

Guinness Nigeria Plc

Unaudited Financial Statements

For the period ended 31 December 2023

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Statement of Financial Position


As at 31 December

	Notes	31 Dec 2023 N'000	30 Jun 2023 N'000
ASSETS			
<i>Non-current assets</i>			
Property, plant and equipment	13(a)	99,343,740	99,177,647
Right-of-use assets	22(a)	176,671	217,574
Intangible assets	14	543,190	549,950
Prepayments	15	—	—
Total non-current assets		<u>100,063,601</u>	<u>99,945,171</u>
<i>Current assets</i>			
Inventories	16	31,727,252	34,469,527
Trade and other receivables	17(a)	19,288,202	13,213,407
Prepayments	15	135,339	402,895
Restricted cash	18(a)	1,031,347	1,592,461
Cash and cash equivalents	18(b)	113,834,157	92,124,683
Total current assets		<u>166,016,297</u>	<u>141,802,973</u>
Total assets		<u>266,079,898</u>	<u>241,748,144</u>
Equity			
Share capital		1,095,191	1,095,191
Share premium		47,447,029	47,447,029
Retained earnings		3,159,821	7,882,396
Total equity		<u>51,702,041</u>	<u>56,424,616</u>
Liabilities			
<i>Non-current liabilities</i>			
Lease liabilities	22(b)	165,345	154,272
Employee benefits		1,197,476	1,155,169
Deferred tax liabilities		479,144	479,144
Total non-current liabilities		<u>1,841,965</u>	<u>1,788,585</u>
<i>Current liabilities</i>			
Current tax liabilities	12(b)	1,098,109	5,256,637
Dividend payable	20	1,141,344	1,695,832
Loans and borrowings	21(a)	60,354,805	63,755,939
Lease liabilities	22(b)	32	29
Contract liabilities	7(b)	1,514,636	1,590,422
Trade and other payables	23	148,426,966	111,236,084
Total current liabilities		<u>212,535,892</u>	<u>183,534,943</u>
Total liabilities		<u>214,377,857</u>	<u>185,323,528</u>
Total equity and liabilities		<u>266,079,898</u>	<u>241,748,144</u>

Approved by the Board of Directors on 24 January 2024 and signed on its behalf by:







Dr Omobola Johnson (Chairman)

FRC/2018/IODN/00000018366

Adebayo Alli (Managing Director)

FRC/2024/PRO/DIR/003/193691

Emmanuel Difom (Finance & Strategy Director)

FRC/2022/PRO/ICAN/001/00000024174

The notes on pages 6 to 19 are integral parts of these financial statements.

Income Statement

For the period ended 31 December

	Notes	Quarter to date 31 December 2023	Year to date 31 December 2023	Quarter to date 31 December 2022	Year to date 31 December 2022
		N'000	N'000	N'000	N'000
Revenue	7(a)	83,059,107	142,595,584	65,601,794	118,451,675
Cost of sales		(55,257,796)	(96,656,631)	(41,550,824)	(76,161,228)
Gross profit		27,801,311	45,938,953	24,050,970	42,290,447
Other income	8(a)	1,117,962	2,513,893	293,978	954,360
Marketing and distribution expenses	8(b)	(15,476,847)	(23,790,707)	(12,515,105)	(21,929,106)
Administrative expenses		(4,919,399)	(8,264,980)	(5,185,174)	(8,766,169)
Profit from operating activities		8,523,027	16,397,159	6,644,669	12,549,532
Finance income	9(a)	2,490,972	3,054,901	800,720	1,398,224
Finance expense	9(b)	(19,263,972)	(23,884,309)	(4,253,104)	(6,713,095)
Net finance expense		(16,773,000)	(20,829,408)	(3,452,384)	(5,314,871)
(Loss)/Profit before income tax		(8,249,973)	(4,432,249)	3,192,285	7,234,661
Tax expense	12	420,231	(801,440)	(1,916,548)	(3,210,110)
(Loss)/Profit for the period		(7,829,742)	(5,233,689)	1,275,737	4,024,551
Earnings per share					
Basic and diluted earnings per share (kobo)			(239)		184

The notes on pages 6 to 19 are integral parts of these financial statements.

Statement of Comprehensive Income

For the period ended 31 December

	Quarter to date 31 December 2023	Year to date 31 December 2023	Quarter to date 31 December 2022	Year to date 31 December 2022
	N'000	N'000	N'000	N'000
(Loss)/Profit for the period	(7,829,742)	(5,233,689)	1,275,737	4,024,551
Total comprehensive (loss)/income for the period	(7,829,742)	(5,233,689)	1,275,737	4,024,551

The notes on pages 6 to 19 are integral parts of these financial statements.

Statement of Changes in Equity

For the period ended 31 December

	Notes	Share capital	Share premium	Share based payment reserve	Retained earnings	Total equity
		N'000	N'000	N'000	N'000	N'000
Balance at 1 July 2022		1,095,191	47,447,029	—	41,437,171	89,979,391
Total comprehensive income						
Profit for the period		—	—	—	4,024,551	4,024,551
Total comprehensive income for the period		—	—	—	4,024,551	4,024,551
Transaction with owners, recorded directly in equity						
Dividend to equity holders	20	—	—	—	(6,564,798)	(6,564,798)
Dividend declared, but not yet paid		—	—	—	(9,074,536)	(9,074,536)
Unclaimed dividend written back	20	—	—	—	252,599	252,599
Share-based payment charge		—	—	115,628	—	115,628
Share-based payment recharge		—	—	(115,628)	—	(115,628)
Total transactions with owners		—	—	—	(15,386,735)	(15,386,735)
Balance at 31 December 2022		1,095,191	47,447,029	—	30,074,987	78,617,207
Balance at 1 July 2023		1,095,191	47,447,029	—	7,882,396	56,424,616
Total comprehensive loss						
Profit for the year		—	—	—	(5,233,689)	(5,233,689)
Total comprehensive loss for the period		—	—	—	(5,233,689)	(5,233,689)
Transaction with owners, recorded directly in equity						
Unclaimed dividend written back	20	—	—	—	511,114	511,114
Share-based payment charge		—	—	70,736	—	70,736
Share-based payment recharge		—	—	(70,736)	—	(70,736)
Total transactions with owners		—	—	—	511,114	511,114
Balance at 31 December 2023		1,095,191	47,447,029	—	3,159,821	51,702,041

The notes on pages 6 to 19 are integral parts of these financial statements.

Statement of Cash Flows

For the period ended 31 December

	Notes	6 Months Ended 31 December 2023	6 Months Ended 31 December 2022
		N'000	N'000
Cash flows from operating activities			
Profit before income tax		(4,432,249)	7,234,661
<i>Adjustments for:</i>			
Depreciation of property plant and equipment	13(a)	4,870,389	4,495,863
Depreciation of right-of-use assets	22(a)	40,903	69,575
Amortisation of intangible assets	14	72,686	16,327
Write-off of property, plant and equipment	13(c)	—	36,076
Gain on disposal of property, plant and equipment	13(c)	(965,674)	(704,188)
(Reversal of impairment)/Impairment of inventories		(296,102)	101,647
(Reversal of impairment)/Impairment of trade and other receivables	17(b)	(23,725)	27,999
Long service awards		63,845	70,619
Share-based payments		70,736	115,628
Finance income	9(a)	(3,054,901)	(1,398,224)
Finance expense	9(b)	23,884,309	6,713,095
(Release of)/Charge for other provisions		(52,649)	88,691
		<u>20,177,568</u>	<u>16,867,769</u>
<i>Changes in working capital:</i>			
Inventories		3,038,377	(6,504,705)
Trade and other receivables	17(b)	(4,564,593)	(2,922,793)
Prepayments		267,556	(178,360)
Dividend payables	20	(43,374)	(30,126)
Trade and other payables		30,628,735	17,282,627
Cash generated from operating activities		<u>49,504,269</u>	<u>24,514,412</u>
Income tax paid		(4,959,968)	(9,477,028)
Value added tax paid		(6,867,563)	(5,950,215)
Gratuity paid		—	(153,542)
Long service awards paid		(100,341)	(98,296)
Net cash used in from operating activities		<u>37,576,397</u>	<u>8,835,331</u>
Cash flows from investing activities			
Finance income received	9(a)	757,876	1,032,857
Proceeds from disposal of property, plant and equipment	13(c)	1,089,825	704,188
Acquisition of property, plant and equipment	13(b)	(4,595,464)	(3,342,215)
Acquisition of intangible assets	14	(43,340)	(487,419)
Net cash used in investing activities		<u>(2,791,103)</u>	<u>(2,092,589)</u>
Cash flows from financing activities			
Proceeds from loans and borrowings	21(b)	2,854,705	6,973,551
Repayment of loans and borrowings	21(b)	(10,143,292)	(9,222,187)
Repayment of principal portion of lease liabilities	22(b)	—	(7,989)
Finance expense paid	9(b)	(6,597,781)	(1,666,090)
Dividends paid	20	—	(6,564,798)
Net cash used in financing activities		<u>(13,886,368)</u>	<u>(10,487,513)</u>
Net increase/(decrease) in cash and cash equivalents		20,898,926	(3,744,771)
Effect of foreign exchange rate changes on cash and cash equivalents		810,548	62,939
Cash and cash equivalents at 1 July		92,124,683	69,103,716
Cash and cash equivalents at 31 December	18(b)	<u>113,834,157</u>	<u>65,421,884</u>

The notes on pages 6 to 19 are integral parts of these financial statements.

Notes to the Financial Statements

For the period ended 31 December

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1. Reporting entity

Guinness Nigeria Plc, ('the Company'), a public Company quoted on the Nigerian Stock Exchange, was incorporated in Nigeria on 29 April 1950, as a trading company importing Guinness Stout from Dublin. The Company has since transformed itself into a manufacturing operation and its principal activities continue to be brewing, packaging, marketing and selling of Guinness Foreign Extra Stout, Guinness Smooth, Malta Guinness, Guinness Gold, Harp Lager, Smirnoff Ice, Satzenbrau Lager, Dubic Malt, Snapp, Orijin Spirit Mixed Drink, Orijin Bitters, Smirnoff Ice Double Black with Guarana, Orijin Zero and Orijin Herbal Gin, Baileys Delight, Gordons Moringa among others.

The address of the Company's registered office is at 24 Oba Akran Avenue, Ikeja, Lagos.

2a. Basis of preparation

The interim financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB) and the interpretations issued by the International Financial Reporting Interpretations Committee (IFRIC). The financial statements comply with IFRS as issued by the International Accounting Standards Board (IASB), and both requirements of the Financial Reporting Council of Nigeria Act and the Companies and Allied Matters Act. The financial statements were authorised for issue by the Board of Directors on 24 January 2024.

2b. Going concern basis of accounting

The financial statements have been prepared on a going concern basis, which assumes that the Company will be able to meet the mandatory repayment terms of banking facilities, trade, lease and other liabilities.

2c. Securities Trading Policy

In compliance with Rule 17.15 Disclosure of Dealings in Issuers' Shares, Rulebook of the Exchange 2015 (Issuers Rule), Guinness Nigeria Plc maintains a Dealing in Securities Code (the "Code") which guides Directors, Audit Committee members, employees and all individuals categorized as insiders as to their dealing in the Company's shares. The Code undergoes periodic reviews by the Board and is updated accordingly to comply with national and international best practice of corporate governance. The Company has made specific enquiries and given relevant notifications to all its Directors, Audit Committee members, employees and other insiders and is not aware of any infringement of the Code during the period under review.

3. Functional and presentation currency

These financial statements are presented in Naira, which is the Company's functional currency. All financial information presented in Naira (N) has been rounded to the nearest thousand unless otherwise stated.

4. Use of estimates and judgements

The preparation of the financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

5. Changes in accounting policies

There were no significant accounting policy change in the current financial year.

6. Significant accounting policies

The Company applied accounting policies consistent to those applied in the Company's financial statement as at year ended 30 June 2023.

7. Revenue**a. Disaggregation of revenue from contract with customer**

	31 Dec 2023	31 Dec 2022
	N'000	N'000
Nigeria	141,255,434	117,250,272
Export	1,340,150	1,201,403
	<u>142,595,584</u>	<u>118,451,675</u>

b. Liabilities relating to contracts with customers

	31 Dec 2023	30 Jun 2023
	N'000	N'000
Contract liabilities	<u>1,514,636</u>	<u>1,590,422</u>

8. Other income and marketing and distribution expenses**a. Other income comprises:**

	31 Dec 2023	31 Dec 2022
	N'000	N'000
Income from leased assets	5,921	89,792
Sale of by-products	103,895	160,380
Gain on disposal of property, plant and equipment	1,089,825	704,188
Promisory note from EEG	1,314,252	—
	<u>2,513,893</u>	<u>954,360</u>

b. Marketing and distribution expenses:

	31 Dec 2023	31 Dec 2022
	N'000	N'000
Marketing expenses	13,229,154	11,537,733
Distribution expenses	10,561,553	10,391,373
	<u>23,790,707</u>	<u>21,929,106</u>

9. Finance income and finance expense**a. Finance income is as follows:****i. Finance income per income statement**

	31 Dec 2023	31 Dec 2022
	N'000	N'000
Total interest income arising from financial assets	757,876	1,032,857
Accrued interest	360,072	276,660
Gain on re-measurement of foreign currency balances	1,936,953	88,707
	<u>3,054,901</u>	<u>1,398,224</u>

ii. Finance income received in the statement of cash flows

	31 Dec 2023	31 Dec 2022
	N'000	N'000
Finance income per income statement	3,054,901	1,398,224
Unrealised foreign exchange gain	(1,936,953)	(88,707)
Accrued interest	(360,072)	(276,660)
	<u>757,876</u>	<u>1,032,857</u>

b. Finance expense is as follows:**i. Finance expense per income statement**

	31 Dec 2023	31 Dec 2022
	N'000	N'000
Interest expense on loans and borrowings	777,801	400,478
Accrued interest	1,476,604	427,979
Interest expense on lease liabilities	11,075	11,015
Interest expense on employee benefits	78,803	87,233
Exchange difference on letter of credits	596,741	1,971,726
Exchange difference on foreign currency loan	3,663,956	1,039,856
Loss on remeasurement of foreign currency balances	17,279,329	2,774,808
	<u>23,884,309</u>	<u>6,713,095</u>

ii. Finance expense paid in the statement of cash flows

	31 Dec 2023	31 Dec 2022
	N'000	N'000
Finance expense per income statement	23,884,309	6,713,095
Interest expense on employee benefits	(78,803)	(87,233)
Accrued interest	(1,476,604)	(427,979)
Unrealised foreign exchange loss	(15,731,121)	(4,531,793)
	<u>6,597,781</u>	<u>1,666,090</u>

10. Profit before taxation

Profit before taxation is stated after charging:

	31 Dec 2023	31 Dec 2022
	N'000	N'000
Depreciation of property, plant and equipment (Note 13(a))	4,870,389	4,495,863
Depreciation of right-of-use assets (Note 22(a))	40,902	69,575
Write-off of property plant and equipment (Note 13(c))	124,151	36,076
Amortisation of intangible assets (Note 14)	74,453	16,327
Personnel expenses (Note 11)	8,799,406	8,378,132
Gain/(Loss) on disposal of property, plant and equipment (Note 13(c))	1,089,825	(704,188)
Rental expenses	445,578	230,448
Royalty and technical service fees	871,386	809,517

11. Personnel expenses

Personnel expenses including the provision for gratuity liabilities and other long term employee benefits comprise:

	31 Dec 2023	31 Dec 2022
	N'000	N'000
Salaries, wages and allowances	7,472,353	7,595,236
Contributions to defined contribution plans	659,463	596,649
Share-based payments expense	70,736	115,628
Other long term employee benefits	63,845	70,619
Termination expense	533,009	—
Total personnel expenses	8,799,406	8,378,132

12. Taxation

a. Amounts recognised in income statement

	31 Dec 2023	31 Dec 2022
	N'000	N'000
Current tax expense:		
Current income tax charge	731,107	2,170,398
Tertiary education tax	—	144,693
Prior years under-provision	70,333	895,019
	801,440	3,210,110

b. Movement in current tax liabilities

	31 Dec 2023	30 Jun 2023
	N'000	N'000
Balance at 1 July	5,256,637	8,740,294
Payments during the period/year	(4,959,968)	(9,477,028)
Charge for the period/year	731,107	5,098,352
Charge on prior years' Tax Audits	70,333	895,019
Balance at the end of period/year	1,098,109	5,256,637

13. Property, plant and equipment (PPE)

a. The movement on PPE during the year was as follows:

	Leasehold land	Buildings	Plant and machinery	Furniture and equipment	Motor vehicles	Returnable packaging materials	Capital work-in-progress	Total
	N'000	N'000	N'000	N'000	N'000	N'000	N'000	N'000
Cost								
At 1 July 2022	8,328,428	21,024,074	100,194,114	447,729	8,894,090	32,475,121	11,424,275	182,787,831
Reclassification from intangibles	—	—	—	—	—	—	(510,424)	(510,424)
Additions	120,144	484,050	3,096,989	51,121	850,416	4,397,924	2,335,101	11,335,745
Transfers	711,210	4,078,459	5,000,403	112,070	101,042	502,365	(10,505,549)	—
Write-offs	—	(12,459)	(778,630)	(162,502)	(3,105,921)	(13,459,612)	4,691	(17,514,433)
Disposal	—	—	—	(3,683)	(244,655)	(562,593)	—	(810,931)
At 30 June 2023	9,159,782	25,574,124	107,512,876	444,735	6,494,972	23,353,205	2,748,094	175,287,788
At 1 July 2023	9,159,782	25,574,124	107,512,876	444,735	6,494,972	23,353,205	2,748,094	175,287,788
Additions	—	288,886	524,026	—	320,350	1,741,758	2,308,199	5,183,219
Transfer	28,712	80,537	708,499	7,007	—	29,859	(877,200)	(22,586)
Write-offs	—	—	—	—	—	(1,288,229)	—	(1,288,229)
Disposal	—	(14,290)	(560,364)	(39,049)	(85,265)	—	—	(698,968)
At 31 December 2023	9,188,494	25,929,257	108,185,037	412,693	6,730,057	23,836,593	4,179,093	178,461,224
Depreciation and impairment								
At 1 July 2022	(144,120)	(5,096,676)	(47,743,726)	(435,472)	(6,449,959)	(25,232,301)	—	(85,102,254)
Reclassification from intangibles	—	—	—	—	—	—	—	—
Charge for the year	—	(540,916)	(4,995,295)	(13,630)	(935,551)	(2,774,344)	—	(9,259,736)
Write-offs	—	12,193	704,927	162,465	3,101,721	13,459,612	—	17,440,918
Disposals	—	—	—	3,683	244,655	562,593	—	810,931
At 30 June 2023	(144,120)	(5,625,399)	(52,034,094)	(282,954)	(4,039,134)	(13,984,440)	—	(76,110,141)
At 1 July 2023	(144,120)	(5,625,399)	(52,034,094)	(282,954)	(4,039,134)	(13,984,440)	—	(76,110,141)
Charge for the year	—	(295,069)	(2,456,988)	(10,436)	(518,414)	(1,589,482)	—	(4,870,389)
Write-offs	—	—	—	—	—	1,288,229	—	1,288,229
Disposals	—	10,081	446,867	39,049	78,820	—	—	574,817
At 31 December 2023	(144,120)	(5,910,387)	(54,044,215)	(254,341)	(4,478,728)	(14,285,693)	—	(79,117,484)
Carrying amount								
At 30 June 2023	9,015,662	19,948,725	55,478,782	161,781	2,455,838	9,368,765	2,748,094	99,177,647
At 31 December 2023	9,044,374	20,018,870	54,140,822	158,352	2,251,329	9,550,900	4,179,093	99,343,740

b. Cash paid on acquisition of property, plant and equipment in the statement of cash flows

	31 Dec 2023	31 Dec 2022
	N'000	N'000
Additions during the year (Note 13(a))	5,183,219	5,233,597
Payments on prior year accruals for additions	830,464	1,423,039
Accruals on current year acquisitions	(1,418,219)	(3,314,421)
	<u>4,595,464</u>	<u>3,342,215</u>

c. Property, plant and equipment disposed/written off in the statement of cash flows

	31 Dec 2023	31 Dec 2022
	N'000	N'000
Cost of Property, plant and equipment disposed and written off	1,987,197	2,204,363
Accumulated depreciation on Property, plant and equipment disposed and written off	(1,863,046)	(2,168,287)
Carrying amount of Property, plant and equipment disposed and written off	124,151	36,076
Proceeds from disposal of property, plant and equipment	(1,089,825)	(704,188)
	<u>(965,674)</u>	<u>(668,112)</u>
Analysed as:		
Carrying amount of property, plant and equipment written off	—	36,076
Gain on disposal of property, plant and equipment	(965,674)	(704,188)
	<u>(965,674)</u>	<u>(668,112)</u>

14. Intangible assets

The movement in intangible assets during the year was as follows:

	Distribution right	Computer software	Total
	N'000	N'000	N'000
Cost			
Balance at 1 July 2022	995,250	232,831	1,228,081
Reclassification from Property, plant and equipment	—	510,424	510,424
Additions	—	127,585	127,585
Write-offs	—	(31,134)	(31,134)
Balance at 30 June 2023	995,250	839,706	1,834,956
Balance at 1 July 2023	995,250	839,706	1,834,956
Reclassification from Property, plant and equipment	—	22,586	22,586
Additions	—	43,340	43,340
Balance at 31 December 2023	995,250	905,632	1,900,882
Amortisation			
Balance at 1 July 2022	(995,250)	(232,505)	(1,227,755)
Write-offs	—	31,134	31,134
Charge for the year	—	(88,385)	(88,385)
Balance at 30 June 2023	(995,250)	(289,756)	(1,285,006)
Balance at 1 July 2023	(995,250)	(289,756)	(1,285,006)
Charge for the year	—	(72,686)	(72,686)
Balance at 31 December 2023	(995,250)	(362,442)	(1,357,692)
Carrying amount			
At 30 June 2023	—	549,950	549,950
At 31 December 2023	—	543,190	543,190

15. Prepayments

Prepayments comprise:

	31 Dec 2023	30 Jun 2023
	N'000	N'000
Prepaid rent	39,899	202,579
Other prepaid expenses	95,440	200,316
	<u>135,339</u>	<u>402,895</u>

Prepayments is analysed into:

	N'000	N'000
Non-current	—	—
Current	135,339	402,895
	<u>135,339</u>	<u>402,895</u>

Other prepaid expenses relate to housing and education subsidies, leave allowance and insurance. Prepaid rent disclosed is out of scope of IFRS16.

16. Inventories

Inventories comprise:

	31 Dec 2023	30 Jun 2023
	N'000	N'000
Finished products	6,248,154	9,987,251
Products in process	2,718,421	3,179,126
Raw materials and packaging materials	5,864,179	6,265,448
Engineering spares	14,447,014	12,412,069
Inventories in transit	2,449,484	2,625,633
	<u>31,727,252</u>	<u>34,469,527</u>

17. Trade and other receivables

- a. Trade and other receivables comprise:

Financial assets:

	31 Dec 2023	30 Jun 2023
	N'000	N'000
Trade receivables	14,468,357	9,985,739
Other receivables	437,733	94,815
Advance payments to suppliers	1,014,980	1,240,109
Amounts due from related parties	48,794	23,541
Total financial assets	15,969,864	11,344,204

Non-financial assets:

Other receivables - current	3,318,338	1,869,203
Total trade and other trade receivables	19,288,202	13,213,407

- b. Changes in trade and other receivables in the statement of cash flows:

	31 Dec 2023	30 Jun 2023
	N'000	N'000
Change in current trade and other receivables	(6,074,795)	865,493
Unrealised exchange gain	1,126,405	1,681,312
Accrued finance income	360,072	52,363
Charge for of expected credit loss on (financial) trade and other receivables	(20,845)	(9,106)
	(4,564,593)	2,590,062

18. Cash and cash equivalents

- a. Restricted cash:

	31 Dec 2023	30 Jun 2023
	N'000	N'000
Restricted cash	1,031,347	1,592,461

- b. Cash and cash equivalents:

	31 Dec 2023	30 Jun 2023
	N'000	N'000
Bank balances	62,229,781	73,424,683
Short-term deposits	51,604,376	18,700,000
Cash and cash equivalents	113,834,157	92,124,683
Cash and cash equivalents in the statement of cash flows	113,834,157	92,124,683

19. Share capital and reserves

- a. Authorised ordinary shares of 50k each
in thousand of shares

	31 Dec 2023	30 Jun 2023
At the end of period/year	<u>2,190,383</u>	<u>2,190,383</u>

- b. Issued and fully paid-up ordinary shares of 50k each
in thousand of shares

	31 Dec 2023	30 Jun 2023
At the end of period/year	<u>2,190,383</u>	<u>2,190,383</u>

- c. Share premium

Share premium represents the consideration received in excess of the nominal value of ordinary shares of the Company.

All shares rank equally with regard to the Company's residual assets. The holders of ordinary shares are entitled to receive dividends as declared from time to time, and are entitled to one vote per share at meetings of the Company.

- d. Share-based payment reserve

The share-based payment reserve comprises the cumulative weighted average fair value of executive share option and executive share award plans granted by Diageo plc to Directors and employees of the Company which have not vested at year end.

20. Dividends

Dividend payable:

	31 Dec 2023	30 Jun 2023
	N'000	N'000
At 1 July	1,695,832	1,933,364
Declared dividend	—	15,639,333
Declared, but not yet paid dividend - Related parties	—	(9,074,535)
Unclaimed dividend transferred to retained earnings	(511,114)	(252,599)
Unclaimed dividend with Registrar	6,626	65,067
Payments during the period/year:		
Paid to the registrar	(50,000)	(50,000)
Cash and cash equivalents	—	(6,564,798)
At the end of period/year	<u>1,141,344</u>	<u>1,695,832</u>

	31 Dec 2023	30 Jun 2023
	N'000	N'000
Dividend payable is represented by		
Restricted cash	1,031,347	1,592,461
Balance with Registrar	109,997	103,371
At the end of period/year	<u>1,141,344</u>	<u>1,695,832</u>

21. Loans and borrowings

a. Loans and borrowings comprise:

	31 Dec 2023	30 Jun 2023
	N'000	N'000
Related party loans	22,098,338	17,925,469
Letters of credit	38,256,467	45,830,470
Total loans and borrowings	<u>60,354,805</u>	<u>63,755,939</u>

The total loans and borrowings is classified as follows:

	31 Dec 2023	30 Jun 2023
	N'000	N'000
<i>Current liabilities</i>		
Related party loans	22,098,338	17,925,469
Letters of credit loans	38,256,467	45,830,470
Total current loans and borrowings	<u>60,354,805</u>	<u>63,755,939</u>
Total loans and borrowings	<u>60,354,805</u>	<u>63,755,939</u>

b. Movement in loans and borrowings:

	31 Dec 2023	30 Jun 2023
	N'000	N'000
At 1 July	63,755,938	31,309,343
Proceeds from loans and borrowings obtained during the period/year	2,854,705	12,383,535
Finance expense:		
- Interest expense	777,801	1,686,864
- Interest expense - accrued	1,476,604	2,307,377
Withholding tax on interest expense	56,546	(51,408)
Exchange difference on letter of credits	596,741	19,603,028
Exchange difference on foreign currency loan	3,663,956	8,050,909
Interest paid	(2,684,194)	(1,686,864)
Loans repaid during the period/year	<u>(10,143,292)</u>	<u>(9,846,846)</u>
At the end of period/year	<u>60,354,805</u>	<u>63,755,938</u>

22. Leases

a. Right-of-use assets

Movement in right-of-use assets:

	Land & Building	Total
	N'000	N'000
Gross carrying value		
At 1 July 2022	844,264	844,264
Remeasurement of Right-of-use assets	(17,094)	(17,094)
Write-off	(89,355)	(89,355)
At 30 June 2023	<u>737,815</u>	<u>737,815</u>
At 1 July 2023	737,815	737,815
Write-off	(524,582)	(524,582)
At 31 December 2023	<u>213,233</u>	<u>213,233</u>
Accumulated depreciation		
At 1 July 2022	(475,752)	(475,752)
Depreciation charge	(133,844)	(133,844)
Write-off	89,355	89,355
At 30 June 2023	<u>(520,241)</u>	<u>(520,241)</u>
At 1 July 2023	(520,241)	(520,241)
Depreciation charge	(40,903)	(40,903)
Write-off	524,582	524,582
At 31 December 2023	<u>(36,562)</u>	<u>(36,562)</u>
Net book value at 30 June 2023	<u>217,574</u>	<u>217,574</u>
Net book value at 31 December 2023	<u>176,671</u>	<u>176,671</u>

The Company leases space for buildings. The leases of office space is mainly for more than 10 years with an option to renew.

b. Lease liabilities

Movement in lease liabilities:

	N'000
At 1 July 2022	177,195
Remeasurement	(17,094)
Interest expense on leases	21,607
Repayment of lease liabilities:	
- Repayment of the principal portion of the lease liabilities	(5,799)
- Interest paid on lease liabilities	(21,607)
At 30 June 2023	<u>154,302</u>
At 1 July 2023	154,302
Interest expense on leases	11,075
At 31 December 2023	<u>165,377</u>
Presented as:	
Current	32
Non-current	165,345
At 31 December 2023	<u>165,377</u>

23. Trade and other payables

Trade and other payables comprise:

	31 Dec 2023	30 Jun 2023
	N'000	N'000
Financial liabilities:		
Trade payables	43,774,913	34,368,756
Other payables and accrued expenses	15,862,587	10,646,549
Amount due to related parties	84,903,293	62,420,406
Total financial liabilities	<u>144,540,793</u>	<u>107,435,711</u>
Non-financial liabilities:		
Refund liabilities	427,757	83,229
Other payables and accrued expenses	3,458,416	3,717,144
Total non-financial liabilities	<u>3,886,173</u>	<u>3,800,373</u>
Total trade and other payables	<u>148,426,966</u>	<u>111,236,084</u>

24. Events after the reporting date

There are no significant subsequent events, which could have had a material effect on the financial statements of the Company as at 31 December 2023 that have not been adequately provided for or disclosed in the financial statements.

Shareholding Structure/Free Float Status

Description	31/12/2023	
	Unit	Percentage
Issued Share Capital	2,190,382,819	100 %
Substantial Shareholdings (5% and above)		
Guinness Overseas Limited	1,099,230,804	50.18 %
Atalantaf Limited	171,712,564	7.84 %
Total Substantial Shareholdings	1,270,943,368	58.02 %
Directors' Shareholdings (direct and indirect), excluding directors with substantial interests		
Omobola Johnson (direct)	10,000	— %
M.O. Ayeni (direct)	75,000	— %
Total Directors' Shareholdings	85,000	— %
Other Influential Shareholdings		
Stanbic IBTC Nominees Limited	168,531,530	7.69 %
Mutima Opportunity Fund	122,857,207	5.61 %
Total Other Influential Shareholdings	291,388,737	13.30 %
Free Float in Units and Percentage	627,965,714	28.67 %
Free Float in Value	NGN 41,445,737,124.00	

Declaration:

(A) Guinness Nigeria Plc with a free float percentage of 28.67% as at 31 December 2023, is compliant with The Exchange's free float requirements for companies listed on the Main Board.

(B) Guinness Nigeria Plc with a free float value of N41,445,737,124.00 as at 31 December 2023, is compliant with The Exchange's free float requirements for companies listed on the Main Board.