



**UNAUDITED CONSOLIDATED AND SEPARATE FINANCIAL
STATEMENTS FOR THE NINE-MONTH PERIOD ENDED
30 SEPTEMBER 2023**

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CORPORATE INFORMATION

DIRECTORS:

Mr. Olatunde Busari (SAN)	Chairman
Mr. Nonso Okpala	Group Managing Director
Mr. Adeniyi Adenubi	Executive Director
Mr. John Okonkwo	Executive Director
Mr. Folajimi Adeleye	Executive Director
Mr. Gbenga Omolokun	Non- Executive Director
Mr Azubike Emodi	Non- Executive Director
Mr Mobolaji Adewumi	Non- Executive Director
Mr. Chuks Celestine Ozigbo	Non- Executive Director
Mr. Kelvin Orogun	Non- Executive Director
Mr. Femi Akinware	Non- Executive Director
Mrs.Omolola Bolusire	Independent Non- Executive Director
Mr. Adegboyega Fatoki	Independent Non- Executive Director

RC No.

RC 829196

COMPANY SECRETARY:

Oluwagbeminiyi Shoda

REGISTERED OFFICE:

8 Macgregor Rd
Ikoyi
Lagos

BANKERS:

United Bank for Africa Plc
Zenith Bank Plc
First Bank of Nigeria Limited
Access Bank Plc
VFD Microfinance Bank Limited

AUDITORS:

PricewaterhouseCoopers Nigeria
Landmark Towers, 5B, Water Corporation Road
Victoria Island
Lagos, Nigeria

REGISTRAR:

Africa Prudential Plc
220, Ikorodu Road
Palmgrove, Lagos

TAX IDENTIFICATION NUMBER:

11895754-0001

CERTIFICATION PURSUANT TO SECTION 60(2) OF INVESTMENT AND SECURITIES ACT No. 29 OF 2007

We, the undersigned, hereby certify the following with regards to our Unaudited Consolidated Financial Statements for the period ended 30 September 2023, that:

- a) We have reviewed the report.
- b) To the best of our knowledge, the report does not contain:
 - i. any untrue statement of a material fact, or
 - ii. omit to state a material fact, which would make the statements misleading in the light of the circumstances under which such statements were made.
- c) To the best of our knowledge, the financial statements and other financial information included fairly represent in all material respects the financial condition and result of the operation of the Company as of and for the period presented in the report.
- d) We:
 - i. are responsible for establishing and maintaining internal controls.
 - ii. have designed such internal controls to ensure that material information relating to the Company is made known to such officers by others within those entities, particularly during the year in which those periodic reports are being prepared.
 - iii. have evaluated the effectiveness of the Company's internal controls as of date within 90 days prior to the report.
- e) We have disclosed to the auditors of the Company and Board Audit Committee.
 - i. all significant deficiency in the design or operation of internal controls which would adversely affect the Company's ability to record, process, summarize and report financial data and have identified for the Company's auditors, any material weakness in internal controls, and
 - ii. any fraud, whether or not material, that involves management or other employees who have significant roles in the Company's internal controls.
- f) We have identified in the report whether or not there were significant changes in internal controls or other factors that could significantly affect internal controls subsequent to the date of evaluation, including any corrective actions with regard to significant deficiencies and material weaknesses.



Ayodele Olatiregun
FRC/2017/ICAN/00000017268
Chief Financial Officer
25th October 2023



Nonso Okpala
FRC/2013/ICAN/00000004697
Group Managing Director
25th October 2023


Consolidated and Separate Statement of Profit or Loss and Other Comprehensive Income
As at 30 September 2023

	<u>Group</u>		<u>Company</u>	
	Year-to-Date	Year-to-Date	Year-to-Date	Year-to-Date
	Notes 30 September 2023 =N=' 000	30 September 2022 =N=' 000	30 September 2023 =N=' 000	30 September 2022 =N=' 000
Gross earnings	29,025,974	23,587,325	8,693,185	7,929,514
Investment and similar income	2 22,207,592	18,731,349	6,167,733	6,259,011
Investment and similar expense	3 (18,744,650)	(12,795,198)	(8,209,611)	(3,920,042)
Net Investment Income	3,462,942	5,936,151	(2,041,878)	2,338,969
Other income	4 4,386,330	4,639,961	141,509	1,454,488
Impairment of financial assets	7 (1,637,748)	(228,091)	(500,000)	(33,855)
Share of profit from associate	4.1 303,168	216,015	256,631	216,015
Net gains on financial assets at fair value through profit or loss	2,128,884	-	2,127,312	-
Net revenue	8,643,577	10,564,036	(16,426)	3,975,618
Personnel expenses	5 (2,292,997)	(2,007,920)	(542,193)	(565,247)
Other operating expenses	6 (4,749,391)	(2,928,784)	(1,849,360)	(1,056,983)
Depreciation and amortisation	9 (667,625)	(569,141)	(105,464)	(78,828)
Total expenses	(7,710,013)	(5,505,845)	(2,497,017)	(1,701,058)
Profit before income tax	933,564	5,058,191	(2,513,443)	2,274,560
Income tax expense	8 (251,592)	300,474	(43,466)	(341,184)
Profit/(Loss) for the period	681,971	5,358,665	(2,556,909)	1,933,376
Other comprehensive income, net of income tax				
<i>Items that will not be reclassified subsequently to profit or loss</i>				
Net fair value loss on investments in equity instruments designated as FVTOCI	-	-	-	-
<i>Items that may be reclassified subsequently to profit or loss</i>				
Net fair value gain/(loss) on investments in financial instruments designated as FVTOCI	(148,726)	53,891	(140,544)	(121,082)
Other comprehensive income for the period, net of taxes	(148,726)	53,891	(140,544)	(121,082)
Total comprehensive income for the period	533,246	5,412,556	(2,697,452)	1,812,294
Profit/(Loss) for the period attributable to:				
Equity holders of the Company	320,853	4,685,878	-	-
Non Controlling Interest	361,117	672,787	-	-
	681,971	5,358,665	-	-
Other comprehensive income attributable to:				
Equity holders of the Company	26.1 (145,615)	48,467	-	-
Non Controlling Interest	(3,111)	5,424	-	-
	(148,726)	53,891	-	-
Earnings per share-basic (Kobo)	359	2,820	(1,346)	1,017

**Consolidated & Separate Statement of Financial Position
 As at 30 September 2023**

Notes	Group		Company		
	30 September 2023	31 December 2022	30 September 2023	31 December 2022	
	=N=' 000	=N=' 000	=N=' 000	=N=' 000	
ASSETS					
Cash and cash equivalents	11	11,474,799	2,896,563	9,135,025	232,540
Funds under management		65,492,501	26,981,984	-	-
Investment in financial assets	12	47,134,646	50,108,857	36,963,289	24,855,353
Investment in subsidiaries	13	-	-	21,181,583	20,647,269
Investment in associates	10	5,365,555	4,927,371	4,585,502	4,328,443
Property, plant and equipment	27	1,363,605	2,659,203	595,121	261,760
Operating lease	28	2,527,266	507,018	-	-
Intangible assets	29	407,150	252,149	1,473	16,018
Investment property and development property	15	33,239,506	29,018,642	764,868	1,880,855
Receivables & prepayments	16	28,155,078	25,945,859	16,312,262	22,824,262
Inventories		76,095	-	-	-
Deferred tax assets		130,412	-	-	-
Goodwill	14	5,492,129	5,812,968	-	-
TOTAL ASSETS		200,858,742	149,110,614	89,539,123	75,046,500
LIABILITIES					
Funds under management		62,946,109	36,194,439	-	-
Borrowings	17	50,829,525	56,727,711	68,442,387	48,019,159
Other liabilities	18	10,229,897	7,068,668	2,472,228	4,148,762
Deposit liabilities	19	44,506,745	15,484,030	-	-
Current tax liabilities	20	1,042,712	1,626,190	616,561	673,863
Deferred tax liabilities		-	492,482	562,903	562,905
TOTAL LIABILITIES		169,554,989	117,593,519	72,094,080	53,404,690
SHAREHOLDERS' FUND					
Share capital	21	95,014	95,014	95,014	95,014
Share premium	22	7,880,427	7,880,427	7,880,427	7,880,427
Retained earnings	23	8,071,853	9,250,316	2,213,758	6,269,983
Regulatory risk reserve	24	252	252	-	-
Statutory reserve	25	138,028	138,028	-	-
Other reserves	26	7,972,835	7,365,721	7,255,843	7,396,387
Attributable to equity holders of the parent		24,158,409	24,729,757	17,445,042	21,641,810
Non-controlling Interest		7,145,344	6,787,338	-	-
TOTAL SHAREHOLDERS' FUND		31,303,753	31,517,095	17,445,042	21,641,810
TOTAL LIABILITIES AND SHAREHOLDERS' FUND		200,858,742	149,110,614	89,539,123	75,046,500

These financial statements were approved by the Board of Directors on 25 October, 2023 and signed on its behalf by:



Olatunde Busari (SAN)
 (Chairman)
 FRC/2019/NBA/00000019449



Nonso Okpala
 (Group Managing Director)
 FRC/2013/ICAN/00000004697



Ayodele Olatiregun
 (Group Chief Financial Officer)
 FRC/2017/ICAN/00017268

**Consolidated and Separate Statement of Changes in Equity
 As at 30 September 2023**

(a) Unaudited

Group	Share Capital =N=' 000	Retained Earnings =N=' 000	Share Premium =N=' 000	Regulatory risk reserve =N=' 000	Statutory reserve =N=' 000	Other Reserves =N=' 000	Non-controlling interest =N=' 000	Total =N=' 000
At 1 January 2023	95,014	9,250,316	7,880,427	252	138,028	7,365,721	6,787,338	31,517,095
Opening balance adjustment	-	-	-	-	-	752,729	-	752,729
Right Issue	-	-	-	-	-	-	-	-
Transfer from profit or loss account	-	320,853	-	-	-	-	361,117	681,970
Dividend paid	-	(1,499,316)	-	-	-	-	-	(1,499,316)
Merger reserves	-	-	-	-	-	-	-	-
Transfer to/(from) regulatory reserve	-	-	-	-	-	-	-	-
Transfer to/(from) statutory reserve	-	-	-	-	-	-	-	-
Fair value reserves	-	-	-	-	-	(145,615)	(3,111)	(148,726)
At 30 September 2023	95,014	8,071,853	7,880,427	252	138,028	7,972,835	7,145,344	31,303,753
Company								
At 1 January 2023	95,014	6,269,983	7,880,427	-	-	7,396,387	-	21,641,810
Bonus issue	-	-	-	-	-	-	-	-
Transfer from profit or loss account	-	(2,556,909)	-	-	-	-	-	(2,556,909)
Dividend paid	-	(1,499,316)	-	-	-	-	-	(1,499,316)
Merger reserves	-	-	-	-	-	-	-	-
Reclassification	-	-	-	-	-	-	-	-
Fair value reserve	-	-	-	-	-	(140,544)	-	(140,544)
At 30 September 2023	95,014	2,213,758	7,880,427	-	-	7,255,843	-	17,445,043

(b) Audited

Group	Share Capital =N=' 000	Retained Earnings =N=' 000	Share Premium =N=' 000	Regulatory risk reserve =N=' 000	Statutory reserve =N=' 000	Other Reserves =N=' 000	Non-controlling interest =N=' 000	Total =N=' 000
At 1 January 2022	63,342	5,772,476	7,912,098	2,690	135,532	905,147	1,387,611	16,178,896
Opening balance adjustment	-	(771,758)	-	-	-	-	(436,914)	(1,208,672)
Share of newly consolidated subsidiary	-	-	-	-	-	-	4,362,561	4,362,561
Right Issue	31,671	-	(31,671)	-	-	-	-	-
Transfer from profit or loss account	-	5,616,585	-	-	-	-	1,476,149	7,092,733
Dividend paid	-	(1,366,930)	-	-	-	-	(21,943)	(1,388,873)
Merger reserves	-	-	-	-	-	6,242,118.07	-	6,242,118
Transfer to/(from) regulatory reserve	-	2,438	-	(2,438)	-	-	-	-
Transfer to/(from) statutory reserve	-	(2,496)	-	-	2,496	-	-	-
Fair value reserves	-	-	-	-	-	218,456	19,874	238,330
At 31 December 2022	95,014	9,250,316	7,880,427	252	138,028	7,365,721	6,787,338	31,517,095
Company								
At 1 January 2022	63,342	5,391,221	7,912,098	-	-	764,522	-	14,131,183
Bonus issue	31,671	-	(31,671)	-	-	-	-	-
Transfer from profit or loss account	-	2,245,692	-	-	-	-	-	2,245,692
Dividend paid	-	(1,366,930)	-	-	-	-	-	(1,366,930)
Merger reserves	-	-	-	-	-	6,242,118	-	6,242,118
Reclassification	-	-	-	-	-	-	-	-
Fair value reserve	-	-	-	-	-	389,748	-	389,748
At 31 December 2022	95,014	6,269,983	7,880,427	-	-	7,396,387	-	21,641,810

Consolidated and Separate Statement of Cashflows
As at 30 September 2023

	Notes	Group		Company	
		30 September 2023 N' 000	30 September 2022 N' 000	30 September 2023 N' 000	30 September 2022 N' 000
Profit/(loss) for the period		681,971	5,358,665	(2,556,909)	1,933,376
Adjustments for;					
Income tax recognised in profit or loss	8	251,592	(300,474)	43,466	341,184
Gain on disposal of property plant and equipment		-	(216,039)	-	-
Share of profit from associate		(303,168)	(216,015)	(256,631)	(216,015)
Gain on fair value of investment property		-	-	-	-
Net gains on financial assets at fair value through profit or loss		(2,128,884)	-	(2,127,312)	-
Impairment of financial assets		1,637,748	228,091	500,000	33,855
Foreign exchange gains/(losses)		(1,349,548)	(1,422,538)	(66,271)	(1,383,514)
Depreciation & amortization	9	667,625	569,141	105,464	78,828
Dividend income		(1,756,321)	(222,738)	(1,704,539)	(185,216)
Interest income		(13,734,208)	(13,521,060)	(2,468,692)	(2,603,062)
Interest expense		14,206,364	12,577,870	8,017,602	3,920,042
Other non-cash items		682,908	(418,449)	-	-
Operating Profit before working capital changes		(1,143,919)	2,416,454	(513,823)	1,919,477
Movement in working capital					
Decrease/(increase) in receivables & prepayments		(2,209,219)	(3,202,936)	6,512,000	1,302,880
Decrease/(increase) in inventories		(76,095)	-	-	-
(Increase)/decrease in managed funds		(38,510,517)	(38,348,018)	-	-
(Increase)/ decrease in financial assets		2,974,211	(245,103)	(12,107,936)	8,200,221
Increase/(decrease) in fund liabilities		26,751,670	12,541,642	-	-
Increase/(decrease) in deposit liabilities		29,022,715	10,079,400	-	-
Increase/ (decrease) in other assets		(130,412)	(3,202,936)	-	-
Increase/ (decrease) in other liabilities		3,161,229	11,661,562	(1,676,534)	(8,459,666)
Cash generated from operations		19,839,664	(8,299,935)	(7,786,292)	2,962,913
Income taxes paid	20	(591,766)	(510,998)	(80,767)	(40,352)
Interest received		13,734,208	13,521,060	2,468,692	2,603,062
Interest paid		(11,903,425)	(11,445,862)	(6,447,118)	(3,142,825)
Net cash generated by/(used in) operating activities		21,078,681	(6,735,735)	(11,845,486)	2,382,797
Cash flows from investing activities					
Purchase of investment property		(4,220,864)	(18,463,664)	-	(1,508,290)
Proceeds on disposal of investment property		-	4,663,282	1,115,987	2,109,528
Purchase of property and equipments	-	(92,167)	(2,230,199)	(461,725)	(422,314)
Proceeds on disposal of property and equipment		-	-	-	248,556
(Increase)/decrease in operating leases		(2,209,070)	90,758	-	-
(Purchase of)/proceeds from intangible assets	-	(202,146)	(29,798)	-	(29,798)
(Investment)/divestment in subsidiary		-	-	(534,314)	(16,465,863)
Dividend received		1,756,321	222,738	1,704,539	185,216
Investment in associates		(135,016)	(727,559)	(428)	(215,983)
Net cash (used in) investing activities		(5,102,943)	(16,474,442)	1,824,059	(16,098,949)
Cash flows from financing activities					
Dividend paid to owners of equity capital		(1,499,316)	(1,366,930)	(1,499,316)	(1,366,930)
Proceeds from borrowings		-	25,309,859	20,423,228	13,308,849
Repayment of borrowings		(5,898,186)	-	-	-
Net cash (used in)/generated by financing activities		(7,397,502)	23,942,929	18,923,912	11,941,919
Net increase/(decrease) in cash and cash equivalents		8,578,236	732,751	8,902,485	(1,774,233)
Cash and cash equivalents at beginning of period		2,896,563	3,881,378	232,540	2,306,643
Cash and cash equivalents at end of period		11,474,799	4,614,129	9,135,025	532,410

NOTES TO THE UNAUDITED CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2023

1. Significant accounting policies

Accounting policies are the specific principles, bases, conventions, rules and practices applied by an entity in preparing and presenting financial statements.

The significant accounting policies applied in the preparation of these consolidated financial statements are set out below. These policies have been consistently applied to all periods presented in these financial statements.

Basis of Preparation

The consolidated financial statements have been prepared on a historical cost basis, except for financial assets held at Fair Value through Profit or Loss (FVTPL) or Fair Value through Other Comprehensive Income (FVOCI) which are measured at fair value, and financial assets held at amortised cost, which are measured at amortised costs.

Functional and Presentation Currency

The consolidated financial statements are presented in Nigerian Naira (N) and all values are rounded up to the nearest thousand (N'000), except when otherwise indicated.

Basis of Consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries as at 30 September 2023. Control is achieved when the Company is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Company controls an investee if and only if it:

- has power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- is exposed, or has rights, to variable returns from its involvement with the investee, and
- has the ability to use its power over the investee to affect its returns.

When the Company has less than a majority of the voting or similar rights of an investee, the Company considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee
- Rights arising from other contractual arrangements
- The Company's voting rights and potential voting rights.

The Company re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control.

Consolidation of a subsidiary begins when the Company obtains control over the subsidiary and ceases when the Company loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the statement of comprehensive income from the date the Company gains control until the date the Company ceases to control the subsidiary.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Company loses control over a subsidiary, it:

NOTES TO THE UNAUDITED CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2023 (CONTINUED)

- Derecognises the assets (including any goodwill) and liabilities of the subsidiary
- Derecognises the carrying amount of any non-controlling interests
- Derecognises the cumulative translation differences recorded in equity
- Recognises the fair value of the consideration received
- Recognises the fair value of any investment retained
- Recognises any surplus or deficit in profit or loss
- Reclassifies the parent's share of components previously recognised in OCI to profit or loss or retained earnings, as appropriate, as would be required if the Company had directly disposed of the related assets or liabilities.

Transaction eliminated on consolidation

Intra-group balances, and income and expenses arising from intra-group transactions, are eliminated in preparing the consolidated financial statements. Unrealized losses are eliminated in the same way as unrealized gains, but only to the extent that there is no evidence of impairment.

Investment in joint ventures

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require the unanimous consent of the parties sharing control.

The Group's investment in joint venture is accounted for using the equity method.

Under the equity method, the investment in a joint venture is initially recognised at cost. The carrying amount of the investment is adjusted to recognise changes in the Group's share of net assets of the joint venture since the acquisition date. Goodwill relating to the joint venture is included in the carrying amount of the investment and is not tested for impairment separately.

The statement of profit or loss reflects the Group's share of the results of operations of the joint venture. Any change in OCI of those investees is presented as part of the Group's OCI. In addition, when there has been a change recognised directly in the equity of the joint venture, the Group recognises its share of any changes, when applicable, in the statement of changes in equity. Unrealised gains and losses resulting from transactions between the Group and the joint venture are eliminated to the extent of the interest in the associate or joint venture.

The aggregate of the Group's share of profit or loss of a joint venture is shown on the face of the statement of profit or loss outside operating profit and represents profit or loss after tax and non-controlling interests in the subsidiaries of the joint venture. The financial statements of the joint venture are prepared for the same reporting period as the Group.

After application of the equity method, the Group determines whether it is necessary to recognise an impairment loss on its investment in its joint venture. At each reporting date, the Group determines whether there is objective evidence that the investment in the joint venture is impaired. If there is such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount of the joint venture and its carrying value, and then recognises the loss as 'Share of profit of a joint venture' in the statement of profit or loss.

NOTES TO THE UNAUDITED CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2023 (CONTINUED)

Upon loss of significant influence over the joint control over the joint venture, the Group measures and recognises any retained investment at its fair value. Any difference between the carrying amount of the joint venture upon loss of joint control and the fair value of the retained investment and proceeds from disposal is recognised in profit or loss.

Separate Financial Statements

In line with Nigerian company regulations, the Company prepares separate financial statements. In the separate financial statements, investments in subsidiaries and joint ventures are accounted for at cost.

Foreign Currency Transactions

Foreign currency transactions are translated and recorded in Naira using the exchange rates prevailing at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Differences arising on settlement or translation of monetary items are recognised in profit or loss

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

Cash and cash equivalents

For the purposes of the consolidated statement of cash flows, Cash and cash equivalents include cash in hand, unrestricted demand, call deposits with banks, and short term highly liquid financial assets (including money market funds), with original maturities of three months or less from the acquisition date, which are subject to insignificant risk of changes in their value and used by the Group in the management of its short-term commitments.

Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. A financial asset or liability is recognised when the Group becomes a party to the contractual provisions of the instrument.

Classification of financial assets

The Group classifies its financial assets into the following categories: Loans and receivables and Available-for-sale financial assets. Management determines the appropriate classification at initial recognition and this depends on the purpose for which the assets were acquired or originated. The Group's financial assets include cash and short-term deposits, trade and other receivables.

Recognition and measurement

Financial assets are initially recognised at fair value plus, in the case of investments not at fair value through profit or loss, directly attributable transaction costs.

**NOTES TO THE UNAUDITED CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 30 SEPTEMBER 2023 (CONTINUED)**

Loans and receivables

Loans and receivables, after initial recognition, are measured at amortised cost, using the effective interest rate method (EIR) less impairment losses. EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset or liability. Amortised cost is calculated by taking into account any discount or premium on acquisition and fee or costs that are an integral part of the EIR. Gains and losses arising from changes to the carrying amounts of the receivables through the EIR amortization are included in finance income/expense in profit or loss.

Financial instruments fair valued at OCI

AFS financial investments include equity investments. Equity investments classified as AFS are those that are neither classified as held for trading nor designated at fair value through profit or loss.

After initial recognition, AFS financial investments are subsequently measured at fair value with unrealised gains or losses recognised in other comprehensive income and credited in the AFS reserve until the investment is derecognised, at which time the cumulative gain or loss is recognised in other operating income, or the investment is determined to be impaired, when the cumulative loss is reclassified from the AFS reserve to the statement of profit or loss in finance costs.

The Group evaluates its available for sale financial assets whether the ability and intention to sell them in the near term is still appropriate. When, in rare circumstances, the Group is unable to trade these financial assets due to inactive markets, the Group may elect to reclassify these financial assets if the management has the ability and intention to hold the assets for foreseeable future or until maturity.

For a financial asset reclassified from the FVOCI category, the fair value carrying amount at the date of reclassification becomes its new amortised cost and any previous gain or loss on the asset that has been recognised in equity is amortised to profit or loss over the remaining life of the investment using the EIR. Any difference between the new amortised cost and the maturity amount is also amortised over the remaining life of the asset using the EIR. If the asset is subsequently determined to be impaired, then the amount recorded in equity is reclassified to the statement of profit or loss.

Impairment of financial assets

The Group assesses at the end of each reporting period whether there is objective evidence that a financial asset or a group of financial assets is impaired. Objective evidence of impairment is established as a result of one or more events that occurred after initial recognition of the asset (a 'loss event') and that loss event (or events) has an impact on the estimated future cash flows of the financial asset or group of financial assets that can be reliably estimated.

Objective evidence that a financial asset or group of assets is impaired includes observable data that comes to the attention of the Group about the following events:

- significant financial difficulty of the issuer or obligor;
- a breach of contract, such as a default or delinquency in interest or principal payments;
- it becoming probable that the borrower will enter bankruptcy or other financial difficulties;
- the disappearance of an active market for that financial asset because of financial difficulties;
- observable data indicating that there is a measurable decrease in the estimated future cash flows from a group of financial assets since the initial recognition of those assets, although the decrease cannot yet be

NOTES TO THE UNAUDITED CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2023 (CONTINUED)

identified with the individual financial assets in the group, including:

- adverse changes in the payment status of borrowers in the group or
- national or local economic conditions that correlate with defaults on the assets in the group

Assets are assessed for objective evidence of an impairment loss. This may include significant breaches of contracts, serious financial difficulties or the high probability of insolvency of the counterparty. Losses are deducted from the carrying amount of the asset.

Financial assets carried at amortised cost

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying value and the present value of the estimated future cash flows (excluding future credit losses that have not been incurred) discounted at financial asset's original effective interest rate. If a financial asset measured at amortised cost has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract. Cash flows relating to short-term receivables are not discounted if the effect of discounting is immaterial.

Financial assets are tested for impairment on an individual basis. The methodology and assumptions used for estimating future cash flows are reviewed regularly to reduce any differences between loss estimates and actual loss experience.

The carrying amount of the asset is reduced through the use of an allowance account and the amount of the loss is recognised in profit or loss. If, in a subsequent year, the amount of the estimated impairment loss increases or decreases because of an event occurring after the impairment was recognised, the previously recognised impairment loss is increased or reduced by adjusting the allowance account. If a write-off is later recovered, the recovery is credited to other operating income in profit or loss.

When a loan is uncollectible, it is written off against the related allowance for impairment. Such loans are written off after all the necessary procedures have been completed and the amount of the loss has been determined.

Assets classified as FVOCI

The Group assesses at the end of each reporting period whether there is objective evidence that a financial asset or a group of financial asset is impaired.

In the case of equity investments, a significant or prolonged decline in the fair value of the security below its cost is objective evidence of impairment resulting in the recognition of an impairment loss. When this occurs, the cumulative loss measured as the difference between the acquisition cost and the current fair value, less any impairment loss on that financial assets previously recognized in profit or loss is removed from equity and recognized in the consolidated statement of comprehensive income. Impairment losses recognised in profit or loss for an investment in an equity instrument classified as available for sale shall not be reversed through profit or loss.

Financial assets carried at amortised cost

If there is objective evidence that an impairment loss has been incurred on an equity instrument that does not have a quoted price in an active market and that is not carried at fair value because its fair value cannot be reliably measured, the amount of the impairment loss is measured as the difference between the carrying amount of the

**NOTES TO THE UNAUDITED CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 30 SEPTEMBER 2023 (CONTINUED)**

financial asset and the present value of estimated future cash flows discounted at the current market rate of return for a similar financial asset. Such impairment losses are not reversed.

Derecognition of Financial Assets

The Group derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred, or has assumed an obligation to pay those cash flows to one or more recipients, subject to certain criteria.

Any interest in transferred financial assets that is created or retained by the Group is recognised as a separate asset or liability.

Financial Liabilities

Financial liabilities are classified, at initial recognition as either financial liabilities at Fair Value through Profit or Loss (at FVTPL), loans and borrowings or 'other financial liabilities'.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

Subsequent measurement

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the effective interest rate (EIR) method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit or loss.

The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

The Group's financial liabilities include borrowings and certain balances 'Other liabilities'.

The Group did not have financial liabilities classified at FVTPL.

De-recognition

The Group de-recognises financial liabilities when, and only when, the contractual obligations are discharged, cancelled or expire and gains and losses are recognised in profit or loss. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability.

**NOTES TO THE UNAUDITED CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 30 SEPTEMBER 2023 (CONTINUED)**

Offsetting financial instruments

Financial assets and liabilities are set off and the net amount presented in the statement of financial position when, and only when the Group currently has a legally enforceable right to set off the recognised amounts and intends either to settle on a net basis or to realize the asset and settle the liability simultaneously.

Intangible assets

Acquired computer software licenses are capitalised on the basis of the costs incurred to acquire and bring to use the specific software when their values can be reasonably determined and economic benefits will accrue to the Group. Computer software is stated at cost less amortisation and impairment losses.

Subsequent expenditure

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. Costs associated with maintaining computer software programmes are recognised as expenses when incurred.

Amortisation

Computer software are amortised over the useful economic life estimated as the period over which the assets will be used by the Group. The amortisation period and the amortisation method are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. Amortisation rate for intangible asset is as follows:

Computer software	33.33%
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Amortisation is recognised in profit or loss on a straight line basis over the estimated useful life of the software, from the date the asset is available for use.

Derecognition of intangible assets

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from its use. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset are recognised in profit or loss.

Property, plant and equipment

The Group's Property, Plant and Equipment comprise leasehold improvement, plant and machinery, office equipment, furniture and fittings and motor vehicle.

Recognition and measurement

All categories of property, plant and equipment are initially recognised at their purchase cost including any costs directly attributable to bringing the asset into operation when the following conditions are met:

- their values can be reasonably determined
- the economic benefit will accrue to the Group.

**NOTES TO THE UNAUDITED CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 30 SEPTEMBER 2023 (CONTINUED)**

Property, plant and equipment are subsequently stated at cost less accumulated depreciation and impairment losses, if any.

Subsequent costs

The cost of replacing part of an item of property or equipment is recognized in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Group and its cost can be measured reliably. The carrying amount of the replaced is derecognized. The costs of ordinary day-to-day servicing and maintenance of property and equipment are recognised in profit or loss as incurred.

Depreciation

The depreciable amount of an asset is its cost less the estimated residual value at the end of its useful life, if this is significant and can be reasonably determined. Depreciation begins when an asset is available for use and ceases at the earlier of the date that the asset is derecognised.

Depreciation is recognised in profit or loss on a straight line basis to write down the cost of each asset, to their residual values over the estimated useful lives of each part of an item of property, plant and equipment. Leased assets under finance lease are depreciated over the shorter of the lease term and their useful lives. The following annual rates are applied.

Leasehold Improvement	Over the lease period
Plant and Machinery	33.33%
Office Equipment	33.33%
Furniture and Fittings	25.00%
Motor Vehicle	25.00%

The assets' residual values, useful lives and method of depreciation are reviewed, and adjusted prospectively if appropriate, at the end of each reporting period.

De-recognition

An item of property, plant and equipment and any significant part initially recognised is derecognised on disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss of the year the asset is de-recognised.

Leases

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception date. The arrangement is assessed for whether fulfillment of the arrangement is dependent on the use of a specific asset or assets or the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

The Group engages in finance leases and sale and leaseback transactions.

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Finance leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of the ownership to the lessee. All other leases are classified as operating leases.

Sale and leaseback transactions

This arises when the Group sells an asset and immediately reacquires the use of the asset by entering into a lease with the buyer.

Finance leaseback

A profit or loss on sale is not immediately recognised because the seller never disposes of the risks and rewards of ownership. Any difference between the sale price and the previous carrying value (profit) is deferred and amortised over the lease term.

Group as a lessee

Finance leases that transfer substantially all the risks and benefits incidental to ownership of the leased item to the Group, are capitalised at the commencement of the lease at the fair value of the leased asset or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised in finance costs in the income statement.

A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Group will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

Operating lease payments are recognised as an operating expense in the income statement on a straight-line basis over the lease term.

Group as a lessor

Leases in which the Group does not transfer substantially all the risks and benefits of ownership of an asset are classified as operating leases. Initial direct costs incurred in negotiating an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

Investment in subsidiaries

Investments in subsidiaries are reported at cost less any impairment.

Impairment of non-financial assets

The carrying amounts of the Group's non-financial assets other than deferred tax assets are assessed at the end of each reporting date to determine whether there is any indication of impairment. If any such indication exists then the asset's recoverable amount is estimated.

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The recoverable amount of an asset or, if the recoverable amount of single assets cannot be determined, for the smallest identifiable group of assets that generates independent cash inflows from their continuous use, referred to as cash generating units, is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows expected to be derived from the use of the asset and, if significant and reasonably determinable, from its disposal at the end of its useful life, net of disposal costs are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

Cash flows are determined on the basis of reasonable and documented assumptions that represent the best estimate of the future economic conditions during the remaining useful life of the asset, giving more importance to independent assumptions.

An impairment loss is recognised if the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. Impairment losses are recognised in profit or loss.

Impairment losses recognised in respect of cash-generating units are allocated first to reduce the carrying amount of any asset allocated to the units and then to reduce the carrying amount of the other assets in the unit (group of units) on a pro rata basis.

Impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised. Reversals of impairment losses are recognised in profit or loss.

Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligation as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

When the Group expects some or all of a provision to be reimbursed, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit or loss net of any reimbursement.

Employee benefits
Short-term benefits

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

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A provision is recognised for the amount expected to be paid under short-term cash, bonus or profit-sharing plans if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Post-employment benefits
Defined contribution plans

The Group operates a defined contribution plan in accordance with the provisions of the Pension Reform Act. The contribution of the employee and employer is 8% and 10% of the qualifying monthly emoluments (i.e. basic, housing and transport) of employees respectively. The Group's obligations for contributions to the plan are recognised as an expense in profit or loss when they are due.

Taxation

Income tax expense comprises current and deferred tax.

Income tax expense is recognised in profit or loss except to the extent that results of transactions relate to items recognised directly in equity, in which case it is recognised in equity.

Current income tax is calculated on the basis of estimated taxable income for the year using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax recoverable or payable in respect of previous years.

Deferred income tax is recognised, using the liability method, on all temporary differences arising between the tax bases of assets and liabilities and their carrying values for financial reporting purposes based on tax rates and laws that have been enacted or substantively enacted at the reporting period date and are expected to apply when the related deferred income tax liability is settled.

Deferred tax assets and liabilities are recorded under non-current assets and liabilities.

Share capital and reserves

Share capital

The issued ordinary shares of the Company are classified as equity instruments. Incremental costs directly attributable to the issue of an equity instrument are shown in equity as a deduction, net of tax, from the proceeds.

Share premium

Premiums from the issue of shares are reported in share premium.

Statutory reserves

Nigerian banking regulations require Microfinance Banks to make an annual appropriation to a statutory reserve. Section 8.1.7(a) of the Central Bank of Nigeria Revised Regulatory and Supervisory Guidelines for Microfinance Banks (MFBs) stipulates that an appropriation of 50% of profit after tax is made if the statutory reserve is less than 50% of the paid-up share capital, an appropriation of 25% of profit after tax is made if the statutory reserve is 50%

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or more but less than 100% of the paid up share capital and 12.5% of profit after tax if the statutory reserve is equal to 100% or more of the paid-up share capital.

Regulatory risk reserve

The Nigerian banking regulator requires Microfinance Banks to create a reserve for the difference between impairment charge determined in line with the principles of IFRS and impairment charge determined in line with the prudential guidelines issued by the Central Bank of Nigeria (CBN). This reserve is not available for distribution to shareholders.

Fair value reserves

Comprises fair value movements on equity instruments

Dividends

Dividends on ordinary shares are recognised in equity in the period in which they are approved by the Company's shareholders.

Dividends for the period that are declared after the reporting date are disclosed in the financial statements as a non-adjusting event

Revenue Recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured, regardless of when the payment is made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duty.

The specific recognition criteria described below must also be met before revenue is recognised:

Interest

Interest income for interest bearing financial instruments, are recognised within 'Interest Income' in profit or loss using the effective interest rate method. The effective interest rate is the rate that exactly discount the estimated future cash payments and receipts through the expected life of the financial asset (or, where appropriate, a shorter period) to the net carrying amount of the financial asset. The effective interest rate is calculated on initial recognition of the financial asset and is not revised subsequently.

The calculation of the effective interest rate includes all fees paid or received between parties to the contract that are an integral part of the effective interest rate, transaction costs, and all other discounts or premiums. Transaction costs are incremental costs that are directly attributable to the acquisition, issue or disposal of a financial asset or liability.

Fees and commission

Fee and commission income and expense that are integral to the effective interest rate on a financial asset or liability are included in the measurement of the effective interest rate. Other fees and commission income and expenses are generally recognised on an accrual basis when the service has been provided.

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Dividends

Dividends are recognised when the Group's right to receive the payment is established, which is usually when shareholders approve the dividend.

Expense recognition

Interest

Interest expense is recognised in profit or loss as it accrues and is calculated by using the effective interest rate method for facilities beyond one year. Accrued interest is included within the carrying value of the interest bearing financial liability.

Operating expenses

Expenses are decreases in economic benefits during the accounting period in the form of outflows, depletion of assets or incurrence of liabilities that result in decrease in equity, other than those relating to distributions to equity participants.

Expenses are recognised on an accrual bases regardless of the time of spending cash. Expenses are recognised in the income statement when a decrease in future economic benefit related to a decrease in an asset or an increase in a liability has arisen that can be measured reliably. Expenses are measured at a historical cost.

Only the portion of cost of a previous period that is related to the income earned during the reporting period is recognized as an expense. Expenses that are not related to the income earned during the reporting period, but expected to generate future economic benefits, are recorded in the financial statement as assets. The portion of assets which is intended for earning income in the future periods shall be recognized as an expense when the associated income is earned.

Expenses are recognized in the same reporting period when they are incurred in cases when it is not probable to directly relate them to particular income earned during the current reporting period and when they are not expected to generate any income during the coming years.

Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

Fair value measurement

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability (i.e. the 'exit price') in an orderly transaction that is not a forced sale, liquidation sale or a distressed sale between market participants at the measurement date. Fair value is determined based on market conditions at the measurement date and the assumptions that market participants would use (i.e. it is a market-based measurement). Fair value measurement assumes the transaction to sell the asset or transfer the liability occurs in a principal market or, in the absence of a principal market, in the most advantageous market to which the entity has access. It does not consider an entity's intent to sell the asset or transfer the liability. Fair value measurements of non-financial assets take into

**NOTES TO THE UNAUDITED CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
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account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use. The highest and best use is determined from the perspective of market participants, even if the entity intends a different use. An entity's current use of a non-financial asset is presumed to be its highest and best use unless market or other factors suggest that a different use by market participants would maximise the value of the asset. In the absence of quoted market prices, the fair value of a financial or non-financial liability or an entity's own equity instruments is taken as the fair value of the corresponding asset held by another market participant at the measurement date. Counterparty credit risk and own credit risk are taken into account in determining the fair value of a liability. In the absence of quoted market prices, an entity uses valuation techniques appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
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	Group		Company	
	YTD	YTD	YTD	YTD
	30 September 2023 =N=' 000	30 September 2022 =N=' 000	30 September 2023 =N=' 000	30 September 2022 =N=' 000
2 Investment and similar income				
Loans & advances	6,842,437	6,413,434	-	-
Placements & investment Income	6,891,771	7,055,280	2,468,692	2,602,811
Treasury bills	-	-	-	251
Interest from investment	33,260	52,346	927,481	503,678
Brokerage fee	117,742	-	1,446	823,845
Business support fees	-	-	-	773,939
Dividend income	1,756,321	222,738	1,704,539	185,216
Other investment income	6,566,062	4,771,512	1,065,575	1,369,270
Gain on disposal of asset	-	216,039	-	-
	22,207,592	18,731,349	6,167,733	6,259,011
3 Investment and similar expense				
Fixed debt takings	13,849,684	11,353,234	8,017,602	3,920,042
Loans & overdraft	356,680	1,224,635	-	-
Commission expense	199,124	217,329	192,009	-
Cost of sales	3,432,270	-	-	-
Operating lease expenses	906,891	-	-	-
	18,744,650	12,795,198	8,209,611	3,920,042
4 Other income				
Fees and commission income	881,529	1,498,023	-	-
Exchange gain	1,349,548	1,423,262	66,271	1,383,514
Rental income	1,717,071	-	14,235	-
Others	438,182	1,718,675	61,002	70,974
	4,386,330	4,639,961	141,509	1,454,488
4.1 Share of profit from associate	303,168	216,015	256,631	216,015
5 Personnel expenses				
Staff cost	1,743,942	1,109,847	483,279	534,509
Contributions to defined contribution plans	69,683	94,883	12,020	15,734
Other staff costs	479,373	803,191	46,894	15,003
	2,292,997	2,007,920	542,193	565,247
6 Other operating expenses				
Repairs & maintenance	86,301	52,378	14,987	10,253
Auditors remuneration	59,605	59,830	21,600	32,025
Professional fees	658,431	341,730	465,607	103,576
Travel and accommodation	438,678	263,402	270,049	247,929
Insurance	53,738	46,242	21,451	16,503
General administrative expenses	1,985,459	814,924	307,450	378,002
Advertisement, branding & business promo	393,973	660,209	90,026	71,204
CSR expense	13,549	-	13,549	-
Corporate gift	92,644	-	85,316	-
Donations	15,525	37,300	14,375	37,300
AGM/dividend processing expenses	14,667	9,116	13,761	2,859
Rent and rates	228,548	97,133	173,890	54,659
Directors fees and other allowances	139,859	81,485	40,500	27,892
Subscription	225,885	71,059	121,081	19,161
Training	102,939	-	85,584	20,742
IT license and maintenance fee	121,193	356,615	27,478	11,330
Exchange loss	-	724	-	-
Bank charges	46,747	36,635	18,270	23,548
Security Expenses	71,652	-	64,385	-
	4,749,391	2,928,784	1,849,360	1,056,983
7 Impairment of financial assets				
Receivables	44,262	-	-	-
Other financial assets and receivables	1,593,486	228,091	500,000	-
	1,637,748	228,091	500,000	-
8 Income tax expense				
Recognised in the profit or loss	251,592	(300,474)	43,466	341,184
	Group	Company		
	YTD	YTD	YTD	YTD
	30 September	30 September	30 September	30 September
	2023	2022	2023	2022
	=N=' 000	=N=' 000	=N=' 000	=N=' 000
9 Depreciation and amortisation				
Depreciation	593,633	569,141	103,920	41,266
Amortisation of software	73,992	-	1,544	37,562
	667,625	569,141	105,464	78,828

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	Group		Company	
	30 September 2023 =N=' 000	31 December 2022 =N=' 000	30 September 2023 =N=' 000	31 December 2022 =N=' 000
10 Investment in associates				
At beginning of the period	4,927,371	4,095,920	4,328,443	4,095,920
Additions during the period	135,016	496,645	428	-
Share of profit using equity method	303,168	334,806	256,631	232,523
At end of period	5,365,555	4,927,371	4,585,502	4,328,443
11 Cash and cash equivalents				
Cash in hand	32,114	7,704	31,234	22,080
Balance with banks and other financial institutions	11,442,685	2,888,859	9,103,791	210,459
	11,474,799	2,896,563	9,135,025	232,540

Cash and cash equivalents comprise balances with less than three months' maturity from the date of acquisitions, including cash in hand, deposits held at call with other banks and other short-term highly liquid investments with original maturities less than three months.

All bank balances and money market placements are assessed to have low credit risk at each reporting date as they are held with reputable financial institutions.

	Group		Company	
	30 September 2023 =N=' 000	31 December 2022 =N=' 000	30 September 2023 =N=' 000	31 December 2022 =N=' 000
12 Investment in financial assets				
Financial assets measured at amortised cost	15,774,513	33,845,366	21,772,993	10,672,937
Financial assets measured at fair value through other comprehensive income	20,448,022	4,476,523	4,723,314	4,183,723
Financial assets measure at fair value through profit or lo:	10,912,111	11,786,968	10,466,982	9,998,693
	47,134,646	50,108,857	36,963,289	24,855,353
13 Investment in subsidiaries				
VFD Microfinance Bank Limited	-	-	954,000	954,000
Anchoria Asset Management Limited	-	-	417,500	417,500
Kairos Capital Limited	-	-	146,850	146,850
Anchoria Investment and Securities Limited	-	-	329,924	329,924
Herel Limited	-	-	13,200,396	12,561,759
Atiat Limited	-	-	4,882,913	4,932,236
Atiat Insurance Brokers Limited	-	-	-	55,000
VFD Tech Limited	-	-	1,250,000	1,250,000
	-	-	21,181,583	20,647,269

The Group does not have significant restrictions on its ability to access or use the assets and settle the liabilities of any member of the Group other than those resulting from the subsidiaries' supervisory frameworks

	Group 30 September 2023 =N=' 000	Group 31 December 2022 =N=' 000	Company 30 September 2023 =N=' 000	Company 31 December 2022 =N=' 000
	14 Goodwill			
At beginning of period	5,812,968	5,812,968	-	-
Arising on Consolidation/Divestment	(320,839)	-	-	-
At period end	5,492,129	5,812,968	-	-
Current	-	-	-	-
Non-current	5,492,129	5,812,968	-	-
	5,492,129	5,812,968	-	-

Goodwill is reviewed annually or more frequently for impairment when there are objective indicators that impairment may have occurred by comparing the carrying value to its recoverable amount. The goodwill was not assessed for consolidation because the date of consolidation is the reporting date.

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 30 SEPTEMBER 2023

	Group		Company	
	YTD	Year Ended	YTD	Year Ended
	30 September 2023 =N=' 000	31 December 2022 =N=' 000	30 September 2023 =N=' 000	31 December 2022 =N=' 000
15 Investment property and development property				
At period end	<u>33,239,506</u>	<u>29,018,642</u>	<u>764,868</u>	<u>1,880,855</u>
16 Receivables & prepayments				
Receivables	14,052,682	14,942,520	6,442,199	12,820,066
Prepayments	2,692,637	1,371,093	170,682	124,611
Due from related entities	-	107,707	44,247	788,662
Derivative assets	-	1,796,488	-	1,793,124
WHT receivable	1,978,685	530,370	22,576	4,029
Receivable from stockbrokers	4,182,961	3,296,765	3,904,638	3,296,765
Deposit for shares	5,727,920	4,210,062	5,727,920	4,210,062
	<u>28,634,885</u>	<u>26,255,005</u>	<u>16,312,262</u>	<u>23,037,319</u>
Loss allowance on receivables (note 16.1)	(479,806)	(309,146)	-	(213,057)
	<u>28,155,078</u>	<u>25,945,859</u>	<u>16,312,262</u>	<u>22,824,262</u>
16.1 Loss allowance on receivables				
At 1 January	309,146	341,979	256,344	256,344
Arising during the period	170,661	(32,833)	(256,344)	(43,287)
At period end	<u>479,806</u>	<u>309,146</u>	<u>-</u>	<u>213,057</u>
The Group applies the simplified approach and recognises lifetime ECL for trade receivables using a provision matrix. The provision matrix is based on the historical observed default rates, adjusted for forward looking estimates. At each reporting date, the historical observed default rates are updated.				
17 Borrowings				
Borrowings from related parties	-	6,138,505	17,579,351	15,794,928
Borrowing from banking institutions	17,375,567	6,870,710	3,478,662	3,205,618
Other borrowings	33,083,359	36,684,564	47,384,374	21,984,681
Other financial liabilities	370,599	7,033,932	-	7,033,932
	<u>50,829,525</u>	<u>56,727,711</u>	<u>68,442,387</u>	<u>48,019,159</u>
18 Other liabilities				
Due to related entities	-	174,002	267,247	171,090
Accounts payable	689,734	1,944,449	-	3,656,520
Accrued expenses	2,742,696	874,376	357,057	321,152
Other payables	6,797,467	4,075,841	1,847,924	-
	<u>10,229,897</u>	<u>7,068,668</u>	<u>2,472,228</u>	<u>4,148,762</u>
19 Deposit liabilities				
Current deposits	5,209,612	2,659,046	-	-
Savings deposits	5,240,736	4,723,391	-	-
Term deposits	34,056,397	8,085,369	-	-
Unclaimed deposits	-	16,224	-	-
	<u>44,506,745</u>	<u>15,484,030</u>	<u>-</u>	<u>-</u>
20 Current tax liabilities				
Per statement of financial position:				
Beginning of the Period	1,626,190	903,860	673,863	438,889
Charge for the period	251,592	1,233,328	43,466	365,641
Reclassification	(243,304)	-	(20,001)	(90,315)
Tax paid	(591,766)	(510,998)	(80,767)	(40,352)
End of the Period	<u>1,042,712</u>	<u>1,626,190</u>	<u>616,561</u>	<u>673,863</u>

The charge for income tax in these financial statements is based on the provisions of the Companies Income Tax Act 2004 as amended, while Education Tax is based on Tertiary Education Trust Fund (Establishment, etc.) Act, 2011.

**NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
 FOR THE PERIOD ENDED 30 SEPTEMBER 2023**

	Group		Company	
	YTD 30 September 2023 =N=' 000	Year Ended 31 December 2022 =N=' 000	YTD 30 September 2023 =N=' 000	Year Ended 31 December 2022 =N=' 000
21 Share capital				
The share capital comprises: Issued and fully paid -shares of 50k each				
At 1 January	95,014	63,342	95,014	63,342
Rights issue	-	-	-	-
Bonus issue	-	31,672	-	31,672
At period end	<u>95,014</u>	<u>95,014</u>	<u>95,014</u>	<u>95,014</u>
22 Share premium				
At 1 January	7,880,427	7,912,099	7,880,427	7,912,099
Rights issue	-	-	-	-
Bonus issue	-	(31,672)	-	(31,672)
At period end	<u>7,880,427</u>	<u>7,880,427</u>	<u>7,880,427</u>	<u>7,880,427</u>
23 Retained earnings				
At 1 January	9,250,316	5,772,477	6,269,983	5,391,221
Opening balance adjustment	-	(771,758)	-	-
Transfer from profit or loss account	320,853	5,616,585	(2,556,909)	2,245,692
Transfer to regulatory risk reserve	-	2,438	-	-
Transfer to fair value reserve	-	(2,496)	-	-
Dividend paid during the year	(1,499,316)	(1,366,930)	(1,499,316)	(1,366,930)
At period end	<u>8,071,853</u>	<u>9,250,316</u>	<u>2,213,758</u>	<u>6,269,983</u>
24 Regulatory risk reserve				
At 1 January	252	2,690	-	-
Opening balance adjustment	-	-	-	-
Transfer to retained earnings	-	(2,438)	-	-
At period end	<u>252</u>	<u>252</u>	<u>-</u>	<u>-</u>
25 Statutory reserves				
At 1 January	138,028	135,532	-	-
Opening balance adjustment	-	-	-	-
Transfer from retained earnings	-	2,496	-	-
At period end	<u>138,028</u>	<u>138,028</u>	<u>-</u>	<u>-</u>
26 Other reserves				
At 1 January	7,365,721	905,147	7,396,387	764,522
Opening balance adjustment	752,729	-	-	-
Transfer from retained earnings	-	-	-	-
Adjusted opening balance	<u>8,118,450</u>	<u>905,147</u>	<u>7,396,387</u>	<u>764,522</u>
Arising during the period:				
Fair value reserve	(145,615)	218,456	(140,544)	389,747
Merger reserve	-	6,242,118	-	6,242,118
At period end	<u>7,972,835</u>	<u>7,365,721</u>	<u>7,255,843</u>	<u>7,396,387</u>
26.1 Fair valuation on items that may be subsequently reclassified to profit or loss				
Net fair value gain(loss) on investments in debt instruments measured at FVTOCI	-	-	-	-
Net fair value gain/(loss) on investments in other financial instruments measured at FVTOCI	(145,615)	218,456	(140,544)	389,748
	<u>(145,615)</u>	<u>218,456</u>	<u>(140,544)</u>	<u>389,748</u>

NOTES TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 30 SEPTEMBER 2023

	30 September 2023	31 December 2022	30 September 2023	31 December 2022
27 Property, plant and equipment				
Cost	2,662,220	3,621,166	1,110,076	693,576
Accumulated Depreciation	(1,298,615)	(961,964)	(514,955)	(431,816)
Net Book Value	1,363,605	2,659,203	595,121	261,760
28 Operating lease				
Cost	3,755,331	1,546,261	-	-
Accumulated Depreciation	(1,228,065)	(1,039,243)	-	-
Net Book Value	2,527,266	507,018	-	-
29 Intangible assets				
Cost	619,944	417,798	67,323	81,314
Accumulated Depreciation	(212,794)	(165,649)	(65,849)	(65,296)
Net Book Value	407,150	252,149	1,473	16,018

30 Related parties

Parties are considered to be related if one party has the ability to control the other party or exercise influence over the other party in making financial and operational decisions, or one other party controls both. The definition includes subsidiaries, associates, joint ventures as well as key management personnel.

30.1 Identity of related parties

	%	%	Country
VFD Microfinance Bank Limited	90.00%	90.00%	Nigeria
Anchoria Asset Management Limited	61.98%	83.50%	Nigeria
Kairos Capital Limited	55.00%	55.00%	Nigeria
Anchoria Investment and Securities Limited	60.00%	60.00%	Nigeria
Atiat Limited	64.35%	64.35%	Nigeria
Herel Limited	73.78%	73.78%	Nigeria
VFD Tech Limited	95.00%	95.00%	Nigeria

31 Principal subsidiaries

The financial statements of the Group include the operation of the following subsidiaries:

Company	Primary Business Operation	% Held
VFD Microfinance Bank Limited	Microfinance banking services	90.00%
Anchoria Asset Management Limited	Investment and fund management	61.98%
Kairos Capital Limited	Issuing house and investment	55.00%
Anchoria Investment and Securities Limited	Stock brokerage services	60.00%
Atiat Limited	Auto and finance leasing	64.35%
Herel Limited	Real estate & hospitality	73.78%
VFD Tech Limited	IT infrastructure and development	95.00%

32 Events after reporting period

There are no material issues after the reporting period.

33 Contraventions

There were no penalties during the period