virus, the Group was able to minimize the impact on operations by triggering the Business Continuity Plan; part of which is working remotely as well as reaching out to customers through our online platforms (InvestNow) and as a result of this, transactions are being executed successfully.

As the pandemic begins to wane and administration of vaccine begins to receive acceptability, the economy is starting to open up and business as started seeing some traction, United Capital has continued to leverage on Technology to drive business performance to further improve on the record achieved in 2020.

Going into Q1 2021 there seemed to be a mixed outlook as the number of Covid cases continue to spike, consumer income continues to dwindle, speculations of another round of lockdown looming; on the other hand, confidence is growing on the back of the number of vaccines that are been subjected to clinical test with the hope that the globe will find a response to the covid virus. We however saw improved performance in our number in Q1.

The story in Q2 has been an improvement over Q1 performance as we begin to open our business more to physical engagements whilst we continued to leverage on Technology to reach our clients who have become a lot more comfortable with our InvestNow platform.

As a Group, we continue to remain nimble and focused as we tapped into the opportunities this pandemic presented whilst we increased our risk management focus to ensure we are not significantly impacted by all the hazards that Covid-19 still presents in 2021.

**NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
For the period ended 30 September 2021**

41 Free Floating Compliance Report

(A) Free Float Computation - Shareholding Pattern

Hypothetical Case on Free Float Computation

Company Name:

Board Listed:

Year End:

Reporting Period:

Share Price at end of reporting period:

Shareholding Structure/Free Float Status

Description

	30-Jun-21		30-Jun-20	
	units	Percentage	Unit	Percentage
Issued Share Capital	6,000,000,000	100%	6,000,000,000	100%
Substantial Shareholdings (5% and above)				
WEST COAST EQUITY LIMITED	1,560,000,000	26%	1,560,000,000	26%
Total Substantial Shareholdings	1,560,000,000	26%	1,560,000,000	26%
Directors' Shareholdings (direct and indirect), excluding directors with substantial interests				
Mr. Chika Mordi (Direct)	12,363	0.00%	12,363	0.00%
Adim Jibunoh	-	-	-	-
Emmanuel Nnorom (Indirect- Representing Vine Foods Ltd)	29,443,336	0.49%	22,056,460	0.37%
Sonny Iroche	-	-	-	-
Stephen Nwadiuko (Direct)	427,600	0.01%	427,600	0.01%
Peter Ashade (Direct)	10,000,000	0.17%	215,456	0.00%
Sunny Anene (Direct)	6,000,000	0.10%	1,084,426	0.02%
Titus Oladipupo Fatokun	-	-	-	-
Hajiya Sutura Aisha Bello	-	-	-	-
Total Directors' Shareholdings	45,883,299	0.76%	23,793,305	0.40%
Other Influential Shareholdings				
SOUTH SAHARA PROPERTY LIMITED	266,783,636	4.45%	266,783,636	4.45%
POSHVILLE INVESTMENTS LIMITED	164,228,949	2.74%	164,228,949	2.74%
STH LIMITED	161,585,363	2.69%	161,585,363	2.69%
OCEAN DATE LTD	146,453,238	2.44%	146,453,238	2.44%
Total Other Influential Shareholdings	739,051,186	12.32%	739,051,186	12.32%
Free Float in Units and Percentage	3,655,065,515	60.92%	3,677,155,509	61.29%
Free Float in Value	N 22,661,406,193.00		N 9,376,746,547.95	

(B) Declaration:

United Capital Plc with a free float percentage of 60.92% as at 30 June 2021, is compliant with The Exchange's free float requirements for companies listed on the Main Board.

VALUE ADDED STATEMENT
For the period ended 30 September 2021

	Group				Company			
	2021		2020		2021		2020	
	=N=' 000	%						
Gross earnings	11,329,284		7,069,171		2,250,402		1,559,469	
Operating expenses	(2,136,359)		(1,325,890)		(408,003)		(265,182)	
VALUE ADDED	<u>9,192,924</u>	100%	<u>5,743,281</u>	100%	<u>1,842,399</u>	100%	<u>1,294,287</u>	100%
Applied as follows:								
To pay employees:								
Salaries and other benefits	1,306,994	14%	1,186,744	21%	463,530	25%	348,462	27%
To pay Government:								
Taxes	1,126,851	12%	659,730	11%	178,154	10%	80,145	6%
Retained for future replacement of assets and expansion of business:								
- Deferred tax	-	0%	-	0%	-	0%	-	0%
- Depreciation	164,211	2%	113,839	2%	133,201	7%	89,337	7%
- Amortization	66,009	1%	45,708	0.8%	64,494	4%	44,194	3.4%
- Impairment loss	563,613	6%	273,678	5%	67,710	4%	311,385	24%
- Profit for the period	5,965,246	65%	3,463,582	60%	935,309	51%	420,764	33%
	<u>9,192,924</u>	100%	<u>5,743,281</u>	100%	<u>1,842,399</u>	100%	<u>1,294,287</u>	100%

Value added represents the additional wealth which the company has been able to create on its own and employees' efforts. The statement shows the allocation of that wealth between the employees, government and that retained by the company for the future creation of more wealth.