

GOLDEN GUINEA BREWERIES PLC

**FINANCIAL STATEMENTS
FOR THE YEAR ENDED
31ST MARCH, 2019**



Mokuolu Rubens & Co
(Chartered Accountants)

GOLDEN GUINEA BREWERIES PLC

FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

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GOLDEN GUINEA BREWERIES PLC

DIRECTORS, PROFESSIONAL ADVISERS, ETC

DIRECTORS

Chief J. C. Onyearugbulem	-	Chairman
Mr. Ifeanyi G. Idika	-	Managing Director
Dr. J. A. Alumonah		
Chief A. U. Nsofor		
Engr. O. N. Ndukwe		
HRM. Eze Nwabiaraije Eneogwe		
Elder N. C. U. Okoro		
Ms. Ugo Agwu (FCA)		
Dr. Oluchi Joachin Nzenwa		
Mr. Ferguson O. Uzomah (PMP)		
Barr. Ochei Odiawa		
Mr. Olalekan Najeem Busari		

COMPANY SECRETARY

Barr. Udo Ogaranya

REGISTERED OFFICE

Aba Road
Umuahia
Abia State

AUDITORS

Mokuolu Rubens & Co
Chartered Accountants
62, Akanro Street
Apapa - Oshodi Expressway
Ilasamaja, Lagos

PRINCIPAL BANKERS

United Bank for Africa Plc

GOLDEN GUINEA BREWERIES PLC

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31ST MARCH, 2019

The Directors have pleasure in submitting their report together with the Financial Statements for the year ended 31st March, 2019.

LEGAL FORM

The company was incorporated as a private limited liability company on 26th September, 1962 with registration number RC 3164 under the name Independence Brewery Limited. The name was changed to Golden Guinea Breweries Limited on 6th May, 1971. The company became a public limited liability company and the name was changed to Golden Guinea Breweries Plc in 1978.

PRINCIPAL ACTIVITIES

The principal activities of the company are brewing, bottling, and marketing of Golden Guinea lager beer, Golden Guinea Malta, Eagle Stout and Bergeford lager beer.

The company has not resumed the principal activities during the year under review as a result of the ongoing reactivation activities.

Positive efforts and active steps are being taken to recapitalize and resuscitate the company. Rehabilitation and retooling works at the brewery are at final stages of commissioning as at June 2019. Also, positive results are being achieved in sourcing the funds and working capital required to resume operations within the next few months.

FINANCIAL POSITION

The financial position of the company as at 31st March, 2019 was as follows

	N
Total Assets	4,457,218,869
Creditors and payables	1,924,564,983
Total Equity	2,532,653,887

GOLDEN GUINEA BREWERIES PLC

REPORT OF THE DIRECTORS - Continued

DIRECTORS

The names of the directors as at 31st March, 2019 were as follows:

Chief J. C. Onyearugbulem	-	Chairman
Mr. Ifeanyi G. Idika	-	Managing Director
Dr. J. A. Alumonah		
Chief A. U. Nsofor		
Engr. O. N. Ndukwe		
HRM. Eze Nwabiaraije Eneogwe		
Elder N. C. U. Okoro		
Ms. Ugo Agwu (FCA)		
Dr. Oluchi Joachin Nzenwa		
Mr. Ferguson O. Uzomah (PMP)		
Barr. Ochei Odiawa		
Mr. Olalekan Najeem Busari		

SHAREHOLDING STRUCTURE

The authorized share capital of the company is N2,000,000,000 comprising 4,000,000,000 Ordinary Shares of 50 kobo each. 1,003,344,000 Ordinary Shares of 50 kobo each are issued and fully paid, and are beneficially held as follows:

Name	Number of Ordinary Shares held	% Holding
Abia State Government	33,911,264	3.38%
Imo State Government	18,044,208	1.80%
Philmontan Nigeria Limited	31,000,000	3.09%
Couthinho, Caro & Co. Nig. Ltd	13,608,000	1.36%
Other Nigerian Associations and Citizens	103,064,528	10.27%
Holsten Barueri AG Hamburg	15,000,000	1.50%
Floco Verwaltungs-Und	36,208,000	3.61%
Pan Marine Investments Limited	752,508,000	75.00%
	1,003,344,000	100.00%

Except as stated above, no shareholder holds more than 5% of the issued and fully paid share capital of the company.

GOLDEN GUINEA BREWERIES PLC

REPORT OF THE DIRECTORS - Continued

ANALYSIS OF SHAREHOLDING

The range of the shareholding of the company is as follows:

Range	Number of Shareholders	Percentage	Units	Percentage
1 - 500	13,076	53.44%	8,302,342	0.83%
501 - 1,000	4,626	18.91%	7,490,048	0.75%
1,001 - 5,000	5,726	23.40%	23,213,048	2.31%
5,001 - 100,000	502	2.05%	7,640,678	0.76%
100,001 - 500,000	424	1.73%	17,006,380	1.69%
500,001 - 1,000,000	48	0.20%	6,848,412	0.68%
1,000,001 and above	65	0.27%	932,843,092	92.97%
	24,467	100.00%	1,003,344,000	100.00%

DIRECTORS' INTERESTS

The interests of the Directors of Golden Guinea Breweries Plc in the issued share capital of the Company, as recorded in the Register of Members and as notified by them for the purposes of Section 275 and 276 of the Companies and Allied Matters Act CAP C20 LFN 2004, and the Listing requirements of The Nigerian Stock Exchange are as follows:

Name	Number of Shares
Chief J. C. Onyearugbulem	31,000,000 (Indirect)
Mr. Ifeanyi G. Idika	Nil
Dr. J. A. Alumonah	10,000
Chief A. U. Nsofor	39,463
Engr. O. N. Ndukwe	37,280
HRM. Eze Nwabiaraije Eneogwe	Nil
Elder N. C. U. Okoro	Nil
Ms. Ugo Agwu (FCA)	8,186
Dr. Oluchi Joachin Nzenwa	Nil
Mr. Ferguson O. Uzomah (PMP)	Nil
Barr. Ochei Odiawa	Nil
Mr. Olalekan Najeem Busari	Nil

GOLDEN GUINEA BREWERIES PLC

REPORT OF THE DIRECTORS - Continued

AUDITORS

In accordance with section 357(2) of the Companies and Allied Matters Act CAP C20 LFN 2004 the Auditors, Messrs Mokuolu Rubens & Co Chartered Accountants, will continue in office as Auditors of the company, having indicated their willingness to do so.

BY ORDER OF THE BOARD

Barr. Udo Ogaranya
Company Secretary
FRC/2014/NBA/00000009809

June 21, 2019

GOLDEN GUINEA BREWERIES PLC

STATEMENT OF DIRECTORS' RESPONSIBILITIES

In accordance with the provisions of the Companies and Allied Matters Act [CAP C20] Laws of the Federal Republic of Nigeria, 2004, the Directors are responsible for the preparation of the annual financial statements which give a true and fair view of the financial position of the Company and of the profit or loss of the financial year.

The Directors responsibilities also include ensuring that:

- (i) appropriate internal controls are established to safeguard the assets of the company and to prevent and detect fraud and other irregularities.
- (ii) the company keeps accounting records which disclose with reasonable accuracy the financial position of the company and which ensure that the statements comply with the requirements of the Companies and Allied Matters Act [CAP C20] Laws of the Federal Republic of Nigeria, 2004.
- (iii) the company has used suitable accounting policies consistently applied and supported by reasonable and prudent judgments and estimates and that all applicable accounting standards have been followed.
- (iv) it is also the responsibility of the Directors to be satisfied that it is appropriate for the financial statements to be prepared on a going concern basis unless it is presumed that the company will not continue in business.

The directors accept responsibility for the preparation of the annual financial statements set out on pages 10 to 48 that give a true and fair view in accordance with International Financial Reporting Standards (IFRS), the Companies and Allied Matters Act of Nigeria, and the Financial Reporting Council of Nigeria Act, 2011.

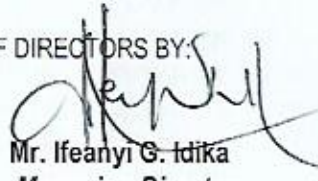
The directors further accept responsibility for maintaining adequate accounting records as required by the Companies and Allied Matters Act of Nigeria and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement whether due to fraud or error.

As more fully set out in Notes 1 and 2(e) to the financial statements, the company has not resumed the principal activities as a result of ongoing reactivation activities. The company suffered major machine breakdown, fire incident, including boiler explosion that occurred in February 2003 which destroyed critical brewery assets, stocks and raw materials. Nevertheless, positive efforts and active steps are being taken to recapitalize and resuscitate the company, and major milestones have been achieved as at the time the financial statements were approved on June 21, 2019. Rehabilitation and retooling works at the brewery are at final stages including commissioning. Also, positive results are being achieved in sourcing the funds and working capital required for operations. The directors strongly believe that the recapitalization and resuscitation program will be completed and the company will resume business operations before the end of next financial year. In view of this, the directors have made an assessment of the Company's ability to continue as a going concern and have no reason to believe the Company will not remain a going concern in the year ahead from the date the financial statements were approved.

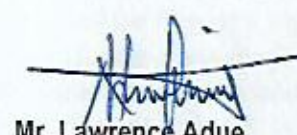
SIGNED ON BEHALF OF THE BOARD OF DIRECTORS BY:


Chief J. C. Onyeaughbulem
Chairman

FRC/2014/CIPMN/00000009808


Mr. Ifeanyi G. Idika
Managing Director

FRC/2014/NSE/00000009810


Mr. Lawrence Adué
Chief Finance Officer

FRC/2018/ICAN/00000016707

June 21, 2019

REPORT OF THE INDEPENDENT AUDITORS



Mokuolu Rubens & Co
(Chartered Accountants)

TO THE MEMBERS OF
GOLDEN GUINEA BREWERIES PLC

62, Akanro Street, Ilesamaja
Apapa-Oshodi Expressway
P. O. Box 3772
Apapa, Lagos
Tel: 08033062369, 08022982321
E-mail: mokuolurubens@gmail.com

Opinion

We have audited the financial statements of Golden Guinea Breweries Plc ("the Company") which comprise the statements of financial position as at 31st March 2019, and the statements of profit or loss and other comprehensive income, the statement of changes in equity, and statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information, as set out on pages 13 to 51.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Company as at 31st March, 2019, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs), the Companies and Allied Matters Act Cap C.20 LFN 2004 and the Financial Reporting Council of Nigeria Act, 2011.

Basis of Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Institute of Chartered Accountants of Nigeria (ICAN) Professional Code of Conduct and Guide for Accountants, which is consistent with the International Ethics Standards Board for Accountants Code for Professional Accountants (Part A and B), together with other ethical requirements that are relevant to our audit of the financial statements in Nigeria, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

a. Reactivation and Principal Business Activities

Refer to the disclosures in Note 1 (Reporting Entity), Note 2(e) (Significant Accounting Policies - Going Concern) and Note 5 (Revenue). The principal business activities of the company are brewing, bottling, and marketing of Golden Guinea lager beer, Golden Guinea Malta, Eagle Stout and Bergedorf lager beer. The company did not resume the principal activities and earned no revenue during the financial year, as a result of the ongoing reactivation activities.

The directors are of the opinion that the company, as a going concern, will resume operations when the ongoing resuscitation programme is completed before the end of next financial year.

How the matter was addressed in our audit

We confirmed through physical verification and review of relevant documents that the reactivation activities were in progress during the year and at the time of this audit report.

We verified that rehabilitation works were being carried out in the brewery.

We verified that the company has acquired and installed new Plant Machinery and Equipment with increased capacity as part of the resuscitation program.

We confirmed that the Board of Directors has obtained the required funds, which is currently being applied by the company to resume production activities as a going concern.

b. Audit Committee

In accordance with the provisions of Section 359(6) of the Companies and Allied Matters Act, CAP C20 LFN, members of the Audit Committee of Golden Guinea Breweries Plc are required to carry out statutory functions under the Act. The functions include to:

- (i) ascertain whether the accounting and reporting policies of the company are in accordance with legal requirements and agreed ethical practices;
- (ii) review the scope and planning of audit requirements.
- (iii) review the findings on management matters in conjunction with the external auditor and departmental responses thereon;
- (iv) keep under review the effectiveness of the company's system of accounting and internal control.

As disclosed in Note 1 (Reporting Entity), the company has been undergoing reactivation and it did not resume its principal business activities during the year. As a result, Audit Committee is yet to be formed in accordance with the provisions of the Companies and Allied Matters Act CAP C20 LFN. Consequently, there was no Audit Committee and Audit Committee report was not available.

How the matter was addressed in our audit

We enquired and confirmed that audit committee was part of the company's Corporate Governance Structure under normal circumstances, when the company carried on its principal business activities.

We ascertained that the company recognizes audit committee as a vital faculty that ensures credible financial reporting and effective internal control system.

We obtained evidence that the Board of Directors performed some of the functions of the audit committee, in the absence of an audit committee during the reactivation process.

c. Other Payables

Refer to the disclosures in Note 22 (Trade and Other Payables), Note 22.2 (Other Financial Liabilities), Note 24.4 (Liquidity Risk Management). Other financial liabilities include amount payable to Pan Marine Investments Limited. This represents funding provided by Pan Marine Investments Limited to the company to meet financial obligations and achieve the resuscitation programme, following the company's working agreement with Pan Marine Investments Limited. The amount payable to Pan Marine Investments Limited was classified as Other Payables.

How the matter was addressed in our audit

We performed substantive procedures and verified the amount of funding received by the company from Pan Marine Investments Limited.

We obtained evidence and confirmed that funds received by the company from Pan Marine Investments Limited were utilized to meet the company's financial obligations and reactivation activities.

We ascertained and confirmed that Pan Marine Investments Limited has made commitment to continue its funding support to the company, following its working agreement with the company to complete the resuscitation programme.

We evaluated the reasonableness of the judgment of the directors to classify the funding from Pan Marine Investments Limited as Other Payables. We assessed the judgment of the directors that the funding from Pan Marine Investments Limited, which was based on the working agreement as the core investor, was not a classical lending arrangement in which principal, tenor, interest, obligations and other dynamics would be defined in a loan agreement. We confirmed that the funding from Pan Marine Investments Limited was an ongoing process that was expected to continue until the resuscitation programme is completed.

d. Revaluation Reserve

Refer to the disclosures in Note 18 (Revaluation Reserve) and Note 12.3 (Property, Plant and Equipment – Revaluation). The company's Property, Plant and Equipment have been revalued at various times by certain professional valuers, on the basis of open market value and depreciated replacement cost. The Cumulative Revaluation Surplus of N4,531,093,553 were recognized in Equity through Retained Earnings. But during the current financial year, Revaluation Reserve was created and the Revaluation Surplus of N4,531,093,553 was transferred from Retained Earnings to Revaluation Reserve, to show more clearly the financial profile of Assets Revaluation and Retained Earnings of the company.

How the matter was addressed in our audit

We performed substantive procedures and verified the amount of N4,531,093,553 transferred from Retained Earnings to Revaluation Reserve represents the cumulative Revaluation Surplus of the Company's Property Plant and Equipment.

We evaluated the reasonableness of the judgment of the directors to create Revaluation Reserve and transfer the Revaluation Surplus from Retained Earnings to Revaluation Reserve. We assessed the judgment of the directors that the transfer of the Revaluation Surplus from Retained Earnings to Revaluation Reserve which are components of Equity shows more clearly the financial profile of Assets Revaluation and Retained Earnings of the company. We confirmed that the Revaluation Surplus has been recognized in Equity through Revaluation Reserve, which is more appropriate than Retained Earnings.

Information Other than the Financial Statements and Audit Report thereon

The Directors are responsible for the other information. The other information comprises the Report of the Directors as required by Companies and Allied Matters Act CAP C20 LFN 2004, which we obtained prior to the date of this auditor's report and the integrated report, which is expected to be made available to us after the date. The other information does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.

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

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

Responsibilities of the Directors for the Financial Statements

The Directors are responsible for the preparation of financial statements that give a true and fair view in accordance with International Financial Reporting Standards, Companies and Allied Matters Act, Cap C.20, Laws of the Federation of Nigeria, 2004 and the Financial Reporting Council of Nigeria Act, 2011 and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's Responsibility for the Audit of the Financial Statement

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- ❖ Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- ❖ Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- ❖ Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- ❖ Conclude on the appropriateness of directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion.
- ❖ Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- ❖ Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

In accordance with the provisions of Section 359(3) and Section 359(6) of the Companies and Allied Matters Act, CAP C20 Laws of the Federation of Nigeria, we are required to communicate certain matters with the Audit Committee. However, in the absence of an audit committee, we communicate with the Board of Directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

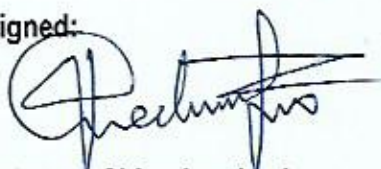
From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes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

Report on Other Legal and Regulatory Requirements

Schedule 6 of the Companies and Allied Matters Act Cap C20, Law of the Federation of Nigeria, 2004 requires that in carrying out our audit we consider and report on the following matters. In compliance with this requirement, we confirm that:

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

Signed:



Johnson Chinedum Iwoh
FRC/2014/ICAN/000000009595



For: Mokuolu Rubens & Co
Chartered Accountants

Lagos, Nigeria
June 21, 2019

GOLDEN GUINEA BREWERIES PLC

INCOME STATEMENT

FOR THE YEAR ENDED 31ST MARCH, 2019

	Note	2019 N	2018 N
Revenue	5	-	-
Cost of Sales		-	-
Gross Profit/(Loss)		-	-
Other income	6	3,653,650	4,131,000
Administrative expenses		(277,669,578)	(152,875,217)
Profit/(Loss) from Operating activities		(274,015,928)	(148,744,217)
Interest income	7	-	-
Interest expenses	8	-	-
Profit/(Loss) before taxation	9	(274,015,928)	(148,744,217)
Taxation	10	(1,254,180)	(13,920,493)
Profit/(Loss) for the year		(275,270,108)	(162,664,710)
Basic and diluted loss per share (kobo)	11	(27)	(16)

The notes on pages 18 to 51 form part of these financial statements.

GOLDEN GUINEA BREWERIES PLC

STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31ST MARCH, 2019

	Note	2019 N	2018 N
Profit/(Loss) for the year		<u>(275,270,108)</u>	<u>(162,664,710)</u>
Other Comprehensive Income			
<i>Items that will not be reclassified to Profit or Loss</i>			
Surplus on property revaluation		-	-
Tax relating to items that will not be reclassified		-	-
<i>Items that will or may be reclassified to Profit or Loss</i>		-	-
Tax relating to items that will or may be reclassified		-	-
Other comprehensive income for the year, net of tax		<u>-</u>	<u>-</u>
Total Comprehensive Income/(Loss)		<u><u>(275,270,108)</u></u>	<u><u>(162,664,710)</u></u>

The notes on pages 18 to 51 form part of these financial statements.

GOLDEN GUINEA BREWERIES PLC

STATEMENT OF FINANCIAL POSITION
AS AT 31ST MARCH, 2019

	Note	March 31, 2019 N	March 31, 2018 N	March 31, 2017 N
ASSETS				
NON-CURRENT ASSETS				
Property, plant and equipment	12	4,455,860,842	4,578,333,770	4,700,806,698
Investment in subsidiary	13	1,000,000	1,000,000	1,000,000
		<u>4,456,860,842</u>	<u>4,579,333,770</u>	<u>4,701,806,698</u>
CURRENT ASSETS				
Inventories	14	-	-	-
Cash and bank balances	15	358,027	230,126	193,324
		<u>358,027</u>	<u>230,126</u>	<u>193,324</u>
Total Assets		<u>4,457,218,869</u>	<u>4,579,563,896</u>	<u>4,702,000,022</u>
EQUITY				
Share capital	16	501,672,000	501,672,000	501,672,000
Share premium	17	836,977,386	836,977,386	836,977,386
Revaluation Reserve	18	4,531,093,553	-	-
Retained earnings	19	(3,337,089,052)	1,400,335,221	782,868,241
		<u>2,532,653,887</u>	<u>2,738,984,607</u>	<u>2,121,517,627</u>
NON-CURRENT LIABILITIES				
Loans and borrowings	20	-	-	-
Deferred tax liabilities	21	16,252,004	16,252,004	16,252,004
		<u>16,252,004</u>	<u>16,252,004</u>	<u>16,252,004</u>
CURRENT LIABILITIES				
Trade and other payables	22	1,861,944,818	1,779,213,305	2,533,036,905
Current tax payable	23	46,368,160	45,113,980	31,193,487
		<u>1,908,312,978</u>	<u>1,824,327,285</u>	<u>2,564,230,391</u>
Total Equity and Liabilities		<u>4,457,218,869</u>	<u>4,579,563,896</u>	<u>4,702,000,022</u>

These financial statements were approved by the Board of Directors on June 21, 2019 and were signed on its behalf by:

Chief J. C. Onyiahgulem
Chairman
FRC/2014/CIPMN/00000009808

Mr. Ifeanyi G. Idika
Managing Director
FRC/2014/NSE/00000009810

Mr. Lawrence Aduie
Chief Finance Officer
FRC/2018/ICAN/00000016707

The notes on pages 18 to 51 form part of these financial statements.

GOLDEN GUINEA BREWERIES PLC

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31ST MARCH, 2019

	Share Capital N	Share Premium N	Revaluation Reserve N	Retained Earnings N	Total Equity N
At April 1, 2017	501,672,000	836,977,386	-	782,868,241	2,121,517,627
Profit/(loss) for the year				(162,664,710)	(162,664,710)
Other Comprehensive income				-	-
Provision for interest charges no longer required				780,131,690	780,131,690
At March 31, 2018	<u>501,672,000</u>	<u>836,977,386</u>	<u>-</u>	<u>1,400,335,221</u>	<u>2,738,984,607</u>
At April 1, 2018	501,672,000	836,977,386	-	1,400,335,221	2,738,984,607
Profit/(loss) for the year				(275,270,108)	(275,270,108)
Other Comprehensive income				-	-
Other payables no longer required				68,939,388	68,939,388
Revaluation Surplus transferred from Retained Earnings to Revaluation Reserve			4,531,093,553	(4,531,093,553)	-
At March 31, 2019	<u>501,672,000</u>	<u>836,977,386</u>	<u>4,531,093,553</u>	<u>(3,337,089,052)</u>	<u>2,532,653,887</u>

The notes on pages 18 to 51 form part of these financial statements.

GOLDEN GUINEA BREWERIES PLC

**STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31ST MARCH, 2019**

	2019 N	2018 N
CASH FLOW FROM OPERATING ACTIVITIES		
Profit/(Loss) for the year	(275,270,108)	(162,664,710)
Adjustment for:		
Depreciation	122,472,932	122,472,932
Other payables no longer required	68,939,388	780,131,690
Taxation	1,254,180	13,920,493
Net cash generated/(used) before working capital changes	(82,603,608)	753,860,405
Changes in Working Capital		
Inventories	-	-
Trade and other payables	82,731,509	(753,823,603)
	<u>127,901</u>	<u>36,802</u>
Tax paid	-	-
Net Cash used in operating activities	127,901	36,802
CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Property, plant and equipment	-	-
Net Cash generated/(used) in investing activities	-	-
CASH FLOW FROM FINANCING ACTIVITIES		
Loans received/(repaid)	-	-
Proceeds from Special placement of Shares	-	-
Cost of Special placement	-	-
Net cash generated/(used) in Financing Activities	-	-
CASH AND CASH EQUIVALENTS		
Cash and cash equivalent generated/(used) during the year	127,901	36,802
Cash and cash equivalent at the beginning of the year	230,126	193,324
Cash and cash equivalent at the end of the year	358,027	230,126

The notes on pages 18 to 51 form part of these financial statements.

GOLDEN GUINEA BREWERIES PLC

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

1 REPORTING ENTITY

Golden Guinea Breweries Plc, a public company quoted on the Nigerian Stock Exchange, was incorporated on 26th September, 1962. The company was incorporated as a private limited liability company under the name Independence Brewery Limited with registration number RC 3164. The name of the company was changed to Golden Guinea Breweries Limited on 6th May, 1971. The company became a public company (Golden Guinea Breweries Plc) in 1978.

The principal activities of the company are brewing, bottling, and marketing of Golden Guinea lager beer, Golden Guinea Mata, Eagle Stout and Bergeford lager beer.

The company has not resumed the principal activities in 2018/2019 financial year as a result of on-going reactivation activities. The directors are of the opinion that the company will resume operations when the on-going resuscitation program is completed as noted below.

Reactivation Activities

Golden Guinea Breweries Plc suffered major machined breakdown, fire incident, including boiler explosion that occurred in February 2003. This affected the operations of the company. Positive efforts and active steps are being taken to resuscitate the company, and major milestones have been achieved as at the time these financial statements were approved in June 2019.

2 BASIS OF PREPARATION

(a) Statement of compliance

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS).

These financial statements were authorised for issue by the Board of Directors on June 21, 2019.

(b) Basis of measurement

The financial statements have been prepared on the historical cost basis except for inventory which is stated at the lower of cost and net realizable value. Historical cost is generally based on the fair value of the consideration given in exchange for the assets.

(c) Functional and presentation currency

These financial statements are presented in Naira, which is the Company's functional currency.

(d) Use of estimates and judgements

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

GOLDEN GUINEA BREWERIES PLC

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

(d) Use of estimates and judgements

Estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

In particular, information about assumptions and estimation uncertainties and critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements are described in the following notes:

- Note 21 – Deferred tax assets and liabilities
- Note 24 – Financial Instruments and Financial Risk Management
- Note 26 – Contingencies

(e) Going Concern Status

As stated in Note 1 above, the company has not resumed its principal activities during the 2018/2019 financial year under review as a result of the on-going reactivation activities. The company had suffered major machine breakdown, fire incident, including boiler explosion that occurred in February, 2003. This affected the operations.

However, members of the company mandated the board of directors to source for a capable core investor to return the company to business and profitability as soon as possible. The resuscitation program of the company including rehabilitation, retooling, and sourcing of funding is on-going as at the time these financial statements were approved in June 2019, and the directors are of the opinion that the company will resume business operations within few months from June 2019. Rehabilitation and retooling works at the brewery are at final stages including commissioning as at June 2019.

The company carried out recapitalization in 2015/2016. An Extraordinary General Meeting of members of the company was held on October 24, 2014 for the purpose of raising capital. It was resolved by members that the authorized share capital of the company be increased to N2,500,000,000 divided into 5,000,000,000 Ordinary Shares of 50 kobo each and the directors were authorized to raise additional capital by way of Special Placement through issuance of shares, debt to equity conversion etc up to 3,850,000,000 Ordinary Shares as may be determined by the directors subject to regulatory approvals.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2019

(f) Measurement Of Fair Values

A number of the Company's accounting policies and disclosures required the determination of fair value, for both financial and non-financial assets and liabilities. When applicable, further information about the assumptions made in determining the fair values is disclosed in the notes specific to that asset or liability. When measuring the fair value of an asset or liability, the Company uses market observable data as far as possible. Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or liability might be categorized in different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

Transfers between levels of the fair value hierarchy is recognized at the of the reporting period during which change has occurred. Further information about the assumption made in measuring fair value is included in Financial Instruments and Financial Risk Management in Note 23.

3 SIGNIFICANT ACCOUNTING POLICIES

The accounting policies set out below have been applied consistently to all periods presented in these financial statements, unless otherwise indicated.

(a) Foreign currency transactions

Transactions denominated in foreign currencies are translated and recorded in Naira at the actual exchange rates as of the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the reporting date are retranslated at the rates of exchange prevailing at that date.

The foreign currency gain or loss on monetary items is the difference between amortised cost in the functional currency at the beginning of the period, adjusted for effective interest and payments during the period, and the amortised cost in foreign currency translated at the exchange rate at the end of the reporting period. Non-monetary assets and liabilities denominated in foreign currencies that are measured at fair value are retranslated to the functional currency at the exchange rate at the date that the fair value was determined.

Foreign currency differences arising on retranslation are recognised in profit or loss, except for qualifying cash flow hedges, which are recognised in other comprehensive income. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction.

GOLDEN GUINEA BREWERIES PLC

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

(b) Financial instruments

i. Non-derivative financial assets

The Company initially recognises loans and receivables and deposits on the date that they are originated. All other financial assets (including assets designated at fair value through profit or loss) are recognised initially on the trade date at which the Company becomes a party to the contractual provisions of the instrument.

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred. Any interest in transferred financial assets that is created or retained by the Company is recognised as a separate asset or liability.

The Company has the following non-derivative financial assets:

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand; cash balances with banks and call deposits with original maturities of three months or less. Bank overdrafts that are repayable on demand and form an integral part of the Company's cash management are included as a component of cash and cash equivalents for the purpose of statement of cash flows.

ii. Non-derivative financial liabilities

All financial liabilities (including liabilities designated at fair value through profit or loss) are recognised initially on the trade date at which the Company becomes a party to the contractual provisions of the instrument.

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled or expire.

The Company has the following non-derivative financial liabilities: Loans and borrowings, Bank overdrafts, Trade and other payables.

Such financial liabilities are recognised initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition these financial liabilities are measured at amortised cost using the effective interest method.

GOLDEN GUINEA BREWERIES PLC

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

iii. Share capital

The Company has one class of shares, ordinary shares. Ordinary shares are classified as equity. When new shares are issued, they are recorded in share capital at their par value. The excess of the issue price over the par value is recorded in the share premium reserve.

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

(c) Property, plant and equipment

i. Recognition and measurement

Items of property, plant and equipment are measured at cost or valuation less accumulated depreciation and accumulated impairment losses. Cost includes expenditure that is directly attributable to the acquisition of the asset. Cost also includes borrowing costs on qualifying assets. Property, plant and equipment under construction are disclosed as capital work-in-progress.

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

ii. Subsequent costs

Subsequent expenditure is capitalised only when it is probable that the future economic benefits associated with the expenditure will flow to the company and its cost can be measured reliably. On-going repairs and maintenance are expensed as incurred.

iii. Depreciation

Items of property, plant and equipment are depreciated from the date they are available for use. Depreciation is calculated to write off the cost of items of property, plant and equipment less their estimated residual values using the straight-line basis over their estimated useful lives.

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

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

Land	-
Building	66 years
Plant and machinery	20 years
Furniture and equipment	7 years
Motor vehicles	5 years

GOLDEN GUINEA BREWERIES PLC

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

iii. Depreciation

Depreciation methods, useful lives and residual values are reviewed at each financial year end and adjusted if appropriate.

Capital work-in-progress is not depreciated. The attributable cost of each asset is transferred to the relevant asset category immediately the asset is available for use and depreciated accordingly.

(d) Inventories

Inventories are measured at the lower of cost and net realisable value. The cost of inventories includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their existing location and condition. The basis of costing is as follows:

Raw materials	– purchase cost on a weighted average basis including transportation and applicable clearing charges.
Non-returnable packaging materials	- Purchase cost on a weighted average basis including transportation and applicable clearing charges.
Consumable engineering spares	- Purchase cost on a weighted average basis including transportation and applicable clearing charges.
Finished products	– Average cost of direct materials and labour plus the appropriate amount attributable to production overheads based on normal production capacity.
Products-in-process	- Average cost of direct materials and labour plus the appropriate amount attributable to production overheads based on normal production capacity.
Inventory-in-transit	– Purchase cost incurred to date.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs necessary to make the sale.

Inventory values are adjusted for obsolete, slow-moving or defective items.

(e) Impairment

i. Non-derivative financial assets

A financial asset not carried at fair value through profit or loss, including an equity accounted investee, is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be reliably estimated.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2019

i. Non-derivative financial assets

Objective evidence that financial assets (including equity securities) are impaired can include default or delinquency by a debtor, restructuring of an amount due to the Company on terms that the Company would not consider otherwise, indications that a debtor or issuer will enter bankruptcy, or the disappearance of an active market for a security. In addition, for an investment in an equity security, a significant or prolonged decline in its fair value below its cost is objective evidence of impairment.

The Company considers evidence of impairment for receivables at both a specific asset and collective level. All individually significant receivables are assessed for specific impairment. All individually significant receivables found not to be specifically impaired are then collectively assessed for any impairment that has been incurred but not yet identified. Receivables that are not individually significant are collectively assessed for impairment by grouping together receivables with similar risk characteristics.

In assessing collective impairment, the Company uses historical trends of the probability of default, timing of recoveries and the amount of loss incurred, adjusted for management's judgement as to whether current economic and credit conditions are such that the actual losses are likely to be greater or less than suggested by historical trends.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. Losses are recognised in profit or loss and reflected in an allowance account against receivables. Interest on the impaired asset continues to be recognised. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through profit or loss.

ii. Non financial assets

The carrying amount of the Company's non-financial assets, other than inventories are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. The recoverable amount of an asset is the greater of its value in use and the fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit, or CGU").

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2019

ii. Non financial assets

The Company's corporate assets do not generate separate cash inflows. If there is an indication that a corporate asset may be impaired, then the recoverable amount is determined for the CGU to which the corporate asset belongs.

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

Impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

(f) Employee benefits

ii. Short-term employee benefits

Short-term employee benefits include wages, salaries, leave and other allowances.

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

A liability is recognized to the extent that these benefits have not been paid in cash.

i. Defined contribution plan

A defined contribution plan is a post-employment benefit plan (pension fund) under which the Company pays fixed contributions into a separate entity. The Company has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods.

In line with the provisions of the Pension Reform Act 2014, the Company is required to institute a defined contribution pension scheme for its employees. Employees are entitled to join the scheme on confirmation of their employment. Employees and the Company will make contributions at the rate of 8% and 10% respectively of annual basic salary and allowances. Employees contributions are funded through payroll deductions while the Company's contribution is charged to profit or loss. The fund is to be managed by a licenced pension fund manager.

However, the company has not implemented the provisions of the Pension Reform Act 2014 because of the prevailing circumstance of temporary cessation of operations. Nevertheless, before cessation of operations, the company had operated a defined contribution plan managed by a Board of Trustees to whom monthly contributions are remitted. The unremitted balance are recognized as liability at the reporting date.

GOLDEN GUINEA BREWERIES PLC

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

(g) Provisions and contingent liabilities

Provisions

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

A provision for restructuring is recognised when the Company has approved a detailed and formal restructuring plan, and the restructuring either has commenced or has been announced publicly. Future operating losses are not provided for.

Contingent liabilities

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

Contingent liabilities are only disclosed and not recognised as liabilities in the statement of financial position. If the likelihood of an outflow of resources is remote, the possible obligation is neither a provision nor a contingent liability and no disclosure is made.

(h) Revenue

Revenue from the sale of goods in the course of ordinary activities is measured at the fair value of the consideration received or receivable, net of value added tax, returns, trade discounts and volume rebates.

Revenue is recognised when persuasive evidence exists that the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable and there is no continuing management involvement with the goods and the amount of revenue can be measured reliably.

If it is probable that discounts will be granted and the amount can be measured reliably, then the discount is recognised as a reduction of revenue as the sales are recognised.

However, the company did not earn revenue during the year because it has not resumed its principal activities as a result of reactivation activities.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2019

(i) Finance income and finance costs

Finance income comprises interest income on bank deposits.

Finance income is recognised as it accrues in profit or loss, using the effective interest method.

Finance costs comprise interest expense on borrowings, bank overdrafts and impairment losses recognised on financial assets (other than trade receivables). Borrowing costs that are not directly attributable to the directly attributable to the acquisition, construction or production of a qualifying asset which are capitalised as part of the related assets, are recognised in profit or loss using the effective interest method.

Foreign currency gains and losses are reported on a net basis.

(j) Tax

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

Current tax

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

Deferred tax

Deferred tax is recognised in profit or loss account except to the extent that it relates to a transaction that is recognised directly in equity. A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the amount will be utilised. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2019

(k) Earnings per share

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

(l) Segment reporting

An operating segment is a distinguishable component of the Company that earns revenue and incurs expenditure from providing related products or services (business segment), or providing products or services within a particular economic environment (geographical segment), and which is subject to risks and returns that are different from those of other segments.

The Company's primary format for segment reporting is based on business segments. The business segments are determined by management based on the Company's internal reporting structure. All operating segments' operating results are reviewed regularly by the Executive Committee, which is considered to be the chief operating decision maker for the Company to make decisions about resources to be allocated to the segment and assess its performance, and for which discrete financial information is available.

Where applicable, Segment results that are reported include items directly attributable to a segment as well as those that can be allocated on a reasonable basis.

(m) Statement of cash flows

The statement of cash flows is prepared using the indirect method. Changes in statement of financial position items that have not resulted in cash flows such as translation differences, fair value changes, and other non-cash items, have been eliminated for the purpose of preparing the statement.

Dividends paid to ordinary shareholders are included in financing activities. Finance cost paid is also included in financing activities while finance income received is included in investing activities.

(n) New standards and interpretations not yet adopted

A number of new standards, amendments to standards and interpretations are effective for annual periods beginning after 1 January 2019, and have not been applied in preparing these financial statements. They include:

IFRS 9 – Financial instruments (effective for annual periods beginning on or after January 1, 2019)

This amendment confirms that when a financial liability measured at amortised cost is modified without this resulting into de-recognition, a gain or loss should be recognized immediately in Profit or Loss.

The gain or loss is calculated as the difference between the original contractual cash flows and the modified discounted at the original effective interest rate.

GOLDEN GUINEA BREWERIES PLC

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

(n) New standards and interpretations not yet adopted

IFRS 16 - Leases (effective for periods beginning on or after January 1, 2019). Leases are now required to recognize a lease liability (whether finance lease or operating lease) reflecting future lease payments and a right-to-use asset for all lease contracts, except for some short-term leases and leases for low-value assets.

IAS 19 - Employee Benefits (Amendment - Effective for periods beginning on or after January 1, 2019.) This amendment requires an entity to use updated assumption to determine current service cost and net interest for the remainder of the period after a plan amendment, curtailment or settlement; and to recognize in Profit or Loss as part of past service cost, or a gain or loss on settlement, any reduction in a surplus, even if that surplus was not previously recognised because of the impact of the assets ceiling.

The above standards are not relevant or do not have material impact on the financial statements of the company.

4. DETERMINATION OF FAIR VALUES

A number of the Company's accounting policies and disclosures require the determination of fair value, for both financial and non-financial assets and liabilities. Fair values have been determined for measurement and/or disclosure purposes based on the following methods. When applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

(a) Trade and other receivables

The fair value of trade and other receivables is estimated as the present value of future cash flows, discounted at the market rate of interest at the reporting date. For trade and other receivables with a remaining life of less than one year, the notional amount is deemed to reflect the fair value.

Short-term receivables with no stated interest rate are measured at the original invoice amount if the effect of discounting is immaterial. Fair value is determined at the initial recognition and, for disclosure purposes, at each annual reporting date.

(b) Other Non-derivative financial instruments

Other non-derivative financial liabilities are measured at fair value, at initial recognition and for disclosure purposes, at each annual reporting date. Fair value is calculated based on the present value of future principal and interest cash flows, discounted at the market rate of interest at the measurement date.

GOLDEN GUINEA BREWERIES PLC

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2019**

5. REVENUE

	2019 N	2018 N
Sale of goods	-	-
	<u>-</u>	<u>-</u>

Nigeria is the Company's primary geographical segment as all of the Company's sales are made in Nigeria. Also, all of the company's revenue are usually derived from brewed products with similar risks and returns.

However, the company did not earn revenue as the company has not resumed business operations since the end of 2004 including the current year 2018/2019 under review. Accordingly, no business or geographical segment information is reported.

	2019 N	2018 N
6. OTHER INCOME		
Other income and receipts	3,653,650	4,131,000
	<u>3,653,650</u>	<u>4,131,000</u>

7. FINANCE INCOME

Interest income	-	-
	<u>-</u>	<u>-</u>

8. FINANCE COST

Interest and other charges	-	-
	<u>-</u>	<u>-</u>

GOLDEN GUINEA BREWERIES PLC

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2019

9. PROFIT/(LOSS) BEFORE TAXATION

	2019 N	2018 N
Profit/(loss) before taxation is stated after charging:		
Directors' remuneration	115,256,948	15,909,090
Auditors' remuneration	2,500,000	2,500,000
Depreciation	122,472,932	122,472,932
Staff cost - stipends	27,842,152	7,800,000
	<u>27,842,152</u>	<u>7,800,000</u>

10. TAXATION

10.1 Tax charged

The company is normally exposed to current tax and deferred tax under the Companies Income Tax Act 1979 as amended and the Education Tax Act 1993 as amended.

Income Statement

Current Tax Expenses

Income tax	1,254,180	13,920,493
Education tax	-	-
	<u>1,254,180</u>	<u>13,920,493</u>

Deferred Tax

Origination/(Reversal) of temporary differences

	-	-
	<u>1,254,180</u>	<u>13,920,493</u>

10.2 Tax Analysis

Tax for the year is further analysed as follows:

Tax recognised in profit or loss	1,254,180	13,920,493
Tax recognised in other comprehensive income	-	-
	<u>1,254,180</u>	<u>13,920,493</u>

GOLDEN GUINEA BREWERIES PLC

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2019

11. EARNINGS/(LOSS) PER SHARE

Basic earnings/(loss) per share is calculated by dividing the loss attributable to ordinary shareholders of the company by the weighted average number of ordinary shares outstanding during the year.

The basic earnings/(loss) per share is calculated using the number of shares in issue at balance sheet date.

Diluted earnings/(loss) per share is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all diluted potential ordinary shares. There were no potentially dilutive shares at the reporting date (2018 - Nil), thus the basic loss per share and diluted loss per share have the same value.

	2019 N	2018 N
Earnings/(Loss) attributable to shareholders (Naira)	<u>(275,270,108)</u>	<u>(162,664,710)</u>
Number of ordinary shares outstanding at year end	<u>1,003,344,000</u>	<u>1,003,344,000</u>
Weighted average ordinary shares outstanding during the year	<u>1,003,344,000</u>	<u>1,003,344,000</u>
Basic and diluted earnings/(loss) per share (Kobo)	<u>(27)</u>	<u>(16)</u>

There have been no transactions involving ordinary share or potential ordinary shares between the reporting date and the date of approval of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2019

12 PROPERTY, PLANT, AND EQUIPMENT

12.1 Movement in Property, Plant, and Equipment
Movement on these accounts are as follows:

Year 2018

	Balance at 1.4.2017 N	Additions N	Revaluation N	Write off/ Impairment N	Disposal N	Balance at 31.3.2018 N
COST/VALUATION						
Land	1,048,093,392					1,048,093,392
Buildings	2,458,569,958					2,458,569,958
Plant and machinery	1,344,961,587					1,344,961,587
Furniture and equipment	16,182,567					16,182,567
Motor vehicles	6,108,800					6,108,800
Capital work-in-progress	1,401,294,723					1,401,294,723
Total - Cost	6,275,211,027	-	-	-	-	6,275,211,027
DEPRECIATION						
Land	-					-
Buildings	450,253,076	52,599,950				502,853,026
Plant and machinery	1,104,146,078	69,172,915				1,173,318,993
Furniture and equipment	14,662,660	328,303				14,990,963
Motor vehicles	5,342,515	371,760				5,714,275
Capital work-in-progress	-					-
Total - Depreciation	1,574,404,329	122,472,928	-	-	-	1,696,877,257
NET BOOK VALUE						
Land	1,048,093,392	-	-			1,048,093,392
Buildings	2,008,316,882	(52,599,950)	-			1,955,716,932
Plant and machinery	240,815,509	(69,172,915)				171,642,594
Furniture and equipment	1,519,907	(328,303)				1,191,604
Motor vehicles	766,285	(371,760)				394,525
Capital work-in-progress	1,401,294,723	-				1,401,294,723
Total - Net book value	4,700,806,696	(122,472,928)	-			4,578,333,770

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2019

12 PROPERTY, PLANT, AND EQUIPMENT

12.1 Movement in Property, Plant, and Equipment
Movement on these accounts are as follows

Year 2019

	Balance at 1.4.2018 N	Additions N	Revaluation N	Write off/ Impairment N	Disposal N	Balance at 31.3.2019 N
COST/VALUATION						
Land	1,048,093,392					1,048,093,392
Buildings	2,458,569,958					2,458,569,958
Plant and machinery	1,344,961,587					1,344,961,587
Furniture and equipment	16,182,567					16,182,567
Motor vehicles	6,108,800					6,108,800
Capital work-in-progress	1,401,294,723					1,401,294,723
Total - Cost	6,275,211,027	-	-	-	-	6,275,211,027
DEPRECIATION						
Land	-					-
Buildings	502,853,026	52,599,950				555,452,977
Plant and machinery	1,173,318,993	69,172,915				1,242,491,908
Furniture and equipment	14,990,963	328,303				15,319,266
Motor vehicles	5,714,275	371,760				6,086,035
Capital work-in-progress	-					-
Total - Depreciation	1,696,877,257	122,472,928	-	-	-	1,819,350,186
NET BOOK VALUE						
Land	1,048,093,392	-	-		-	1,048,093,392
Buildings	1,955,716,932	(52,599,950)	-		-	1,903,116,982
Plant and machinery	171,642,594	(69,172,915)			-	102,469,679
Furniture and equipment	1,191,604	(328,303)				863,301
Motor vehicles	394,525	(371,760)			-	22,765
Capital work-in-progress	1,401,294,723	-			-	1,401,294,723
Total - Net book value	4,578,333,770	(122,472,928)	-	-	-	4,455,860,842

12.2 Carrying Amount

	At April 1 2017 N	At March 31 2018 N	At April 1 2018 N	At March 31 2019 N
Land	1,048,093,392	1,048,093,392	1,048,093,392	1,048,093,392
Buildings	2,008,316,882	1,955,716,932	1,955,716,932	1,903,116,982
Plant and machinery	240,815,509	171,642,594	171,642,594	102,469,679
Furniture and equipment	1,519,907	1,191,604	1,191,604	863,301
Motor vehicles	766,285	394,525	394,525	22,765
Capital work-in-progress	1,401,294,723	1,401,294,723	1,401,294,723	1,401,294,723
Total	4,700,806,698	4,578,333,770	4,578,333,770	4,455,860,842

12 PROPERTY, PLANT, AND EQUIPMENT

12.3 Revaluation

The company's landed properties as well as plant and machinery have been revalued at various times by professional valuers in May 1978 (Sun Oriala & Co and Knight, Frank & Rutley), July 1998 (RCO Okafor & Co), and February 2001 (RCO Okafor & Co) on the basis of depreciated replacement cost. Also the landed properties were revalued by professional valuers (IPALI Harry & Associates) in February 2013 on the basis of open market value as well as depreciated replacement cost. The cumulative revaluation surplus of N4,531,093,553 on the property has been recognised in Equity through Revaluation Reserve.

12.4 Capital Work-In-Progress

Capital work-in-progress relates to Plant and Machinery being refurbished after an explosion incident. It also relates to the purchase and installation of new plant and machinery as part of the programme for resuscitation of the company. Additional cost of work in progress during the year was nil (2018 - Nil).

Efforts were made to access funds to enable completion of the resuscitation programme. Installation and commissioning of the Plant and machinery had not been completed at the end of the financial year (March 2018).

12.5 Capital Commitment

The company has no authorised or contractual capital commitment at the reporting date, except for the purchase and installation of the Plant and Machinery under the resuscitation programme as stated in Note 2(e) - Going Concern Status, and Note 12.4 above.

GOLDEN GUINEA BREWERIES PLC

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2019

	March 31 2019 N	March 31 2018 N	March 31 2017 N
13 INVESTMENT IN SUBSIDIARY			
Subsidiary not consolidated			
Goldfields Agricultural Investments Limited	1,000,000	1,000,000	1,000,000
	<u>1,000,000</u>	<u>1,000,000</u>	<u>1,000,000</u>

Goldfields Agricultural Investments Limited (Goldfields) is a wholly (100%) owned subsidiary of the company. Goldfields is a private limited liability company incorporated under the Companies and Allied Matters Act of Nigeria. Goldfields had been established and acquired landed property for the purposes of cultivating and providing agricultural inputs of certain raw materials required by the company, in response to certain policy of the Federal Government in 1988. The directors are of the opinion that it would be of no significant value to the members of the company to consolidate the subsidiary as it (Goldfields) has remained non-operational since inception and as at the reporting date.

Also, the directors are of the opinion that the estimated net proceeds of the assets of Goldfields will be adequate to cover the cost of the investment. As a result, no provision for impairment was made for the investment.

14 INVENTORIES

	March 31 2019 N	March 31 2018 N	March 31 2017 N
Raw materials	-	-	-
Engineering stores	-	-	-
Bottles, containers and packaging materials	-	-	-
	<u>-</u>	<u>-</u>	<u>-</u>

15 CASH AND CASH EQUIVALENT

Cash and bank balances	358,027	230,126	193,324
	<u>358,027</u>	<u>230,126</u>	<u>193,324</u>
Cash and cash equivalents	358,027	230,126	193,324
Bank overdrafts	-	-	-
	<u>358,027</u>	<u>230,126</u>	<u>193,324</u>
Cash and cash equivalents in cash flow statement	<u>358,027</u>	<u>230,126</u>	<u>193,324</u>

The Company's exposure to interest rate risk and sensitivity analysis for financial assets and liabilities is disclosed in Note 26.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2019

16 SHARE CAPITAL

Share capital is analysed as follows:

	March 31 2019 N	March 31 2018 N	March 31 2017 N
Authorized Share Capital			
4,000,000,000 Ordinary Shares of 50k each	<u>2,000,000,000</u>	<u>2,000,000,000</u>	<u>2,000,000,000</u>
Issued and fully paid			
1,003,344,000 Ordinary shares of 50k each	<u>501,672,000</u>	<u>501,672,000</u>	<u>501,672,000</u>

Further recapitalization of the company was on going at the time these financial statements were approved in June 2019. This is in furtherance of the resolution of members of the company at the Extraordinary General Meeting held on October 24, 2014 in which members unanimously resolved that the Authorized Share Capital of the company be increased to N2,500,000,000 divided into 5,000,000,000 Ordinary Shares of 50 kobo each, by creation of additional 1,000,000,000 (N500,000,000) Ordinary Shares of 50 kobo each. Also, the directors were authorized to raise additional capital by way of Special Placement through issuance of shares, debt to equity conversion etc up to 3,850,000,000 ordinary shares as may be determined by the directors, subject to regulatory approvals.

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.

17 SHARE PREMIUM

	March 31 2019 N	March 31 2018 N	March 31 2017 N
Balance, at beginning of year	836,977,386	836,977,386	836,977,386
Addition during the year	-	-	-
Utilization during the year	-	-	-
Balance, at end of year	<u>836,977,386</u>	<u>836,977,386</u>	<u>836,977,386</u>

18 REVALUATION RESERVE

Balance, at beginning of year	-	-	-
Revaluation Surplus transferred from Retained Earnings to Revaluation Reserve	4,531,093,553	-	-
Balance, at end of year	<u>4,531,093,553</u>	<u>-</u>	<u>-</u>

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2019

21 DEFERRED TAX LIABILITIES

21.1 Recognised deferred tax assets and liabilities

Recognised deferred tax assets and liabilities are attributable as follows:

	Assets March 31, 2019 N	Assets March 31, 2018 N	Liabilities March 31, 2019 N	Liabilities March 31, 2018 N	Net March 31, 2019 N	Net March 31, 2018 N
Property, Plant and Equipment	-	-	-	(16,252,004)	-	(16,252,004)
Employee benefits	-	-	-	-	-	-
Others	-	-	-	-	-	-
	-	-	-	(16,252,004)	-	(16,252,004)

21.2 Movement in temporary differences during the year

Year 2018

	Balance at April 1, 2017 N	Recognised in Profit or Loss N	Recognised in Other Comprehensive Income N	Balance at March 31, 2018 N
Property, Plant and Equipment	(16,252,004)			(16,252,004)
Employee benefits				-
Others				-
	(16,252,004)	-	-	(16,252,004)

Year 2019

	Balance at April 1, 2018 N	Recognised in Profit or Loss N	Recognised in Other Comprehensive Income N	Balance at March 31, 2019 N
Property, Plant and Equipment	(16,252,004)			(16,252,004)
Employee benefits	-			-
Others	-			-
	(16,252,004)	-	-	(16,252,004)

There are no assumptions and estimation uncertainties that have a significant risk resulting in a material adjustment within the next financial year, which has not been considered in making this estimate.

GOLDEN GUINEA BREWERIES PLC

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2019

	March 31 2019 N	March 31 2018 N	March 31 2017 N
22 TRADE AND OTHER PAYABLES			
22.1 Trade Financial Liabilities			
Customers deposits and trade payables	344,470,611	344,470,611	344,470,611
	<u>344,470,611</u>	<u>344,470,611</u>	<u>344,470,611</u>
22.2 Other Financial Liabilities			
Accrued expenses and charges	176,379,499	168,938,658	163,438,658
Other payables	459,198,903	430,225,791	1,205,458,480
	<u>635,578,402</u>	<u>599,164,449</u>	<u>1,368,897,138</u>
22.3 Outstanding Employees Benefits			
Unremitted provident fund	65,526,509	65,526,509	65,526,509
Accrued expenses	300,863,000	254,545,440	238,636,350
Redundancy benefits	422,891,022	422,891,022	422,891,022
Accrued salaries and stipends - Restoration Staff Team	61,709,379	61,709,379	61,709,379
	<u>850,989,910</u>	<u>804,672,351</u>	<u>788,763,260</u>
22.4 Short-Term Loan - Unsecured			
Skye Bank	30,905,895	30,905,895	30,905,895
	<u>30,905,895</u>	<u>30,905,895</u>	<u>30,905,895</u>
Total - Trade and Other payables	<u>1,861,944,818</u>	<u>1,779,213,305</u>	<u>2,533,036,905</u>

The Company's exposure to currency and liquidity risk related to trade and other payables is disclosed in Note 23.

GOLDEN GUINEA BREWERIES PLC

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2019**

23 CURRENT TAX PAYABLE

	March 31 2019 N	March 31 2018 N	March 31 2017 N
Movement in Current Tax Liabilities			
Balance, beginning of the year	45,113,980	31,193,487	31,193,487
Income tax provision for the year	1,254,180	13,920,493	-
Education tax provision for the year	-	-	-
	46,368,160	45,113,980	31,193,487
Payment during the year	-	-	-
Balance, end of the year	46,368,160	45,113,980	31,193,487

24 FINANCIAL INSTRUMENTS AND FINANCIAL RISK MANAGEMENT

24.1 Financial Risk Management

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

- (a) Credit risk
- (b) Liquidity risk
- (c) Market risk
- (d) Interest rate risk
- (e) Operational risk
- (f) Capital Management risk

This note presents information about the Company's exposure to each of the above risks, the Company's objectives, policies and processes for measuring and managing risk, and the Company's management of capital, as obtainable during the period of temporary cessation of business operations. Also, where applicable, further quantitative disclosure are included throughout these financial statements.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2019**24.2 Risk Management Framework**

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Board of Directors has delegated the responsibility for developing and monitoring the Company's risk management policies to the management of the company. The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to controls. Risk management policies and systems are normally reviewed regularly to reflect changes in market conditions and the Company's activities.

However, during the period under review, risk management activities including review of risk management policies and systems were not effectively carried out because the company has remained operationally dormant. Also, priority attention was paid to resuscitation programme to enable the company resume business operations.

24.3 Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers.

Exposure to credit risk

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the end of the reporting period was as follows:

	March 31 2019 N	March 31 2018 N	March 31 2017 N
Trade and other receivables	-	-	-
Cash and cash equivalent	358,027	230,126	193,324
	<u>358,027</u>	<u>230,126</u>	<u>193,324</u>

24.3 Credit Risk***Trade and other receivables***

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The Company considers that it is not exposed to major concentration of credit risk in relation to trade receivables. However, credit risk can arise in the event of non-performance of a counterparty. Purchase limits are established for each customer, which represents the maximum allowed open amount. These limits are reviewed bi-annually. Customers that fail to meet the Company's benchmark creditworthiness may transact with the Company only on a cash-and-carry basis.

However, since cessation of operations, the company has no outstanding balance from trade and other receivables. As a result, the company had nil exposure to credit risk arising from trade and other receivables. Also, there was no concentration of credit risk with respect to trade receivables because there was no sales activities during period or prior periods.

The Company recognises that an allowance should be established for impairment that represents its estimate of incurred losses in respect of trade and other receivables, which is a specific loss component that relates to individually significant exposures. Nevertheless, allowance for impairment was not applicable because there was no outstanding trade and other receivables at the reporting date.

	March 31 2019 N	March 31 2018 N	March 31 2017 N
Gross trade receivable	-	-	-
Impairment	-	-	-
	-	-	-
Other receivables	-	-	-
Impairment	-	-	-
	-	-	-
	-	-	-

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 201924.3 Credit Risk
Impairment losses

As at the reporting date, the aging of trade and other receivables based on the most recent transaction date was:

	Gross March 31 2019 N	Impairment March 31 2019 N	Gross March 31 2018 N	Impairment March 31 2018 N
0-30 days	-	-	-	-
30-90 days	-	-	-	-
91-180 days	-	-	-	-
More than 180 days	-	-	-	-
	-	-	-	-

Movement in impairment allowance

Movement in allowance for impairment losses in respect of trade and other receivable during the year was nil as follows:

	March 31 2019 N	March 31 2018 N
Balance at April 1	-	-
Impairment losses recognized	-	-
Balance at March 31	-	-

Cash and Cash Equivalent

The Company held cash and cash equivalents of N358,027 at March 31, 2019 (2018: N230,128), which represents its maximum credit exposure on these assets.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2019

23 FINANCIAL INSTRUMENTS AND FINANCIAL RISK MANAGEMENT

23.4 Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset.

The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The Company recognises that an appropriate liquidity risk management framework should be made for the the Company's short, medium and long term liquidity requirements and this should include monthly cash flow projections, which assists in monitoring cash flow requirements and optimizing cash returns on investments.

However, in the circumstance that the company has not resumed its principal activities and remained dormant, the liquidity risk management processes were not active during the year. Nevertheless, the company has established a working agreement with Pan Marine Investments Limited in connection with refinancing of the company's bank loans, sourcing of funds and resuscitation of the company. During the year, the company continued to receive funding from Pan Marine Investments Limited to meet financial obligations. And as at the time these financial statements were approved in June 2019, there was strong indication that Pan Marine Investments Limited will continue its financial commitment to the company till when the on-going resuscitation project is completed and the company resumes business operations. Specifically, as at June 2019, Pan Marine Investments Limited was already accessing bank loan for the purposes of providing Golden Guinea liquidity support required to complete the resuscitation programme and to resume business operations.

Except certain obligation that will fall due over the next five years, the company's trade and other payables are short-term obligations which are past due. During the year 2018/2019 the company has not received demand and pressure from creditors for payment of the obligations. And there is no indication that extreme pressure will arise for the payment within one year from the reporting date.

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

Non derivative Financial Liabilities:	Carrying Amount N	Contractual Cash flow N	6 months or less N	6 to 12 months N	Over 1 year to 5 Years N
March 31, 2018					
Loan and borrowing	-	-	-	-	-
Trade and other payables	1,779,213,305	1,779,213,305	600,524,542	727,053,881	1,205,458,481
	<u>1,779,213,305</u>	<u>1,779,213,305</u>	<u>600,524,542</u>	<u>727,053,881</u>	<u>1,205,458,481</u>
March 31, 2019					
Loan and borrowing	-	-	-	-	-
Trade and other payables	1,861,944,818	1,861,944,818	561,098,366	841,647,549	459,198,903
	<u>1,861,944,818</u>	<u>1,861,944,818</u>	<u>561,098,366</u>	<u>841,647,549</u>	<u>459,198,903</u>

It is not expected that the cash flows included in the maturity analysis could occur significantly earlier, or at significantly different amounts.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2019

23.4 Market Risk

Market risk is the risk that changes in market prices, such as foreign exchange rate, interest rates and equity prices will affect the Company's income or the value of its holding of financial instruments. The objective of market risk management is to manage and control market risk exposure within acceptable parameters, while optimising the return on risk.

In the circumstance the company has not resumed its principal activities, the impact of market risk on the company was very minimal as the company was not engaged in activities that could result into market risk exposure during the year.

There has been no change to the Company's exposure to market risks or the manner in which it is manages and measures the risk during the year.

Foreign Currency risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to the changes in foreign exchange rates.

A Company is exposed to currency risk on sales and purchases and borrowings that are denominated in a currency other than the functional currency of the Company, primarily the Naira. In managing currency risk, the Company aims to reduce the impact of short-term fluctuations on earnings.

The company was not exposed to currency risk during the year, as no transaction involving foreign currency was undertaken and no amount was payable in foreign currency as at the reporting date.

23.5 Interest Rate Risk

The Company has certain outstanding bank loan which has since become non-performing. The facility was established with fixed/capped interest rates, reducing its exposure to changes in interest rates on borrowing.

23.6 Operational Risk

Operational risk is the risk of direct or indirect loss arising from a wide variety of causes associated with the Company's processes, personnel, technology and infrastructure, and from external factors other than credit, market and liquidity risks such as those arising from legal and regulatory requirements and generally accepted standards of corporate behaviour. Operational risks normally arise from all of the Company's operations. The Company's objective is to manage operational risk so as to balance the avoidance of financial losses and damage to the Company's reputation with overall cost effectiveness and to avoid control procedures that restrict initiative and creativity.

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

- Documentation of processes, controls and procedures

- Periodic assessment of operational risks faced, and the adequacy of controls and procedures to address the risks identified by the risk management committee

- Training and development of employees

- Appropriate segregation of duties, including the independent authorization of transactions

- Monitoring of compliance with regulatory and other legal requirements

GOLDEN GUINEA BREWERIES PLC

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

23.6 Operational Risk

requirements for reporting of operational losses and proposed remedial action
Reconciliation and Monitoring of transactions
development, communication and Monitoring of ethical and acceptable business practices
risk mitigation, including insurance when this is effective.
monitoring of business process performance and implementation of improvement mechanisms thereof

However, in the circumstance that the company has not resumed its principal activities, operational risk management processes were not active during the year.

23.7 Capital Management

The Company's objectives, when managing capital, are to safeguard the Company's ability to continue as a going concern in order to provide returns for the shareholders and to maintain an optimal capital structure to reduce cost of capital. In order to maintain or adjust the capital structure, the Company may among other things, issues new shares or convert debt to equity.

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

	March 31 2019 N	March 31 2018 N	March 31 2017 N
Total liabilities	1,924,564,982	1,840,579,289	2,580,482,395
Less: Cash and cash equivalent	(358,027)	(230,126)	(193,324)
	<u>1,924,206,955</u>	<u>1,840,349,163</u>	<u>2,580,289,071</u>
Total Equity	<u>2,532,653,887</u>	<u>2,738,984,607</u>	<u>2,121,517,627</u>
Debt to Adjusted Capital ratio	0.76	0.67	1.22

The going concern implications of the ratios above are addressed in Note 2(e).

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2019

23.8 Fair Value

Fair values versus carrying amounts

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

	March 31, 2019 Carrying Amount N	March 31, 2019 Fair Value N	March 31, 2018 Carrying Amount N	March 31, 2018 Fair Value N
Assets measured at amortized cost				
Cash and cash equivalent	358,027	358,027	230,126	230,126
	<u>358,027</u>	<u>358,027</u>	<u>230,126</u>	<u>230,126</u>
Liabilities measured at amortized cost				
Loans and borrowings	-	-	-	-
Trade and other payables	1,861,944,818	1,861,944,818	1,779,213,305	1,779,213,305
	<u>1,861,944,818</u>	<u>1,861,944,818</u>	<u>1,779,213,305</u>	<u>1,779,213,305</u>

The directors believe that the fair values of the financial assets and liabilities are not significantly different from the carrying amounts shown in the statement of financial position. The basis for determining fair values is disclosed in Note 4.

GOLDEN GUINEA BREWERIES PLC

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2019

24 EMPLOYEE BENEFIT

24.1 Short-Term Employee Benefits

The employee benefits related expenses (including directors) are recognised in the following line items in the income statement:

	Cost of Sales		Administrative Expenses		Total	Total
	2019	2018	2019	2018	2019	2018
	N	N	N	N	N	N
Stipends to staff	-	-	27,842,152	7,800,000	27,842,152	7,800,000
Directors fees and allowances	-	-	115,256,948	15,909,090	115,256,948	15,909,090
			143,099,100	23,709,090	143,099,100	23,709,090

GOLDEN GUINEA BREWERIES PLC

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH, 2019**

25 CONTINGENCIES

25.1 Pending Litigation and Claims

There are no information about contingent liabilities arising from litigation and claims in the ordinary course of business (2018 - Nil).

25.2 Financial Commitment

The Directors are of the opinion that all known liabilities and commitments, which are relevant in assessing the state of affairs of the Company, have been taken into consideration in the preparation of these financial statements.

26 SUBSEQUENT EVENT

There were no significant subsequent events which could have had a material effect on the state of affairs of the Company as at March 31, 2019 that have not been adequately provided for or disclosed in these financial statements.

27 APPROVAL FINANCIAL STATEMENTS

The financial statements were approved by the directors on June 21, 2019.

GOLDEN GUINEA BREWERIES PLC

**FIVE YEAR FINANCIAL SUMMARY
FOR THE YEARS ENDED 31ST MARCH**

	IFRS 2019 N	IFRS 2018 N	IFRS 2017 N	IFRS 2016 N	IFRS 2015 N
FINANCIAL POSITION					
Assets					
Non-Current Assets	4,456,860,842	4,579,333,770	4,701,806,698	4,824,279,626	3,709,728,913
Current Assets	358,027	230,126	193,324	317,038	511,423
	<u>4,457,218,869</u>	<u>4,579,563,896</u>	<u>4,702,000,022</u>	<u>4,824,596,664</u>	<u>3,710,240,336</u>
Equity and Liabilities					
Equity					
Share Capital	501,672,000	501,672,000	501,672,000	501,672,000	125,418,000
Share Premium	836,977,386	836,977,386	836,977,386	836,977,386	26,407,067
Revaluation Reserve	4,531,093,553	-	-	-	-
Retained Earnings	(3,337,089,052)	1,400,335,221	782,868,241	556,162,750	1,171,340,118
	<u>2,532,653,887</u>	<u>2,738,984,607</u>	<u>2,121,517,627</u>	<u>1,894,812,136</u>	<u>1,323,165,185</u>
Liabilities					
Loans and borrowings	-	-	-	1,633,777,337	1,138,477,118
Deferred taxation	16,252,004	16,252,004	16,252,004	16,252,004	16,252,004
Trade and other payables	1,908,312,978	1,824,327,285	2,564,230,391	1,279,755,188	1,232,346,029
	<u>1,924,564,983</u>	<u>1,840,579,289</u>	<u>2,580,482,395</u>	<u>2,929,784,529</u>	<u>2,387,075,152</u>
Total Equity and Liabilities	<u>4,457,218,869</u>	<u>4,579,563,896</u>	<u>4,702,000,022</u>	<u>4,824,596,665</u>	<u>3,710,240,336</u>
FINANCIAL PERFORMANCE					
Revenue	-	-	-	-	-
Gross Profit	-	-	-	-	-
Other income	3,653,650	4,131,000	1,700,000	864,031	20,082,446
Administrative expenses	(277,669,578)	(152,875,217)	(186,854,732)	(177,349,542)	(294,668,949)
Interest expenses	-	-	-	(438,691,857)	-
Interest income	-	-	-	-	-
Profit/(Loss) before taxation	(274,015,928)	(148,744,217)	(185,154,732)	(615,177,368)	(274,586,503)
Taxation	(1,254,180)	(13,920,493)	(26,831,633)	-	-
Profit/(Loss) for the year	(275,270,108)	(162,664,710)	(211,986,365)	(615,177,368)	(274,586,503)
Other comprehensive income	-	-	-	-	-
Total Comprehensive income	<u>(275,270,108)</u>	<u>(162,664,710)</u>	<u>(185,154,732)</u>	<u>(615,177,368)</u>	<u>(274,586,503)</u>
Basic and Diluted Loss per share (kobo)	(27)	(165)	(165)	(165)	(109)