COURTEVILLE BUSINESS SOLUTIONS PLC (RC 613746)

FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER, 2019



General Information

Country of incorporation	n and domicile
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Nature of business and principal activities

Directors

Business address

Holding company

Component Entity

Bankers

Nigeria

Consulting/Business Solutions Development

Mr. Afam Edozie

Dr. Adebola Akindele

Mr. Wale Sonaike

Mr. Oye Ogundele

Ms. Irunna Ejiabe

Mr. Olufemi Adekoya

Mr. Oladimeji Sanni

38 Commercial Avenue

Sabo

Yaba

Lagos

Courteville Business Solutions Plc

Courteville Loss Adjusters Limited

Access Bank Plc

Ecobank Nigeria Limited

Fidelity Bank Plc

First Bank Nigeria Limited

First City Monument Bank Limited

Guaranty Trust Bank Plc Polaris Bank Limited

Sterling Bank Pla

Union Bank of Nigeria Plc

United Bank for Africa Plc

Unity Bank Pla Wema Bank Plc

Abestone Microfinance Bank Limited

Abigi Microfinance Bank

Adosser Microfinance Bank Limited Astra Polaris Microfinance Bank Limited

Emerald Microfinance Bank Limited Gateway Microfinance Bank Limited

Ikenne Microfinance Bank Limited

Lavender Microfinance Bank Limited

Trust Microfinance Bank Limited

Abax-OOSA Professionals

(Chartered Accountants)

Jackson, Etti & Edu

EDC Registrars Limited

Moses Enaike & Associates

Auditors

Secretary

Legal advisors

Independent Valuer

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The Directors have pleasure in submitting their report on the financial statements of Courteville Business Solutions Plc and its subsidiary (together "the Group") for the year ended 31st December, 2019.

1. Incorporation

The Company was incorporated in Nigeria as a private limited liability company on 4th January, 2005 and commenced operations from that date. The Company became a public company in 2008 and was quoted on the Nigerian Stock Exchange in April, 2004. It is 100% owned by Nigerian shareholders. On 28th July, 2011, the Company changed its name from Courteville Investment Plc to Courteville Business Solutions Plc.

Nature of business

The Principal activities of the Company is the development of business solutions and provision of other e-commerce services.

Courteville Business Solutions Plc was incorporated in Nigeria with interests in the Services industry. The activities of the group are undertaken through the company and its principal subsidiaries, associates and joint arrangements. The group operates in Nigeria and the rest of Africa.

There have been no material changes to the nature of the Group's business from the prior year.

3. Review of financial results and activities

The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards and the requirements of the Companies and Allied Matters Act of Nigeria, CAP C20 LFN 2004. The accounting policies have been applied consistently compared to the prior year.

These are the first set of consolidated financial statements to be be presented by the Holding Company.

Full details of the financial position, results of operations and cash flows of the Group are set out in these consolidated financial statements.

4. Directorate

In accordance with the Company's Articles of Association, the names of the Directors in office as at the date of this report and of those who held office during the period are as follows:

Directors Mr. Afam Edozie	Office Chairperson	Designation Non-executive	Nationality
Dr. Adebola Akindele	Group Managing Director	Executive	
Mr. Wale Sonaike	Deputy Group Managing Director	Executive	
Mr. Oye Ogundele	managing birector	Executive	
Ms. Irunna Ejigbe		Non-executive	
Mr. Olufemi Adekoya		Non-executive	
Mr. Oladimeji Sanni		Non-executive	

There have been no changes to the directorate for the year under review.

Going concern

The Directors believe that the Group has adequate financial resources to continue in operation for the foreseeable future and accordingly the consolidated financial statements have been prepared on a going concern basis. The Directors have satisfied themselves that the Group is in a sound financial position and that it has access to sufficient borrowing facilities to meet its foreseeable cash requirements. The Directors are not aware of any new material changes that may adversely impact the Group. The Directors are also not aware of any material non-compliance with statutory or regulatory requirements or of any pending changes to legislation which may affect the Group.

6. Secretary

The Company Secretary is Jackson, Etti & Edu of:

Business address:

RCO Court 3-5 Sinari Daranijo Street Off Ajose Adeogun Street Victoria Island Lagos

7. Directors' interests in shares

As at 31st December, 2019, the Directors of the Company held direct beneficial interests in 65% (2018: 66%) of its issued ordinary shares, as set out below. The Directors' interests in the issued share capital of the Company as recorded in the Register of Directors, shareholding structure and for the purpose of Sections 275 and 276 of the Companies and Allied Matters Act are as follows:

Directors Shareholdings Interest

	%	2019	%	2018
		N		N
Gp. Capt. Salami (Retd)	0.03	1,200,000	0.03	1,200,000
Adebola Akindele	50.74	1,802,282,496	43.01	V.A.S. SVIII VANCENTE
Rotimi Olaoye	0.04	1,584,687	8.37	1,527,692,235
Adewale Sonaike	7.62	270,694,800	7.62	297,452,400
Afam Edozie	0.22	7,800,000		270,694,800
Oye Ogundele	2.65	94,107,800	0.22	7,800,000
Femi Niyi	3.93	139,600,045	2.65	94,107,800
Helen Emore	0.02	780,000	3.93	139,600,045
	65.26		0.02	780,000
	05.26	2,318,049,828	65.86	2,339,327,280

Shareholders with 5% and above

S/N	Names	Percentage Holding(2019)	No.of Shares Holding	Percentage Holding(2018)	No.of Shares Holding
1	Dr Adebola Akindele	50.74%	1,802,282,496	43.01%	1 507 (00 005
2	Mr Rotimi Olaoye	0.00%	2	8.37%	1,527,692,235
3	Mr Wale Sonaike	7.62%	270.694.800	7.62%	297,452,400
4	Mrs Olabisi Akindele	5.41%	192,108,000	5.41%	270,694,800
5	Adeoye Aderemi Olufemi	5.80%	206,165,700	5.4176	192,108,000
		69.57%	2,471,250,996	64.41%	2,287,947,435

8. Directors' interests in contracts

During the financial year, no contracts were entered into which Directors or officers of the Company had an interest and which significantly affected the business of the Group.

9. Holding company

The Group's holding company is Courteville Business Solutions Plc which holds 100% (2018: 100%) of the Component's equity. Courteville Business Solutions Plc was incorporated in Nigeria while the Component, Courteville Loss Adjusters Limited was incorporated in Jamaica.

10. Interests in subsidiaries, associates and joint arrangements

Details of material interests in the Component Entity are presented in the consolidated financial statements in notes 5.

There were no significant acquisitions or divestitures during the year ended 31st December, 2019.

11. Donations

The Company identifies with the aspirations of the community and the environment in which it operates. The Company made contributions to charitable and non-charitable organisations amounting to N4,700,000 (December 2018: 5,668,218) during the period as listed below:

Beneficiary

	1944		-	4,700,000
Foundation for Youth Education and Development	· ·		2	200,000
Supplied to the control of the contr	-	-	-	300,000
Aims Media	-	-	1.77	3,000,000
Summer Children Reading Camp, Abeokuta Next Titan Reality TV Show	-	-	-	500,000
Magnificient Therapy Homes		-	-	150,000
Institute of Chartered Accountants on Nigeria (ICAN)		9 5	(-	550,000

12. Events after the reporting date

Details of events after the reporting date can be found in Note 33.

The Directors are not aware of any other material event which occurred after the reporting date and up to the date of this report.

13. Directors' Responsibility Statement

The following which should be read in conjunction with the report of the Independent Auditors on pages s 14 to 17 is made to distinguish the responsibilities of the Directors for the consolidated financial statements from those of the Auditors.

In line with Sections 334 and 335 of the Companies and Allied Matters Act 2004, the Company's Directors are responsible for the preparation of the financial statements which give a true and fair view of the state of affairs of the Group as at the end of the financial year and of its result for the year and comply with the requirement of the Act.

These responsibilities include ensuring that:

- i. Adequate internal control procedures are instituted to safeguard assets, prevent and detect fraud and other irregularities.
- ii. Proper accounting standards are followed.
- iii. Applicable accounting standards are followed.
- iv. Suitable accounting policies are used and consistently applied.
- v. The financial statements are prepared on a going concern basis.

14. Share Capital History

FINANCIAL YEAR	NUMBER OF SHARES (UNIII)	CUMMULATIVE NUMBER OF SHARES (UNIT)	NOMINAL VALUE SHARES (₦)	NOMINAL VALUE PER SHARE (14)	METHOD OF ALLOCATION
31-Dec-2007	5,000,000	5,000,000	5,000,000	1.00	Subscription
31-Dec-2012	2,955,000,000	2,960,000,000	1,480,000,000	0.50	Priv ate Placement
31-Dec-2014	592,000,000	3,552,000,000	1,776,000,000	0.50	Bonus issue
31-Dec-2018	~	3,552,000,000	1,776,000,000	0.50	
31-Dec-2019	-	3,552,000,000	1,776,000,000	0.50	

15. Corporate Governance

The Directors believe that Corporate Governance is the basis of stakeholder satisfaction. Corporate Governance seeks to ensure a high level of transparency and accountability between the Management and investors of the Group. Pursuant to the revised set of principles of the Securities and Exchange Commission's Code of Corporate Governance for publicly quoted companies (the Code), the Group has become well acquainted with good corporate governance practices in enhancing stakeholders' confidence and value. Consequently, it ensures that its affairs are run in an efficient, ethical and transparent manner.

GOVERNANCE STRUCTURE

THE BOARD

The Board is charged with the ultimate responsibility of ensuring that the Group is properly managed and also responsible for overseeing the business of the Group to ensure maximum returns on shareholders' investments. Compliance and regulatory matters are within the scope of the Board's duties and therefore, the Board ensures a quarterly review of codes, applicable regulations and legislation in order to determine areas of non-compliance.

Accordingly, the Board makes it a paramount duty that the Code is strictly observed by the Board and Management team. In addition, the Board is responsible for the development of policies and oversees its implementation.

The Board at present, is duly constituted of four (4) Non-Executive Directors (including the Chairman of the Board) and three (3) Executive Directors; making a total of seven (7) Directors.

The Members of the Board are competent, knowledgeable and possess vast experience relating to the business of the Group.

Roles of the Chairman and Group Managing Director

The roles of the Chairman and Group Managing Director are separate and no one individual combines the two positions. The Chairman's main responsibility is to lead and manage the Board to ensure that it operates effectively and fully discharge its legal and regulatory responsibilities. The Chairman is responsible for ensuring that Directors receive accurate, timely and clear information to enable the Board takes informed decisions. The Board has delegated the responsibility for the day-to-day management of the Group to the Group Managing Director who is supported by the Executive Management team comprising of Deputy Group Managing Directors and other Executive Directors.

BOARD MEETINGS

During the period under review, the Board held three (3) meetings, which were attended by the Directors of the Group on the following days: 19th March, 2019, 28th May, 2019 and 24th October, 2019. Typically, Board meetings include consideration of a broad range of matters, including but not limited to financial performance, risk management assessment, report of the committees of the Board, corporate governance, compliance and internal control and matters relating to the oversight and management of the business as a whole.

The Board approves a schedule of meetings in advance, usually at the beginning of the year. The Company Secretary, based on the dates of the meeting agreed by the Directors, sends out notices convening the Board meeting together with the agenda and other Board papers to be considered at the meeting, at least 14 days before the meeting.

COMMITTEES

Management Committee

The Management Committee comprises of all Executive Directors and Heads of Department. The Committee meets monthly to deliberate and take decisions on the effective and efficient management of the Group.

Statutory Audit Committee

The Audit Committee is constituted in line with the provisions of Section 359 (3) and (4) of the Companies and Allied

Matters Act 2004 and Section 30 of the Code. The Audit Committee is responsible for the oversight of financial reporting and disclosure. In view of the importance attached to the Audit Committee, they are required to have unrestricted access to the Management, Internal Auditor and External Auditors of the Group.

The Committee is guided by a Terms of Reference drawn in accordance with the provisions of the Articles of Association of the Company. The Terms of Reference defines the role, functions and scope of authority of the Committee. The Committee assists in ensuring the compliance with all the statutory and regulatory requirements.

The Committee consists of an equal number of four (4) representatives of the shareholders and Directors of the Company. During the period under review, the Committee held four (4) meetings during the 2019 financial year, in order to discharge its statutory duties and responsibilities effectively. The Committee meetings were held on the following days: 15th March, 2019, 25th April, 2019, 18th July, 2019 and 15th October, 2019. Recommendations were made by the Committee based on the review of the financial accounts and reports of the External Auditor and same were adopted by the Board.

A report of the Audit Committee, approved at the Audit Committee meeting will be presented to the shareholders of the Group, stating with accuracy that proper accounting records have been kept by the Group and that the Group's statements of financial position and profit and loss and other comprehensive income are in agreement with the accounting records and returns.

Risk Management Committee

This committee was constituted by the Board of Directors in compliance with the Securities and Exchange Commission's code on Corporate Governance for Public Companies, at the meeting of 23rd of September, 2014.

The Committee has as its main objective, to oversee the Company's risk management process and to inform the Board and where necessary, the Audit Committee about the Company's main risks and mitigating actions. The Committee is inter alia, responsible for assessing the adequacy and effectiveness of the Group's management of risk and compliance function of the Group.

The Committee provides periodic reports of changes in the economic and business environment, including emerging trends and other factors relevant to the Group's risk profile to the Board. The Committee also reviewed and recommend for approval of the Board risk management procedures and controls.

During the year under review, the Committee held four (4) meetings during the 2019 financial year, in order to discharge its statutory duties and responsibilities effectively. The Committee meetings were held on the following days: 26th February, 2019, 26th April, 2019, 30th July, 2019 and 21st November, 2019.

Corporate Governance and Remuneration Committee

This Committee was also constituted by the Board of Directors in compliance with the Securities and Exchange Commission's code on Corporate Governance for Public Companies, at the meeting of 23rd September, 2014.

The Corporate Governance and Remuneration Committee is charged with instituting a transparent procedure for the appointment of new Directors to the Board of Directors and making recommendations to the Board regarding the tenures, re-appointment and remuneration of the Directors of the Company.

During the year under review, the Committee was comprised of the following members:

Ms Irunna Ejibe Mr Afam Edozie

Chairman(Non-Executive)
Member(Non-Executive)

During the year under review, the Corporate Governance and Remuneration Committee held four(4) meetings on 26th February, 2019, 26th April, 2019, 2nd August, 2019 and 21st November, 2019.

COMPANY SECRETARY

The Company Secretary acts as a support to the Directors in ensuring that the Code of Corporate Governance is implemented. The Company Secretary advises the Board on all secretarial and compliance issues and also assists in preparing and issuing notices convening the meetings of the Directors and Shareholders of the Company, attending all meetings of the Directors and Shareholders of the Group and Extra-Ordinary General Meetings.

Accordingly, the Company Secretary renders all proper returns and carries out administrative and other secretarial functions as directed by the Directors of the Company.

POLICY DOCUMENTS

Security Trading Policy

In compliance with Section 14 of the NSE Amended Rules, the Group has developed its Security Trading Policy which was approved by the Board of Directors on 10th March 2016. This policy has been uploaded on the Holding Company's website.

Whistle Blowing Policy

In line with the Company's commitment to instill best corporate governance practices, the Company has a whistle blowing policy that ensures anonymity. This policy is on the Holding Company's website.

Corporate Communication policy

The Company has a Corporate Communication Policy which was approved by the Board of Directors on the 25th October 2017. The Corporate Communication Policy is made up of the Shareholder Communication Policy and the Communication Feedback/Response Policy. The policy is on the Holding Company's website.

Compliant Management Policy

The Group maintains and is compliant with the Securities and Exchange Rule relating to the implementation of a Complaints Management Framework of the Nigerian Capital Market issued on 16th February 2015 and the Nigerian Stock Exchange Directive (NSE/LARD/LRD/CIR6/15/04/22) to all listed companies issued on 22nd April 2015. The overall objective of the policy is designed to ensure that complaints and enquires from the Group's shareholders and stakeholders are managed in a fair, impartial, efficient and timely manner.

This policy is on the Holding Company's website.

Non-Executive Director Remuneration Policy

The Group has a remuneration policy for its Non-executive Directors.

Operation Process Manual

The Group has in place an Operation Process Manual which seeks to ensure that all operations in the Operations Department comply with the laid down requirements and that they are carried out in consistent and systematic manner in order to achieve the stated Group quality policy.

CODE OF BUSINESS AND ETHICAL CONDUCT

The Group has a Code of Business and Ethical Conduct which embodies the ethical standards to be maintained by the Directors, Management team and all members of staff. The Code of Ethics is required to be observed in good faith and in the best interest of the Group as a whole.

16.	Range	Anal	veie
	Mulige	Allu	A 212

31st December, 2019						
Range	Number of	Holders	Holders	Units	Units	Units
	Holders	%	Cum		%	Cum
1-1,000	488	24.11%	488	191,095	0.01%	101 005
1,001-5,000	274	13.54%	762	737,948	0.01%	191,095
5,001-10,000	148	7.31%	910	1,183,524	0.02%	929,043
10,001-50,000	336	16.60%	1246	8,416,150	0.24%	2,112,567
50,001-100,000	156	7.71%	1402	12,120,795	0.34%	10,528,717 22,649,512
100,001-500,000	368	18.18%	1770	80,620,219	2.27%	103.269,731
500,001-1,000,000	93	4.59%	1863	63,843,153	1.80%	
1,000,001-5,000,000	119	5.88%	1982	215,591,689	6.07%	167,112,884
5,000,001-10,000,000	20	0.99%	2002	147,720,244	4.16%	382,704,573
10,000,001-50,000,000	15	0.74%	2017	274,969,814	7.74%	530,424,817
50,000,000 - 100,000,000	2	0.10%	2019	178,429,800	5.02%	805,394,631
100,000,001-500,000,001	4	0.20%	2023	765,893,073	21.56%	983,824,431 1,749,717,504
500,000,001 and above	1	0.05%	2024	1,802,282,496	50.74%	3,552,000,000
Grand Total	2,024	100%	20,508	3,552,000,000	100%	
31st December, 2018						
Range	Number of	Holders	Holders	Units	Units	Units
	Holders	%	Cum		%	Cum
1-1,000	403	20.91%	403	158,217	0.00%	158,217
1,001-5,000	262	13.60%	665	701,280	0.02%	859,497
5,001-10,000	140	7.27%	805	1,106,811	0.03%	1,966,308
10,001-50,000	331	17.18%	1136	8,417,003	0.24%	10,383,311
50,001-100,000	141	7.32%	1277	10,725,119	0.30%	21,108,430
100,001-500,000	385	19.98%	1662	83,249,067	2.34%	104,357,497
500,001-1,000,000	96	4.98%	1758	65,565,110	1.85%	169,922,607
1,000,001-5,000,000	124	6.43%	1882	225,263,617	6.34%	395,186,224
5,000,001-10,000,000	20	1.04%	1902	147,757,304	4.16%	542,943,528
10,000,001-50,000,000	20	1.04%	1922	623,842,464	17.56%	1,166,785,992
100,000,001-500,000,001	4	0.21%	1926	857,521,773	24.14%	
500,000,001 and above	1	0.05%	1927	1,527,692,235	43.01%	2,024,307,765 3,552,000,000
Grand Total	1,927	100		3,552,000,000	100	

17. Employees

Sustainability Report

The Group pays keen attention to its stakeholders, such as its employees, host community and the general public. The Holding Company is sensitive and conscious of the Nigerian social and cultural diversity, thus promoting national interest and values, without compromising global aspirations.

The Group imbibes a strong work life balance and gender diversity.

The Group has a culture of integrity and zero tolerance to corruption and unethical practices. The Group also encourages its employees, vendors and business partners to always ensure the highest standards of integrity and compliance with all relevant laws and regulations.

To further buttress the above, the Group has in place a confidential whistle blowing system, which enables any person to raise concerns in relation to its operations and report unethical conduct.

Equal Employment Opportunity

The Group gives an equal employment opportunity that is committed to maintaining a positive workforce that facilitates high level of professional high level of professional efficiency at all times. The Group's policy prohibits discrimination by gender, disability or health status in the recruitments, training and career development of its employees.

Health, Safety and Welfare of Employees

The Group maintains business premises designed with a view to guaranteeing the safety and healthy living conditions of its employees and customers alike. Employees are adequately insured against occupational and other hazards. In addition, the Group provides medical facilities to its employees and their immediate families at its expense.

Fire prevention and fire-fighting equipment are installed in strategic locations within the Company's premises.

The Group operates a contributory pension plan in line with the Pension Reform Act 2014 as well as terminal gratuity scheme for its employees.

(i) Gender Diversity within the Holding Company Year 2019 2018 Total Workforce 121 107 % of gender composition Year 2019 2018 Male 51% 44% Female 49% 56% (ii) Recruitment made within the Holding Company Year 2019 2018 Total recruitment 14 14 Women 8 8 8 8 Men 6 6 6 (iii) Diversity of Senior Management (Asst. General Manager to General Manager) Year 2019 2018 Women 3 3 3 (iv) Diversity of Executives Year 2019 2018 Women 3 3 3 (iv) Diversity of Board Year 2019 2018 Women 3 3 3 (v) Diversity of Board Year 2019 2018 Women 3 3 3 (v) Diversity of Board Year 2019 2018 Women 3 3 3	Div	ersity of Employment			
Year 2019 2018 Total Workforce 121 107 % of gender composition 2019 2018 Year 2019 2018 Male 51% 44% Female 49% 56% (ii) Recruitment made within the Holding Company 2019 2018 Year 2019 2018 Momen 8 8 Men 6 6 (iii) Diversity of Senior Management (Asst. General Manager to General Manager) 2018 Year 2019 2018 Women 3 3 (iv) Diversity of Executives 2019 2018 Women 3 3 (v) Diversity of Board 2019 2018 Women 1 1 Men 1 1			any		
Total Workforce				2010	
## Sof gender composition Year 2019 2018 Male 51% 44% Female 49% 56% (ii) Recruitment made within the Holding Company Year 2019 2018 Total recruitment 14 14 Wamen 8 8 8 Men 6 6 6 (iii) Diversity of Senior Management (Asst. General Manager to General Manager) Year 2019 2018 Women 3 3 3 (iv) Diversity of Executives Year 2019 2018 Women 3 3 3 (v) Diversity of Board Year 2019 2018 Women 3 3 3 (v) Diversity of Board Year 2019 2018 Women 3 3 3		Total Workforce			
Male		% of gender composition	121	107	
Male 51% 44% 56%		Year	2019	2018	
Female 49% 56% (ii) Recruitment made within the Holding Company Year 2019 2018 Total recruitment 14 14 Women 8 8 Men 6 6 (iii) Diversity of Senior Management (Asst. General Manager to General Manager) Year 2019 2018 Women 3 3 3 (iv) Diversity of Executives Year 2019 2018 Women 3 3 (v) Diversity of Board Year 2019 2018 Women 3 3 (v) Diversity of Board Year 2019 2018 Women 3 3 (v) Diversity of Board Year 2019 2018 Women 1 2018 Men 2018		Male	799 A. C. C. C.	(1757 F. F. C.)	
Year 2019 2018 Total recruitment 14 14 Women 8 8 Men 6 6 (iii) Diversity of Senior Management (Asst. General Manager to General Manager) 2018 Year 2019 2018 Women 3 3 (iv) Diversity of Executives 2019 2018 Year 2019 2018 Women 3 3 (v) Diversity of Board 2019 2018 Year 2019 2018 Women 1 1 Men 1 1		Female			
Year 2019 2018 Total recruitment 14 14 Women 8 8 Men 6 6 (iii) Diversity of Senior Management (Asst. General Manager to General Manager) 2018 Year 2019 2018 Women 3 3 (iv) Diversity of Executives 2019 2018 Year 2019 2018 Women 3 3 (v) Diversity of Board 2019 2018 Year 2019 2018 Women 1 1 Men 1 1	(ii)	Recruitment made within the Holding Cor	mpany		
Total recruitment Wamen Wamen Men Men Men Men Men Men Men		Year		2018	
Women Men 8 6 6 6 6 6 6 6 6 6 6 6 6 6 6 6 6 6 6		Total recruitment	14	\$70,7/17/dF4	
Men 6 6 (iii) Diversity of Senior Management (Asst. General Manager to General Manager) Year 2019 2018 Women 3 3 (iv) Diversity of Executives Year 2019 2018 Women 3 3 (v) Diversity of Board Year 2019 2018 Women 3 3		Women	8		
Year Women Men 3 (iv) Diversity of Executives Year Women Men 3 (v) Diversity of Board Year Year Men 2019 2018 2018 2018 2018 2018 2018 2018 2018 3		Men			
Year Women Men 3 (iv) Diversity of Executives Year Women Men Men 3 2019 2018 3 (iv) Diversity of Executives Year 2019 2018 Women 3 (v) Diversity of Board Year 2019 2018 Women 1 Men Men	(iii)	Diversity of Senior Management (Asst. Ge	eneral Manager to General Manager)		
Women Men 3 (iv) Diversity of Executives Year Women Men 3 (v) Diversity of Board Year Year Year Year Year Year Year Year		Year		2018	
Men 3 3 (iv) Diversity of Executives Year 2019 2018 Women 3 3 (v) Diversity of Board Year 2019 2018 Women 1 1 1 1		Women		2016	
Year		Men	3	3	
Women Men 3 (v) Diversity of Board Year Women Men 1 1	(iv)	Diversity of Executives			
Women Men 3 (v) Diversity of Board Year Year Women Men 1		Year	2019	2018	
(v) Diversity of Board Year Year Women Men		Women		2010	
Year 2019 2018 Women 1 1		Men	3	3	
Women 1 1 1	(v)	Diversity of Board			
Women 1 1		Year	2019	2018	
Men 6		Women	1	1	
		Men	6	6	

Employee Involvement and Training

The Group encourages participation of employees in arriving at decisions in respect of matters affecting their well-being. Towards this end, the Group provides opportunities where employees deliberate on issues affecting the Group and employees interest, with a view to making inputs to decisions thereon.

The Group places a light premium on the development of its manpower. Consequently, the Group sponsors its employees for various training courses, and engages staff in e-learning activities in the year under review.

The consolidated financial statements set out on pages 18 to 62, which have been prepared on the going concern basis, were approved by the Board of Directors on 8th May, 2020, and were signed on its behalf by:

Company Secretary

Ms. Fola Olusanya FRC/2015/NBA/00000012847

Audit Committee Report

1. Members of the Audit Committee

In accordance with the provision of section 359(6) of the Companies and Allied Matters Act, CAP C20, law of the Federation of Nigeria, 2004, the members of the Audit Committee of Courteville Business Solutions Plc, having carried out our statutory functions under the Act, hereby report as follows:

- The accounting and reporting policies of the Group are in accordance with the legal requirements and agreed ethical practices;
- The scope and planning of both external and internal audit for the year ended 31st December, 2019 are satisfactory and reinforce the Group's internal control system; and agreed ethical practices;
- We are satisfied with the response to our questions and the state of Affairs at the Courteville Business Solutions Plc.

Members of the Audit Committee

- 1) Mr. Afam Edozie
- 2) Mr. Oye Ogundele
- 3) Mr. Moses Ayodele Ogundeji
- 4) Mr. Lawrence Jiduwa
- 5) Mr. Olufemi Adekoya

The Group Secretary serves as Secretary to the Committee.

2. Audit Committee Meetings

The Audit Committee performs the duties laid upon it by the Companies and Allied Matters Act of Nigeria, CAP C20 LFN 2004 by holding meetings with the key role players on a regular basis and by the unrestricted access granted to the external auditors. The Group's Audit Committee meeting and members' attendance at these meetings for the period under review are detailed below:

MEETINGS HELD	ATTENDANCE
4	4
4	4
4	4
4	4
	MEETINGS HELD 4 4 4 4

3. External Auditors

The Committee satisfied itself through enquiry that the external auditors are independent as defined by the Companies and Allied Matters Act of Nigeria, CAP C20 LFN 2004 and as per the standards stipulated by the auditing profession.

The Audit Committee in consultation with executive management, agreed to the terms of the engagement. The audit fees for the external audit has been considered and approved taking into consideration such factors as the timing of the audit, the extent of the work required and the scope.

Olufemil Adekoya

Chairman, Audit Committee FRC/2019/ICAN/00000019350

8th May, 2020

*AUDIT *ACCOUNTANCY *ASSURANCE *TAXATION *ADVISORY

18, Akanbi Danmola Street, South-West Ikoyi, Lagos. P.O. Box 55773, Falomo, Ikoyi, Lagos.

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Independent Auditor's Report

To the shareholders of Courteville Business Solutions Plc

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of Courteville Business Solutions Plc (the Group) set out on pages 18 to 62, which comprise the statement of financial position as at 31st December, 2019, and the statement of profit or loss and other comprehensive income, statement of changes in equity for the year ended 31st December, 2019 and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of Courteville Business Solutions Plc as at 31st December, 2019, and its financial performance and cash flows for the year then ended in accordance with International Financial Reporting Standards and the requirements of the Companies and Allied Matters Act of Nigeria, CAP C20 LFN 2004, Securities and Exchange Commission (SEC) Rules and Regulations and Financial Reporting Council Act No. 6, 2011.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing. 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 Group in accordance with the International Ethics Standards Board for Accountants Code of Ethics for Professional Accountants (Parts A and B) (IESBA 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 IESBA Code and in accordance with other ethical requirements applicable to performing audits in Nigeria. 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 consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matter

How our audit addressed the key audit matter

Revenue Recognition

Revenue from commission represents the consideration receivable from various state governments where AutoReg Business Solution is in operation.

The commission earned from these state governments is significant and based on complex and subjective judgments, informed by individual contract agreements ledgers related to revenue. These procedures were with the states. Consequently, there is a risk that the terms that give rise to amounts recognised as commission are incorrectly recorded and thus, revenue

- Understood the policies, procedures and contract agreements applied to revenue recognition, as well as compliance therewith, including an analysis of the effectiveness of controls related to revenue recognition.
- Performed analytical procedures on entries in the carried out paying attention to accounting entries recorded on revenue and receivables.



Independent Auditor's Report

Key audit matter	How our audit addressed the key audit matter
recognized in the financial statements may be incorrectly measured.	Obtained samples of transaction count of revenue transactions from the ERP software and gareed same to
We determined this matter to be a key audit matter due to the complexity associated with the estimates that	invoice issued out during the

Investment Property (Revaluation)

The initial and subsequent recognition of investment property is a key audit matter due to the size of the transaction and the associated complex accounting issues surrounding the model of recognition. The valuation is performed in accordance with IAS 40 which is based on the valuation process and value as determined by an independent valuer.

management must make to record these amounts.

- The property was initially measured at cost as the property was still under construction. We further verified accurate and complete initial recognition of the property by agreeing the recorded amounts to external documents such as purchase agreements and transfer deeds. We verified whether the transaction was recorded and disclosed as required by the applicable accounting principles.
- Upon completion and availability for accupancy, Management employed the services of an independent valuer to determine the fair value of the Investment Property. Amongst others, we have considered the objectivity, independence and expertise of the valuer, assessed the appropriateness of the property related data, including estimates as used by the independent valuer (amongst others, rental value, vacancy rates, vacant value, exclusion of units belonging to other owners). The valuation of the investment property is set out in Note 3 of the financial statements.

Other information

The Directors are responsible for the other information. The other information comprises the information included in the document titled "Courteville Business Solutions Plc financial statements for the year ended 31st December, 2019", which includes the Directors' Report and the Audit Committee's Report as required by the Companies and Allied Matters Act of Nigeria, CAP C20 LFN 2004, which we obtained prior to the date of this report. The other information does not include the consolidated financial statements and our auditor's report thereon.

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

In connection with our audit of the consolidated 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. If, based on the work we have performed, 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.

Independent Auditor's Report

Responsibilities of the directors for the Financial Statements

The Directors are responsible for the preparation and fair presentation of the consolidated financial statements in accordance with International Financial Reporting Standards and the requirements of the Companies and Allied enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the Directors are responsible for assessing the Group'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 Group or to cease operations, or have no realistic alternative but to do so.

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 International Standards on Auditing 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 statements.

As part of an audit in accordance with International Standards on Auditing, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated 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 involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Y 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 Group's internal control.
- Y 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 related to events or conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our apoing concern. However, future events or conditions may cause the Group to cease to continue as a
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Öbtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the Consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with the 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.

Independent Auditor's Report

Report on other legal and regulatory requirements

As required by the Companies and Allied Matters Act of Nigeria, CAP C20 LFN 2004 that in carrying out our audit we consider and report to you on the following matters. We confirm that:

- 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) In our opinion, proper books of account have been kept by the Group, so far as appears from our examination of those books; and
- iii) The Group's statement of financial position and statement of profit or loss and other comprehensive income are in agreement with the books of account.

Abax-OOSA Professionals (Chartered Accountants)

8th May, 2020

Signed Bababode Osunkoya

Partner

FRC/2013/ICAN/00000002054

Consolidated Statements of Financial Position as at 31st December, 2019

		Grou		up Com	
	Note(s)	2019 N	2018 N	2019 N	2018 N
Assets					- IN
Non-Current Assets					
nvestment property		-			
Property, plant and equipment	2	700.000,000	801,365,942	700,000,000	801,365,942
ntangible assets	3	1,312,354,162	1,173,909,075	1.310,206,356	1,172,681,171
nvestment in subsidiaries	4	674,412,913	762,475,208	506,158,249	594,220,544
Non Current Receivables	5	-	200 (200 H) (200 H) (200 H)	165,308,695	165,308,695
inancial Assets	6	40,194,538	40,194,538	40,194,538	40.194,538
Other Assets	7	77,258,901	97,936,555	77,258,901	97.936,555
	8	311,224,612	412,824,612	311,224,612	412,824,612
		3,115,445,126	3,288,705,930	3,110,351,351	3,284,532,057
Current Assets					
nventory	9	142,580,558	129,449,681	142,580,558	129,449,681
Accounts receivable and other current assets	10	740,628,180	746,602,625	725,772,740	733,921,053
Prepayments	11	15,495,430	3,621,753	15,495,430	3,621,753
Cash and cash equivalents	12	34,126,036	38,683,138	33,854,009	39,346,203
		932,830,204	918,357,197	917,702,737	906,338,690
otal Assets		4,048,275,330	4,207,063,127	4,028,054,088	4,190,870,747
Equity and Liabilities					
Equity					
Share capital	13	1,776,000,000	1 77/ 000 000	* ***	
Share premium	13	478,100,000	1,776,000,000	1,776,000,000	1,776,000,000
Foreign Currency Translation Reserves on Consolidation	14		478,100.000	478,100,000	478,100,000
Retained earnings	17	(232,252) 1,173,180,378	1,012,033,184	1,158,018,031	1,002,638,260
		3,427,048,126	3,266,133,184	3,412,118,031	3,256,738,260
Liabilities					
Non-Current Liabilities			1-4		
inance Lease liabilities	15	57.189.257		F7 100 057	
Deferred tax	16	124,722,151	70 770 005	57,189,257	-
	10	181,911,408	72,778,325 72,778,325	124,722,151	72,778,325
Current Liabilities		101,711,400	72,770,323	181,911,408	72,778,325
Accounts payable and other current liabilities	17	335,324,962	802,888,068	331,057,184	797,791,754
Borrowings	20	20,180,857	7:	20,180,857	A CONTRACTOR OF THE STATE OF TH
Finance Lease liabilities Contract Liabilities	15	25,558,927	-	25,558,927	
	18	3,683,333	-	3,683,333	
Current tax payable	19	54,567,717	65,263,550	53,544,348	63,562,408
fotal link liking		439,315,796	868,151,618	434,024,649	861,354,162
Total Liabilities		621,227,204	940,929,943	615,936,057	934,132,487
Total Equity and Liabilities					

The consolidated financial statements, accounting policies and the notes on pages 18 to 62, were applicated by the Board of Directors on the 8th May, 2020 and were signed on its behalf by:

Dr. Adebola Akindele

(Group Managing Director/CEO)

FRC/2013/ICAN/00000002780

Mr. Azeez Eduwale

(Head, Finance & Accounts) FRC/2013/ICAN/00000009127 Mr. Wale Sonaike

(Deputy Group Managing Director) FRC/ICAN/2013/00000002781

Consolidated Statements of Profit or Loss and Other Comprehensive Income for the year ended 31st December, 2019

		Group		Company	
	Note(s)	2019 N	2018 N	2019 N	2018 N
Revenue	21	1.984.341.335	1 449 783 343	1,905,535,228	1 3/3 434 /00
Cost of sales	22	(566,640,248)			
Gross profit		1,417,701,087			
Other income	23	7,020,089	6,525,712	7,020,089	6,525,712
Profit on disposal of assets	24	-	600,000	7,020,007	600,000
Derecognition of Investment property	24	(115,000,000)		(115,000,000)	
Fair Value Adjustments	24	(17,116,046)			
Movement in credit loss allowances	25	(31,030,369)	Approximation and a second	,	
Right of use asset amortisation		(4,769,058)		-	(1,1,1,4,00,7)
General and administrative expenses	26	(501,585,526)	(414,118,185)	(480,627,967)	(386,345,884)
Employee Costs	27	(393,589,525)	(454,111,598)		
Operating profit		361,630,652	209,451,210	354,546,382	199,754,431
Finance costs	28	(15,122,247)			
Profit before taxation		346,508,405	189,493,845	339,424,135	179,797,066
Taxation	29	(186,802,806)			
Profit for the year		159,705,599	86,289,926	153,877,182	78,440,096
Other comprehensive income:					
Items that may be reclassified to profit or loss:					
Exchange differences on translating foreign operations		(232,252)	-	-	•
Other comprehensive income for the year net of taxation		(232,252)	_	-	
Total comprehensive income for the year		159,473,347	86,289,926	153,877,182	78,440,096

The accounting policies on pages 22 to 36 and the notes on pages 37 to 62 form an integral part of the consolidated financial statements.

Consolidated Statements of Changes in Equity for the year ended 31st December, 2019

December, 2019						
	Share capital	Share premium	Total share capital	Foreign currency translation reserve	Retained earnings	Total equity
	N	N	N	N	N	N
Group					5.	
Balance at 1st January, 2018	1,776,000,000	478,100,000	2,254,100,000	2	925 743 258	3,179,843,258
Profit for the year Other comprehensive income	-	-	=	¥	86,289,926	
Total comprehensive income		-	*	-	-	
for the year		•			86,289,926	86,289,926
Balance at 1st January, 2019	1,776,000,000	478,100,000	2,254,100,000	-	1,013,474,779	3,267,574,779
Profit for the year Other comprehensive income			2	(232,252)	159,705,599	M I THE STREET
Total comprehensive income for the year		-		(232,252)	159,705,599	159,473,347
Balance at 31st December, 2019	1,776,000,000	478,100,000	2,254,100,000	(232,252)	1,173,180,378	3,427,048,126
Note(s)	13	13	13	14		
Company Balance at 1st January, 2018	1,776,000,000	478.100.000	2,254,100,000		024 100 174	2 170 000 1/4
Profit for the year Other comprehensive income	(#	-	-		78,440,096	3,178,298,164 78,440,096
Total comprehensive income for the year	-	12			78,440,096	78,440,096
Opening balance as previously reported Adjustments	1,776,000,000	478,100,000	2,254,100,000	-	1,002,638,259	3,256,738,259
Write back of over provision of Income Tax	-	14	¥	: =:	1,502,590	1,502,590
Balance at 1st January, 2019 as restated	1,776,000,000	478,100,000	2,254,100,000	-	1,004,140,849	3,258,240,849
Profit for the year Total comprehensive income for the year		-		-	153,877,182 153,877,182	
Balance at 31st December, 2019	1,776,000,000	478,100,000	2,254,100,000		1,158,018,031	3,412,118,031
Note(s)	13					

Statement of Cash Flows for the year ended 31st December, 2019

		Group		Company	
	Note(s)	2019 N	2018 N	2019 N	2018 N
Cash flows from operating activities					
Cash generated from operations Finance costs Tax paid	30 31	257,014,938 (15,122,247) (144,052,222)	(19,957,365)	252,214,047 (15,122,247) (142,118,596)	(19,957,365)
Net cash from operating activities			581,156,681		580,849,580
Cash flows from investing activities					
Purchase of property, plant and equipment Sale of property, plant and equipment Purchase of investment property Movement in other assets	3 3 2		600,000	(10,072,450)	600,000
Net cash from investing activities		(205,326,612)	(426,553,731)		
Cash flows from financing activities					
Repayment of borrowings Payment on lease liabilities		20,180,857 82,748,184	(151,3 <mark>70</mark> ,876) -	20,180,857 82,748,184	(151,370,876)
Net cash from financing activities		102,929,041	(151,370,876)	102,929,041	(151,370,876)
Total cash movement for the year Cash at the beginning of the year		(4,557,102) 38,683,138	3,232,074 35,451,064	(5,492,194) 39,346,203	3,389,135 35,957,068
Total cash at end of the year	12	34,126,036	38,683,138	33,854,009	39,346,203

Accounting Policies

Corporate information

A. Reporting Entity

Courteville Business Solutions Plc was incorporated in Nigeria as a private Limited Liability Company on 4th January, 2005 and commenced business on the same date in Nigeria. In 2008, the Company became a public Company and was quoted on the Nigerian Stock Exchange in April 2009. The Company formally changed its name from Courteville Investment Plc to Courteville Business Solutions Plc on 28th July, 2011.

The principal activities of the Group are the development of automated business solutions, rendering other e-Commerce services and the valuation and assessment of automobiles.

B. Statement of Compliance

The consolidated financial statements of Courteville Business Solutions Plc for the year ended 31st December, 2019 have been prepared in accordance with International Financial Reporting Standards (IFRSs) as issued by the International Accounting Standards Board, and requirements of Companies and Allied Matters Act.

C. Basis of Measurement

The consolidated financial statements have been prepared on the historical cost basis except for financial instrument at fair value through profit or loss and those measured at fair value through other comprehensive income.

D. Functional and presentation currency

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

E. Use of estimates and judgments

The preparation of the consolidated financial statements in conformity with IFRS requires management to make judgments, 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 is revised and in any future periods affected.

Accounting Policies

1. Significant accounting policies

The principal accounting policies applied in the preparation of these consolidated and separate financial statements are set out below.

1.1 New and Amended Standards and interpretations

A number of standards, amendments to standards and interpretations, are effective for annual periods beginning after 31st December, 2019 and beyond, and have not been applied in preparing these financial statements. Those which may be relevant to the Group are set out below.

Standard	Content	Effective Year
IFRS 16	Leases	1-Jan-2019
IFRS 17	Insurance Contracts	1-Jan-2021

IFRS 16: Leases

This standard sets out the principles for the recognition, measurement, presentation and disclosure of leases for both parties to a contract, i.e the customer ('lessee') and the supplier ('lessor'). IFRS 16 eliminates the classification of leases as required by IAS 17 and introduces a single lease accounting model. Applying that model, a lessee is required to recognise:

- i. assets and liabilities for leases with a term of more than 12 months, unless the underlying assets are of low value.
- ii. depreciation of lease assets separately from interest on lease liabilities in profit or loss.

The lessor accounting requirements in IAS 17 has not changed substantially in terms of this standard as a result a lessor continues to classify its leases as operating leases or finance leases and accounts for these as it currently done in terms of IAS 17. In addition, the standard requires lessor to provide enhanced disclosures about its leasing activities and in particular about its exposure to residual value risk and how it is managed. The standard will be applied retrospectively. The impact on the annual consolidated financial statements has not yet been fully determined. The Group is in the process of determining the estimated impact as well as discussing the system requirements to accommodate IFRS 16's principles. This standard was issued 13th January, 2016.

The Group is currently in the process of assessing the impact that the initial application would have on its business and will adopt the standard for the annual period commencing 1st January, 2019.

IFRS 17: Insurance Contracts

IFRS 17 specifies the principles for recognition, measurement, presentation and disclosure of insurance contracts within the scope of the standard.

It requires insurance liabilities to be measured at a current fulfillment value and provides a more uniform measurement and presentation approach for all insurance contracts. These requirements are designed to achieve the goal of a consistent, principle-based accounting and provide relevant information that represents insurance contracts. These information allows a basis for users of the financial statement to assess the effect that insurance contracts have on the entity's financial position, its performance and cash flows. IFRS 17 is meant to replace IFRS 4, Insurance Contracts.

This standard was issued on 18th May 2017 and will be effective for periods beginning on or after 1st January 2021.

1.2 Consolidation

Basis of consolidation

The consolidated financial statements incorporate the financial statements of the company and all subsidiaries. Subsidiaries are entities (including structured entities) which are controlled by the group.

The group has control of an entity when it is exposed to or has rights to variable returns from involvement with the entity and it has the ability to affect those returns through use its power over the entity.

Accounting Policies

1.2 Consolidation (continued)

The results of subsidiaries are included in the consolidated financial statements from the effective date of acquisition to the effective date of disposal.

Adjustments are made when necessary to the financial statements of subsidiaries to bring their accounting policies in line with those of the group.

All inter-company transactions, balances, and unrealised gains on transactions between group companies are eliminated in full on consolidation. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

Non-controlling interests in the net assets of consolidated subsidiaries are identified and recognised separately from the group's interest therein, and are recognised within equity. Losses of subsidiaries attributable to non-controlling interests are allocated to the non-controlling interest even if this results in a debit balance being recognised for non-controlling interest.

Transactions with non-controlling interests that do not result in loss of control are accounted for as equity transactions and are recognised directly in the Consolidated Statements of Changes in Equity for the year ended 31st December, 2019.

The difference between the fair value of consideration paid or received and the movement in non-controlling interest for such transactions is recognised in equity attributable to the owners of the company.

Where a subsidiary is disposed of and a non-controlling shareholding is retained, the remaining investment is measured to fair value with the adjustment to fair value recognised in profit or loss as part of the gain or loss on disposal of the controlling interest. The fair value is the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss.

1.3 Investment property

Investment property is recognised as an asset when, and only when, it is probable that the future economic benefits that are associated with the investment property will flow to the enterprise, and the cost of the investment property can be measured reliably.

Investment property is initially recognised at cost. Transaction costs are included in the initial measurement.

Costs include costs incurred initially and costs incurred subsequently to add to, or to replace a part of, or service a property. If a replacement part is recognised in the carrying amount of the investment property, the carrying amount of the replaced part is derecognised.

Fair value

Subsequent to initial measurement investment property is measured at fair value.

A gain or loss arising from a change in fair value is included in net profit or loss for the period in which it arises.

If the fair value of investment property under construction is not determinable, it is measured at cost until the earlier of the date it becomes determinable or construction is complete.

1.4 Property, plant and equipment

Property, plant and equipment are tangible assets which the group holds for its own use or for rental to others and which are expected to be used for more than one year.

An item of property, plant and equipment is recognised as an asset when it is probable that future economic benefits associated with the item will flow to the group, and the cost of the item can be measured reliably.

Accounting Policies

1.4 Property, plant and equipment (continued)

Property, plant and equipment is initially measured at cost. Cost includes all of the expenditure which is directly attributable to the acquisition or construction of the asset, including the capitalisation of borrowing costs on qualifying assets and adjustments in respect of hedge accounting, where appropriate.

Expenditure incurred subsequently for major services, additions to or replacements of parts of property, plant and equipment are capitalised if it is probable that future economic benefits associated with the expenditure will flow to the group and the cost can be measured reliably. Day to day servicing costs are included in profit or loss in the year in which they are incurred.

Assets in Transit consists of items of property, plant and equipment that are not yet available for use. Assets in Transit is carried at cost less any required impairment. Depreciation starts when the assets are available for use

Depreciation of an asset commences when the asset is available for use as intended by management. Depreciation is charged to write off the asset's carrying amount over its estimated useful life to its estimated residual value, using a method that best reflects the pattern in which the asset's economic benefits are consumed by the group. Leased assets are depreciated in a consistent manner over the shorter of their expected useful lives and the lease term. Depreciation is not charged to an asset if its estimated residual value exceeds or is equal to its carrying amount. Depreciation of an asset ceases at the earlier of the date that the asset is classified as held for sale or derecognised.

The useful lives of items of property, plant and equipment have been assessed as follows:

Average useful life	
50 years	
Infinite	
4 years 4 years	
4 years	
3 years	
4 years 25 years	

The residual value, useful life and depreciation method of each asset are reviewed at the end of each reporting year. If the expectations differ from previous estimates, the change is accounted for prospectively as a change in accounting estimate.

Each part of an item of property, plant and equipment with a cost that is significant in relation to the total cost of the item is depreciated separately.

The depreciation charge for each year is recognised in profit or loss unless it is included in the carrying amount of another asset.

Impairment tests are performed on property, plant and equipment when there is an indicator that they may be impaired. When the carrying amount of an item of property, plant and equipment is assessed to be higher than the estimated recoverable amount, an impairment loss is recognised immediately in profit or loss to bring the carrying amount in line with the recoverable amount.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its continued use or disposal. Any gain or loss arising from the derecognition of an item of property, plant and equipment, determined as the difference between the net disposal proceeds, if any, and the carrying amount of the item, is included in profit or loss when the item is derecognised.

1.5 Intangible assets

An intangible asset is recognised when:

- $\ddot{\mathbf{Y}}$ it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity; and
- $\ddot{\mathbf{Y}}$ the cost of the asset can be measured reliably.

Accounting Policies

1.5 Intangible assets (continued)

Intangible assets are initially recognised at cost.

Expenditure on research (or on the research phase of an internal project) is recognised as an expense when it is incurred.

An intangible asset arising from development (or from the development phase of an internal project) is recognised when:

- it is technically feasible to complete the asset so that it will be available for use or sale.
- Y there is an intention to complete and use or sell it.
- Y there is an ability to use or sell it.
- it will generate probable future economic benefits.
- Y there are available technical, financial and other resources to complete the development and to use or sell the asset.
- $\ddot{\mathbf{Y}}$ the expenditure attributable to the asset during its development can be measured reliably.

Intangible assets are carried at cost less any accumulated amortisation and any impairment losses.

Amortisation is provided to write down the intangible assets, on a straight line basis, to their residual values as follows:

Item	Average useful life		
AutoReg Platform Computer software	20 years		
	3 years		

Accounting Policies

1.6 Financial instruments

Financial instruments held by the group are classified in accordance with the provisions of IFRS 9 Financial Instruments.

(a) Initial recognition and measurement

Financial instruments are recognised initially when the Group becomes a party to the contractual provisions of the instruments.

Financial instruments carried at fair value through profit or loss are initially recognised at fair value with transaction costs, which are directly attributable to the acquisitions or issue of the financial instruments, being recognised immediately through profit or loss. Financial instruments that are not carried at fair value through profit or loss are initially measured at fair value plus transaction costs that are directly attributable to the acquisition or issue of the financial instruments.

Financial instruments are recognised or derecognised on the date the Group commits to purchase or sell the instruments.

(b) Subsequent measurement

Subsequent to initial measurement, financial instruments are measured either at amortised cost or fair value, depending on their classification category.

(c) Classification

(i) Financial Assets

Subsequent to initial recognition, all financial assets of the Group are measured at:

- Amortised cost;
- Fair value through other comprehensive income (FOCI); or
- Fair Value through profit or loss (FTP)

The Group's financial assets are subsequently measured at amortised cost if they meet both of the following criteria:

- 'Hold to collect' business model test The asset is held within a business model whose objective is to hold the financial asset in order to collect contractual cash flows; and
- 'SPPI' contractual cash flow characteristics test The contractual terms of the financial assets give rise to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding on a specified date. Interest in this context is the consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time.

All other financial assets (equity investments) are measured at fair value.

Financial assets are classified and measured at fair value through profit or loss (FVTPL) if the financial asset is:

- A debt instrument that does not qualify to be measured at amortised cost or FVOCI;
- An equity instrument which the Company has not elected to classify as FVOCI
- Financial assets where the Company elected to measure as FVTPL.

Accounting Policies

1.6 Financial instruments (continued)

(ii) Financial Liabilities

Financial liabilities are either classified by the Group as:

- * Financial liabilities at amortised cost; or
- * Financial liabilities at Fair value through profit or loss (FVTPL)

(d) Measurement

Amortised Cost

The amortised cost of a financial asset or liability is the amount at which the financial asset or liability is measured at initial recognition, minus principal repayments, plus or minus the cumulative amortisation using the effective interest rate method of any difference between the initial amount recognised and the maturity amount, minus any reduction for impairment.

Fair Value

'Fair Value' is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The fair value of a financial instrument at initial recognition is the transaction price - that is, the fair value of the consideration given or received. However, in some cases, the initial estimate of fair value of a financial instrument on initial recognition may be different from its transaction price. In other cases, the fair value at initial recognition is considered to be the transaction price and the difference is not recognised in profit or loss immediately but is recognised over the life of the instrument on an appropriate basis or when the instrument is redeemed, transferred or sold, or the fair value becomes observable.

Subsequent to initial recognition, the fair value of a financial instrument is based on quoted market prices or dealer price quotation for financial instruments. If a market for a financial instrument is not active, then the Company establishes fair value using a valuation technique. Valuation techniques include using recent arm's length transactions between knowledgeable, willing parties (if available), reference to the current fair value of other instruments that are substantially the same, discounted cash flow analyses and option pricing models. The chosen valuation technique makes maximum use of market inputs, relies as little as possible on estimates specific to the Company, incorporates all factors that market participants would consider in setting a price, and is consistent with accepted economic methodologies for pricing financial instruments.

(e) Impairment

IFRS 9 allows entities to apply a 'simplified approach' for trade receivables, contract assets and lease receivables. The simplified approach allows entities to recognise lifetime expected losses on all these assets without the need to identify significant increases in credit risk. Certain accounting policy choices apply:

For trade receivables and contract assets that do not contain a significant financing component, it is a requirement to recognise a lifetime expected loss allowance (i.e. an entity must always apply the 'simplified approach').

For other trade receivables, other contract assets, operating lease receivables and finance lease receivables it is an accounting policy choice that can be separately applied for each type of asset (but which applies to all assets of a particular type).

Accounting Policies

1.6 Financial instruments (continued)

Derecognition

Financial assets

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

Financial liabilities

The Group derecognises financial liabilities when, and only when, the Group obligations are discharged, cancelled or they expire. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

Effective Interest Method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees on points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and 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. These are initially and subsequently recorded at fair value.

Bank overdraft and borrowings

Bank overdrafts and borrowings are initially measured at fair value, and are subsequently measured at amortised cost, using the effective interest rate method. Any difference between the proceeds (net of transaction costs) and the settlement or redemption of borrowings is recognised over the term of the borrowings in accordance with the Company's accounting policy for borrowing costs.

1.7 Tax

Current tax assets and liabilities

Current tax for current and prior periods is, to the extent unpaid, recognised as a liability. If the amount already paid in respect of current and prior periods exceeds the amount due for those periods, the excess is recognised as an asset.

Current tax liabilities (assets) for the current and prior periods are measured at the amount expected to be paid to (recovered from) the tax authorities, using the tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Accounting Policies

1.7 Tax (continued)

Deferred tax assets and liabilities

A deferred tax liability is recognised for all taxable temporary differences, except to the extent that the deferred tax liability arises from the initial recognition of an asset or liability in a transaction which at the time of the transaction, affects neither accounting profit nor taxable profit (tax loss).

A deferred tax asset is recognised for all deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised. A deferred tax asset is not recognised when it arises from the initial recognition of an asset or liability in a transaction at the time of the transaction, affects neither accounting profit nor taxable profit (tax loss).

A deferred tax asset is recognised for the carry forward of unused tax losses and unused WHT credits to the extent that it is probable that future taxable profit will be available against which the unused tax losses and unused WHT credits can be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Tax expenses

Current and deferred taxes are recognised as income or an expense and included in profit or loss for the period, except to the extent that the tax arises from:

a transaction or event which is recognised, in the same or a different period, to other comprehensive income, or

Ÿ a business combination.

Current tax and deferred taxes are charged or credited to other comprehensive income if the tax relates to items that are credited or charged, in the same or a different period, to other comprehensive income.

Current tax and deferred taxes are charged or credited directly to equity if the tax relates to items that are credited or charged, in the same or a different period, directly in equity.

1.8 Leases (Comparatives under IAS 17)

A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership. A lease is classified as an operating lease if it does not transfer substantially all the risks and rewards incidental to ownership.

Finance leases - lessee

Finance leases are recognised as assets and liabilities in the statement of financial position as at 31st December, 2019 at amounts equal to the fair value of the leased property or, if lower, the present value of the minimum lease payments. The corresponding liability to the lessor is included in the statement of financial position as at 31st December, 2019 as a finance lease obligation.

The discount rate used in calculating the present value of the minimum lease payments is the interest rate implicit in the lease.

The lease payments are apportioned between the finance charge and reduction of the outstanding liability. The finance charge is allocated to each period during the lease term so as to produce a constant periodic rate on the remaining balance of the liability.

1.9 Inventory

Inventory are measured at the lower of cost and net realisable value.

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

Accounting Policies

1.9 Inventory (continued)

The cost of inventory comprises of all costs of purchase, costs of conversion and other costs incurred in bringing the inventory to their present location and condition.

When inventory are sold, the carrying amount of those inventory are recognised as an expense in the period in which the related revenue is recognised. The amount of any write-down of inventories to net realisable value and all losses of inventories are recognised as an expense in the period the write-down or loss occurs. The amount of any reversal of any write-down of inventories, arising from an increase in net realisable value, are recognised as a reduction in the amount of inventories recognised as an expense in the period in which the reversal occurs.

1.10 Impairment of assets

The group assesses at each end of the reporting period whether there is any indication that an asset may be impaired. If any such indication exists, the group estimates the recoverable amount of the asset.

Irrespective of whether there is any indication of impairment, the group also:

- tests intangible assets with an indefinite useful life or intangible assets not yet available for use for impairment annually by comparing its carrying amount with its recoverable amount. This impairment test is performed during the annual period and at the same time every period.
- Y tests goodwill acquired in a business combination for impairment annually.

If there is any indication that an asset may be impaired, the recoverable amount is estimated for the individual asset. If it is not possible to estimate the recoverable amount of the individual asset, the recoverable amount of the cash-generating unit to which the asset belongs is determined.

The recoverable amount of an asset or a cash-generating unit is the higher of its fair value less costs to sell and its value in use.

If the recoverable amount of an asset is less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. That reduction is an impairment loss.

An impairment loss of assets carried at cost less any accumulated depreciation or amortisation is recognised immediately in profit or loss. Any impairment loss of a revalued asset is treated as a revaluation decrease.

Goodwill acquired in a business combination is, from the acquisition date, allocated to each of the cash-generating units, or groups of cash-generating units, that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units or groups of units.

An entity assesses at each reporting date whether there is any indication that an impairment loss recognised in prior periods for assets other than goodwill may no longer exist or may have decreased. If any such indication exists, the recoverable amounts of those assets are estimated.

The increased carrying amount of an asset other than goodwill attributable to a reversal of an impairment loss does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior periods.

A reversal of an impairment loss of assets carried at cost less accumulated depreciation or amortisation other than goodwill is recognised immediately in profit or loss. Any reversal of an impairment loss of a revalued asset is treated as a revaluation increase.

Accounting Policies

1.11 Share capital and equity

Ordinary shares

Ordinary shares are recognised at par value and classified as 'share capital' in equity.

Share Premium

Share premium is the difference between the cost of a share over and above its nominal value. This represents the additional amount shareholders paid for their issued shares that was in excess of the par value of those shares. They are classified as equity.

1.12 Employee benefits

Short-term employee benefits

Short-term employee benefit obligations include wages, salaries and other benefits which the Group has a present obligation to pay, as a result of employees' services provided up to the reporting sheet date. The accrual is calculated on an undiscounted basis using current salary rates.

The expected cost of profit sharing and bonus payments is recognised as an expense when there is a legal or constructive obligation to make such payments as a result of past performance.

Defined contribution plans

The Group operates a defined contributory pension scheme as stipulated in the Pension Reform Act of 2014. The scheme is funded by contributions from both the employer and the employees where the employer contributes 10% and employees' contribute 8% of their monthly Basic, Housing and Transport allowances respectively into a separate entity (Pension Fund Administrator). The Group's contribution is recognised as employee benefits expenses and charged to the income statement. The contributions of both the Group and the employees are paid on a monthly basis to a pension fund administrator.

The Group has no legal or constructive obligation to pay further contributions if the pension fund administrator does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods.

The Group's contributions to the scheme are charged to the profit or loss account and other comprehensive income in the period to which they relate.

Retirement Benefits

The Group recognises retirement benefits as an expense when the Group is demonstrably committed, without realistic possibility of withdrawal, to a formal detailed plan to either terminate employment before the normal retirement date, or to provide termination benefits as a result of an offer made to encourage voluntary redundancy. The Group settles retirement benefits within twelve months and are accounted for as short-term benefits.

1.13 Provisions and contingencies

Provisions are recognised when:

- Y the group has a present obligation as a result of a past event;
- it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and
- Ÿ a reliable estimate can be made of the obligation.

The amount of a provision is the present value of the expenditure expected to be required to settle the obligation.

Where some or all of the expenditure required to settle a provision is expected to be reimbursed by another party, the reimbursement shall be recognised when, and only when, it is virtually certain that reimbursement will be received if the entity settles the obligation. The reimbursement shall be treated as a separate asset. The amount recognised for the reimbursement shall not exceed the amount of the provision.

Accounting Policies

1.13 Provisions and contingencies (continued)

Provisions are not recognised for future operating losses.

If an entity has a contract that is onerous, the present obligation under the contract shall be recognised and measured as a provision.

1.14 Revenue from contracts with customers

Revenue is measured at the fair value of the consideration received or receivable specified in the contract with customers and it is stated net of value added tax and amount collected on behalf of third parties. The Group recognises revenue when control is transferred to the customers.

Revenue is recognised to depict the services rendered in an amount that reflects the consideration to which the entity expects to be entitled or is entitled to in exchange for the services rendered by applying the five-step model framework stated below:

- Identify the contract(s) with customers
- Identify the performance obligations in the contract
- Determine the transaction price
- Allocate the transaction price to the performance obligations in the contract
- Recognise revenue when (or as) the entity satisfies a performance obligation

Contracts with customers will be presented in the Group's consolidated statements of financial position as a contract liability, a contract asset, or a receivable, depending on the relationship between the Group's performance and customers' payment.

A contract liability is presented in the statement of financial position where a customer has paid an amount of consideration prior to the Group performing by rendering the service to the customer.

When the entity has performed its obligation by rendering the service to the customer and the customer is yet to pay the related consideration prior to the Group rendering the related service to the customer, a contract asset or a receivable is presented in the statement of financial position, depending on the nature of the nature of the entity's right to consideration.

Accounting Policies

1.14 Revenue from contracts with customers (continued)

A contract asset is recognised when the Group's right to consideration is conditional on something other than the passage of time. A receivable is recognised when the entity's right to consideration is unconditional except for the passage of time.

Contract assets and receivables are accounted for in accordance with IFRS 9. Any impairment relating to contracts with customers is measured, resented and disclosed in accordance with IFRS 9. Any difference between the initial recognition of a receivable and the corresponding amount of revenue recognised should also be presented as an expense.

The Group's revenue sources are:

Commission

Revenue from commission represents the fair value of consideration received or receivable from state governments where AutoReg Business solutions are in operation and it is recognised when performance obligations have been satisfied.

ii. E-Commerce

Revenue from online business solutions like the online shopping and development of websites for customers.

iii. Vehicle Inspection

Revenue from vehicle inspection for road worthiness and insurance policies.

iv. Interest Income & Dividend Income

Interest income is recognised on time apportioned basis using the effective interest rate method while dividend received is recognised when the Group's right to receive payment is established and on the actual amount received.

1.15 Borrowing costs

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised as part of the cost of that asset until such time as the asset is ready for its intended use. The amount of borrowing costs eligible for capitalisation is determined as follows:

Actual borrowing costs on funds specifically borrowed for the purpose of obtaining a qualifying asset less

any temporary investment of those borrowings.

Y Weighted average of the borrowing costs applicable to the entity on funds generally borrowed for the purpose of obtaining a qualifying asset. The borrowing costs capitalised do not exceed the total borrowing costs incurred.

The capitalisation of borrowing costs commences when:

Y expenditures for the asset have occurred;

Y borrowing costs have been incurred, and

Y activities that are necessary to prepare the asset for its intended use or sale are in progress.

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

Capitalisation ceases when substantially all the activities necessary to prepare the qualifying asset for its intended use or sale are complete.

All other borrowing costs are recognised as an expense in the period in which they are incurred.

Accounting Policies

1.16 Translation of foreign currencies

Functional and presentation currency

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

The consolidated financial statements are presented in Naira which is the group functional and presentation currency.

Foreign currency transactions

A foreign currency transaction is recorded, on initial recognition in Nairas, by applying to the foreign currency amount the spot exchange rate between the functional currency and the foreign currency at the date of the transaction.

At the end of the reporting period:

Ÿ foreign currency monetary items are translated using the closing rate;

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; and

non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined.

In circumstances where the group receives or pays an amount in foreign currency in advance of a transaction, the transaction date for purposes of determining the exchange rate to use on initial recognition of the related asset, income or expense is the date on which the group initially recognised the non-monetary item arising on payment or receipt of the advance consideration.

If there are multiple payments or receipts in advance, group determines a date of transaction for each payment or receipt of advance consideration.

Exchange differences arising on the settlement of monetary items or on translating monetary items at rates different from those at which they were translated on initial recognition during the period or in previous financial statements are recognised in profit or loss in the period in which they arise.

When a gain or loss on a non-monetary item is recognised to other comprehensive income and accumulated in equity, any exchange component of that gain or loss is recognised to other comprehensive income and accumulated in equity. When a gain or loss on a non-monetary item is recognised in profit or loss, any exchange component of that gain or loss is recognised in profit or loss.

Cash flows arising from transactions in a foreign currency are recorded in Nairas by applying to the foreign currency amount the exchange rate between the Naira and the foreign currency at the date of the cash flow.

Accounting Policies

1.16 Translation of foreign currencies (continued)

Investments in subsidiaries, joint ventures and associates

The results and financial position of a foreign operation are translated into the functional currency using the following procedures:

- Y assets and liabilities for each statement of financial position as at 31st December, 2019 presented are translated at the closing rate at the date of that statement of financial position as at 31st December, 2019;
- income and expenses for each item of profit or loss are translated at exchange rates at the dates of the transactions: and
- all resulting exchange differences are recognised to other comprehensive income and accumulated as a
 separate component of equity.

Exchange differences arising on a monetary item that forms part of a net investment in a foreign operation are recognised initially to other comprehensive income and accumulated in the translation reserve. They are recognised in profit or loss as a reclassification adjustment through to other comprehensive income on disposal of net investment.

Any goodwill arising on the acquisition of a foreign operation and any fair value adjustments to the carrying amounts of assets and liabilities arising on the acquisition of that foreign operation are treated as assets and liabilities of the foreign operation.

The cash flows of a foreign subsidiary are translated at the exchange rates between the functional currency and the foreign currency at the dates of the cash flows.

1.17 Related Party Transactions

A related party is a person or an entity that is related to the reporting entity:

A person or a close member of that person's family is related to a reporting entity if that person has control, joint control, or significant influence over the entity or is a member of its key management personnel; or

An entity is related to a reporting entity if, among other circumstances, it is a parent, subsidiary, fellow subsidiary, associate, or joint venture of the reporting entity, or it is controlled, jointly controlled, or significantly influenced or managed by a person who is a related party.

A related party transaction is a transfer of resources, services or obligations between a reporting entity and a related party, regardless of whether a price is charged. If an entity has had related party transactions during the periods covered by the financial statements, the Company is required to disclose the nature of the related party relationship as well as information about those transactions and outstanding balances, including commitments, necessary for users to understand the potential effect of the relationship on the financial statements.

Notes to the Financial Statements

Investment property

			Gro	oup	Comp	pany
			2019	2018	2019	2018
			N	N	N	N
2. Investment property						
Group		2019			2018	
	Cost / Valuation	Accumulated depreciation	Carrying value	Cost / Valuation	Accumulated depreciation	Carrying
Investment property	700,000,000	-	700,000,000	801,365,942	-	801,365,942
Company		2019			2018	
	Cost / Valuation	Accumulated depreciation	Carrying value	Cost / Valuation	Accumulated depreciation	Carrying value
Investment property	700,000,000	-	700,000,000	801,365,942	T.	801,365,942
Reconciliation of investment Investment property	гргорепу - Grou	Opening balance 801,365,942	Additions 10,072,450	Derecognitic n (115,000,000)	adjustments	Total 700,000,000
Reconciliation of Investment	property - Grou	1		11.0,000,000	3,001,000	700,000,00
Investment property				Opening balance	Additions 801,365,942	Total 801,365,94
Reconciliation of investment	property - Com	pany - 2019		-		
Investment property		Opening balance 801,365,942	Additions 10,072,450	Derecognition	adjustments	Total 700,000,000
Reconciliation of investmen	property - Com	pany - 2018				
				Opening balance	Additions	Total
Investment property						UBROWN OF STATISTICS

- 801,365,942 801,365,942

Notes to the Financial Statements

Gro	Group		Company	
2019	2018	2019	2018	
Ν	Ν	N	N	

2. Investment property (continued)

The fair value could not be determined reliably because the asset is still under renovation and not yet available for occupancy.

Following the dissolution of the joint venture (Forster Estate) between Courteville Business Solutions Plc and Synergy Capital and Advisory Limited, amounts expended on the Estate were ascertained and transferred to Courteville's Investment Property. The total cost of investment property as at 31st December, 2019 was N811,438,392 of which N115,000,000 were contributions by investors in the joint venture. These had to be derecognised before the fair value measurement of the property was determined.

The Company opted for the fair value model of valuing its investment property. The fair value measurement was done by Lucky E. Ndimele for Moses Enaike & Associates with FRC number FRC/2014/NIESV/00000005825 on the 30th January, 2020 bringing the value of the property to N700,000,000. Moses Enaike & Associates are not connected to the Company. The fair value gain has been recognised in the statement of profit or loss and other comprehensive income.

Two (2) units out of the investment property became available and were occupied during the year.

The Company has performed a line-by-line analysis of its statement of financial position and has done an assessment of whether the current pandemic uncertainty may impact any of the amounts presented as at 31st December, 2019. Management has concluded however, that the amount recognised as Investment Property does not require further adjustment but will continue to monitor the situation as new information becomes available and adjustment thereof will be reflected in the appropriate reporting period.

3. Property, plant and equipment

Group		2019		,	2018	
	Cost or revaluation	Accumulated depreciation	Carrying value	Cost or revaluation	Accumulated depreciation	Carrying
Land	185,050,075	-	185,050,075	185,050,075	-	185,050,075
Buildings	1,011,528,700	(101,086,340)	910,442,360	1,010,793,700	(80,863,504)	
Furniture and fixtures	139,543,020		3,311,133	136,956,650		929,930,196
Motor vehicles	207,762,452		145,819,807	66,458,952		2,384,519
Office equipment	101,014,280		24,436,482		1	20,533,754 5,332,250
Elevator	18,026,837	(3,785,636)	14,241,201	18,026,837	1 -111 001	14.962.275
Computer equipment	117,944,303		27,885,158	94,006,683		15,716,006
Leasehold improvements	1,459,932		1,167,946		(10,210,611)	13,716,006
Total	1,782,329,599	(469,975,437)	11	1,587,307,085	(413,398,010)	1.173.909.075

Notes to the Financial Statements

Gro	Group		pany
2019	2018	2019	2018
N	N	N	N

3. Property, plant and equipment (continued)

Company		2019			2018	
	Cost or revaluation	Accumulated depreciation	Carrying value	Cost or revaluation	Accumulated depreciation	Carrying value
Land Buildings Furniture and fixtures Motor vehicles Office equipment Elevator Computer equipment	185,050,075 1,011,528,700 138,767,258 207,762,452 95,776,084 18,026,837 117,944,303	(101,086,340) (135,580,719) (61,942,645) (72,194,868) (3,785,636)	185,050,075 910,442,360 3,186,539 145,819,807 23,581,216 14,241,201 27,885,158	185,050,075 1,010,793,700 136,265,258 66,458,952 70,932,215 18,026,837 94,006,683	(80,863,504) (133,967,738) (45,925,198) (66,740,870) (3,064,562) (78,290,677)	185,050,075 929,930,196 2,297,520 20,533,754 4,191,345 14,962,275 15,716,006
Total	1,774,855,709	(464,649,353)	,310,206,356	1,581,533,720	24.02 5540 280 5550 6555 550 4	1,172,681,171

Included in the additions to Motor Vehicles in 2019, the following were purchased through Ecobank finance facility: A Toyota Camry and three (3) units of Toyota Landcruiser Prado costing N25,000,000 and N35,000,000 each respectively. The facility will expire in August 2022.

The Company has performed a line-by-line analysis of its statement of financial position and has done an assessment of whether the current pandemic uncertainty may impact any of the amounts presented as at 31st December, 2019. Management has concluded however, that the amount recognised as Property, plant and equipment does not require further adjustment but will continue to monitor the situation as new information becomes available and adjustment thereof will be reflected in the appropriate reporting period.

Reconciliation of property, plant and equipment - Group - 2019

735,000		185,050,075
2,617,169 141,303,500 25,200,940 - 23,937,620	(1,690,555) (16,017,447) (6,096,708) (721,074) (11,768,468)	910,442,360 3,311,133 145,819,807 24,436,482 14,241,201 27,885,158 1,167,946
195,254,162	(56,809,075)	1,312,354,162
+	- 1,459,933	- 1,459,933 (291,987)

Notes to the Financial Statements

Gro	pup	Company	
2019	2018	2019	2018
N	N	N	N

Property, plant and equipment (continued)

Reconciliation of property, plant and equipment - Group - 2018

	Opening balance	Additions	Disposals	Depreciation	Total
Land Buildings Leasehold property Furniture and fixtures Motor vehicles Office equipment Elevator Computer equipment	185,050,075 950,146,172 100 33,918,466 30,588,235 19,532,351 15,683,349 10,552,628	1,307,340 300,000 2,291,822	(100) - - - - -	(32,841,287) (10,354,481) (16,491,923)	185,050,075 929,930,196 - 2,384,519 20,533,754 5,332,250 14,962,275 15,716,006
	1,245,471,376	17,300,312	(100)	(88,862,513)	1,173,909,075

Reconciliation of property, plant and equipment - Company - 2019

	1,172,681,171	193,321,989	(55,796,804)	1,310,206,356
Computer equipment	15,716,006	23,937,620	(11,768,468)	27,885,158
	14,962,275	-	(721,074)	14,241,201
	4,191,345	24,843,869	(5,453,998)	23,581,216
	20,533,754	141,303,500	(16,017,447)	145,819,807
	2,297,520	2,502,000	(1,612,981)	3,186,539
	929,930,196	735,000	(20,222,836)	910,442,360
Land Buildings Furniture and fixtures Motor vehicles Office equipment Elevator Computer equipment	185,050,075	-	185,050,075	
l and	Opening balance	Additions	Depreciation	Total

Reconciliation of property, plant and equipment - Company - 2018

AutoReg Platform

Total

Computer Software

Notes to the Financial Statements

Cost /

Valuation

1,455,718,540

52,639,963

1,508,358,503 (1,002,200,254)

			Gro	oup	Company	
-			2019 N	2018 N	2019 N	2018 N
4. Intangible assets						
Group		2019			2018	
	Cost / Valuation	Accumulated amortisation	Carrying value	Cost / Valuation	Accumulated amortisation	Carrying value
AutoReg Platform Computer Software Goodwill	1,455,718,540 52,639,963 168,254,664	(35,123,274)	488,641,560 17,516,689 168,254,664		(894,291,053) (19,846,906)	561,427,487 32,793,057 168,254,664
Total	1,676,613,167	[1,002,200,254]	674,412,913	1,676,613,167		762,475,208
Company		2019			2018	

Accumulated

amortisation

(967,076,980)

(35,123,274)

Carrying

value

488,641,560

17,516,689

506,158,249 1,508,358,503

Cost /

Valuation

1,455,718,540

52,639,963

Accumulated

amortisation

(894, 291, 053)

(19,846,906)

(914,137,959)

Carrying

value

561,427,487

32,793,057

594,220,544

Notes to the Financial Statements

	Gro	gup	Comp	oany
	2019	2018	2019	2018
	N	N	N	N
4. Intangible assets (continued)				
Reconciliation of intangible assets - Group - 2019				
AutoReg Platform		Opening balance	Amortisation	Total
Computer Software Goodwill		561,427,487 32,793,057 168,254,664	(72,785,927) (15,276,368)	488,641,560 17,516,689 168,254,664
		762,475,208	(88,062,295)	674,412,913
Reconciliation of intangible assets - Group - 2018				
	Opening balance	Additions through business combinations	Amortisation	Total
AutoReg Platform Computer Software Goodwill	634,213,414 46,487,057	168,254,664	(72,785,927) (13,694,000)	561,427,487 32,793,057 168,254,664
	680,700,471	168,254,664	(86,479,927)	762,475,208
Reconciliation of intangible assets - Company - 2019				
AutoRoa Blatfara		Opening balance	Amortisation	Total
AutoReg Platform Computer Software		561,427,487 32,793,057	(72,785,927) (15,276,368)	488,641,560 17,516,689

594,220,544

(88,062,295) 506,158,249

Notes to the Financial Statements

Gro	Group		Company	
2019	2018	2019	2018	
N	N	N	N	

Intangible assets (continued)

Reconciliation of intangible assets - Company - 2018

AutoReg Platform Computer Software	Opening balance 634,213,414	Amortisation (72,785,927)	Total 561,427,487
	46,487,057 680,700,47 1	(13,694,000)	32,793,057 594,220,544

Goodwill is monitored on the component level. The entity to which the goodwill relates is recognized as a cash generating unit (CGU). The carrying value of goodwill is determined in accordance with IFRS 3 Business Combinations and IAS 36 Impairment of Assets.

Goodwill is reviewed annually for impairment, or more frequently when there are indications that impairment may have occurred. The test involves comparing the carrying value of goodwill with the recoverable amount, which is the present value of the pre-tax cash flows, discounted at a rate of interest that reflects the inherent risks of the cash-generating unit to which the goodwill relates or the CGU's fair value if this is higher.

There was no impairment identified in the year ended 31st December, 2019.

The Company has performed a line-by-line analysis of its statement of financial position and has done an assessment of whether the current pandemic uncertainty may impact any of the amounts presented as at 31st December, 2019. Management has concluded however, that the amount recognised as Intangible Assets does not require further adjustment but will continue to monitor the situation as new information becomes available and adjustment thereof will be reflected in the appropriate reporting period.

5. Interests in subsidiaries including consolidated structured entities

The following table lists the entities which are controlled by the group, either directly or indirectly through subsidiaries.

Company

Name of company	% holding% holding Carrying Carrying 2019 2018 amount 2019 amount 2018
Courteville Loss Adjusters Limited	100.00 % 100.00 % 165,308,695 165,308,695

All shares in the subsidiary undertakings are ordinary shares.

Courteville Loss Adjusters Limited

The Company was incorporated in Jamaica as a loss adjusting entity with its principal activity as the valuation and assessment of motor vehicles. This is a wholly owned subsidiary and has its statutory year end as 31st December.

Notes to the Financial Statements

	Group		Comp	any
	2019 N	2018 N	2019 N	2018 N
6. Non Current Receivables				
Deposit for Number Plates in Kogi State Deposit for Number Plates in other states	12,300,000 27,894,538	12,300,000 27,894,538	12,300,000 27,894,538	12,300,000 27,894,538
	40,194,538	40,194,538	40,194,538	40,194,538

These are security deposits made in Kogi, Lagos and other states in the nation for the facilitation of carrying on business in those states

The Company has performed a line-by-line analysis of its statement of financial position and has done an assessment of whether the current pandemic uncertainty may impact any of the amounts presented as at 31st December, 2019. Management has concluded however, that the amount recognised as Other Assets does not require further adjustment but will continue to monitor the situation as new information becomes available and adjustment thereof will be reflected in the appropriate reporting period.

Financial assets

At fair value through profit or loss Listed shares	77,258,901	97,936,555	77,258,901	97,936,555
Non-current assets Financial Assets measured at FVTPL	77.258,901	97,936,555	77,258,901	97,936,555

Financial Assets measured at FVTPL

The Company has performed a line-by-line analysis of its statement of financial position and has done an assessment of whether the current pandemic uncertainty may impact any of the amounts presented as at 31st December, 2019. Management has concluded however, that the amount recognised as Financial Assets does not require further adjustment but will continue to monitor the situation as new information becomes available and adjustment thereof will be reflected in the appropriate reporting period.

The equity instruments below are at fair values based on the current prices on the primary board such as NSE and FMDQ as at 31st December, 2019.

The breakdown of the equity instruments is shown below:

77 250 001	07 02/ 555	77,258,901	97,936,555
	22,500,000	22,500,000	22,500,000
			52,500,000
			127,470
			2,881,227
			472,500
777.000			1,080,000
100,000	105,000		105,000
78,840	87,600	78,840	87,600
10,813,172	12,845,303	10,813,172	12,845,303
4,010,908	5,021,530	4,010,908	5,021,530
	76,125	77,250	76,125
306,433	239,800	306,433	239,800
	77,250 4,010,908 10,813,172 78,840 100,000 777,000 525,000 2,312,481 57,817 35,700,000 22,500,000	77,250 76,125 4,010,908 5,021,530 10,813,172 12,845,303 78,840 87,600 100,000 105,000 777,000 1,080,000 525,000 472,500 2,312,481 2,881,227 57,817 127,470 35,700,000 52,500,000	77,250 76,125 77,250 4,010,908 5,021,530 4,010,908 10,813,172 12,845,303 10,813,172 78,840 87,600 78,840 100,000 105,000 100,000 777,000 1,080,000 777,000 525,000 472,500 525,000 2,312,481 2,881,227 2,312,481 57,817 127,470 57,817 35,700,000 52,500,000 35,700,000 22,500,000 22,500,000 22,500,000

Notes to the Financial Statements

-	Gro	Group		pany
	2019 N	2018 N	2019 N	2018 N
B. Other Assets				
African Expansion Zimbabwe Liberia	163,145,834 98,705,882 49,372,896	163,145,834 98,705,882 150,972,896	163,145,834 98,705,882 49,372,896	163,145,834 98,705,882 150,972,896
	311,224,612	412,824,612	311,224,612	412,824,612

Other Assets represents the development costs incurred till date on projects ventured into with a view to increasing the revenue base of the Company. These costs are not amortized. On commencement of commercial operation of any of the projects, the associated cost of the project is identified, separated, and amortized over the contract period to adequately match the revenue to its attributed costs.

Feasibility studies were carried out on all countries the company had incurred these costs in. Management decided to write off the investment in Liberia as return on investment is now impossible. However, the company is seeking out companies in Liberia to enter a technical arrangement with as against owning a company outrightly.

The Company has performed a line-by-line analysis of its statement of financial position and has done an assessment of whether the current pandemic uncertainty may impact any of the amounts presented as at 31st December, 2019. Management has concluded however, that the amount recognised as Other Assets does not require further adjustment but will continue to monitor the situation as new information becomes available and adjustment thereof will be reflected in the appropriate reporting period.

9. Inventory

	142,580,558	129,449,681	142,580,558	129,449,681
Inventory (write-downs)	153,111,406 (10,530,848)	129,449,681	153,111,406 (10,530,848)	129,449,681
AutoReg Stickers AutoInsure Certificates Bulk SMS Cards	137,616,558 3,914,000 1,050,000 10,530,848	115,004,833 3,914,000 - 10,530,848	137,616,558 3,914,000 1,050,000 10,530,848	115,004,833 3,914,000 - 10,530,848

As a result of technological advancement, the cards held by the Company was rendered obsolete. Management decided to write off this balance and it is not expected to be sold in the future.

Notes to the Financial Statements

Gro	Group		pany
2019	2018	2019	2018
N	N	Ν	N

10. Accounts receivable and other current assets

Total trade and other receivables	740,628,180	746,602,625	725,772,740	733,921,053
Section Control of the Control of th	-	2,664,593	-	2,664,593
Development Levy	-	448,622	-	448,622
Other Receivables	18,928,561	25,942,867	18,831,812	25,764,367
Staff Loans and Advances	28,907,289	25,413,789	28,907,289	25,413,789
Value Added Tax Receivables	74,536,285	39,110,825	74,536,285	39,110,825
Accounts receivable at amortised cost Withholding Tax Receivable	618,256,045	653,021,929	603,497,354	640,518,857
Accounts receivable Loss allowance	650,715,918 (32,459,873)	654,451,433 (1,429,504)	635,656,029 (32,158,675)	641,693,196 (1,174,339)

Loss allowance is made up of the write off of unreconciled receivables and the impairment of receivables using the general approach to calculating the Expected Credit Loss (ECL)

Accounts receivables is made up of AutoReg and E-Commerce receivables. AutoReg receivables are amounts receivable from states government in the country.

The Company has performed a line-by-line analysis of its statement of financial position and has done an assessment of whether the current pandemic uncertainty may impact any of the amounts presented as at 31st December, 2019. Management has concluded however, that the amount recognised as Accounts Receivable does not require further adjustment but will continue to monitor the situation as new information becomes available and adjustment thereof will be reflected in the appropriate reporting period.

Other Receivables are current account balances with related parties.

Accounts receivable	due but not impaired
---------------------	----------------------

	330,654,846	36,245,023	315,594,957	23,486,786
Past 360 days	296,259,454		296,259,454	-
271 - 360 days	19,335,503	-	19,335,503	-
31 - 90 days	15,059,889	12,758,237	-	=
Above 30 days	-	23,486,786	-	23,486,786
Accounts receivable due and impaired				
	320,061,071	618,206,410	320,061,071	618,206,410
Past 360 days	4,055	350,807,239	4,055	350,807,239
271 - 360 days	-	12,704,031		12,704,031
181 - 270 days	23,840,676	22,654,926	23,840,676	22,654,926
91 - 180	102,819,955	72,119,246	102,819,955	72,119,246
31 - 90 days	96,900,419	87,705,631	96,900,419	87,705,631
Up to 30 days	96,495,966	72,215,337	96,495,966	72,215,337

Notes to the Financial Statements

Changes during the year

	Gro	oup	Com	pany
	2019 N	2018 N	2019 N	2018 N
11. Prepayments				
Insurance Other Prepayments Legal Fees Medical Bill	2,910,045 10,975,385 - 1,610,000	615,822 2,699,681 306,250	2,910,045 10,975,385 - 1,610,000	615,822 2,699,681 306,250
	15,495,430	3,621,753	15,495,430	3,621,753
12. Cash and cash equivalents Cash and cash equivalents consist of: Cash on hand Bank balances	479,438 33,646,598 34,126,036	549,933 38,133,205 38,683,138	= 10,700	319,450 39,026,75 39,346,20 ;
13. Share capital				
Authorised 3,600,000,000 Ordinary shares of 50kobo each	1,800,000,000	1,800,000,000	1,800,000,000	1,800,000,000
Issued 3,552,000,000 Ordinary shares of 50kobo each Share premium	1,776,000,000 478,100,000	1,776,000,000 478,100,000	1,776,000,000 478,100,000	
	2,254,100,000	2,254,100,000	2,254,100,000	2,254,100,000
14. Foreign currency translation reserve				

(232, 252)

Notes to the Financial Statements

Grou	p	Comp	any
2019 N	2018 N	2019 N	2018 N
25,558,927		25.558.927	
57,189,257			-
82,748,184		82,746,184	-
57,189,257 25,558,927		57,189,257 25,558,927	
82,748,184		82,748,184	-
	25,558,927 57,189,257 82,748,184 57,189,257 25,558,927	25,558,927 57,189,257 82,748,184 57,189,257 25,558,927	2019 2018 2019 N N N N N N N N N N N N N N N N N N N

The average lease term was 36 months and the average effective borrowing rate was 22% (2018: -%- (2018: N -

Interest rates are fixed at the contract date. All leases have fixed repayments and no arrangements have been entered into for contingent rent.

The Group's obligations under finance leases are secured by the lessor's charge over the leased assets. Refer note 3.

16. Deferred tax

Deferred tax liability

	(124,722,151)	(72,778,325)	(124,722,151)	(72,778,325)
At beginning of year Taxable / (deductible) temporary difference movement on tangible fixed assets	(72,778,325) (51,943,826)	(18,140,995) (54,637,330)	(72,778,325) (51,943,826)	(18,140,995) (54,637,330)
Reconciliation of deferred tax asset / (liability)				
Deferred tax liability	(124,722,151)	(72,778,325)	(124,722,151)	(72,778,325)
Property plant and equipment	(124,722,151)	(72,778,325)	(124,722,151)	(72,778,325)

Notes to the Financial Statements

Gre	Group		pany
2019	2018	2019	2018
N	N	N	N

17. Accounts payable and other current liabilities

	335,324,962	802,888,068	331,057,184	797,791,754
Value Added Tax Payable	(16,509,621)	4,431,243	(16,509,621)	4,021,826
	4,500,000	-	4,500,000	-
Accrued audit fees	666,413	20,722,490	666,413	20,722,490
Egole Staff Contribution	47,689,474	430,463,887	47,689,474	430,463,887
Pension Payable	30,446,844	14,561,919	30,446,844	14,561,919
Withholding Tax Payable	123,500	45,347	123,500	45,347
Employee Costs Payable	82,144,048	91,304,346	80,994,991	90,172,016
Accrued Expenses	3,685,188	3,571,095	836,695	16,528
Pay As You Earn (PAYE) Tax Payable	47,596,937	41,694,406	47,326,709	41,694,406
Pension Payable	31,888,066	-	31,888,066	-
Trade payables Other Payables	103,094,113	196,093,335	103,094,113	196,093,335

Egole Staff Contribution are staff contributions towards future purchases from Egole Mall.

Directors' current account represents amounts and/or emoluments payable to Directors.

Other payables are current account balances with related parties.

18. Contract liabilities

Summary of contract liabilities

Rental Income received in advance 3,683,333 - 3,683,333

This represents rents on the investment property received in advance during the year by Courteville Business Solutions Plc.

19. Current tax payable (receivable)

payable over nine(9) months, expiring July, 2020.

	54,567,717	65,409,357	53,544,347	63,562,408
rayment doing the year	(144,052,222)	(44,719,758)	(142,118,597)	(44,719,758)
Payment during the year	16,971	(4)	16,971	-
Back Duty Tax Audit NPTF Levy	80,058,779	-	80,058,779	-
	8,919,743	7,785,309	8,919,743	7,785,309
Companies income tax Education Tax	45,863,486	40,781,281	44,607,633	38,934,332
Withholding tax utilised	APPERO DE ANTENA DE MANA SE	(67,448,117)	17	(67,448,117)
Write back of over provision of income tax	(1,502,590)	-	(1,502,590)	-
Balance at the beginning of the year	65,263,550	129,010,642	63,562,408	129,010,642

20. Borrowings

Bank loan
Addosser Microfinance Bank Limited
A loan of N25m at an interest rate of 4% per month

imbursables 1, mbursables are monies received from State Governments from State Governmen	19,616,618 19,415,690 27,607,941 or the issuar	87,504,355 86,348,741 314,649,062 1,449,783,343 of license prin 318,984,748 27,134,094 29,144,622	519,616,618 19,415,690	318,984,748 27,134,094 -
venue from contracts with customers immission Received Commerce hicle Inspection Fees imbursables 1, The contracts with customers 1, The contracts with customers 1, The commerce hicle Inspection Fees Imbursables 1, The contracts with customers 1, The contracts with customers 1, The commerce inspection Fees Inspection State Governments from State Governm	67,200,159 60,549,941 78,806,107 77,785,128 34,341,335 If purchase 19,616,618 19,415,690 27,607,941	961,281,185 87,504,355 86,348,741 314,649,062 1,449,783,343 of license prin 318,984,748 27,134,094 29,144,622	1,267,200,159 160,549,941 477,785,128 1,905,535,228 1 ting stationery. 519,616,618 19,415,690	961,281,185 87,504,355 314,649,062 ,363,434,602 318,984,748 27,134,094
venue from contracts with customers immission Received Commerce hicle Inspection Fees imbursables 1, The contracts with customers 1, The contracts with customers 1, The commerce hicle Inspection Fees Imbursables 1, The contracts with customers 1, The contracts with customers 1, The commerce inspection Fees Inspection State Governments from State Governm	60,549,941 78,806,107 77,785,128 34,341,335 In purchase 19,616,618 19,415,690 27,607,941 For the issual	87,504,355 86,348,741 314,649,062 1,449,783,343 of license prin 318,984,748 27,134,094 29,144,622	160,549,941 -477,785,128 1,905,535,228 1 ting stationery. 519,616,618 19,415,690 -	87,504,355 -314,649,062 , 363,434,602 318,984,748 27,134,094
Interpretation Received Commerce hicle Inspection Fees imbursables 1, Imbursables are monies received from State Governments from State	60,549,941 78,806,107 77,785,128 34,341,335 In purchase 19,616,618 19,415,690 27,607,941 For the issual	87,504,355 86,348,741 314,649,062 1,449,783,343 of license prin 318,984,748 27,134,094 29,144,622	160,549,941 -477,785,128 1,905,535,228 1 ting stationery. 519,616,618 19,415,690 -	87,504,355 - 314,649,062 , 363,434,602 318,984,748 27,134,094
Commerce hicle Inspection Fees imbursables Tost of sales toReg Expenses Commerce Expenses gistration & Inspection Expenses toReg Expenses are commissions paid to Agents and Banks Other income erest received on staff loans erest received on fixed deposits Other operating gains (losses) recognition of Investment property 2 offit on disposal of Property, plant and equipment 3	60,549,941 78,806,107 77,785,128 34,341,335 In purchase 19,616,618 19,415,690 27,607,941 For the issual	87,504,355 86,348,741 314,649,062 1,449,783,343 of license prin 318,984,748 27,134,094 29,144,622	160,549,941 -477,785,128 1,905,535,228 1 ting stationery. 519,616,618 19,415,690 -	87,504,355 - 314,649,062 , 363,434,602 318,984,748 27,134,094
hicle Inspection Fees imbursables Tost of sales toReg Expenses Commerce Expenses gistration & Inspection Expenses toReg Expenses are commissions paid to Agents and Banks Other income erest received on staff loans erest received on fixed deposits Other operating gains (losses) recognition of Investment property offit on disposal of Property, plant and equipment 3	78,806,107 77,785,128 34,341,335 r purchase 19,616,618 19,415,690 27,607,941 or the issuar	87,504,355 86,348,741 314,649,062 1,449,783,343 of license prin 318,984,748 27,134,094 29,144,622	160,549,941 -477,785,128 1,905,535,228 1 ting stationery. 519,616,618 19,415,690 -	87,504,355 -314,649,062 , 363,434,602 318,984,748 27,134,094
mbursables are monies received from State Governments of Cost of sales toReg Expenses Commerce Expenses gistration & Inspection Expenses toReg Expenses are commissions paid to Agents and Banks Other income erest received on staff loans erest received on fixed deposits Other operating gains (losses) precognition of Investment property offit on disposal of Property, plant and equipment 3	77,785,128 34,341,335 T purchase 19,616,618 19,415,690 27,607,941 or the issuar	314,649,062 1,449,783,343 of license prin 318,984,748 27,134,094 29,144,622 nces of AutoRe	1,905,535,228 1 ting stationery. 519,616,618 19,415,690 	314,649,062 , 363,434,602 318,984,748 27,134,094
mbursables are monies received from State Governments of Cost of sales toReg Expenses Commerce Expenses gistration & Inspection Expenses toReg Expenses are commissions paid to Agents and Banks Other income erest received on staff loans erest received on fixed deposits Other operating gains (losses) precognition of Investment property 2 offit on disposal of Property, plant and equipment 3	34,341,335 r purchase 19,616,618 19,415,690 27,607,941 or the issuar	1,449,783,343 of license prin 318,984,748 27,134,094 29,144,622 nces of AutoRe	1,905,535,228 1 ting stationery. 519,616,618 19,415,690 	318,984,748 27,134,094
mbursables are monies received from State Governments for Cost of sales toReg Expenses Commerce Expenses gistration & Inspection Expenses toReg Expenses are commissions paid to Agents and Banks Other income erest received on staff loans erest received on fixed deposits Other operating gains (losses) precognition of Investment property offit on disposal of Property, plant and equipment 3	19,616,618 19,415,690 27,607,941 or the issuar	of license prin 318,984,748 27,134,094 29,144,622 nces of AutoRe	519,616,618 19,415,690 	318,984,748 27,134,094 -
toReg Expenses Commerce Expenses Gistration & Inspection Expenses toReg Expenses are commissions paid to Agents and Banks Other income erest received on staff loans erest received on fixed deposits Other operating gains (losses) Precognition of Investment property 2 Offit on disposal of Property, plant and equipment 3	19,616,618 19,415,690 27,607,941 or the issua	318,984,748 27,134,094 29,144,622 nces of AutoRe	519,616,618 19,415,690 - eg Licenses.	27,134,094
toReg Expenses Commerce Expenses Gistration & Inspection Expenses toReg Expenses are commissions paid to Agents and Banks Other income erest received on staff loans erest received on fixed deposits Other operating gains (losses) Precognition of Investment property 2 Offit on disposal of Property, plant and equipment 3	19,616,618 19,415,690 27,607,941 or the issua	318,984,748 27,134,094 29,144,622 nces of AutoRe	519,616,618 19,415,690 - eg Licenses.	27,134,094
Commerce Expenses gistration & Inspection Expenses toReg Expenses are commissions paid to Agents and Banks Other income erest received on staff loans erest received on fixed deposits Other operating gains (losses) Precognition of Investment property 2 offit on disposal of Property, plant and equipment 3	19,415,690 27,607,941 or the issua	27,134,094 29,144,622 nces of AutoRe	19,415,690 - - - - - - -	27,134,094
Commerce Expenses gistration & Inspection Expenses toReg Expenses are commissions paid to Agents and Banks Other income erest received on staff loans erest received on fixed deposits Other operating gains (losses) Precognition of Investment property 2 pifit on disposal of Property, plant and equipment 3	19,415,690 27,607,941 or the issua	27,134,094 29,144,622 nces of AutoRe	19,415,690 - - - - - - -	27,134,094
Other income erest received on staff loans erest received on fixed deposits Other operating gains (losses) Precognition of Investment property 2 offit on disposal of Property, plant and equipment 3	or the issua	29,144,622 nces of AutoRe	eg Licenses.	-
Other income erest received on staff loans erest received on fixed deposits Other operating gains (losses) Precognition of Investment property 2 Offit on disposal of Property, plant and equipment 3				4 502 802
Other income erest received on staff loans erest received on fixed deposits Other operating gains (losses) Precognition of Investment property 2 Offit on disposal of Property, plant and equipment 3				4 500 RDS
Other operating gains (losses) Precognition of Investment property 2 Offit on disposal of Property, plant and equipment 3	10/0 55/	4,592,803	4,060,556	4,592,803
Other operating gains (losses) Precognition of Investment property 2 Offit on disposal of Property, plant and equipment 3	4,060,556		4,000,000	
orecognition of Investment property 2 offit on disposal of Property, plant and equipment 3 (ir value gains (losses)	2,959,533	1,932,909	2,959,533	1,932,909
orecognition of Investment property 2 offit on disposal of Property, plant and equipment 3 (ir value gains (losses)	7,020,089	6,525,712	7,020,089	6,525,712
ofit on disposal of Property, plant and equipment 3 (ir value gains (losses)		,		
ofit on disposal of Property, plant and equipment 3 (ir value gains (losses)	15,000,000)		(115 000 000)	
ir value gains (losses)	-	600,000	(115,000,000)	600,000
	15,000,000)	600,000	(115,000,000)	600,000
estment property				
Z	3,561,608		3,561,608	
uity Investment	20,677,654)	(2,535,094		(2,535,094
-				(2,535,094
tal other operating gains (losses)	17,116,046)	The state of the s		
. Movement in credit loss allowances	17,116,046) 32,116,046)	(1,935,094	(132,116,046)	(1,935,094
aterial impairment losses recognised	- No. 10 10 10 10 10 10 10 10 10 10 10 10 10	(1,935,094	(132,116,046)	(1,935,094
counts Receivable	- No. 10 10 10 10 10 10 10 10 10 10 10 10 10	(1,935,094) (132,116,046)	(1,935,094)

This is the recognition of movement on expected credit losses which reflects the changes in the credit risk of accounts receivables.

Notes to the Financial Statements

	Gro	up	Company	
	2019	2018	2019	2018
	N	N	N	N
26. General and administrative expenses				
Advertising	1 400 000	1 770 041		
Accounting Fees	1,402,039	1,772,261	7	
Audit Fees	107,294	. 070 /05		
Bank charges	4,875,528	4,070,693	4,500,000	3,675,00
Cleaning	6,337,011	5,823,714	5,795,623	5,236,15
Depreciation, amortisation and impairments	36,212	20,209	-	
Legal fees	144,871,370	175,342,389	143,859,098	174,655,500
Consumables	1,207,053	551,621	-	
Donations	14,535,776	9,445,985	13,972,011	9,162,99
Entertainment	4,700,000	5,668,218	4,700,000	5,668,218
Professional Fees	38,062,583	29,144,577	38,062,583	29,144,57
Other Office Expenses	10,452,507	13,875,071	9,583,429	13,875,07
Directors' Allowances	18,811,201	9,328,316	18,811,201	9,257,65
Exchange Loss	8,675,000	10,348,650	8,675,000	9,210,00
Office rental expense	67,487	28,871	67,487	25,47
Fines and penalties	-	5,923,732	-	
Gifts	96,578	28,264	-	
Insurance	3,239,520	1,046,480	3,239,520	1,046,48
IT expenses	615,822	3,391,971	615,822	3,391,97
Lease rentals on operating lease	1,761,059	-	2	
Medical expenses	10,129,276	2,931,550	7,821,417	343,40
Motor vehicle expenses	25,190,747	9,022,726	24,831,575	7,977,40
Municipal expenses	29,788,976	21,172,860	29,788,976	21,172,86
Postage	12,564,756	10,939,060	10,860,940	8,770,15
Printing and stationery	2,220,171	2,741,667	1,425,220	1,919,36
Repairs and maintenance	17,470,748	7,369,669	15,988,480	7,044,55
	62,681,547	37,685,290	61,124,322	33,311,88
Research and development costs Security	-	400,000	2	400,00
Staff welfare	6,790,500	5,751,000	6,790,500	5,751,00
Subscriptions	119,217	13,119	-	
Telephone and fax	14,095,054	5,781,632	14,095,054	5,747,71
Training	8,258,776	6,949,528	6,318,691	4,339,50
	15,633,974	7,425,000	15,596,475	7,425,00
Transport and freight	36,787,744	20,124,062	34,104,543	17,793,96
	501,585,526	414,118,185	480,627,967	386,345,88
27. Employee costs				
Employee costs				
Salaries and Allowances	383,889,665	349,589,985	365,548,418	330,110,11
Employer's Pension Contribution	9,699,860	9,229,943	9,699,860	9,229,94
	,,0,,,000		7,077,000	7,227,74
Retirement Benefits	-	95,291,670	=1	95,291,67

Retirement Benefits

The voluntary retirements of the Executive Director in person of Mr Femi Niyi with notice of resignation of 30th July, 2018 with an effective date of 31st March, 2018 and Mr Akin Ajayi effective 1st July, 2018. In line with IAS 37.14, the management made a provision for his retirement benefits.

Notes to the Financial Statements

	Gro	up	Comp	pany
	2019 N	2018 N	2019 N	2018 N
28. Finance costs				
Interest on Loan	15,122,247	19,957,365	15,122,247	19,957,365
29. Taxation				
Major components of the tax expense				
Current Companies Income Tax Back Duty Tax Audit Nigerian Police Trust Fund Levy Education Tax	45,863,486 80,058,779 16,971 8,919,743	40.781.281 - - 7.785,309	44,607,633 80,058,779 16,971 8,919,743	38,934,332 - - 7,785,309
	134,858,979	48,566,590	133,603,126	46,719,641
Deferred Deferred tax	51,943,827	54,637,329	51,943,827	54,637,329
	186,802,806	103,203,919	185,546,953	101,356,970

The charge for the Companies Income Tax in the Financial Statements is based on the provision of the Companies Income Tax CAP, C21 LFN 2004 as amended to date and the Education Tax is based on the provisions of the Education Tax Act E4, 2004, as amended.

The Charge for Nigerian Police Trust Fund(NPTF) Levy in the financial statements is in compliance with the provisions of The NPTF (Establishment) Act 2018. The Act provides that all companies operating in Nigeria is to pay 0.005% of its net profit to the Trust Fund.

30. Cash generated from operations

257,014,938	647,680,753	252,214,047	645,526,703
	-	3,683,333	-
	187,938,268	(466,734,572)	191,314,984
(11,873,677)	8,414,706	(11,873,677)	8,414,706
5,974,445	133,684,963	8,148,314	139,798,242
(13,130,877)	(2,898,338)	(13,130,877)	(2,898,338)
	,		(07,140,117)
2			(67,448,117)
-			(591,731,697)
-	591,731,697	-	591,731,697
101,600,000	13/33/3		-,000,074
17,116,046	2,535,094		2,535,094
15,122,247	19,957,365	15,122,247	19,957,365
(232,252)	E	-	
(60,996)		-	[577,700]
115,000,000			(599,900)
144,871,370	175,342,389	143,859,098	174,655,601
346,508,405	189,493,845	339,424,135	179,797,066
	144,871,370 115,000,000 (60,996) (232,252) 15,122,247 17,116,046 101,600,000 - - (13,130,877) 5,974,445 (11,873,677) (467,563,106) 3,683,333	144,871,370 175,342,389 115,000,000 (599,900) (60,996) 1,260,478 (232,252) - 15,122,247 19,957,365 17,116,046 2,535,094 101,600,000 - 591,731,697 - (591,731,697) - (67,448,117) (13,130,877) (2,898,338) 5,974,445 133,684,963 (11,873,677) 8,414,706 (467,563,106) 187,938,268 3,683,333 -	144,871,370 175,342,389 143,859,098 115,000,000 (599,900) 115,000,000 (60,996) 1,260,478 (232,252) 15,122,247 19,957,365 15,122,247 17,116,046 2,535,094 17,116,046 101,600,000 - 101,600,000 - 591,731,697 - (591,731,697) - (67,448,117) - (13,130,877) (2,898,338) (13,130,877) 5,974,445 133,684,963 8,148,314 (11,873,677) 8,414,706 (11,873,677) (467,563,106) 187,938,268 (466,734,572) 3,683,333 - 3,683,333

Notes to the Financial Statements

	Gro	υр	Comp	oany
	2019 N	2018 N	2019 N	2018 N
31. Tax paid				
Balance at beginning of the year Current tax for the year recognised in profit or loss Withholding Tax Credit Notes Utilised Write back of over provision of income tax	(65,263,550) (134,858,979) - 1,502,590	(130,711,784) (48,566,590) 67,448,117	(133,603,126)	(129,010,642) (46,719,641) 67,448,117
Balance at end of the year	54,567,717	65,263,550	1,502,590 53,544,348	63,562,408
	(144,052,222)	(46,566,707)	(142,118,596)	
Holding company Subsidiaries Other Investments Shareholders with joint control Related party balances	Courteville Business Solutions Plc Courteville Loss Adjusters Limited 5 Other Assets 8 InterMobile Solutions Limited Regis and Reina Hospital			
Loan accounts - Owing (to) by related parties InterMobile Solutions Limited		(31,888,066)		448,622
Investment in other African Countries Liberia				
Zimbabwe Other African Countries		49,372,896 98,705,882 163,145,834	-	150,972,896 98,705,882 163,145,834
Compensation to directors and other key management				
Termination benefits	₹ \ \$	95,291,670		95,291,670

Notes to the Financial Statements

Gro	gup	Com	pany
2019	2018	2019	2018
N	N	N	N

33. Events after the reporting period

The coronavirus (COVID-19) pandemic is spreading around the globe rapidly. The virus has taken its toll on not just human life, but businesses and financial markets too, the extent of which is currently indeterminate. Courteville Business Solutions PIc has carefully considered the accounting implications of this situation.

Impairment

Every entity is required to test its assets for impairment when indicators of impairment are present. An impairment test is performed in response to indicators of impairment in addition to a mandatory impairment test for goodwill and intangible assets with indefinite useful lives at least annually. Although some indicators of impairment are based on internal information (such as damage to property, plant and equipment, plans to remove the asset from use), others are triggered by events and circumstances external to the entity.

Below are some examples of indicators of impairment that may exist as a result of the economic conditions caused by the spread of COVID-19:

- Investments other than portfolio investments (Other Assets subsidiary that is not consolidated)
- significant financial difficulty of the investee
- a breach of contract (eg default or delinquency in debt payments)
- it is probable that the investee will enter bankruptcy or other financial reorganisation
- a significant adverse change in the economic or legal environment in which the investee operates such as recession
- the disappearance of an active market for the investment because of financial difficulties of the investee.

Management has considered all the above and have nothing to report on how they impact on said investment.

- Property, plant and equipment and intangible assets (other than goodwill)
- significant changes in the extent or manner in which the asset is used or is expected to be used (eg idling of a machine such that its future productive capacity may be affected, a machine being used in a manner different from its intended purpose such as to produce items to support the battle against COVID-19 which may reduce its future productive capacity)
- significant changes in the legal factors or business climate that could affect the value of the asset (eg an entity expects a decrease in its exports to a particular foreign market as a result of lengthy border closings)
- an increase in market interest rates which would cause a decrease in the asset's value in use
- a decline in, or cessation of, the need for the services provided by the asset.
- In addition, doubt about the entity's ability to continue as a going concern is a general indicator of impairment for all assets.

Goodwill

Goodwill is required to be tested annually for impairment. COVID-19 could impact goodwill through:

- a significant adverse change in legal factors or in the business climate (eg an entity expects a decrease in its
 exports to a particular foreign market as a result of lengthy border closings)
- a loss of key personnel that is other than temporary
- the testing for write-down or impairment of a significant asset group
- the recognition of a goodwill impairment loss in an investee's separate financial statements
- a significant decline in the entity's share price which could result in the carrying amount of the entity's net assets exceeding its market capitalisation.

Whilst IFRS requires a best estimate to be made, multiple scenarios around the best estimate should be evaluated. In addition, the interaction of the discount rate needs to be carefully assessed, in light of the level of uncertainty

Notes to the Financial Statements

Gro	oup	Company	
2019	2018	2019	2018
N	Ν	N	N

Movement in credit loss allowances (continued) involved.

Financial instruments and the measurement of expected credit losses

Under IFRS 9 'Financial Instruments', expected credit losses ("ECLs") must be recognised for debt-type financial assets not measured at fair value through profit or loss (FVTPL) based on information about past events, current conditions and forecasts of future economic conditions. In other words, even possible future outcomes that may or may not come to pass should be factored into an entity's ECLs on a probability-weighted basis. The negative economic outlook and cash flow difficulties experienced by customers as a result of COVID-19 must be factored into an entity's forecasts of future conditions, which may result in an increase in its provision for ECLs to reflect:

- (a) a greater probability of default across many borrowers, even those that currently do not exhibit significant increases in credit risk but may in the future; and
- (b) a higher magnitude of loss given default, due to possible decreases in the value of collateral and other assets. ECL applies to trade receivables, loans, debt securities, contract assets and assets arising from costs to obtain or fulfil a sales contract, as well as the losses recognised in measuring loan commitments and financial guarantee contracts. Regardless of whether the simplified approach or the 3-stage model set out in IFRS 9 is being applied to assess ECL, the impact on the ECL calculation as a result of COVID-19 needs to be very carefully assessed.

To the extent that information about the impact of COVID-19 becomes available after the reporting date provides more evidence about conditions at the reporting date, management will need to revisit their estimates of ECL at the reporting date. For example, if a customer files for bankruptcy subsequent to the period end:

- Management will consider whether the new information reflect credit conditions that already existed at the reporting date and, if so, review the loss percentage in its provision matrix for all other receivables
- Management will consider whether the bankruptcy already existed for the customer at the reporting date.

The estimates were not revised as the indicators above did not require the estimates to be revised.

New employee benefits and termination benefits

The Group, inspite of the COVID-19 pandemic restrictions, is providing additional benefits to their employees such as:

- paying them during a temporary shutdown of their operations, or while they are sick or in mandatory quarantine; and/or
- providing other compensation to assist employees with working remotely.

If the Company decides to provide new benefits to its employees (ie those that were not previously offered), it must determine how to account for the benefits. The financial support or benefits offered to employees will likely meet the definition of a liability; therefore, the Company will need to consider when to recognise the liability/expense and how it should be measured.

The Company must first determine whether the benefits provided are a result of past service or if they will be provided as services are rendered because that will impact when the liability is recognised. The specific guidance in IAS 19 'Employee Benefits' has be considered in making this determination.

Furthermore, as a result of difficult economic conditions, some entities have or will downsize their workforce. However, the workforce of the Company will not be downsized. Also the Company shall pay termination benefits to the affected employee(s).

Notes to the Financial Statements

Gro	Group		
2019	2018	2019	2018
N	N	N	N

Movement in credit loss allowances (continued)

Other Financial Statement Areas:

Revenue

The revenue of an entity may decline as a result of the spread of the virus and the economic impact.

If the Company's contract with customers include variable components (eg discounts), it must consider whether its previous estimates in this regard will continue to be appropriate. IFRS 15 'Revenue from Contracts with Customers' provides extensive guidance around variable consideration and the related constraint. It may be necessary for an entity to begin constraining its variable revenue even if this was not considered necessary prior to the COVID-19 pandemic.

As a result of COVID-19, The Company might consider other ways to improve its streams of income or the utilisation of its assets in other activities that may help not just employees but the environment in which it operates to ease the constraint of the crisis.

The Group will review its revenue accounting policies and estimates to make sure they are still applicable given the current circumstances. Where services have been or are being rendered to customers who are either based in regions impacted by COVID-19 or significantly impacted by it, The Group will assess whether collection is probable while evaluating new contracts. In the absence of such probability, the Group may not be able to recognise revenue until or unless payment is received and becomes non-refundable, because such contracts are unlikely to meet the criteria to apply the normal IFRS 15 approach.

Certain revenue contracts may also become less profitable, or even loss-making. Management will consider whether any contracts are in an 'onerous' position and whether a liability needs to be recognised.

Inventory

Seasonal inventories and perishable products might be exposed to the risk of loss due to damage, contamination, physical deterioration, obsolescence, changes in price levels or other causes. In this case, the cards that were in use had to be written off as they had become obsolete due to technological advancement. The Group will continually assess whether, on their reporting date, an adjustment would be made to the carrying value of their inventory to bring them to their net realisable value in accordance with the principles of IAS 2 'Inventories'. Estimating net realisable value in such volatile market conditions may also be a challenge, on account of the uncertainties presented by the pandemic.

None of these indicators have resulted in events after reporting date that require adjustments in the financial statements. Management has assessed the impact of the COVID-19 on the going concern of the Group and has concluded that the use of the going concern basis is appropriate and that the Group will be able to recover its assets and discharge its liabilities in the foreseeable future for at least the next 12 months.

Notes to the Financial Statements

Gro	Group		ipany
2019	2018	2019	2018
N	N	N	N

34. Operating Segments

The Company operates two strategic divisions that offer distinct services and have senior executives running them based on very distinct strategies and technologies. For each of the strategic division, the Company's Executive Management Committee reviews internal management marketing reports on a monthly basis while comprehensive assessments of the performance of individual units are reviewed quarterly. The following summary details the operations in each of the Company's reportable segments.

SEGMENT 1:

TM AutoReg Motor Vehicle Administration Documentation (MVAD)

This is a business solution platform designed to address the inefficiencies in motor vehicle administration. Part of the platform runs on the AutoReg web-based business automation application that was designed and developed by Courteville Business Solutions Plc, and patented for 20 years in Nigeria, and has been developed into a franchise with the Bureau of Services. The MVAD franchise services is currently provided in over 4500 processing outlets through 10,000 operators in the 22 States where the franchise is in operation. These processing outlets cut across the AutoReg partner banks, State Licensing Offices and Courteville Registered Independent Processing Outlets, and are all staffed with well-trained personnel as well as equipped to perform all manners of data capture and processing service. The various services currently offer include: AutoReg Vehicle License, AutoReg Hackney Permit, AutoReg Insurance, AutoReg Vehicle Test, AutoReg Road Worthiness, and AutoReg Inspection.

SEGMENT 2:

E-Commerce

The products offered under this segments are:

- 1. WebPeople: The WebPeople is a web-based flexible and interactive platform that allows the design and hosting of websites at very reasonable rates and within 48 hours for companies and individuals.
- 2. Egole Shopping Mall: This is an online e-commerce merchant and service providers aggregator website of different categories and customers to transact business (buying and selling) online and real-time.
- 3. Students' Parents-School Education and Monitoring System (P-SEAMS): This is a custom-tailored, web-based and online school management solution that is designed to support and automate a school's administration and academic processes in relation to the management of Students' Life Cycle and that of the school. It also has the unique the means for parents or guardians to monitor the general academic performance of their wards from home or the office while providing a feed-back mechanism between the school and the parents or guardians.
- **4. ReVxx**: This is a platform that is designed to facilitate the collection of Value Added Tax (VAT) from satellite television companies on behalf of the government.

Segment Result

The information regarding the results of the reportable segment is presented below. Performance is measured based on segment gross profit of each reportable segment, as included in the internal management reports that are reviewed by the Group.

	MVAD		E-Com	nerce	TOTAL		
	2019 N	2018 N	2019 N	2018 N	2019 N	2018 N	
Sales Revenue Cost of Sales	1,744,985,287 (519,616,618)	1,275,930,247 (318,984,748)	160,549,941 (19,415,690)	87.504,355 (27,134,095)	1,905,535,228 (539,032,308)	1,363,434,602 (346,118,843	
	1,225,368,669	956,945,499	141,134,251	60,370,260	1,366,502,920	1,017,315,75	

Notes to the Financial Statements

		Gro	up	Comp	pany
		2019 N	2018 N	2019 N	2018 N
35. Financial instruments and risk management					
Categories of financial instruments				4	
Categories of financial assets					
Group - 2019					
Total		Note(s)	Amortised cost	Total	Fair value
Trade and other receivables Cash and cash equivalents		10 12	740,628,180 37,581,494	740,628,180 37,581,494	740,628,180
			778,209,674	778,209,674	740,628,180
Group - 2018					
_	Note(s)	Amortised cost	Leases	Total	Fair value
Trade and other receivables Cash and cash equivalents	10	743,938,032 53,892,558	2,664,593	746,602,625 53,892,558	743,938,032

797,830,590

53,892,558

800,495,183

743,938,032

2,664,593

Notes to the Financial Statements

		Gro	up	Comp	oany
		2019 N	2018 N	2019 N	2018 N
35. Financial instruments and risk manager	ment (continued)			
Categories of financial liabilities					
Group - 2019					
	Note(s)	Amortised cost	Leases	Total	Fair value
Trade and other payables Borrowings Finance lease obligations	17 20 15	335,324,962	20,180,857 82,748,184	335,324,962 20,180,857 82,748,184	
	65 0	335,324,962	102,929,041	438,254,003	
Group - 2018					
		Note(s)	Amortised cost	Total	Fair value
Trade and other payables Bank overdraft		17 12	802,888,068 893,548	802,888,068 893,548	893,548
			803,781,616	803,781,616	893,548
Company - 2019					
	Note(s)	Amortised cost	Leases	Total	Fair value
Trade and other payables Borrowings Finance lease obligations	17 20 15	331,057,184	20,180,857 82,748,184	331,057,184 20,180,857 82,748,184	
		331,057,184	102,929,041	433,986,225	
Company - 2018					
		Note(s)	Amortised cost	Total	Fair value
Trade and other payables		17	797,791,754	797,791,754	

Notes to the Financial Statements

Gro	Group		pany
2019	2018	2019	2018
N	N	N	N

35. Financial instruments and risk management (continued)

Financial risk management

Introduction

Courteville Business Solution Plc uses its technology skills for the development of business solutions and provision of other e - commerce services and to provide competitive broker services to a broad range of customers - local and foreign.

Risk management is essential to help ensure business sustainability thereby providing customers and the shareholders with a long-term value proposition.

Key elements of risk management are:

- •Strong corporate governance including relevant and reliable management information and internal control processes;
- Ensuring significant and relevant skills and services are available consistently to the Group;
- Influencing the business environment by being active participants in the relevant regulatory and business forums;
- Keeping abreast of technology and consumer trends and investing capital and resources where required.

The overall Group focus within an appropriate risk framework is to give value to the customers through effective and efficient execution of trades.

The Board of Directors acknowledges its responsibilities for establishing, monitoring and communicating appropriate risk and control policies.

Significant risks

The Group has exposure to significant risks which are categorised as follows:

Regulatory Risk

Regulatory risk is the risk arising from a change in regulations in any legal, taxation and accounting pronouncements or specific industry regulations that pertain to the business of the Group. In order to manage this risk, the Group is an active participant in industry and preferred bodies, such as the Nigerian Stock Exchange, and Securities and Exchange Commission.

Notes to the Financial Statements

Gro	Group		pany
2019	2018	2019	2018
N	N	N	N

35. Financial instruments and risk management (continued)

Technology Risk

Technology risk is the potential for technology failures to disrupt core business process such as data security and protection. Technology is web-based. Data must be secure, safe, complete and reliable. Operation is totally and absolutely dependent on cloud hosting.

Taxation Risk

Taxation risk is the risk of suffering a loss, financial or otherwise, as a result of an incorrect interpretation and application of taxation legislation or due to the impact of new taxation legislation on existing products.

There is the risk of improper valuation by the tax consultants engaged by the FIRS. There is the unfavourable consequence of a spontaneous/unplanned tax enforcement action. There are liquidity/capability issues tied to tax enforcement, so also are reputation issues.

Business Sustenance and Concentration Risk

Business risk is the probability of loss inherent in the Group's operations and environment.

There is a concentration risk on the flagship product - AutoReg Contribution to revenue ranges between 75% - 85% amongst the products. The cost of business diversification has taken a major toll on the business in terms of funding. Also, public sector contracts are highly susceptible to transitioning as competition and political interest increase the anxiety over stability of mandates across the network.

Operational Risk

Operational risk is the risk of direct or indirect loss resulting from inadequate or failed internal processes, people and systems or from external events.

Failure of internal operating system to meet the expectations of critical stakeholders in terms of service delivery and value proposition like customers, principal government, contractors etc.

The Holding Company's operating processes are guided by the ISO Standards. The Company was recently upgraded to ISO9001:2015.

Corporate Governance/Reputational Risk

Reputational risk is the risk of loss caused by a decline in the reputation of the Group or any of its specific business units from the perspective of its stakeholders, shareholders, customers, staff, business partners or the general public.

Governance and statutory issues could result into severe losses if not managed. The Public liability status of the Group exposes it to stringent corporate governance rules and statutory oversight.

Leakages/Infractions

These are infractions by AutoReg tellers, incidence of fake stickers, cyber attacks etc. The risk is compounded by the inability of the Group to establish an end to end process control in most of the states and African countries. A vital control element (viewing access to government dedicated/collection account) is denied the Company.

Liquidity Risk

The Group defines this as the risk of insufficient cash flows to meet the Group's operational and financial payment obligations. The Group's liquidity ratio determines its ability to meet short term obligations.

Notes to the Financial Statements

Gro	Group		pany
2019	2018	2019	2018
N	N	N	N

35. Financial instruments and risk management (continued)

The payment delays and default situation puts a strain on the liquidity status of the Group. Consequently, there is a build up of unpaid obligations and a restriction on the Group's flexibility to undertake capital or investment funding.

The business is currently having huge receivables arising out of delayed and outright default of payment by various state. This situation is unique to public sector transactions.

The pandemic is expected to impact liquidity risk, exchange rate risk and interest rate risk faced by the Group. This is resulting from the effect on the working capital cycle thus lengthening the time it takes for the Government and other customers to make payment on accounts.

Every Company is required to translate foreign currency transactions into the reporting/functional currency using the spot rate in effect on the date of the transaction. As a practical expedient, the Company may translate revenue earned and expenses incurred in a foreign currency using an average rate (eg a monthly or annual average). In years when exchange rates remain fairly stable, the difference between using the spot rate vs the average rate will be insignificant. However, some exchange rates are fluctuating significantly during this period of economic uncertainty. As a result, the Group may need to revisit the way it translates foreign currency transactions in its income statement and assess whether its current accounting is appropriate.

Courteville Business Solutions Plc Value Added Statement

	2019 N	2019 %	2018 N	2018 %
Group				
Value Added				
Value added by operating activities				
Revenue	1,984,341,335		1,449,783,343	
Bought - in materials and services	(959, 153, 831)		(615,468,764)	
Other operating income	7,020,089		6,525,712	
Other operating gains (losses)	(132,116,046)		(1,935,094)	
	900,091,547	103	838,905,197	104
Value Distributed				
To Pay Employees				
Salaries, wages, medical and other benefits	393,589,525		454,111,598	
	393,589,525	45	454,111,598	56
To Pay Providers of Capital				
Finance costs	15,122,247		19,957,365	
	15,122,247	2	19,957,365	- 2
To Pay Government				
Income tax	134,842,008		48,566,590	
NPTF Levy	16,971		-	
	134,858,979	15	48,566,590	
To be retained in the business for expansion and future wealth creation: Value reinvested				
Depreciation, amortisation and impairments	144,871,370		175,342,389	
Deferred tax	51,943,827		54,637,329	
	196,815,197	22	229,979,718	27
Value retained				
Retained profit	159,705,599		86,289,926	
-	159,705,599	18	86,289,926	1
Total Value Distributed	900,091,547	100	838,905,197	100

The Value Added Statement does not form part of the International Financial Reporting Standards (IFRS) financial statements

Courteville Business Solutions Plc Value Added Statement

	2019 N	2019	2018 N	2018
				/0
Company				
Value Added				
Value added by operating activities Revenue Bought - in materials and services Other operating income Other operating gains (losses)	1,905,535,228 (906,785,513) 7,020,089 (132,116,046)		1,363,434,602 (558,983,565) 6,525,712 (1,935,094)	
	873,653,758	100	809,041,655	100
Value Distributed				
To Pay Employees Salaries, wages, medical and other benefits	375,248,278		434,631,724	
	375,248,278	43	434,631,724	54
To Pay Providers of Capital Finance costs	15,122,247		19,957,365	
	15,122,247	2	19,957,365	2
To Pay Government				
ncome tax NPTF Levy	133,586,155 16,971		46,719,641	
	133,603,126	15	46,719,641	6
To be retained in the business for expansion and future wealth creation: Value reinvested				
Depreciation, amortisation and impairments Deferred tax	143,859,098 51,943,827		174,655,500 54,637,329	
	195,802,925	22	229,292,829	28
Value retained Retained profit	153,877,182		78,440,096	
	153,877,182	18	78,440,096	10
Total Value Distributed	873,653,758	100	809,041,655	100

Five Year Financial Summary

	2019 N	2018 N	2017 N	2016 N	2015 N
Group					
Statement of Financial Position as at 31st E	December, 2019				
Assets				4	
Non-current assets Current assets	3,115,445,126 932,830,204	3,288,705,930 919,250,745	-		
otal assets	4,048,275,330	4,207,956,675			
iabilities					
Non-current liabilities Current liabilities	181,911,408 439,315,796	72,778,325 869,045,166	-	3	
otal liabilities	621,227,204	941,823,491	•	E#:	
quity					
hare capital oreign Currency Translation Reserves on Consolidation	2,254,100,000 (232,252)	2,254,100,000		-	
etained earnings	1,173,180,378	1,012,033,184		77 = 1	
otal equity	3,427,048,126	3,266,133,184			
otal equity and liabilities	4,048,275,330	4,207,956,675	•	18.	
inanced by:					
hare capital oreign currency translation reserve etained income	2,254,100,000 (232,252)	2,254,100,000		-	
otal equity	1,173,180,378	1,012,033,184	(·	•	
otal equity and liabilities	3,427,048,126	3,266,133,184	,-		
	4,048,275,330	4,207,956,675		•	
tatement of Profit or Loss and Other Com	orehensive Income	i			
evenue Cost of sales	1,984,341,335 (566,640,248)	1,449,783,343 (375,263,464)	-	(2	
ross profit	1,417,701,087	1,074,519,879	Age:	· ·	
ther operating income	7,020,089	6,525,712		15 -1 1 13 -1 3	
Other operating gains (losses) Other operating expenses	(132,116,046)	(1,935,094)			
perating profit	(930,974,478)	(869,659,286)	*		
nance costs	361,630,652 (15,122,247)	209,451,211 (19,957,365)			
ofit before taxation	346,508,405	189,493,846		-	
axation	(186,802,806)	(103,203,919)	- Sec.	-	
rofit from discontinued operations	159,705,599	86,289,927	1,41		
rofit for the year	159,705,599	86,289,927	0.00	50	-
etained income for the year	159,705,599	86,289,927	9.		

Since this is the first year of consolidation, there are no consolidation figures for the financial summary.

The Financial Summary does not form part of the International Financial Reporting Standards (IFRS) financial statements

Five Year Financial Summary

	2019	2018	2017	2016	2015
	N	N	N	N	N
Company					
Statement of Financial Position as at 31s	December, 2019				
Assets					
Non-current assets Current assets	3,110,351,351	3,284,532,057	3,035,033,283	3,113,085,041	3,463,674,978
Total assets	917,702,737 4,028,054,088	906,338,690	1,048,264,164 4,083,297,447	851,920,601 3,965,005,642	932,443,747
			4,000,277,447	3,703,003,842	4,396,118,725
Liabilities					
Non-current liabilities Current liabilities	181,911,408 434,024,649	72,778,325 861,354,162	26,259,152	29,485,308	415,573,855
Total liabilities	615,936,057	934,132,487	878,740,130 904,999,282	777,001,447 806,486,755	859,369,958 1,274,943,813
	The second secon		704,777,202	000,400,733	1,274,743,813
Equity Share capital	VOM SERVICE PRODUCT CONTRACTOR				
Retained earnings	2,254,100,000 1,158,018,031	2,254,100,000	2,254,100,000 924,198,165	2,254,100,000	2,254,100,000
Total equity	3,412,118,031	3,256,738,260	3,178,298,165	904,418,887 3,158,518,887	867,074,912 3,121,174,912
Total equity and liabilities	4,028,054,088	4,190,870,747	4,083,297,447	3,965,005,642	4,396,118,725
Financed by: Share capital	0.054.100.000	0.05	Carrante Wilderson Defined		
Retained income	2,254,100,000 1,158,018,031	2,254,100,000 1,002,638,260	2,254,100,000 924,198,165	2,254,100,000 904,418,887	2,254,100,000 867,074,912
Total equity	3,412,118,031	3,256,738,260	3,178,298,165	3,158,518,887	3,121,174,912
Total equity and liabilities	4,028,054,088	4,190,870,747	4,083,297,447	3,965,005,642	4,396,118,725
Statement of Profit or Loss and Other Co	mprehensive Income		P		
Revenue					
Cost of sales	1,905,535,228 (539,032,308)	1,363,434,602 (346,118,842)	1,120,715,230 (670,562,787)	1,130,947,419 (630,554,058)	1,486,006,501 (600,819,055
Gross profit	1,366,502,920	1,017,315,760	450,152,443	500,393,361	885,187,446
Other operating income Other operating gains (losses)	7,020,089	6,525,712	253,879,135	212,892,914	55,682,442
Other operating expenses	(132,116,046) (886,860,581)	(1,935,094) (822,151,947)	176,435 (609,582,848)	(551,024,116)	(607,028,762
Operating profit	354,546,382	199,754,431	94,625,165	162,262,159	333,841,126
Finance costs	(15,122,247)	(19,957,365)	(42,611,674)	(123,374,423)	(149,454,711
Profit before taxation Taxation	339,424,135	179,797,066	52,013,491	38,887,736	184,386,415
Profit from discontinued operations	(185,546,953) 153,877,182	(101,356,970) 78,440,096	(15,060,278)	(2,077,703)	(118,769,153
Profit for the year	153,877,182	78,440,096	36,953,213 36,953,213	36,810,033	65,617,262
Retained income for the year	153,877,182	78,440,076	36,953,213	36,810,033 36,810,033	65,617,262 65,617,262
Per share data	-	4.1	CONTROL TABLE		00,017,202
Earnings per share (Basic) in Kobo					
FULL DOLCAGO A COCIO LA CALA	4	2			

Earnings per share are based on profit after tax and the number of issued and fully paid ordinary shares at the end of each financial year.