



UAC of Nigeria PLC
Unaudited Condensed Consolidated Financial Statements for the Period
ended 31 March 2023

UAC of Nigeria PLC
Unaudited condensed consolidated financial statements
for the 3 months period ended 31 March 2023

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Statement on Investor Relations

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


UAC of Nigeria PLC
Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income
for the 3 months period ended 31 March 2023

	Notes	3 months to March 2023 N'000	3 months to March 2022 N' 000
Continuing operations			
Revenue	3	24,620,095	27,665,698
Cost of sales	6	(21,341,235)	(22,590,283)
Gross profit		3,278,860	5,075,415
Other operating income	4	165,778	459,559
Impairment (loss)/writeback on financial assets	5	12,004	(2,874)
Selling and distribution expenses	6	(1,969,017)	(1,736,805)
Administrative expenses	6	(2,187,887)	(1,927,836)
Operating (loss)/profit		(700,262)	1,867,459
Finance income	7	358,840	240,663
Finance cost	7	(590,581)	(1,150,665)
Net finance cost		(231,741)	(910,002)
Share of (loss)/profit from associates using the equity method	14	(4,783)	21,183
(Loss)/profit before tax		(936,786)	978,640
Income tax expense	8	(222,343)	(336,540)
(Loss)/profit after tax for the period from continuing operations		(1,159,129)	642,100
Discontinued operations			
Loss after tax for the period from discontinued operations		-	(3,355)
(Loss)/profit for the period		(1,159,129)	638,745
Other comprehensive income:			
<i>Items not to be subsequently recycled to profit or loss</i>			
Net changes in fair value of financial assets	13	30,000	(11,500)
Share of other comprehensive (loss)/income of associates using the equity method	14	8,575	(48,593)
Other comprehensive (loss)/income for the period net of tax		38,575	(60,093)
Total comprehensive (loss)/income for the period net of tax		(1,120,554)	578,652
(Loss)/profit attributable to:			
Equity holders of the parent		(857,453)	516,720
Non controlling interests		(301,675)	122,025
		(1,159,129)	638,745
Total comprehensive (loss)/income attributable to:			
Equity holders of the parent		(818,879)	456,627
Non controlling interests		(301,675)	122,025
		(1,120,554)	578,652
Earnings per share attributable to owners of the parent during the period (expressed in Kobo per share):			
Basic earnings per share			
From continuing operations (Kobo)	9	(29)	18
From discontinued operations (Kobo)	9	-	(0)
From (loss)/profit for the period (Kobo)		(29)	18
Diluted earnings per share			
From continuing operations (Kobo)	9	(29)	18
From discontinued operations (Kobo)	9	-	(0)
From (loss)/profit for the period (Kobo)		(29)	18

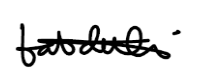
UAC of Nigeria PLC
Condensed Consolidated Statement of Financial Position
As at 31 March 2023

		31 March 2023	31 December 2022
	Notes	N' 000	N' 000
Assets			
Non-current assets			
Property, plant and equipment	10	24,602,254	25,043,411
Intangible assets and goodwill	11	3,527,816	3,626,747
Investment properties	12	2,085,360	2,435,360
Equity instrument at fair value through other comprehensive income	13	552,124	514,965
Investments in associates	14	8,515,789	8,511,997
Debt instrument at amortised cost	15	2,235,458	2,232,103
Right of use assets	17	1,387,067	1,471,771
Trade and other receivables	19	2,146,881	2,146,881
Finance lease receivable	19.1	10,372	10,372
Total non-current assets		45,063,121	45,993,607
Current assets			
Right of return assets	16	4,683	4,683
Inventories	18	26,383,510	24,396,400
Trade and other receivables	19	7,693,850	6,693,502
Finance lease receivable	19.1	600	600
Cash and cash equivalents	20	14,030,703	16,196,969
Total current assets		48,113,346	47,292,154
Total assets		93,176,467	93,285,761
Equity and Liabilities			
Ordinary share capital	29	1,463,065	1,463,065
Share premium		14,647,616	14,647,616
Contingency reserve		-	-
Fair value reserve		106,390	67,815
Equity settled share based payment reserve		403,855	342,870
Other reserve		91,923	91,923
Retained earnings		24,492,969	25,350,422
Equity attributable to equity holders of the Parent		41,205,818	41,963,711
Non controlling interests		3,014,825	3,316,500
Total equity		44,220,643	45,280,211
Liabilities			
Non-current liabilities			
Lease liability	17	685,845	569,940
Borrowings	21	2,471,898	2,467,290
Government grant	24	132,052	132,052
Deferred tax liabilities	22	2,708,129	2,708,129
Employee benefits	28	72,036	68,122
Provisions	27	34,080	34,080
Total non-current liabilities		6,104,040	5,979,613
Current liabilities			
Current income tax liabilities	8	4,219,512	3,997,168
Refund liabilities	16	4,924	4,924
Lease liability	17	634,178	789,007
Current portion of borrowings	21	15,381,659	16,537,153
Trade and other payables	23	15,749,830	13,352,005
Contract liabilities	25	1,854,268	2,311,875
Dividend payable	26	5,451,070	5,451,070
Government grant	24	87,201	92,167
Provisions	27	10,992	32,418
Total current liabilities		43,393,633	42,567,787
Total liabilities		49,497,673	48,547,400
Total equity and liabilities		93,718,317	93,827,611

The financial statements and the notes on pages 6 to 28 were approved and authorised before issue by the board of directors on 28 April 2023 and were signed on its behalf by:


Mr. Dan Agbor
Chairman
FRC/2013/NBA/0000001748


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


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

UAC of Nigeria PLC
Condensed Consolidated Statement of Changes in Equity
for the 3 months period ended 31 March 2023

Attributable to owners of the Company										
Notes	Share	Share	Contingency	Fair value	Other	Equity Settled	Retained	Non controlling		Total
	Capital	Premium	Reserve	Reserve	Reserve	Share-based Payment	Earnings	Total	Interests	
	N'000	N'000	N'000	N'000	N'000	N'000	N'000	N'000	N'000	N'000
Total equity at 1 January 2023	1,463,065	14,647,616	-	67,815	91,923	342,870	25,350,422	41,963,711	3,316,500	45,280,211
Loss for the period	-	-	-	-	-	-	(857,453)	(857,453)	(301,675)	(1,159,128)
Other comprehensive loss	-	-	-	38,575	-	-	-	38,575	-	38,575
Net changes in equity settled share-based payment	-	-	-	-	-	60,985	-	60,985	-	60,985
Balance at 31 March 2023	1,463,065	14,647,616	-	106,390	91,923	403,855	24,492,969	41,205,818	3,014,825	44,220,643
Total equity at 1 January 2022	1,440,648	14,174,606	69,571	215,845	91,923	98,931	29,889,951	45,981,475	4,856,831	50,838,306
Profit for the period	-	-	-	-	-	-	516,720	516,720	122,025	638,745
Other comprehensive income	-	-	-	(60,093)	-	-	-	(60,093)	-	(60,093)
Net changes in equity settled share-based payment	-	-	-	-	-	60,985	-	60,985	-	60,985
Balance at 31 March 2022	1,440,648	14,174,606	69,571	155,752	91,923	159,916	30,406,671	46,499,087	4,978,856	51,477,943

UAC of Nigeria PLC
Condensed Consolidated Statement of Cash Flows
for the 3 months period ended 31 March 2023

		The Group	
	Notes	31 March 2023	31 March 2022
		N' 000	N'000
Cash flows from operating activities			
Cash generated used in operations	30	(413,477)	(11,659,159)
Corporate tax paid	8	-	-
Net cash flows used in operating activities		(413,477)	(11,659,159)
Cash flows from investing activities			
Purchase of property, plant and equipment	10	(663,215)	(787,723)
Purchase of intangible assets	11	-	(104,734)
Proceeds from sale of property, plant and equipment		64,032	8,788
Proceeds from sale of Intangible asset		384	-
Proceeds from disposal of investment properties		350,000	460,000
Investment in equity instruments measured at fair value through other comprehensive income	13	(7,159)	(46,824)
Refund from investment measured at fair value through other comprehensive income	13	-	497
Investment in debt instrument	15	-	(83,334)
Lease prepayment	17	-	(87,895)
Interest received		342,922	212,332
Net cash flows used in investing activities		86,964	(428,892)
Cash flows from financing activities			
Repayment of lease liability principal	17	(51,333)	(161,264)
Proceeds from borrowings	21	872,347	21,572,940
Repayment of borrowings	21	(2,932,097)	(7,326,600)
Interest paid on loans	21	(343,853)	(776,217)
Net cash flows generated from financing activities		(2,454,936)	13,308,860
Cash & cash equivalents at the beginning of the year		16,197,688	11,410,811
Net increase in cash & cash equivalents		(2,781,449)	1,220,808
Cash & cash equivalents at the end of the period	20	13,416,239	12,631,619

UAC of Nigeria Plc
Notes to the condensed consolidated financial statements
for the 3 months period ended 31 March 2023

1. General information

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

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

2. Summary of Significant Accounting Policies

2.1 Basis of Preparation

This condensed consolidated financial statement for the period ended 31 March 2023 has been prepared in accordance with IAS 34 Interim Financial Reporting. The financial statements have been prepared on a historical cost basis except for investment property measured at fair value and financial instruments measured at fair value through other comprehensive income.

2.2 Accounting Policies

The accounting policies adopted are consistent with those for the period ended 31 December 2022.

2.3 Estimates

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

In preparing these condensed consolidated financial statements, the significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial statements for the year ended 31 December 2022.

2.4 Financial Risk Management

The Group's activities expose it to a variety of financial risks: market risk (including currency risk, fair value interest rate risk, cash flow interest rate risk and price risk), credit risk and liquidity risk. The Group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance.

This condensed consolidated financial statements do not include all financial risk management information and disclosures required in the annual financial statements; they should be read in conjunction with the company's annual financial statements as at 31 December 2022. There have been no changes in the risk management structure since year end or in any risk management policy.

2.5 Securities Trading Policy

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

2.6 Management Assessment of Internal Control

The management of UAC of Nigeria PLC and its subsidiary companies are responsible for establishing and maintaining adequate internal control over financial reporting. The group's internal control system was designed to provide reasonable assurance to the Board of Directors regarding the preparation and fair representation of published financial statements. The Group's internal controls were assessed within the reporting period and were deemed to be effective as of 31 March 2023.

2.7 New standards, interpretations and amendments adopted by the Group

The accounting policies adopted in the preparation of the condensed consolidated financial statements are consistent with those followed in the preparation of the Group's annual consolidated financial statements for the year ended 31 December 2022, except for the adoption of new standards effective as of 1 January 2023. The Group has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective. Several amendments apply for the first time in 2023, but do not have an impact on the condensed consolidated financial statements of the Group.

UAC of Nigeria PLC
Notes to the condensed consolidated financial statements
for the 3 months period ended 31 March 2023

3. Segment Analysis

The Group

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

Management has determined the operating segments based on these reports.

The Group has identified the following as segments:

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

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

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

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

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

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

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

	Animal Feeds & Other Edibles	Paints	Packaged Food & Beverages	QSR	Others	Total
31 March 2023	N' 000	N' 000	N' 000	N' 000	N' 000	N' 000
Revenue from contracts with customers	15,101,406	3,971,244	5,406,710	941,609	163,941	25,584,909
Rental income	-	-	-	-	58,035	58,035
Total Revenue	15,101,406	3,971,244	5,406,710	941,609	221,975	25,642,943
Intergroup revenue	(810,757)	-	(62,108)	-	(149,983)	(1,022,848)
Revenue from third parties	14,290,649	3,971,244	5,344,601	941,609	71,992	24,620,095
Operating profit/(loss)	(832,467)	390,894	67,214	(152,478)	(173,425)	(700,262)
Profit/(loss) before tax	(1,279,161)	576,496	(6,491)	(195,307)	(32,323)	(936,786)
Loss after tax for the year from discontinued operations	-	-	-	-	-	-
Property, plant and equipment	11,947,170	2,143,424	8,545,515	1,134,752	831,393	24,602,254
Net assets	11,068,949	6,988,736	8,233,691	(1,181,432)	19,110,700	44,220,643

UAC of Nigeria PLC
Notes to the condensed consolidated financial statements
for the 3 months period ended 31 March 2023

	Animal Feeds & Other Edibles	Paints	Packaged Food & Beverages	QSR	Others	Total
31 March 2022	N' 000	N' 000	N' 000	N' 000	N' 000	N' 000
Revenue from contracts with customers	16,543,977	4,655,782	6,486,350	591,407	177,634	28,455,150
Rental income	-	-	-	-	51,653	51,653
Total Revenue	16,543,977	4,655,782	6,486,350	591,407	229,287	28,506,803
Intergroup revenue	(637,166)	(621)	(23,369)	-	(179,948)	(841,104)
Revenue from third parties	15,906,811	4,655,161	6,462,981	591,407	49,339	27,665,699
Operating profit/(loss)	636,748	760,085	432,808	(136,983)	174,801	1,867,459
Profit / (Loss) before tax	(129,830)	781,325	338,272	(166,642)	155,515	978,640
Loss after tax for the year from discontinued operations	-	-	-	-	(3,355)	(3,355)
Property, plant and equipment	12,579,769	1,808,214	6,599,653	485,965	916,110	22,389,711
Net assets	17,969,764	4,941,089	8,638,409	(323,189)	20,251,870	51,477,943

Entity wide information

	31 March 2023	31 March 2022
	N'000	N'000
Analysis of revenue by category:		
Revenue from contracts with customers	24,565,306	27,616,360
Rental income	54,789	49,338
	24,620,095	27,665,699
Analysis of revenue by geographical location:		
Nigeria	24,620,095	27,665,699
Others	-	-
	24,620,095	27,665,699

Concentration risk

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

UAC of Nigeria PLC
Notes to the condensed consolidated financial statements
for the 3 months period ended 31 March 2023

Disaggregated Revenue
Group

Segments	For the period ended 31 March 2023					
	Animal Feeds & Other Edibles	Paints	Packaged Food & Beverages	QSR	Others	Total
	N'000	N'000	N'000	N'000	N'000	N'000
Revenue from contracts with customers						
Sale of goods	14,290,649	3,965,363	5,344,601	941,609	-	24,542,222
Rendering of service	-	5,881	-	-	71,992	77,873
Total	14,290,649	3,971,244	5,344,601	941,609	71,992	24,620,095
Geographical Markets						
Nigeria	14,290,649	3,971,244	5,344,601	941,609	71,992	24,620,095
Outside Nigeria	-	-	-	-	-	-
Total	14,290,649	3,971,244	5,344,601	941,609	71,992	24,620,095
Timing of revenue						
Goods transferred at a point in time	14,290,649	3,965,363	5,344,601	941,609	-	24,542,222
Services transferred over time	-	5,881	-	-	71,992	77,873
Total	14,290,649	3,971,244	5,344,601	941,609	71,992	24,620,095

Segments	For the period ended 31 March 2022					
	Animal Feeds & Other Edibles	Paints	Packaged Food & Beverages	QSR	Others	Total
	N'000	N'000	N'000	N'000	N'000	N'000
Revenue from contracts with customers						
Sale of goods	15,906,811	4,653,415	6,462,981	591,407	-	27,614,614
Rendering of service	-	1,746	-	-	49,339	51,085
Total	15,906,811	4,655,161	6,462,981	591,407	49,339	27,665,699
Geographical Markets						
Nigeria	15,906,811	4,655,161	6,462,981	591,407	49,339	27,665,699
Outside Nigeria	-	-	-	-	-	-
Total	15,906,811	4,655,161	6,462,981	591,407	49,339	27,665,699
Timing of revenue						
Goods transferred at a point in time	15,906,811	4,653,415	6,462,981	591,407	-	27,614,614
Services transferred over time	-	1,746	-	-	49,339	51,085
Total	15,906,811	4,655,161	6,462,981	591,407	49,339	27,665,699

UAC of Nigeria PLC
Notes to the condensed consolidated financial statements
for the 3 months period ended 31 March 2023

4 Other operating income

	3 months to March 2023	3 months to March 2022
	N' 000	N' 000
Profit on sale of Property, Plant and Equipment	40,390	1,038
Profit on sale of investment property (Note 12)	-	386,395
Government grant (Note 24)	4,966	-
Rental income (a)	-	825
Other income (b)	120,422	71,301
Total other operating income	165,778	459,559

(a) Rental Income

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

(b) Other income

	3 months to March 2023	3 months to March 2022
	N' 000	N' 000
Management fees	31,486	36,138
Sale of scrap, used bags and by products	71,533	33,761
Other trading income (i)	17,403	1,402
	120,422	71,301

(i) Other trading income

Included in other trading income is a compensation of ₦15mn received from the Akwa Ibom State Government in settlement of all claims in connection with the litigation matter on the property at 1 Etebi Street, Eket, Akwa Ibom State

5 Impairment loss on financial assets

	3 months to March 2023	3 months to March 2022
	N' 000	N' 000
Impairment (loss)/writeback on trade receivables (Note 19)	12,004	(3,334)
Write back of impairment loss on other financial assets	-	460
Impairment (loss)/writeback on financial asset	12,004	(2,874)

6 (a) Expenses by nature

	3 months to March 2023	3 months to March 2022
	N' 000	N' 000
Changes in inventories of finished goods and work in progress	18,056,386	19,634,000
Write off of inventories to net realisable value	22,625	31,007
Personnel and Directors' expenses	2,602,712	2,431,138
Depreciation charge on property, plant and equipment	685,433	575,673
Depreciation charge on right-of-use asset	84,155	98,739
Amortisation of intangibles	124,029	3,588
Royalty fees	136,165	142,708
Rents & rates	72,575	57,721
Electricity & power	1,009,020	769,392
Vehicles repairs, maintenance & fueling	163,987	159,583
Other repairs & maintenance	186,072	241,532
Auditors' remuneration	36,448	32,917
Information technology charge	200,250	159,537
Legal and professional expenses	130,232	171,625
Donations	3,113	-
Subscriptions	30,340	27,017
Insurance	116,174	62,194

UAC of Nigeria PLC
Notes to the condensed consolidated financial statements
for the 3 months period ended 31 March 2023

6(a) Expenses by nature (continued)

	3 months to March 2023	3 months to March 2022
	N' 000	N' 000
Distribution expenses	990,347	829,847
Marketing, advertising & communication	349,944	312,998
Hire of equipment	22,243	39,661
Catering expenses	98,939	64,388
Cleaning, laundry & sanitation	61,344	41,520
Levies, licenses & permit	8,850	16,676
Security	75,809	70,478
Tour and travelling	75,749	125,773
AGM expenses	12,051	14,147
Bank charges	18,372	22,991
Stationery and printing	15,806	16,441
Uniform and safety kit	671	7,760
Consumables	20,260	24,973
Training and recruitment expenses	11,821	4,554
Project expense	4,437	9,697
Entertainment expense	19,279	5,915
Corporate gifts	4,923	28,702
Sundry office expenses (c)	47,577	20,034
	25,498,139	26,254,924

(b) Expenses by Function

Analysed as:

Cost of sales	21,341,235	22,590,283
Selling and distribution expenses	1,969,017	1,736,805
Administrative expenses	2,187,887	1,927,836
	25,498,139	26,254,924

(c) Sundry office expenses comprise of the following:

	3 months to March 2023	3 months to March 2022
	N' 000	N' 000
VAT on commercial service fees	11,005	8,722
Other miscellaneous expenses	36,572	11,312
	47,577	20,034

7. Net finance (cost)/income

	3 months to March 2023	3 months to March 2022
	N' 000	N' 000
Interest income on short-term bank deposits	270,405	137,339
Interest income on related party loans	47,643	59,274
Interest income on bonds	40,792	44,050
Finance Income	358,840	240,663
Interest on bank loans (Note 21)	(637,535)	(773,512)
Interest expense on lease liability (Note 17)	(12,410)	(24,756)
Total interest cost	(649,946)	(798,268)
Amortisation of premium of bonds	(12,001)	(16,485)
Exchange gain/(loss)	71,366	(335,912)
Finance cost	(590,581)	(1,150,665)
Net finance cost	(231,741)	(910,002)

UAC of Nigeria PLC
Notes to the condensed consolidated financial statements
for the 3 months period ended 31 March 2023

8. Current income tax liabilities

	31 March 2023	31 December 2022
	N'000	N'000
Opening balance	3,997,168	3,726,695
Income tax expense	222,343	1,111,114
Minimum tax	-	456,730
Withholding tax credit notes utilised	-	(181,136)
Payment during the period	-	(1,116,235)
	4,219,512	3,997,168

9. Earnings Per Share

(a) Basic

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

	3 months to March 2023	3 months to March 2022
	N' 000	N' 000
Profit attributable to ordinary equity shareholders:		
(Loss)/profit from continuing operations	(857,453)	519,628
Loss from discontinued operations	-	(2,908)
(Loss)/profit for the period	(857,453)	516,720

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

Basic earnings per share

From continuing operations (Kobo)	(29)	18
From discontinued operations (Kobo)	-	-0
From (loss)/profit for the period (Kobo)	(29)	18

(b) Diluted

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

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10. Property, plant and equipment

Cost:	Land	Buildings	Plant and Machinery	Computer Equipment	Motor Vehicles	Office Furniture	Capital Work in progress	Total
	N'000	N'000	N'000	N'000	N'000	N'000	N'000	N'000
At 1 January 2023	1,352,793	7,958,007	23,897,213	1,246,242	4,182,379	1,255,131	3,032,588	42,924,353
Additions	-	21,229	236,428	11,417	3,640	65,845	324,656	663,215
Disposals	-	(19)	(278,463)	(3,878)	(101,224)	(2,662)	(250,694)	(636,939)
Transfer to intangible asset	-	-	-	-	-	14	(28,299)	(28,285)
Reclassifications	-	7,584	16,715	8,688	6,104	1,577	(40,668)	-
Write-off	-	-	-	-	-	-	-	-
At 31 March 2023	1,352,793	7,986,801	23,871,894	1,262,469	4,090,899	1,319,905	3,037,583	42,922,343
At 1 January 2022	1,352,793	7,581,182	21,677,807	1,176,802	3,466,064	1,043,076	2,678,305	38,976,029
Additions	-	265,349	2,743,281	109,154	1,117,000	151,905	1,594,500	5,981,189
Disposals	-	-	(399,545)	(17,206)	(137,513)	(2,834)	-	(557,098)
Transfer to intangible asset	-	17,476	-	11	-	9,639	(499,306)	(472,180)
Transfer from assets held for sale	-	-	18,299	-	-	2,786	-	21,085
Write off	-	(7,287)	(677,419)	(46,982)	(291,437)	(1,547)	-	(1,024,672)
Reclassifications	-	101,287	534,790	24,463	28,265	52,106	(740,911)	-
At 31 December 2022	1,352,793	7,958,007	23,897,213	1,246,242	4,182,379	1,255,131	3,032,588	42,924,353
Accumulated depreciation and impairment								
At 1 January 2023	-	2,372,911	11,815,523	925,105	1,944,200	811,201	12,000	17,880,942
Charge for the period	-	49,911	412,260	24,534	137,753	60,976	-	685,434
Disposals	-	-	(156,368)	(2,266)	(85,423)	(2,229)	-	(246,286)
Write-off	-	-	-	-	-	-	-	-
At 31 March 2023	-	2,422,822	12,071,415	947,373	1,996,529	869,948	12,000	18,320,090
At 1 January 2022	-	2,200,953	11,243,065	861,703	1,732,691	701,953	12,000	16,752,365
Charge for the year	-	178,799	1,483,695	112,898	609,504	111,232	-	2,496,128
Disposals	-	(2)	(367,791)	(2,751)	(113,811)	(1,401)	-	(485,756)
Transfer from asset held for sale	-	-	16,103	-	-	836	-	16,939
Write off	-	(6,839)	(559,549)	(46,745)	(284,184)	(1,419)	-	(898,734)
Reclassifications	-	-	-	-	-	-	-	-
At 31 December 2022	-	2,372,911	11,815,523	925,105	1,944,200	811,201	12,000	17,880,942
Net book values:								
At 31 December 2022	1,352,793	5,585,095	12,081,690	321,137	2,238,179	443,930	3,020,588	25,043,411
At 31 March 2023	1,352,793	5,563,978	11,800,479	315,096	2,094,370	449,958	3,025,583	24,602,254

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11. Intangible assets and goodwill

	Goodwill	Brands & Trade Marks	Software	Capital Work in progress	Total
Cost	N' 000	N' 000	N' 000	N' 000	N' 000
At 1 January 2023	548,747	1,070,185	3,210,066	10,811	4,839,810
Additions - externally acquired during the period	-	-	-	-	-
Transfers	-	-	28,286	-	28,286
Disposals	-	-	(3,187)	-	(3,187)
At 31 March 2023	548,747	1,070,185	3,235,164	10,811	4,864,908
At 1 January 2022	548,747	1,070,185	849,016	180,118	2,648,066
Additions - externally acquired during the year	-	-	1,422,626	422,893	1,845,519
Transfer	-	-	472,180	-	472,180
Write-off	-	-	(125,956)	-	(125,956)
Reclassifications	-	-	592,200	(592,200)	-
At 31 December 2022	548,747	1,070,185	3,210,066	10,811	4,839,810
Accumulated amortisation					
At 1 January 2023	-	288,439	924,625	-	1,213,063
Amortisation for the period	-	-	124,029	-	124,029
Write-off	-	-	-	-	-
At 31 March 2023	-	288,439	1,048,654	-	1,337,092
At 1 January 2022	-	288,439	839,978	-	1,128,417
Amortisation for the year	-	-	206,740	-	206,740
Write-off	-	-	(122,094)	-	(122,094)
At 31 December 2022	-	288,439	924,625	-	1,213,063
Net book values					
At 31 December 2022	548,747	781,747	2,285,441	10,811	3,626,746
At 31 March 2023	548,747	781,747	2,186,510	10,811	3,527,816

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12 . Investment properties

Fair value	Leasehold land & building N' 000	Total investment properties N' 000
At 1 January 2023	2,435,360	2,435,360
Additions during the year	-	-
Disposals	(350,000)	(350,000)
At 31 March 2023	2,085,360	2,085,360
At 1 January 2022	3,470,685	3,470,685
Additions during the year	-	-
Disposals	(228,951)	(228,951)
Loss from fair value adjustments on investment property	(806,374)	(806,374)
Loss from fair value adjustments on investment property	2,435,360	2,435,360

Fair value of investment properties is categorised as follows:

31 December 2022	Leasehold land & building N' 000	Total investment properties N' 000
External valuation	2,435,360	2,435,360
	2,435,360	2,435,360

The Group's investment properties were valued in December 2022 by Robert Offor & Co. (FRC/2015/NIESV/00000010621), an independent professionally qualified valuer who holds recognised relevant professional qualifications and has recent experience in the locations and categories of the investment properties valued. The valuation report for 2022 was signed by the firm's managing partner Mr. Robert Offor (FRC/2015/NIESV/00000010621)

13. Equity instrument at fair value through other comprehensive income

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

	31 March 2023 N' 000	31 December 2022 N' 000
Opening balance	514,965	449,975
Additions	7,159	137,862
Inflow from Kandua	-	(497)
Fair value (loss)/gain (a)	30,000	(72,375)
Closing balance	552,124	514,965

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

	Fair value as at 31 March 2023	Fair value as at 31 December 2022	Dividend Income Recognised in 2023	Dividend Income Recognised in 2022
Investment in Central Securities Clearing System (CSCS) PLC	185,750	155,750	-	8,325
Investment in:				
Kandua	108,253	108,253	-	-
Ventures Platform IV GP Limited	145,021	137,862	-	-
Investment in Unicorn Growth Capital LLC	113,100	113,100	-	-
	552,124	514,965	-	8,325

(a) Fair value (loss)/gain

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

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14. Investment in associates

Set out below are the associates of the Group as at 31 March 2023. The associates as listed below have share capital consisting solely of ordinary shares, which are directly held by the Group. The country of incorporation or registration is also their principal place of business.

Nature of investment in associates:

	Country of incorporation	31 March 2023 N'000	31 December 2022 N'000
UPDC PLC	Nigeria	42.85%	42.85%
MDS Logistics	Nigeria	43.00%	43.00%

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

	31 March 2023 N'000	31 December 2022 N'000
Opening balance	8,511,997	8,491,446
Share of profit/(loss)	(4,783)	103,444
Share of other comprehensive profit/(loss)	8,575	(82,893)
Closing balance	8,515,789	8,511,997

(b) Summarised financial information for associates

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

		Non-current assets N'000	Current assets N'000	Non-current liabilities N'000	Current liabilities N'000
31 March 2023					
UPDC PLC		8,995,647	9,842,629	4,775,112	5,804,142
MDS Logistics Ltd		15,180,185	3,798,900	12,316,871	1,731,145
		Profit/(loss)	Profit/(loss)	Other	Total
		from	from	comprehensive	comprehensive
		continuing	discontinued	income	income
		operations	operations	income	income
		Revenue	Revenue	Revenue	Revenue
		N'000	N'000	N'000	N'000
31 March 2023					
UPDC PLC	843,122	(157,626)	-	20,012	(137,614)
MDS Logistics Ltd	4,037,044	156,488	-	-	156,488
		Non-current	Current asset	Non-current	Current liabilities
		asset	asset	liabilities	liabilities
		N'000	N'000	N'000	N'000
31 December 2022					
UPDC PLC		8,961,489	10,466,914	4,775,112	6,256,655
MDS Logistics Ltd		15,898,714	3,750,863	12,081,871	2,793,125
		Profit/(loss)	Profit/(loss)	Other	Total
		from	from	comprehensive	comprehensive
		continuing	discontinued	income	income
		operations	operations	income	income
		Revenue	Revenue	Revenue	Revenue
		N'000	N'000	N'000	N'000
31 March 2022					
UPDC PLC	780,780	129,539	(8,728)	(113,401)	7,410
MDS Logistics Ltd	2,218,548	(55,509)	-	-	(55,509)

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	31 March 2023	31 December 2022
	N' 000	N' 000
15a. Debt instruments at amortised cost		
Opening balance	2,236,615	2,476,184
Additions during the period	-	297,359
Settlements during the period	-	(585,028)
Coupon accrued	40,792	180,628
Coupon received	(24,874)	(184,745)
Premium amortised to P/L	(12,001)	(61,694)
Exchange (loss)/gain on revaluation	(562)	113,911
Gross investment in debt	2,239,970	2,236,615
Expected credit loss	(4,512)	(4,512)
Closing balance	2,235,458	2,232,103

	31 March 2023	31 December 2022
	N' 000	N' 000
15b. Finance cost on debt instruments at amortised cost		
Premium amortised to P/L	12,001	61,694
	12,001	61,694

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

The Group invests only in quoted debt securities with low credit risk. The Group's debt instruments at amortised cost comprised solely of quoted eurobonds that are rated by reputable Credit Rating Agencies. The Group recognised provision for expected credit losses on its debt instruments at amortised cost of N4,512,742 (2022: N4,512,742).

31 March 2023				
Bond type	Stage 1	Stage 2	Stage 3	Total
	N' 000	N' 000	N' 000	N' 000
B-/Fitch ETI 2031	210,407	-	-	210,407
B-/S&P; B-/Fitch Ecobank 2026	492,593	-	-	492,593
B-/S&P; B-/Fitch SEPLAT 2026	247,755	-	-	247,755
B2/Moody's; B/S&P; B+/Fitch FGN 2025	1,185,497	-	-	1,185,497
	2,136,251	-	-	2,136,251
Premium on bonds	104,129	-	-	104,129
Discount on bonds	(410)	-	-	(410)
Total	2,239,970	-	-	2,239,970

31 December 2022				
Bond type	Stage 1	Stage 2	Stage 3	Total
	N' 000	N' 000	N' 000	N' 000
B-/Fitch ETI 2031	205,583	-	-	205,583
B-/S&P; B-/Fitch Ecobank 2026	501,535	-	-	501,535
B-/S&P; B-/Fitch SEPLAT 2026	243,177	-	-	243,177
B2/Moody's; B/S&P; B+/Fitch FGN 2025	1,170,600	-	-	1,170,600
	2,120,895	-	-	2,120,895
Premium on bonds	116,137	-	-	116,137
Discount on bonds	(417)	-	-	(417)
Total	2,236,615	-	-	2,236,615

	Stage 1	Stage 2	Stage 3	Total
	N' 000	N' 000	N' 000	N' 000
Movement in Expected Credit Loss (ECL)				
At 1 January 2023	4,512	-	-	4,512
Additions during the period	-	-	-	-
31 March 2023	4,512	-	-	4,512
At 1 January 2022	7,316	-	-	7,316
Writeback during in the year	(2,804)	-	-	(2,804)
At 31 December 2022	4,512	-	-	4,512

16. Right of return assets and refund liabilities

	31 March 2023	31 December 2022
	N' 000	N' 000
Right of return assets	4,683	4,683
Refund liabilities		
- Arising from rights of return	4,924	4,924
	4,924	4,924

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

Right of return of assets

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

Refund liabilities

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

17. Right of use assets

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

Right of use assets	Land and Building	Plant and Machinery	Total
	N' 000	N' 000	N' 000
At 1 January 2023	1,461,247	10,524	1,471,771
Additions	-	-	-
Depreciation expenses	(74,475)	(9,680)	(84,155)
Lease termination	-	-	-
Reclassification	(549)	-	(549)
At 31 March 2023	1,386,222	844	1,387,067
At 1 January 2022	581,080	136,814	717,894
Additions	1,235,479	-	1,235,479
Depreciation expenses	(355,312)	(126,290)	(481,602)
Lease termination	-	-	-
At 31 December 2022	1,461,247	10,524	1,471,771

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

17. Lease Liability	31 March 2023	31 December 2022
	N' 000	N' 000
Opening balance	1,358,947	612,636
Accretion interest	12,410	204,741
Reclassification	-	-
Additions during the period	-	988,969
Payment of principal	(51,333)	(447,399)
Interest payment	-	-
Lease terminated	-	-
Closing balance	1,320,024	1,358,947
Current	634,178	789,007
Non-current	685,845	569,940
	1,320,024	1,358,947

18. Inventories

	31 March 2023	31 December 2022
	N' 000	N' 000
Raw materials and consumables	18,989,923	16,639,275
Technical stocks and spares	2,291,314	3,795,822
Finished goods and goods for resale	6,785,282	6,829,330
	28,066,519	27,264,427
Write down to net realisable value	(1,683,009)	(2,868,027)
	26,383,510	24,396,400

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19. Trade and other receivables

	31 March 2023	31 December 2022
	N' 000	N' 000
Trade receivables	2,691,739	2,266,777
Less: allowance for impairment of trade receivables	(692,900)	(704,904)
Net trade receivables	1,998,839	1,561,873
Receivables from associates	180,895	109,322
Loan receivable from associate	2,146,881	2,146,881
Allowance for impairment of receivables from associates	(5,485)	(5,485)
Other receivables	1,546,409	1,583,553
Advance payments	243,977	685,319
WHT receivable	625,512	607,857
Prepayments - staff grants	58,343	53,296
Prepayments- Other	3,045,361	2,097,767
	9,840,732	8,840,383

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

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

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

Prepayments - other relates to prepaid expenses that are amortised over a period and import prepayments.

	31 March 2023	31 December 2022
	N' 000	N' 000
Trade and other receivables - Current	7,693,850	6,693,502
Trade and other receivables - Non-current	2,146,881	2,146,881
Total trade and other receivables	9,840,732	8,840,383

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

	31 March 2023	31 December 2022
	N' 000	N' 000
Opening balance	704,904	761,146
Expected credit loss allowance	(12,004)	116,263
Amount written off	-	(172,505)
Closing balance	692,900	704,904

Movements in the allowance for impairment of receivables from associates

	31 March 2023	31 December 2022
	N' 000	N' 000
Opening balance	5,485	16,632
Writeback on expected credit loss allowance	-	(11,147)
Closing balance	5,485	5,485

19.1 Finance lease receivable	31 March 2023	31 December 2022
	N' 000	N' 000
Gross investment in lease	83,600	83,600
Unearned finance income	(72,628)	(72,628)
	10,972	10,972

	31 March 2023	31 December 2022
	N' 000	N' 000
Current asset	600	600
Non-current asset	10,372	10,372
Total finance lease receivable	10,972	10,972

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

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20. Cash and cash equivalents

	31 March 2023	31 December
	N' 000	2022
		N' 000
Cash at bank and in hand	3,874,748	2,315,714
Short-term deposits	10,156,674	13,881,974
Expected credit loss on short term deposit	(719)	(719)
Cash and short-term deposits	14,030,703	16,196,969

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

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

In 2015, The Securities and Exchange Commission directed all Registrars to return all unclaimed dividends, which have been in their custody for fifteen months and above, to the paying companies. Included in the cash and short-term deposits is ₦4.95 bn which represents unclaimed dividends received from the registrars as at 31 March 2023 (December 2022: ₦4.95 bn).

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

(i) Reconciliation to statement of cash flow

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

	31 March 2023	31 December
	N' 000	2022
		N' 000
Cash at bank and in hand	3,874,748	2,315,714
Short-term deposits	10,156,674	13,881,974
Bank overdraft	(615,182)	-
Balances per statement of cash flow	13,416,239	16,197,688

21. Borrowings

	31 March 2023	31 December
	N' 000	2022
		N' 000
Current borrowings		
Loans due within one year (note 21(i))	15,381,659	16,537,153
	15,381,659	16,537,153
Non-current borrowings		
Loans due after one year (note 21(ii))	2,471,898	2,467,290
Total borrowings	17,853,556	19,004,443
Opening balance	19,004,443	19,911,612
Repayment of borrowing during the year	(2,934,828)	(104,083,120)
Proceeds from Bank overdraft	617,913	-
Initial fair value of government grant	-	(488,570)
Interest on loans	637,535	3,261,224
Interest paid	(343,853)	(2,185,137)
Additions	872,347	102,588,434
Closing balance	17,853,556	19,004,443

The above borrowings are denominated in Naira.

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21. Borrowings (continued)

The borrowings are repayable as follows:

	31 March 2023	31 December 2022
	N' 000	N' 000
Within one year	15,381,659	16,537,153
Over one year	2,471,898	2,467,290
	17,853,556	19,004,443

(i) Loans due within one year

		31 March 2023	31 December 2022		
	Effective Interest Rate	N' 000	N' 000	Maturity date	Security
First Bank of Nigeria Ltd	18.0%	615,182	-	Dec-23	No security
First Bank of Nigeria Ltd	18.5%/18%	7,668,462	9,835,225	Mar-24	No security
First Bank of Nigeria Ltd	18.0%	2,495,259	2,391,799	Jul-23	No security
First Bank of Nigeria Ltd - Commercial loan	16.0%	2,147,677	2,068,532	Jul-23	No security
Zenith bank - Commercial loan	16.5%	1,010,667	1,010,667	Oct-23	No security
Zenith bank - Produce loan	16.0%	798,872	-	Jan-24	No security
CBN CACS FUND-UBN	9.0%	-	495,820	Feb-23	No security
FSDH	8.5%+SOFR*	645,539	735,110	Apr-23	Negative pledge
		15,381,658	16,537,153		

The above borrowings are denominated in Naira.

(ii) Loans due after one year

		31 March 2023	31 December 2022		
Details of the loan maturities due after one year are as follows:	Effective Interest Rate	N' 000	N' 000	Maturity date	Security
First Bank of Nigeria Ltd - CBN DCRR Facility	9.0%	1,280,748	1,380,748	Jan-27	No Security
Famous Brands Limited**	12.0%	1,191,150	1,086,542	May-26	No Security
		2,471,898	2,467,290		

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

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22. Deferred Tax

The analysis of deferred tax liabilities is as follows:

	31 March 2023	31 December 2022
	N'000	N'000
Deferred tax liabilities:		
– Deferred tax liability to be recovered after more than 12 months	(2,708,129)	(2,708,129)
Deferred tax liabilities	(2,708,129)	(2,708,129)
Net Deferred tax liabilities	(2,708,129)	(2,708,129)

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

	31 March 2023	31 December 2022
	N'000	N'000
Opening balance	(2,708,129)	(4,649,022)
(Charged)/credited to profit or loss	-	1,933,655
Reclassification of deferred tax asset to deferred tax liability	-	-
Credited/(charged) to other comprehensive income	-	7,238
Closing balance	(2,708,129)	(2,708,129)

The Group has tax losses of ₦611,585,458 (2022: ₦611,585,458) that are available indefinitely for offsetting against future taxable profits of the Company in which the losses arose. Deferred tax assets have not been recognised in respect of these losses as they may not be used to offset taxable profits elsewhere in the Group, they have arisen in subsidiary that have been loss-making for some time, and there are no other tax planning opportunities or other evidence of recoverability in the near future. On this basis, the Group has determined that it cannot recognise deferred tax assets on the tax losses carried forward.

Deferred tax liabilities	Property, plant and instruments measured at FVOCI & Provisions		Tax losses	Leases	Exchange difference	Investment properties	Capital Gains to be reinvested	Total
	N'000	Allowance for impairment on receivables, equity N'000						
At 1 January 2022	4,833,361	(602,581)	(89,795)	49,195	111,774	347,068	-	4,649,022
Reclassification from deferred tax asset (Credited)/Charged to profit or loss	(256,857)	(92,685)	(1,632,487)	(3,073)	154,980	(103,533)	-	(1,933,655)
Charged to other comprehensive income	-	(7,238)	-	-	-	-	-	(7,238)
At 31 December 2022	4,576,504	(702,504)	(1,722,282)	46,122	266,754	243,535	-	2,708,129
At 1 January 2023	4,576,504	(702,504)	(1,722,282)	46,122	266,754	243,535	-	2,708,129
Charged to profit or loss	-	-	-	-	-	-	-	-
At 31 March 2023	4,576,504	(702,504)	(1,722,282)	46,122	266,754	243,535	-	2,708,129

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23. Trade and other payables

	31 March 2023	31 December 2022
	N' 000	N' 000
Trade payables	8,283,043	6,479,598
Other payables	1,914,545	2,274,640
WHT payable	589,550	654,294
VAT payable	309,281	184,375
PAYE payable	50,584	37,314
Accruals	4,602,827	3,721,784
Total	15,749,830	13,352,005

Terms and conditions of the above financial liabilities

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

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

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

24. Government Grant

	31 March 2023	31 December 2022
	N' 000	N' 000
Opening balance	224,219	-
Amount received during the year	-	488,569
Amortised to the statement of profit or loss	(4,966)	(264,350)
Closing balance	219,253	224,219
Current	87,201	92,167
Non-current	132,052	132,052
	219,253	224,219

Government grant represents the savings made by Grand Cereals Limited on interest paid on Federal government agriculture intervention fund (DCRR) facility obtained from Central Bank of Nigeria (2022: GCL: ₦219mn; LSF: ₦4.9mn). The facility was obtained at an interest rate of 5% but later increased to 9% in September 2022 as against prevailing commercial rate of 18%.

25. Contract liabilities

	31 March 2023	31 December 2022
	N' 000	N' 000
Opening balance	2,311,875	2,425,294
Deferred during the period/year	1,095,850	1,370,656
Refund	-	-
Released to the statement of profit or loss	(1,553,457)	(1,484,075)
Closing balance	1,854,268	2,311,875

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

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26. Dividend payable

	31 March 2023	31 December 2022
	N' 000	N' 000
Opening balance	5,451,070	5,193,036
Dividend declared	-	2,409,529
Cash dividend paid during the year to NCI	-	(520,159)
Scrip dividend issued during the year to NCI	-	(16,431)
Scrip dividend issued during the year to equity holders of the parent company	-	(495,427)
Cash dividend paid during the year to equity holders of the parent company	-	(1,377,415)
Statute barred unclaimed dividend written back	-	(24,439)
Unclaimed dividend refunded	-	282,377
Closing balance	5,451,070	5,451,070

27. Provisions

The Group	Provisions	Legal claim	Decommissioning liability	Total
At 1 January 2023	3,000	29,418	34,080	66,498
Additions	-	-	-	-
Derecognised on payment (a)	-	(21,425)	-	(21,425)
31 March 2023	3,000	7,993	34,080	45,072
Current	3,000	7,992	-	10,992
Non-current	-	-	34,080	34,080
At 1 January 2022	3,000	89,948	16,643	109,591
Reclassification from other payables (b)	-	114,877	12,391	127,268
Unwinding of discount	-	-	5,046	5,046
Derecognised on payment	-	(175,407)	-	(175,407)
31 December 2022	3,000	29,418	34,080	66,498
Current	3,000	29,418	-	32,418
Non-current	-	-	34,080	34,080

Decommissioning liability

UAC Restaurants has several leasehold properties converted to restaurants, which are required by agreements to be restored to original condition upon the expiration of the lease.

The provision for Decommissioning liability represents an estimate of the cost involved in restoring these leased properties at the expiration of the lease. The provision is an estimate based on management's re-assessment of the amount of the liability that will be incurred at the end of each lease term. Variables such as inflation rates and currency exchange rates amongst others were considered in this estimate.

The discount rate for the unwinding of the discount on liability was determined using the incremental borrowing rate for leases of 18% (2022: 18%). The discount rate is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The discount rates did not reflect risks for which future cash flow estimates have been adjusted.

(a) Derecognition of provision

Derecognition of provision relates to dispute settlement amount of N21.4million paid by Grand Cereals Limited as settlement for a dispute.

(b) Reclassification from other payables

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

Contingent liabilities

The Group is engaged in lawsuits that have arisen in the normal course of business. The estimated contingent liabilities arising from these pending litigations as at 31 December 2022 amounted to ₦3.37billion and ₦539million (2021: ₦3.48billion and ₦648million) for the Group and Company respectively. The Group and Company have assessed these claims and believe that no material loss will arise from them. Accordingly, no additional provision has been recognised in the financial statements.

28 Employee benefit

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

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

The most recent actuarial valuations of the present value of the long service award obligations were done as at 31 December 2022 by the firm of QED Actuaries Nigeria Limited (FRC Registration Number: FRC/2018/00000012293). This actuarial report was signed by Actuary partner, H. Prinsloo (FRC Registration Number: FRC/2018/NAS/00000018473). The present value of the long service award obligation and the related current service cost were measured using the Projected Unit Credit method.

Amounts recognised in profit or loss in respect of these long service awards are as follows;

	31 March 2023 N' 000	31 December 2022 N' 000
Service cost	3,914	6,857
Interest cost	-	9,041
Actuarial (gain)/loss arising from changes in:		
- Financial assumptions	-	(2,232)
- Experience adjustments	-	2,442
	3,914	16,108

Movement in the present value of long service awards

	31 March 2023 N' 000	31 December 2022 N' 000
Opening defined benefit obligation	68,122	72,296
Current service cost	3,914	6,857
Benefit paid	-	(20,282)
Interest cost	-	9,041
Actuarial (gains/losses)	-	210
	72,036	68,122

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29. Equity

Share capital

	31 March 2023		31 December 2022	
	Number 000	Amount N' 000	Number 000	Amount N' 000
Authorised:				
Ordinary Shares of 50k each	2,926,131	1,461,065	2,926,131	1,461,065
Preference Shares of 50k each				
Total authorised share capital	2,926,131	1,461,065	2,926,131	1,461,065
Issued and fully paid at 50k per share:				
Opening balance	2,926,131	1,463,065	2,881,296	1,440,648
Scrip issue (a)	-	-	44,835	22,417
Total called up share capital	2,926,131	1,463,065	2,926,131	1,463,065

Unissued share capital

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

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

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

	31 March 2023		31 December 2022	
	Number N' 000	Amount N' 000	Number N' 000	Amount N' 000
Ordinary Shares				
Opening balance	2,926,131	1,461,065	3,000,000	1,500,000
Cancellation of unissued shares			(73,869)	(38,935)
Closing balance	2,926,131	1,461,065	2,926,131	1,461,065
Preference shares				
Opening balance	-	-	400,000	200,000
Cancellation of unissued shares			(400,000)	(200,000)
Closing balance	-	-	-	-

(a) Scrip Issue

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

Nature and purpose of Other Reserves and related transactions

Share Premium

Section 145.2 of Companies and Allied Matters Act 2020 requires that where a company issues shares at premium (i.e. above the par value), the value of the premium should be transferred to share premium. The Share premium is to be capitalised and issued as scrips as approved by shareholders from time to time.

	31 March 2023	31 December 2022
Balance, beginning of the period	14,647,617	14,174,606
Scrip issue	-	473,011
Balance, end of the period	14,647,617	14,647,617

Contingency Reserve

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

Fair value reserve

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

Other reserve

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

Share based reserve

In 2021, the Company introduced a Long Term Incentive Plan ("LTIP") using the value creation plan ("VCP") model under which eligible employees ("Participants") are awarded ordinary shares of the Company subject to delivering exceptional shareholder value. The value creation plan ("VCP") was designed to incentivize employees to deliver exceptional returns for shareholders over a five-year period. The model is aimed at ensuring that UAC attracts, retains, and motivates talented employees with the mindset of owners and to align the interests of employees and shareholders with performance measured by the management team's ability to maximise shareholder value. Under the VCP, Participants will receive, in the form of ordinary shares in the Company, a proportion of the value delivered for shareholders over a five-year-period, provided that the Company delivers a minimum total shareholder return ("TSR") of 18% per annum. Should this return be delivered, an incentive pot equal to 10% of the value created will be distributed to Participants.

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30. Reconciliation of profit before tax to cash used in operations

		The Group	
	Note	31 March 2023	31 March 2022
		N' 000	N' 000
Profit before tax from continuing operations		(936,786)	978,640
(Loss)/profit before tax from discontinued operations		-	(3,355)
Adjustment for net finance cost/(income)	7	303,107	574,090
Operating profit		(633,679)	1,549,375
<i>Adjustments to reconcile operating profit to net cash flows</i>			
Amortisation of intangible assets	6	124,029	3,588
Depreciation charge on property, plant and equipment	6	685,433	575,673
Depreciation charge on right of use asset	6	84,155	98,739
Profit on sale of investment properties	4	-	(386,395)
Unwinding of government grant	4	(4,966)	-
Write off of inventories to net realisable value	6	22,625	31,007
Expected credit loss on trade receivables and other receivables	5	(12,004)	2,874
Effects of exchange rate changes	15	562	98,566
Share of loss from associates	14	4,783	(21,183)
Share based payment expense		60,985	60,985
(Profit) on sale of property, plant and equipment	4	(40,390)	(1,038)
Profit on sale of non current asset held for sale	4	-	-
Operating cash flows before movements in working capital		291,532	2,012,192
Movements in working capital:			
Changes in inventories		(2,009,735)	(14,308,503)
Changes in trade and other receivables and prepayments		(800,664)	(796,873)
Changes in contract liabilities		(457,607)	(865,410)
Changes in trade and other payables		2,580,508	2,270,996
Changes in right of return asset		-	252
Changes in employee benefits		3,914	-
Changes in refund liability		-	(289)
Changes in provision		(21,425)	28,477
		(705,009)	(13,671,351)
Net cash used in operations		(413,477)	(11,659,159)

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31 Non-current assets held for sale/distribution

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

Movement in non-current assets held for sale/distribution

	31 March 2023	31 December
	N'000	2022
	N'000	N'000
Opening balance	541,850	545,993
Transfer (to)/from PPE	-	(4,144)
Closing balance	<u>541,850</u>	<u>541,850</u>

UAC of Nigeria PLC

Shareholding Structure/Free Float Status

Company Name:	UAC of Nigeria Plc			
Board Listed:	Main Board			
Year End:	31-Dec			
Reporting Period:	31-Mar-23			
	31-Mar-23		31-Mar-22	
Share Price at end of reporting period:	8.75		11.95	
Shareholding Structure/Free Float Status				
Description	Units	Percentage	Units	Percentage
Issued Share Capital	2,926,131,655	100%	2,881,296,579	100%
Substantial Shareholdings (5% and above)				
Themis Capital Management	586,289,403	20.04%	496,128,943	17.22%
Dalio Property Development Limited	172,693,669	5.90%	152,380,473	5.29%
Fund, LP - Main NTC Kuroto	147,246,159	5.03%	-	-
Total Substantial Shareholdings	906,229,231	30.97%	648,509,416	22.51%
Directors' Shareholdings (direct and indirect), excluding directors with substantial interests				
Mr. Daniel Agbor (Indirect)	35,000,000	1.20%	35,000,000	1.21%
Mr. Folasope Aiyesimoju (Direct)	46,999,122	1.61%	46,338,731	1.61%
Mr. Folasope Aiyesimoju (Indirect)	-	0.00%	55,100,000	1.91%
Mr. Folasope Aiyesimoju (Indirect - representing AM&P Advisory services)	70,780,314	2.42%	78,653,201	2.73%
Mr. Folasope Aiyesimoju (Indirect - representing Themis Capital Management)	-	-	-	-
Dr. Vitus Ezinwa (Direct)	1,563,800	0.05%	1,485,174	0.05%
Mrs. Babafunke Ijaiya-Oladipo (Direct)	250,326	0.01%	237,740	0.01%
Mr. Babatunde Kasali (Direct)	10,000	0.00%	10,000	0.00%
Mr. Khalifa Biobaku (Indirect - representing Dalio Property Development Limited)	-	-	-	-
Dr. Umaru Alka (Direct) (a)	-	NLD	8,109	0.00%
Mrs. Suzanne Iroche	-	-	-	-
Mr. Bolaji Odunsi	-	-	-	-
Mr. Karl Toriola	-	-	-	-
Total Directors' Shareholdings	154,603,562	5.28%	216,832,955	7.53%
Other Influential Shareholdings				
Cardinalstone Account CPM	104,980,234	3.59%	102,478,864	3.56%
UBA Nominee/Tangerine Life Insurance Investment	95,783,885	3.27%	95,783,885	3.32%
UBA nominees Ltd - Trading	88,690,513	3.03%		
Total Other Influential Shareholdings	289,454,632	9.89%	198,262,749	6.88%
Free Float in Units and Percentage	1,575,844,230	53.85%	1,817,691,459	63.09%
Free Float in Value	₦ 13,788,637,012.50		₦ 21,721,412,935.05	
Declaration:				
UAC of Nigeria PLC with a free float percentage of 53.85% as at 31 March 2023, is compliant with The Exchange's free float requirements for companies listed on the Main Board.				
NLD - "No longer a director"				

(a) Dr. Umaru Alka retired from the Board with effect from 27 June 2022