

**CASHXPRESS NIGERIA LIMITED**

**FINANCIAL STATEMENTS  
FOR THE TEN MONTHS PERIOD ENDED  
31 DECEMBER 2024**



**FINANCIAL STATEMENTS**  
**FOR THE TEN MONTHS PERIOD ENDED 31 DECEMBER 2024**

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## CORPORATE INFORMATION

**Directors:** Adetunji Temitope Sunday  
Balogun Adelekan Adeseekan

**Company Secretary:** Gorla Anumba

**RC Number:** 7044062

**Registered Office:** Plot A, Festac Link Road  
Amowu Odofin  
Lagos State  
[www.cashx.ng](http://www.cashx.ng)

**Auditors:** Nexia Agbo Abel & Co  
15 Ola Ayinde Street  
Ikeja  
Lagos  
[www.nexianigeria.com](http://www.nexianigeria.com)

**Banker:** Fidelity Bank Plc  
TAJ Bank Limited  
Zenith Bank Plc



## RESULTS AT A GLANCE

	2024 ₦'000
<i>Per statement of financial position</i>	
Total assets	496,069
Total liabilities	11,042
Equity	(111,475)
<i>Per statement of profit or loss and other comprehensive income</i>	
Revenue	283,836
Gross profit	262,699
Other income	13,774.02
Operating expenses	(400,730)
Depreciation expense	(7,218)
Finance cost	-
Loss before taxation	(131,475)
Income tax expense	-
Loss for the period	(131,475)



## REPORT OF THE DIRECTORS FOR THE TEN MONTHS PERIOD ENDED 31 DECEMBER 2024

The Directors of Cashxpress Nigeria Limited ("the Company") are pleased to submit to members, their Annual Report including the financial statements and audit report for the period ended 31 December 2024.

### 1. Legal form

Cashxpress Nigeria Limited was incorporated as a private limited liability company on 7 July 2023 in line with the requirements of the Companies and Allied Matters Act and commenced operations on 13 March 2024. The Company is a subsidiary of Aventus Capital Nigeria Limited, a private company incorporated in Nigeria.

### 2. Principal activities

Cashxpress Nigeria Limited is a wholly owned subsidiary of Aventus Capital Nigeria Limited, a technology and services platform focused on money lending, financial services and business investment.

### 3. Result for the year

The Company's result for the year are set out on page 3. The Company made a loss after tax of ₦129.425 million in during the period. The loss has been transferred to retained earnings.

### 4. Share capital

The Company's paid-up share capital of ₦20,000,000 divided into 20,000,000 ordinary shares of 1 Naira each has been fully allotted, ranking parri-passu in all respects.

### 5. Directors and their interest

a. Directors and their shareholding interest at the date of this report are as follows:

Names of directors	Number of shares
	No of Ordinary at 31 Dec. 2024
Adetunji Temitope Sunday	1,000
Balogun Adelekan Adeseekan	Nil
	<b>1,000</b>

#### b. Substantial holdings:

The shareholders that held 5% or more units of the issued share capital during the year are:

Aventus Capital Nigeria Limited	19,999,000	99%
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**REPORT OF THE DIRECTORS  
FOR THE TEN MONTHS PERIOD ENDED 31 DECEMBER 2024**

**6. Directors responsibility**

The Directors are responsible for the preparation of the financial statements which give a true and fair view of the affairs of the Company at the end of each financial year, and of the profit or loss for that period, and comply with Companies and Allied Matters Act 2020. In doing so, they ensure that:

- Proper accounting records are maintained;
- Internal control procedures are instituted which, as far as is reasonably possible, safeguard the assets and prevent and detect fraud and other irregularities;
- Applicable financial reporting standards are followed;
- Suitable accounting policies are adopted and consistently applied;
- Judgments and estimates made are reasonable and prudent; and
- The going concern basis is used, unless it is inappropriate to presume that the Company shall continue in business, in which case, the Directors must declare the correct position of the Company at the end of the financial year under consideration.

**7. Property, plant and equipment**

The movements in the property, plant and equipment during the year are shown in Note 13 on page 27. In the opinion of the Directors, the market value of the Company's assets are not lower than the values shown in the accounts.

**8. Employment and employees**

**a. Employment policies**

The Company's personnel policies are aimed at promoting good relationship with all its employees. The Company recognises and accepts its obligations to employ disabled people and does what is practicable to fulfil them.

**b. Health, safety and welfare at work**

The Company maintains a high standard of health, safety and environment guidelines. The Company endeavors to provide a safe working environment for its staff and requires staff to adhere to safety procedures. The Company organises safety lectures and courses on a regular basis for its employees.

**c. Employees' involvement**

To keep employees informed about matters which affect their working lives, the Company carries out a wide range of programs including briefings, regular bulletins and joint committees involving health and safety. The Company has enjoyed relative industrial harmony with its work-force throughout the period.

**9. Corporate governance**

The Board is responsible for the corporate governance of the Company. The Directors are responsible for the keeping of proper accounting records which disclose with reasonable accuracy at any time the financial status of the Company and ensure that the accounts comply with Companies and Allied Matters Act 2020.

They are also responsible for safeguarding the assets of the Company by taking reasonable steps for the prevention and detection of fraud and other irregularities.



**REPORT OF THE DIRECTORS  
FOR THE TEN MONTHS PERIOD ENDED 31 DECEMBER 2024**

**10. Donations and gifts**

No donations were made during the year.

**11. Auditors**

The Auditors, Messrs Nexia Agbo Abel & Co. have indicated their willingness to continue in office in accordance with Section 401 of the Companies and Allied Matters Act 2020. A resolution will be proposed authorising the Directors to determine their remuneration.

**By order of the Board**

Company Secretary/Legal Adviser



**STATEMENT OF DIRECTORS RESPONSIBILITIES  
FOR THE TEN MONTHS PERIOD ENDED 31 DECEMBER 2024**

**STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RELATION TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024**

The Directors accept responsibility for the preparation of the financial statements set out on pages 10 to 34 that give a true and fair view in accordance with International Financial Reporting Standards applicable in Nigeria and in the manner required by the Companies and Allied Matters Act 2020.

The Directors of Cashxpress Nigeria Limited are responsible for the preparation of the financial statements that give a true and fair view of the financial position of the Company as at 31 December 2024, and the results of its operations, cash flows and changes in equity for the period ended, in compliance with International Financial Reporting Standards ("IFRS") and in the manner required by the Companies and Allied Matters Act of Nigeria, and the Financial Reporting Council of Nigeria Act, 2011.

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

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

The Directors are responsible for:

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

**Going concern:**

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

The financial statements of the Company for the period ended 31 December 2024 were approved by the Directors on 25 June 2025.

**On behalf of the Board of Directors:**

**Temitope Adetunji**

Director

FRC/2025/PRO/DIR/003/015743

**Adedapo Adeyemo**

Chief Financial Officer

FRC/2025/PRO/ICAN/001/474588



**INDEPENDENT AUDITORS REPORT  
TO THE SHAREHOLDERS OF CASHXPRESS NIGERIA LIMITED  
ON THE AUDIT OF THE FINANCIAL STATEMENTS**

**Opinion**

We have audited the accompanying financial statements of **Cashxpress Nigeria Limited** which comprise the statement of financial position as at 31 December 2024, the statement of profit or loss and other comprehensive income, statement of changes in equity, statement of cash flows for the year then ended, a summary of significant accounting policies and other explanatory information set out on pages 10 to 32.

In our opinion, the financial statements present fairly, in all material respects, the financial position of **Cashxpress Nigeria Limited** as at 31 December 2024 and the financial performance and cash flows for the year then ended in accordance with the International Financial Reporting Standards, Companies and Allied Matters Act 2020 and the Financial Reporting Council of Nigeria (Amendment) Act, 2023.

**Basis for 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 requirements of the Institute of Chartered Accountants of Nigeria Professional Code of Conduct and Guide for Accountants (ICAN Code) and other independence requirements applicable to performing audits of financial statements in Nigeria. We have fulfilled our other ethical responsibilities in accordance with the ICAN Code and in accordance with other ethical requirements applicable to performing audits in Nigeria. The ICAN Code is consistent with the International Ethics Standards Board for Accountants Code of Ethics for Professional Accountants (Parts A and B). We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

**Other information**

The directors are responsible for the other information. The other information comprises the Directors' Report which we obtained prior to the date of this auditor's report. 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 express any form of assurance 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 regards.

**Responsibilities of management and those charged with governance for the financial statements**

Management is responsible for the preparation and fair presentation of the financial statements in accordance with the Companies and Allied Matters Act 2020, the Financial Reporting Council of Nigeria (Amendment) Act, 2023, the International Financial Reporting Standards 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.

**Audit. Tax. Advisory.**



### Auditor's responsibilities for the audit of the financial statements

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 statements.

As part of an audit in accordance with ISAs, we exercise professional judgement and maintain professional scepticism 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 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 the directors' use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists relating 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.

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.

We also provide those charged with governance 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.

### Report on other legal and regulatory matters

In compliance with the requirements of the Fifth Schedule of the Companies and Allied Matters Act 2020, 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 purposes of our audit;
- ii) the Company and its subsidiaries have kept proper books of account, so far as appears from our examination of those books; and
- iii) the consolidated statements of financial position and comprehensive income are in agreement with the books of account and returns.



Friday O. Inneh - FRC/2012/ICAN/00000000258

for: Nexia Agbo Abel & Co

Chartered Accountants

Abuja, Nigeria

27<sup>th</sup> June, 2025





**STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME  
FOR THE TEN MONTHS PERIOD ENDED 31 DECEMBER 2024**

	Notes	2024 ₦ '000
Interest income	6	283,836
Interest expenses	7	(21,137)
Impairment expenses	8	-
<b>Net income</b>		<b>262,699</b>
Other income	9	13,774
		<b>276,473</b>
Other operating expenses	10	(400,730)
		(124,258)
Depreciation		(7,218)
Finance cost	11	-
<b>Loss for the year</b>		<b>(131,475)</b>
Income tax expenses	13	-
<b>Loss for the year after taxation</b>		<b>(131,475)</b>
<b>Other comprehensive income for the year</b>		<b>-</b>
<b>Total comprehensive income</b>		<b>(131,475)</b>
<b>Earnings per share</b>		
Basic earnings per share	12	(0.01)
Diluted earnings per share	12	(0.01)

The notes on pages 14 to 32 form part of these financial statements.



STATEMENT OF FINANCIAL POSITION  
AS AT 31 DECEMBER 2024

	Notes	2024 ₦ '000
<b>Assets</b>		
<b>Non-current assets</b>		
Property, plant and equipment	11	43,631
		43,631
<b>Current assets</b>		
Prepayments	12	23,475
Loans and advances	13	401,837
Trade receivables	14	-
Cash and cash equivalents	15	27,125
		452,438
<b>Total assets</b>		<b>496,069</b>
<b>Equity</b>		
Share capital	16	20,000
Retained earnings	17	(131,475)
		(111,475)
<b>Non-current liabilities</b>		
Long term loan	18	596,503
		596,503
<b>Current liabilities</b>		
Trade and other payables	19	11,042
Current income tax liabilities	9	-
		11,042
<b>Total equity and liabilities</b>		<b>496,069</b>

The financial statements were approved by the Board of Directors on 25th June 2025 and signed on its behalf by:

**Temitope Adetunji**  
Director  
FRC/2025/PRO/DIR/003/015743

**Adedapo Adeyemo**  
Chief Financial Officer  
FRC/2025/PRO/ICAN/001/47458

The notes on pages 14 to 32 form part of these financial statements.



**STATEMENT OF CHANGES IN EQUITY  
FOR THE TEN MONTHS PERIOD ENDED 31 DECEMBER 2024**

	<b>Share capital</b>	<b>Retained earnings</b>	<b>Total Equity</b>
	<b>₦ '000</b>	<b>₦ '000</b>	<b>₦ '000</b>
<b>Balance at 13 March 2024</b>	-	-	-
Loss for the year	-	(131,475)	(131,475)
Total comprehensive income for the year	-	(131,475)	(131,475)
Movement in the year	20,000	-	20,000
<b>Balance at 31 December 2024</b>	<b>20,000</b>	<b>(131,475)</b>	<b>(111,475)</b>

The notes on pages 14 to 32 form part of these financial statements.



**STATEMENT OF CASH FLOWS**  
**FOR THE TEN MONTHS PERIOD ENDED 31 DECEMBER 2024**

	<b>2024</b>
	<b>₦ '000</b>
<b>Cash flows from operating activities</b>	
Loss for the year	(131,475)
<b>Adjustments to reconcile profit after tax to net cash provided:</b>	
Depreciation	7,218
Income tax expense	-
<b>Cash used from operations</b>	<b>(124,258)</b>
<b>Changes in operating assets/liabilities</b>	
Increase in prepayments	(23,475)
Increase in Loan and advances	(401,837)
Increase in trade and other payables-	11,042
<b>Net cashflow used in operating activities</b>	<b>(538,529)</b>
<b>Cashflows from investing activities</b>	
Purchase of property, plant and equipment	(50,849)
<b>Net cashflow used in investing activities</b>	<b>(50,849)</b>
<b>Cash flows financing activities</b>	
Proceeds from issue of shares	20,000
Long term loans	596,503
<b>Net cashflow from financing activities</b>	<b>616,503</b>
Net increase in cash and cash equivalents	27,125
Cash and cash equivalents at 13 March	-
<b>Cash and cash equivalents at 31 December</b>	<b>27,125</b>
<b>Represented by:</b>	
Cash and bank balances	27,125
Bank overdrafts	-
	<b>27,125</b>

The notes on pages 14 to 32 form part of these financial statements.





## NOTES TO THE FINANCIAL STATEMENTS FOR THE TEN MONTHS PERIOD ENDED 31 DECEMBER 2024

### 1. The Company

Cashxpress Nigeria Limited ("the Company") is a company domiciled in Nigeria. The address of the Company's registered office is Plot A, Festac Link Road, Amowu Odofin, Lagos State.

### 2. Basis of preparation and adoption of IFRS

#### 2.1 Statement of compliance

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRSs) and with the requirements of the Companies and Allied Matters Act.

#### 2.2 Basis of preparation

The financial statements have been prepared on historical cost basis. Historical cost is generally based on the fair value of the consideration given in exchange for assets. The principal accounting policies adopted are set out in note 5.

Judgements made by management in the application of IFRSs that have significant effect on the financial statements and estimates with a significant risk of material adjustment in the next year are discussed in note 3.

#### 2.3 Financial period

These financial statements cover the financial period ended 31 December 2024.

### 3. Critical accounting judgements and key sources of estimation uncertainty

The preparation of financial statements in conformity with IFRSs 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.

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

In particular, information about significant areas of estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amount recognized in the financial statements are discussed below:

#### 3.1 Critical accounting judgements

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

##### 3.1.1 Depreciation and carrying value of property and equipment

The estimation of the useful lives of assets is based on management's judgement. Any material adjustment to the estimated useful lives of items of property and equipment will have an impact on the carrying value of these items.



**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE TEN MONTHS PERIOD ENDED 31 DECEMBER 2024**

**3. Critical accounting judgements and key sources of estimation uncertainty(continued)**

**3.1.2 Impairment losses on loans and advances**

The Company reviews individually its significant loans and advances at each statement-of-financial-position date to assess whether an impairment loss should be recorded in the income statement. In particular, management's judgment is required in the estimation of the amount and timing of future cash flows when determining the impairment loss. These estimates are based on assumptions about a number of factors and actual results may differ, resulting in future changes to the allowance. Loans and advances that have been assessed individually (and found not to be impaired) are assessed together with all individually insignificant loans and advances in groups of assets with similar risk characteristics. This is to determine whether provision should be made due to incurred loss events for which there is objective evidence, but the effects of which are not yet evident. The collective assessment takes account of data from the loan portfolio (such as levels of arrears, credit utilization, loan-to-collateral ratios, etc.), and judgments on the effect of concentrations of risks and economic data.





#### 4. Application of new and revised International Financial Reporting Standards (IFRS)

4.1 New and revised IFRSs that are not mandatorily effective (but allow early application) for the period ended 31 December 2024.

The following revisions to accounting standards and pronouncements were issued but not effective at the reporting period (Earlier application is permitted in some cases).

Pronouncement	Nature of change	Required to be implemented for periods beginning on
Property, Plant and Equipment: Proceeds before intended use (Amendments to IAS 16)	<p>The amendments prohibit deducting from the cost of an item of property, plant and equipment any proceeds from selling items produced before that asset is available for use, i.e. proceeds while bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Consequently, an entity recognises such sales proceeds and related costs in profit or loss. The entity measures the cost of those items in accordance with IAS 2 Inventories.</p> <p>The amendments also clarify the meaning of 'testing whether an asset is functioning properly'. IAS 16 now specifies this as assessing whether the technical and physical performance of the asset is such that it is capable of being used in the production or supply of goods or services, for rental to others, or for administrative purposes.</p> <p>If not presented separately in the statement of comprehensive income, the financial statements shall disclose the amounts of proceeds and cost included in profit or loss that relate to items produced that are not an output of the entity's ordinary activities, and which line item(s) in the statement of comprehensive income include(s) such proceeds and cost.</p> <p>The amendments are applied retrospectively, but only to items of property, plant and equipment that are brought to the location and condition necessary for them to be capable of operating in the manner intended by management on or after the beginning of the earliest period presented in the financial statements in which the entity first applies the amendments.</p> <p>The entity shall recognise the cumulative effect of initially applying the amendments as an adjustment to the opening balance of retained earnings (or other component of equity, as appropriate) at the beginning of that earliest period presented. The amendments are effective for annual periods beginning on or after 1 January 2022, with early application permitted.</p>	1 January 2024
Annual Improvements to IFRS Standards 2018-2020	<p>The following improvements were finalised in May 2020:</p> <ul style="list-style-type: none"> <li>• IFRS 9 Financial Instruments – clarifies which fees should be included in the 10% test for derecognition of financial liabilities.</li> <li>• IFRS 16 Leases – amendment of illustrative example 13 to remove the illustration of payments from the lessor relating to leasehold improvements, to remove any confusion about the treatment of lease incentives.</li> <li>• IFRS 1 First-time Adoption of International Financial Reporting Standards – allows entities that have measured their assets and liabilities at carrying amounts recorded in their parent's books to also measure any cumulative translation differences using the amounts reported by the parent. This amendment will also apply to associates and joint ventures that have taken the same IFRS 1 exemption.</li> <li>• IAS 41 Agriculture – removal of the requirement for entities to exclude cash flows for taxation when measuring fair value under IAS 41. This amendment is intended to align with the requirement in the standard to discount cash flows on present value basis.</li> </ul>	1 January 2022
Reference to the Conceptual Framework (Amendments to IFRS 3)	<p>Minor amendments were made to IFRS 3 Business Combinations to update the references to the Conceptual Framework for Financial Reporting and add an exception for the recognition of liabilities and contingent liabilities within the scope of IAS 37 Provisions, Contingent Liabilities and Contingent Assets and Interpretation 21 Levies. The amendments also confirm that contingent assets should not be recognised at the acquisition date.</p>	1 January 2024



#### 4. Application of new and revised International Financial Reporting Standards (IFRS) (Continued)

4.2 New and revised IFRSs that are not mandatorily effective (but allow early application) for the period ended 31 December 2024.

the  
reporting period (Earlier application is permitted in some cases).

Pronouncement	Nature of change	Required to be implemented for periods beginning on or after
Classification of Liabilities as Current or Non-current (Amendments to IAS 1)	<p>The narrow-scope amendments to IAS 1 Presentation of Financial Statements clarify that liabilities are classified as either current or non-current, depending on the rights that exist at the end of the reporting period. Classification is unaffected by the expectations of the entity or events after the reporting date (eg the receipt of a waiver or a breach of covenant). The amendments also clarify what IAS 1 means when it refers to the 'settlement' of a liability.</p> <p>The amendments could affect the classification of liabilities, particularly for entities that previously considered management's intentions to determine classification and for some liabilities that can be converted into equity.</p> <p>They must be applied retrospectively in accordance with the normal requirements in IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors.</p> <p>In May 2020, the IASB issued an Exposure Draft proposing to defer the effective date of the amendments to 1 January 2023.</p>	1 May 2024
Sale or contribution of assets between an investor and its associate or joint venture – (Amendments to IFRS 10 and IAS 28)	<p>The IASB has made limited scope amendments to IFRS 10 Consolidated financial statements and IAS 28 Investments in Associates and Joint Ventures.</p> <p>The amendments clarify the accounting treatment for sales or contribution of assets between an investor and its associates or joint ventures. They confirm that the accounting treatment depends on whether the non-monetary assets sold or contributed to an associate or joint venture constitute a 'business' (as defined in IFRS 3 Business Combinations). Where the non-monetary assets constitute a business, the investor will recognise the full gain or loss on the sale or contribution of assets. If the assets do not meet the definition of a business, the gain or loss is recognised by the investor only to the extent of the other investor's interest in the associate or joint venture. The amendments apply prospectively.</p> <p>** In December 2015, the IASB decided to defer the application date of this amendment until such time as the IASB has finalised its research project on the equity method. The directors do not anticipate that the application of the amendments in the future will have an impact on the financial statements.</p>	N/A**



**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE TEN MONTHS PERIOD ENDED 31 DECEMBER 2024**

**4. Application of new and revised International Financial Reporting Standards (IFRS) (Continued)**

- 4.1 New and revised IFRSs that are not mandatorily effective (but allow early application) for the period ended 31 December 2024.

The following revisions to accounting standards and pronouncements were issued but not effective at the reporting period (Earlier application is permitted in some cases).

<b>Pronouncement</b>	<b>Nature of change</b>	<b>Required to be implemented for periods beginning on or after</b>
IFRS 17 Insurance Contracts	<p>IFRS 17 was issued in May 2017 as replacement for IFRS 4 Insurance Contracts. It requires a current measurement model where estimates are re-measured at each reporting period. Contracts are measured using the building blocks of:</p> <ul style="list-style-type: none"><li>• Discounted probability-weighted cash flows</li><li>• An explicit risk adjustment, and</li><li>• A contractual service margin (“CSM”) representing the unearned profit of the contract which is recognised as revenue over the coverage period.</li></ul> <p>The standard allows a choice between recognising changes in discount rates either in the income statement or directly in other comprehensive income. The choice is likely to reflect how insurers account for their financial assets under IFRS 9.</p> <p>An optional, simplified premium allocation approach is permitted for the liability for the remaining coverage for short duration contracts, which are often written by non-life insurers.</p> <p>There is a modification of the general measurement model called the ‘variable fee approach’ for certain contracts written by life insurers where policyholders share in the returns from underlying items. When applying the variable fee approach the entity’s share of the fair value changes of the underlying items is included in the contractual service margin. The results of insurers using this model are therefore likely to be less volatile than under the general model.</p> <p>The new rules will affect the financial statements and key performance indicators of all entities that issue insurance contracts or investment contracts with discretionary participation features. The directors do not anticipate that the application of the Standard in the future will have an impact on the financial statements.</p>	1 May 2024



**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE TEN MONTHS PERIOD ENDED 31 DECEMBER 2024**

**5 Significant accounting policies**

**5.1 Interest**

Interest income and expense for all interest bearing financial instruments are recognised in income statement within “interest income” and “interest expense” using the effective interest method.

The effective interest rate is the rate that exactly discounts the estimated future cash payments and receipts through the expected life of the financial asset or liability (or, where appropriate, the next repricing date) to the carrying amount of the financial asset or liability. When calculating the effective interest rate, the Company estimates future cash flows considering all contractual terms of the financial instruments but not future credit losses.

**5.2 Fees and commissions**

Fees and commission income and expenses that are integral to the effective interest rate on a financial asset or liability are included in the measurement of the effective interest rate. Other fees and commission income, including account servicing fees, investment management and other fiduciary activity fees, sales commission, placement fees and syndication fees, are recognised as the related services are performed.

When a loan commitment is not expected to result in the draw-down of a loan, loan commitment fees are recognised on a straightline basis over the commitment period.

**5.3 Foreign currency**

The financial statements of the Company are prepared in Naira which is its functional currency. In preparing the financial statements, transactions in currencies other than the Company’s functional currency (foreign currencies) are recorded at the rates of exchange prevailing on the dates of the transactions.

Monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing at each reporting date. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the rates prevailing at the date when the fair value was determined.

Any resulting exchange differences are included in the statement of profit or loss under other gains and losses, except for differences on available-for-sale non-monetary financial assets, which are included in the available-for-sale reserve in other comprehensive income. Non-monetary items of historic cost, that are denominated in foreign currency, are translated at the date of the original transaction, and are not re-translated.

Exchange differences arising on the settlement of monetary items are included in the statement of profit or loss for the year.

**5.4 Property, plant and equipment**

**a) Recognition and measurement**

Items of property, plant and equipment are measured at cost less accumulated depreciation and accumulated impairment losses.

Cost includes expenditure that is directly attributable to the acquisition of the asset. The cost of self-constructed assets includes the following:

- the cost of materials and direct labour;
- any other costs directly attributable to bringing the assets to a working condition for their intended use;
- When the Company has an obligation to remove the asset or restore the site, an estimate of the costs of dismantling and removing the items and restoring the site on which they are located; and
- borrowing costs



**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE TEN MONTHS PERIOD ENDED 31 DECEMBER 2024**

**5.4 Property, plant and equipment (continued)**

Any gain or loss on disposal of an item of property, plant and equipment (calculated as the difference between the net proceeds from disposal and the carrying amount of the item) is recognised in the profit or loss.

b) 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. Ongoing repairs and maintenance are expensed as incurred.

c) Depreciation

Items of property, plant and equipment are depreciated on straight-line basis in the profit or loss over the estimated useful lives of each component. Land is not depreciated.

Items of property, plant and equipment are depreciated from the date that they are installed and are ready for use, or in respect of internally constructed assets, from the date the asset is completed and ready for use.

The following annual rates are used to calculate the depreciation:

	%	Useful life (years)
Computer equipment	20	5
Office equipment	20	5
Furniture and fittings	25	4

**5.5 Impairment of tangible assets (excluding goodwill)**

At each balance sheet date, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is estimated to determine the extent of the impairment loss (if any). Where the asset does not generate independent cash flows from other assets, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. 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 which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset or cash generating unit is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a re-valued amount, in which case the impairment loss is treated as a revaluation decrease.

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

**5.6 Employee benefit**

The Company operates a contributory pension scheme, in line with the provision of the Pension Reform Act 2014. Under the scheme, the employer and employee each respectively contribute 10% and 8% of pensionable emoluments. The Company's contributions are charged to profit or loss account.



## NOTES TO THE FINANCIAL STATEMENTS FOR THE TEN MONTHS PERIOD ENDED 31 DECEMBER 2024

### 5.7 Segment reporting

The Company's business segments are presented on service line basis. Segment revenue and cost represent operating revenue and expenses respectively that are directly attributable to each segment.

### 5.8 Taxation

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

Current and deferred tax are recognised in statement of profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

The charge for taxation in these accounts is based on:

- The Companies Income Tax Act CAP C21 LFN 2004 as amended to date;
- Education Tax Act CAP E4 LFN 2004; and
- Provision for irrecoverable withholding tax.

#### a) Current tax

The Income tax and education tax currently payable for the year are based on taxable and assessable profits respectively at the current statutory rates. Taxable profit differs from profit before tax as reported in the statement of profit or loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible.

#### b) Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the liability method.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised based on tax laws and rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised.

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

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset.

### 5.9 Earnings per share

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

Diluted earnings per share are calculated by dividing net income by the fully-diluted number of ordinary shares outstanding during the period.

### 5.10 Provisions

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



#### 5.10 Provisions (continued)

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

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

#### 5.11 Financial instruments

Financial assets and liabilities are recognized when the Company becomes a party to the contractual provisions of the instrument. Financial assets are derecognized when the rights to receive cash flows from the assets have expired or have been transferred and the company has transferred substantially all risks and rewards of ownership. Financial liabilities are derecognized when the obligation specified in the contract is discharged, cancelled or expires.

At initial recognition, the Company classifies its financial instruments in the following categories:

- a) Financial assets and liabilities at fair value through profit or loss  
A financial asset or liability is classified in this category if acquired principally for the purpose of selling or repurchasing in the short-term. Financial instruments in this category are recognized initially and subsequently at fair value. Transaction costs are expensed in the statement of income. Gains and losses arising from changes in fair value are presented in the statement of income within "other gains and losses (net)" in the period in which they arise.
- b) Available-for-sale investments  
Available-for-sale investments are non-derivatives that are either designated in this category or not classified in any of the other categories. Available-for-sale investments are recognized initially at fair value plus transaction costs and are subsequently carried at fair value. Gains or losses arising from remeasurement are recognized in other comprehensive income except for exchange gains and losses on the translation of debt securities, which are recognized in the statement of income. When an available-for-sale investment is sold or impaired, the accumulated gains or losses are moved from accumulated other comprehensive income to the statement of income and are included in "other gains and losses (net)". Available-for-sale investments are classified as non-current, unless an investment matures within twelve months, or management expects to dispose of it within twelve months. Interest on available-for-sale debt instruments, calculated using the effective interest method, is recognized in the statement of income as part of interest income. Dividends on available-for-sale equity instruments are recognized in the statement of income as dividend income when the company's right to receive payment is established.
- c) Loans and receivables  
Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. The Company's loans and receivables comprise trade receivables and cash and cash equivalents, and are included in current assets due to their short-term nature. Loans and receivables are initially recognized at the amount expected to be received, less, when material, a discount to reduce the loans and receivables to fair value. Subsequently, loans and receivables are measured at amortized cost using the effective interest method less a provision for impairment.
- d) Financial liabilities  
Financial liabilities at amortized cost include trade payables, bank debt and long-term debt. Trade payables are initially recognized at the amount required to be paid, less, when material, a discount to reduce the payables to fair value. Subsequently, trade payables are measured at amortized cost using the effective interest method. Bank debt and long-term debt are recognized initially at fair value, net of any transaction costs incurred, and subsequently at amortized cost using the effective interest method. These are classified as current liabilities if payment is due within twelve months. Otherwise, they are presented as non-current liabilities.





#### 5.12 Intangible assets

An intangible asset is an identifiable, non-monetary asset without physical substance. An intangible asset is recognised when it is identifiable, the Company has control over the asset, the cost of the intangible asset can be measured reliably and from which future economic benefits are expected to flow to the Company.

##### 5.12.1 Computer software and licenses

Computer software and licenses are acquired separately and are carried at cost less accumulated amortisation and accumulated impairment loss. Amortisation is recognised on a straight-line basis over estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

#### 5.13 Inventories

Inventories are measured at the lower of cost and net realisable value. Cost, includes all purchase costs, conversion costs and other costs incurred in bringing the inventories to their present condition and location. The net realisable value is the expected selling price of the inventory less the estimated costs of completion and sale.

#### 5.14 Borrowing costs

Capitalisation of borrowing costs commences when expenditure for the asset is being incurred, borrowing costs are being incurred and activities that are necessary to get the asset ready for use are in progress.

Capitalisation of borrowing costs ceases when substantially all the activities that are necessary to get the asset ready for use are complete.

Capitalisation of borrowing costs is suspended during extended periods in which active development is interrupted.

#### 5.15 Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable. Revenue is reduced with estimated customer returns, rebates and other similar allowances. Revenue is recognised when the amount of revenue can be measured reliably and it is probable that the economic benefits associated with the transaction will flow to the Company. However, when an uncertainty arises about the collectability of an amount already included in revenue, the uncollectible amount, or the amount in respect of which recovery has ceased to be probable, is recognised as an expense.

#### 5.16 Cash and cash equivalents

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

#### 5.17 Contingent liabilities

The management is required to exercise significant judgement during the evaluation of whether certain liabilities represent contingent liabilities or provisions. Based on current information available to management, no provisions or contingent liabilities were deemed necessary.

#### 5.18 Contingent assets

Contingent assets are possible assets whose existence will be confirmed by the occurrence or nonoccurrence of uncertain future events that are not wholly within the control of Cashxpress Nigeria Limited.

Management does not recognise contingent assets but are disclosed when it is more likely than not that an inflow of benefits will occur.

#### 5.19 Related party transactions

All transactions with related parties are at arm's length. The management reviews each related party transaction to determine whether the terms of the transaction are in line with the arm's length principle adopted by the Company and to also identify any related party interests.





FOR THE TEN MONTHS PERIOD ENDED 31 DECEMBER 2024

	2024
<b>6. Interest income</b>	<b>₦ '000</b>
Interest on loans and advances	283,836
	<b>283,836</b>
6.1. Business and geographical segments	
The Company operates mainly in one geographical area - Nigeria. The revenue of the Company is wholly derived in Nigeria.	
<b>7. Interest expenses</b>	<b>2024</b>
	<b>₦ '000</b>
Credit search expenses	21,137
	<b>21,137</b>
<b>8. Impairment expenses</b>	
General provision on loans and advances	-
	-
<b>9. Other income</b>	
Late payment penalty	13,080
Exchange gain	694
	<b>13,774</b>
<b>10. Other operating expenses</b>	
Staff Cost	109,812
Travel expense - Local	1,978
Office expenses	3,953
Legal and professional fees	7,703
Audit fee	4,100
IT licenses and subscriptions	30,414
Internet and bandwidth	5,788
IT consumables	57
Pre-operational expenses	-
Marketable reimbursable expenses	38,463
Repairs and maintenance	3,170
Bank charges	9,231
Printing and stationery	476
Other administrative expenses	11,070
Rent and lease expenses	14,387
Fuel expenses	588
Telephone and postage	3,935
Advertising and business development expenses	126,421
Consultancy fees	21,968
Meals and entertainment	7,076
Recovery commission	141
	<b>400,730</b>
<b>8. Finance cost</b>	
Interest on loan	-
	-



**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE TEN MONTHS PERIOD ENDED 31 DECEMBER 2024**

**9. Taxation**

9.1 Income tax recognised in statement of profit or loss  
and other comprehensive income

**Current tax:**

Current tax expense in respect of the current year:

Corporation tax	-
Education tax	-
Police trust fund levy	-
Capital gains tax in respect of disposal of items of PPE in the current year	-

Adjustments in current year for current tax of prior years:

Under/(over) provision

**Deferred tax:**

Deferred tax credit recognised in the current year

**Total income tax expense recognised in current year**

The income tax expense for the year can be reconciled to the accounting profit or loss as follows:

Loss before tax from operations	(131,475)
Expected income tax expense calculated at 30%	-
Education tax expense calculated at 2.5% of assessable profit	-
Police trust fund levy at 0.005% of profit before tax	-
Effect of income that is exempt from taxation/capital allowances	-
Effect of expenses that are not deductible in determining taxable profit	-
Deferred tax expense recognised in the current period	-

Corporation tax is calculated at 30% of the estimated taxable profit for the year. The charge for taxation in these financial statements is based on the provisions of the Companies Income Tax Act, CAP C21, LFN, 2004 as amended.

The charge for education tax is based on the provisions of the Education Tax Act, CAP E4, LFN, 2004.

9.2 Current tax liabilities

At 13 March  
Charged for the period  
Payments during the period



**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE TEN MONTHS PERIOD ENDED 31 DECEMBER 2024**

**10. Earnings per share**

Basic and diluted earnings per share are calculated on the basis of earnings (profit or loss after taxation) and the weighted average number of issued and fully paid ordinary shares of each financial year as follows:

	<b>2024</b>
	<b>₦ '000</b>
Basic earnings per share	(0.007)
Diluted earnings per share	-
<b>Total basic/diluted earnings per share</b>	<b>(0.01)</b>

**10.1 Basic/diluted earnings per share**

The earnings and weighted average number of ordinary shares used in the calculation of basic/diluted earnings per share are:

	<b>2024</b>
	<b>₦ '000</b>
Earnings for the year attributable to owners of the Company	(131,475)
Earnings used in the calculation of basic/diluted earnings per share	(131,475)
Ordinary shares of 1₦ each	20,000,000
Earnings per 1₦ share - basic	(0.007)
Earnings per 1₦ share - diluted	(0.007)

The denominators for the purposes of calculating both basic and diluted earnings per share is based on issued and paid ordinary shares of 1₦ each.

**10.2 Impact of changes in accounting policies**

There were no changes in the company's accounting policies during the period that impacted on earnings per share.



**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE TEN MONTHS PERIOD ENDED 31 DECEMBER 2024**

**11. Property, plant and equipment**

	Computer equipment ₦ '000	Office equipment ₦ '000	Furniture & fittings ₦ '000	Total ₦ '000
<b>Cost:</b>				
At 13 March 2024	-	-	-	-
Additions	18,267	13,918	18,664	50,849
At 31 December 2024	18,267	13,918	18,664	50,849
<b>Accumulated depreciation:</b>				
At 13 March 2024	-	-	-	-
Charge for the period	2,474	1,940	2,804	7,218
At 31 December 2024	2,474	1,940	2,804	7,218
<b>Carrying amount</b>				
<b>At 31 December 2024</b>	<b>15,793</b>	<b>11,978</b>	<b>15,861</b>	<b>43,631</b>

- .1 There were no capitalised borrowing costs related to the acquisition of plant and equipment during the period
- .2 None of the Property, plant and equipment indicated any evidence of impairment, so no impairment charge was made in the period.



NOTES TO THE FINANCIAL STATEMENTS  
FOR THE TEN MONTHS PERIOD ENDED 31 DECEMBER 2024

	2024 ₦ '000
<b>12. Prepayments</b>	<b>23,475</b>
<b>13. Loans and advances</b>	<b>401,837</b>
Provision on loans	-
	<b>401,837</b>
<b>14. Trade receivables</b>	-
	-
<b>15. Cash and cash equivalents</b>	<b>27,125</b>
Cash at bank	27,125
	<b>27,125</b>
<b>16. Share capital</b>	
.1' Alloted, called up, issued & fully paid: 20,000,000 ordinary shares of 1₦ each	20,000
<b>17. Retained earnings</b>	
At 13 March	-
Loss for the period	(131,475)
As at 30 December	<b>(131,475)</b>
<b>18. Long term loan</b>	<b>596,503</b>
This is the balance of the zero interest loan from Aventus Capital Nigeria Limited.	
<b>19. Trade and other payables</b>	
Salary payable	-
Audit fees payable	2,050
Unclaimed payments	1,372
Pension contribution payable	-
Credit search payable	7,620
NSITF payable	-
ITF payable	-
	<b>11,042</b>



**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE TEN MONTHS PERIOD ENDED 31 DECEMBER 2024**

**20. Financial instruments**

**20.1 Capital risk management**

The Company manages its capital to ensure that the Company will be able to continue as going concern while maximising the return to stakeholders through the optimisation of equity.

The capital structure of the Company consists of equity attributable to equity holders of the Company, comprising issued capital, reserves and retained earnings.

The Company is not subject to any externally imposed capital requirements.

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

Gearing ratio

There is no debt in the Company's capital structure.

**20.2 Significant accounting policies**

Details of the significant accounting policies and methods adopted (including the criteria for recognition, the basis of measurement and the bases for recognition of income and expenses) for each class of financial asset, financial liability and equity instrument are disclosed in note 5.

**20.3 Categories of financial instruments**

Financial assets:

Loans and receivables:

Cash and cash equivalents

Financial liabilities:

Financial liabilities at amortised cost:

Trade and other payables

**2024**

**₦ '000**

27,125

**27,125**

11,042

**11,042**

Financial liabilities at amortised costs comprise other liabilities and other borrowed funds.

**20.4 Financial risk management objectives**

A financial risk management framework is in place, where appropriate, to mitigate any negative impact that financial risks that may arise will have on the Company's reported results. The Company's senior management oversees the management of risks to ensure that financial risks are identified, measured and managed in accordance with Company's policies for risk. The Board of Directors reviews and agrees policies for managing each of these risks which are summarised below.

The Company has loans and advances, other liabilities and cash and short-term deposits that arise directly from its operations.

The Company has exposure to the following risks:

- Market risk
- Credit risk
- Liquidity risk



**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE TEN MONTHS PERIOD ENDED 31 DECEMBER 2024**

**20. Financial instruments (continued)**

The Company is exposed to a range of financial risks which predominantly arise from changes in foreign exchange rates and money market liquidity.

**20.5 Market risk**

Market risk is the risk that the fair values of financial instruments will fluctuate because of changes in market prices. The financial instruments held by the Company that are affected by market risk are principally the non-derivative financial instruments which include loans and advances, cash and cash equivalents and other liabilities and borrowings.

**20.6 Foreign currency risk management**

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

**20.7 Credit risk**

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily loans and advances), and from its financing activities; including deposits with financial institutions and financial guarantees.

**Loans and Advances and Trade Receivables**

The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral (in form of non current assets), where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company transacts with government, private institutions and other top rated individuals. The Company's exposure and the credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. Credit exposure is controlled by counterparty limits that are reviewed and approved by the Board and Management periodically.

**Deposits with financial institutions**

Credit risk from balances with banks and financial institutions is managed by the Management. Surplus funds are spread amongst reputable commercial banks and funds must be within credit limits assigned to each counterpart. Counterpart credit limits are reviewed by the Management periodically and may be updated throughout the year. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through potential counterparty's failure.

The carrying amount of financial assets represents the Company's maximum exposure, which at the reporting date, was as follows:

	<b>2024</b>
	<b>₦ '000</b>
Cash and cash equivalents	27,125
	<b>27,125</b>

**20.7.1 Collateral held as security and other credit enhancements**

The carrying amount of financial assets recorded in the financial statements, which is net of impairment losses, represents the Company's maximum exposure to credit risk as no collateral or other credit enhancements are held.



**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE TEN MONTHS PERIOD ENDED 31 DECEMBER 2024**

**20. Financial instruments (Continued)**

**20.8 Liquidity risk management**

Liquidity risk is the risk that the Company is unable to meet its current and future cash flow obligations as and when they fall due, or can only do so at excessive cost. This includes the risk that the Company is unable to meet settlement obligations to the acquiring banks due to failure of an issuing bank to pay.

Ultimate responsibility for liquidity risk management rests with the Board of Directors, which has established an appropriate liquidity risk management framework for the management of the company's short-, medium- and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

**20.8.1 Maturity risk**

The following tables show the Company's contractual maturities of financial liabilities:

	<b>31 December 2024</b>				
	<b>Carrying amount</b>	<b>Contractual cashflows</b>	<b>Less than 3 months</b>	<b>3-6 months</b>	<b>6 months to 1 year</b>
	<b>₦ '000</b>	<b>₦ '000</b>	<b>₦ '000</b>	<b>₦ '000</b>	<b>₦ '000</b>
Financial liabilities at amortised cost					
Trade and other payables	11,042	-	11,042	-	-
	11,042	-	11,042	-	-

Financial liabilities that can be repaid at any time have been assigned to the earliest possible time period. It is not expected that the cash flows included in the maturity analysis could occur significantly earlier, or at significantly different amounts.

**20.9 Fair value of financial instruments**

**20.9.1 Fair value of financial instruments carried at amortised cost**

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

	<b>Carrying amount</b>	<b>Fair values</b>
	<b>2024</b>	<b>2024</b>
	<b>₦ '000</b>	<b>₦ '000</b>
Financial assets		
Loans and receivables:		
Cash and cash equivalents	27,125	27,125
Financial liabilities		
Financial liabilities held at amortised cost:		
Trade and other payables	11,042	11,042

**20.9.2 Valuation techniques and assumptions applied for the purposes of measuring fair value**

The fair values of other financial assets and financial liabilities (excluding derivative instruments) are determined in accordance with generally accepted pricing models based on discounted cash flow analysis using prices from observable current market transactions and dealer quotes for similar instruments.





NOTES TO THE FINANCIAL STATEMENTS  
FOR THE TEN MONTHS PERIOD ENDED 31 DECEMBER 2024

**21. Information relating to employee costs and numbers:**

**21.1 Employees**

Average number of persons employed:

Management

Senior

Junior

**2024**

**Number**

3

-

19

**22**

**Aggregated payroll and staff costs:**

Wages, salaries, and allowances

**₦ '000**

109,812

**109,812**

The number of employees in Nigeria with gross emoluments within the bands stated below was:

N		N
Less than		1,000,000
1,000,001	-	and above

**2024**

**Number**

19

3

**22**

**22. Guarantees and other financial commitments**

.1 The Company did not charge any of its assets to secure liabilities of third parties.

.2 Financial commitments

The directors are of the opinion that all known liabilities and commitments have been taken into account in the preparation of the accounts under review. These liabilities are relevant in assessing the state of the Company's affairs.

.3 Capital commitments

There were no commitments for capital expenditure at 31 December 2024.

**23. Contingent liabilities and assets**

The directors are not aware of any known legal or construed claims against the Company that can lead to the recognition of contingent liabilities as at the date of these financial statements.

**24. Events after the reporting period**

There were no material events after the reporting period which could have had material effect on the state of affairs of the Company as at 31 December 2024 and the loss for the period then ended that have not been adequately provided for or recognised in the financial statements.



**STATEMENT OF VALUE ADDED**  
**FOR THE TEN MONTHS PERIOD ENDED 31 DECEMBER 2024**

	<b>2024</b>	
	<b>₦ '000</b>	<b>%</b>
Revenue	283,836	
Other income	13,774	
Less:		
Bought-in-materials and services:		
Services	(312,056)	
<b>Value added</b>	<b>(14,446)</b>	<b>100.00</b>
<b>Applied as follows:</b>		
<i>To pay employees' salaries, wages, and other benefits:</i>		
Salaries and wages	109,812	(760.15)
<i>To pay government:</i>		
Taxation	-	-
<i>To pay provider of funds:</i>		
Finance expenses	-	-
<i>To provide for maintenance of assets and expansion of business</i>		
Depreciation	7,218	(49.96)
Retained loss for the period	(131,475)	910.12
<b>Value added</b>	<b>(14,446)</b>	<b>100.00</b>

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