Produce Buying Company Ltd

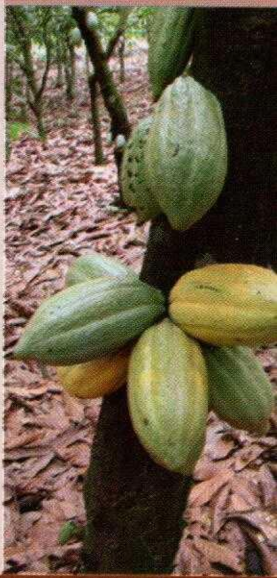
Annual Report

07 08

PRODUCE BUYING COMPANY LIMITED

Financial Statements

30 SEPTEMBER 2008



PKF
Accountants & Business Advisers

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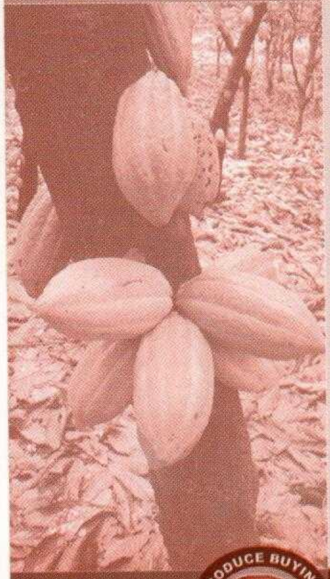


CORPORATE VISION

Develop and maintain the Produce Buying Company Limited as the leading cocoa dealer in Ghana

CORPORATE MISSION

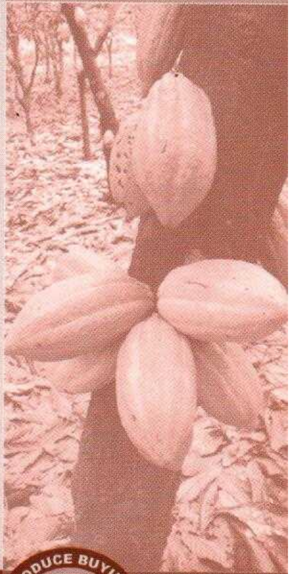
Purchase high quality cocoa beans from farmers, store and ensure prompt delivery of the graded and sealed beans to designated Take Over Centres in the most efficient and profitable manner

OUR COMMITMENT

PBC's mission is to be pursued through a commitment as follows:

CUSTOMERS: To satisfy cocoa farmers through quality services and other incentive packages. Research institutions shall be encouraged to develop technologically improved methods of cocoa production and their adoption by farmers to increase yield.

EMPLOYEES: To recruit and retain a well-developed and motivated workforce through equitable reward systems and improvement of the working environment to boost job satisfaction.



PRODUCE BUYING COMPANY LIMITED

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 7th Annual General Meeting of Produce Buying Company Limited will be held at the **OSU EBENEZER PRESBYTERIAN CHURCH HALL, OSU,** Accra on **FRIDAY 24TH APRIL, 2009** at 10.00 a.m. to transact the following business:

AGENDA

1. To receive and adopt the Report of the Directors and the Financial Statements for the year ended 30th September, 2008.

2. To declare dividend

3. To approve changes in Directorship of the Company:
   (i) Dr. Yeboa Duodu – Farmers Representative (Deceased – died on 2nd January, 2009)
   (ii) Mr. Andrew Antwi Boasiako – Staff Representative – Resigned

4. To re-elect the following Director retiring by rotation pursuant to Section 60 of the Company's Regulations who being eligible, offer himself for re-election:

   Alhaji Yakubu Ziblim - SSNIT Representative

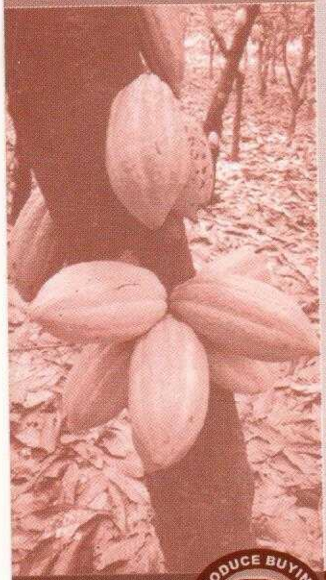
5. To elect Directors to replace the staff and Farmers Representatives

6. To appoint auditors and authorize the Directors to determine their remuneration.

7. To approve Non-Executive Directors' fees

8. To amend by Special Resolution, Regulations 14, 15, 15.1 and 32 to permit conversion and or issuance of shares in electronic book entry form in compliance with requirements of the Ghana Stock Exchange.

9. To transact any other business appropriate to be dealt with at an Annual General Meeting.



BY THE ORDER OF THE BOARD
DATED THIS 29TH JANUARY, 2009

GODFREY OSEI AGGREY
THE SECRETARY

NOTE:
A member of the Company entitled to attend and vote is entitled to appoint a Proxy to attend and vote instead of him. A Proxy needs not be a member. A form of Proxy is attached and for it to be valid for the purpose of the meeting, it must be completed and deposited at the offices of the REGISTRARS, NTHC LIMITED, MARTCO HOUSE, NO. D.542/4, OKAI MENSAH LINK, ADABRAKA, ACCRA, P.O. BOX KIA 9563, AIRPORT-ACCRA not less than 48 hours before the appointed time of the meeting.

number of farmers were honoured for their loyalty and dedicated services.

OUTLOOK

The Board and Management will be spurred on by our current successes towards our goal of maintaining PBC Ltd as the leading cocoa dealer in Ghana. The Board and Management intend to rationalize the operational activities of the Company through society and district re-organisation to ensure efficiency and reduced operating costs.

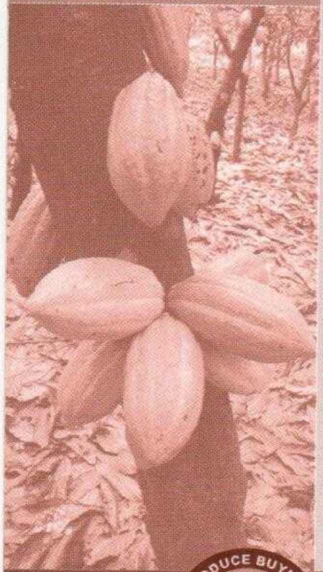
The Board shall ensure that Management manages efficiently the huge investment committed in the revamping of the haulage unit to enable it rake in the desired revenue.

Distinguished Ladies and Gentlemen,

I wish to conclude by expressing my appreciation to you Shareholders, for your faith and confidence in our Company, loyal and dedicated Cocoa Farmers, Management and Staff of the Company for their untiring efforts to improve performance and profitability of the Company, finally to you my colleagues on the Board for your tremendous support during the year.

Thank you.

Nana Timothy Aye Kusi
Chairman



PRODUCE BUYING COMPANY LIMITED

CORPORATE INFORMATION

YEAR ENDED 30 SEPTEMBER 2008

BOARD OF DIRECTORS

Nana Timothy Aye Kusi	-	Chairman
Anthony Osei Boakye	-	Managing Director
Hon. Mrs A. Baiden-Amissah	-	Director
Hon. Kofi Frimpong	-	Director
Joseph Buatsie	-	Director
Dr. Y. A. Duodu	-	Director
Andrew Antwi Boasiako	-	Director
Alhaji Yakubu Ziblim	-	Director
K. Ayirebi- Frimpong	-	Director

SECRETARY

Godfrey Osei Aggrey

TOP MANAGEMENT

Anthony Osei Boakye	-	Managing Director
George Kwadwo Boateng	-	DMD-Operations
Joseph Osei Manu	-	DMD-Finance and Administration

AUDITORS

Pannell Kerr Forster
Chartered Accountants
Farrar Avenue
P. O. Box 1219
Accra

SOLICITOR

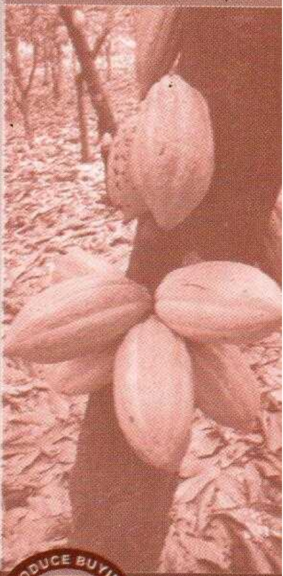
Godfrey Osei Aggrey
Olusegun Obasanjo Road
Dzorwulu Junction
Accra

REGISTERED OFFICE

Olusegun Obasanjo Road
Dzorwulu Junction
Accra

BANKERS

Barclays Bank of Ghana Limited
Ecobank Ghana Limited
Ghana Commercial Bank Limited
SG-SSB Bank Limited
Standard Chartered Bank Ghana Limited
Merchant Bank



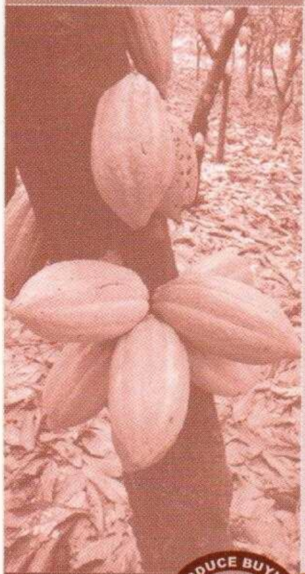
MANAGING DIRECTOR'S REVIEW OF OPERATIONS

The Company registered significant growth in volume of cocoa purchases, total revenue and operating profit during the year under review. Net Profit before tax increased by 660.6% from GH¢0.388 to GH¢2.95 million. It is heartening to note that the operational and financial strategies aimed at reducing operating cost through quick recycling of seed fund as well as other cost control measures worked well. We shall continue to implement operational procedures set out in our Medium Term Corporate Plan which has its first year of implementation in the year under review.

PERFORMANCE REVIEW

Turnover for cocoa operations increased from GH191.856 million to GH¢242.324 million, an increase of 26% due to increase in volume of cocoa purchased, producer price and buyers take over margins. With a general increase in national cocoa production from 614,532 tonnes in 2006/07 to 680,385 tonnes in 2007/08, correspondingly, the Company's tonnage purchased increased by 12% from 186,051 tonnes to 208,482 tonnes. The Company's market share was 31%.

Turnover for Haulage services increased from GH¢1.327 million to GH¢3.155 million an increase of 138% due to the increase in the quantity of cocoa hauled at the secondary level by our articulated and cargo trucks.



This boost in haulage revenue is highly attributable to the increase in the Company's share of the Secondary level evacuation as a result of the revamping of the haulage unit which brought in new fleet of both cargoes and articulated trucks purchased last year.

Cost of sales for cocoa operations increased by 25% from GH¢170.326 million to GH¢212.275 million due mainly to increase in producer price and volume of purchases. Direct cost of haulage service also increased from GH¢0.739 to GH¢2.494 million, an increase of 238% attributable to increase in the quantity of cocoa carted by the Company's trucks in the secondary level evacuation and a number of over aged vehicles whose maintenance continue to substantially add to cost.

Out of the total turnover and associated cost of sales, the Company recorded a gross profit of GH¢30.709 million as compared to last year's gross profit of GH¢22.118 million, an increase of 39% was thus registered.

Direct Operating Expenses increased by 9.5% over the previous year figure of GH¢10.026 million to GH¢10.979 million. Direct cost is activity based and therefore the increase in volume of purchases triggered off the corresponding increase in that cost.

Major cost components in the direct cost that increase within the year include: Agency Commission, Depreciation of operational Equipment and Machines, Motor Vehicle Insurance, Handling Charges and Casual Labour/Security.

Agency commission increased by 36% from GH¢3.205 million to GH¢4.360 million mainly due to high volume of cocoa purchased and the payment of competitive commission to Marketing Clerks.

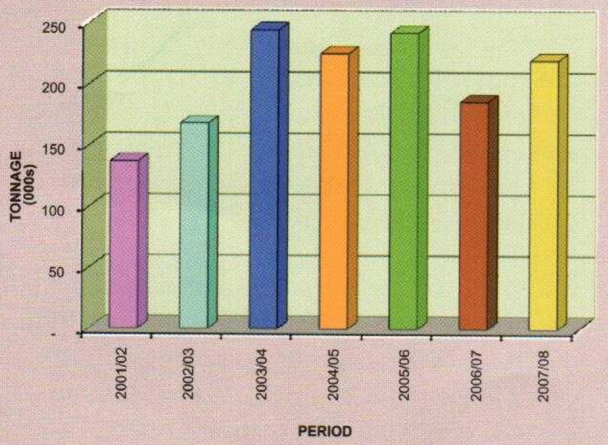
Depreciation of operational equipment and machines increased by 92.4% from GH¢0.707 to GH¢1.362 million and motor vehicle insurance also increased by 57.8% from GH¢61,632 to GH¢97,266 mainly due to the purchase of new fleet of haulage trucks.

Handling charges increased by 83.1% from GH¢540,576 to GH¢989,659 and Casual

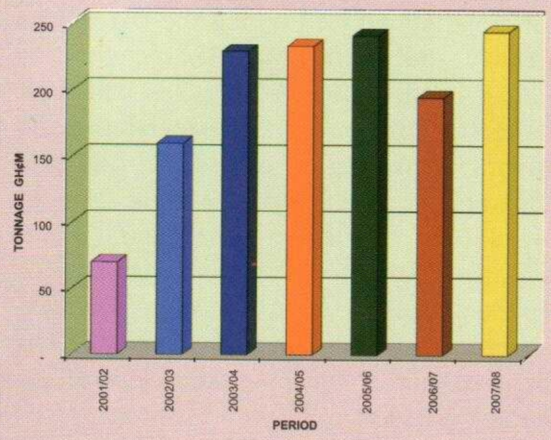
PRODUCE BUYING COMPANY LIMITED

PERFORMANCE AT A GLANCE

TONNAGE PURCHASED

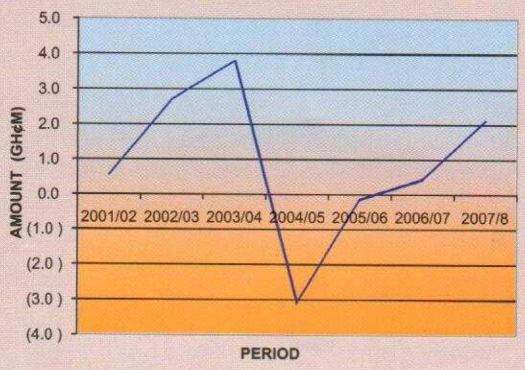


TURNOVER

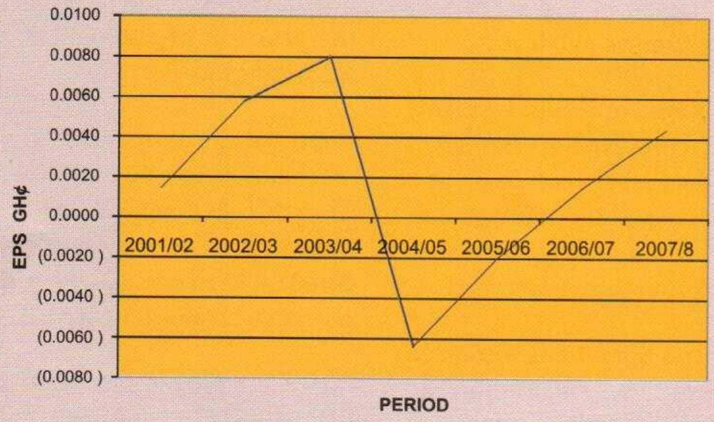


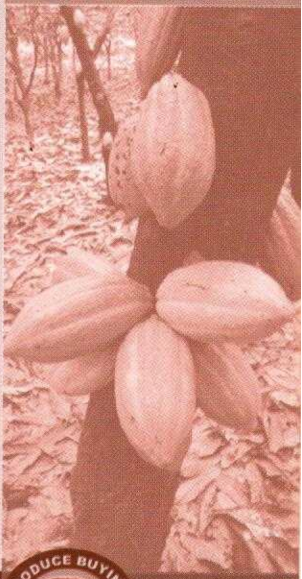
MARKET SHARE

PROFIT AFTER TAX



EARNINGS PER SHARE





the Internal Revenue Services. In the course of the year, the Company paid GH¢267,105 to IRS based on self assessment of our estimated corporate income tax.

KEY PERFORMANCE RATIOS

With improvement in the Company's financial standing certain key performance indicators also show significant improvement. Basic earning per share increased by 21% from GH¢0.0002 to GH¢0.0044.

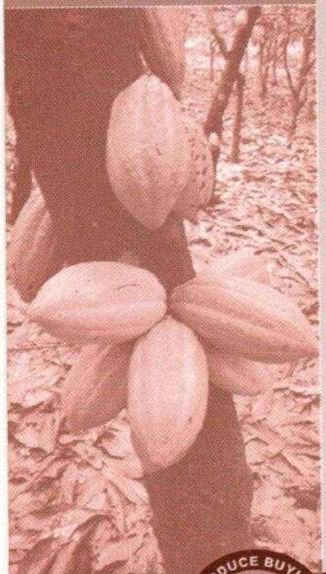
Return on Capital Employed (ROCE) also increased from the previous year of 2.49% to 28.7% for the year under review.

The balance sheet also showed a strong growth with shareholders equity increased by 47.4% from GH¢4.989 million to GH¢7.353 million for the year. The Price/Earning (P/E) ratio has also reduced significantly from previous year figure of 1100 to 50.

SOCIAL SERVICE

In pursuant of the Company's policy to help in the development of Agriculture, especially cocoa sector, your Company donated a total of GH¢4,000 in the form of cash and other farming inputs towards the 2008 National Farmers Day Award Ceremony which took place in Nkawie.

During the year, the Company supplied roofing sheets, bags of cement and other building materials to some communities in selected cocoa growing areas for their development projects.



As the Company's finance continues to improve, we shall expand and increase our donations to communities to improve the living conditions of our farmers and society at large. In the ensuing year, the Company intends to provide portable drinking water to some farming communities thorough the construction of boreholes in those areas.

OUTLOOK

The year under review marks the first year of the implementation of our 3-year Medium Term Corporate Plan. Management is determined to build on the success so far achieved to set the Company on sustainable growth path for the ensuing years.

Management shall monitor the huge investment committed in the revamping of the haulage unit to ensure that the desired results are achieved.

Management shall continue its ICT programme by complete computerization of its major activities and increase the supply of computer hardware to the operational regions to ensure timely and accurate flow of information.

The Company shall modify the PBC Best Farmer Award Scheme to take care of some "on the spot farm gate" incentives to farmers. This promotional sale will greatly motivate the generality of our farmer population and boost the Company's cocoa purchases in order to increase our market share.

Every effort is being made to improve the performance of our Company through continuous training and development of its workforce. Management has devised result-oriented performance measurement indicators referred to as "Operational Guidelines" which seek to set relevant targets at the beginning of each year for both field and office staff.

I take this opportunity to thank the Board of Directors, Management and Staff of the Company for the impressive performance during the year. It is my hope that with hard work, commitment and teamwork, we all shall re-position our Company on the path of sustained profitability.

Thank you.

Anthony Osei Boakye
Managing Director

Labour/Security also increased 57.2% from GH¢308,754 to GH¢485,314 mainly due to the payment of competitive price for services for labour to secure and handle the produce.

However, there are other components within the Direct Operating Expenses that saw reduction in cost. These include Motor Vehicle Repairs and Maintenance, Motor Vehicle Running, Primary Level Road Freight and Akuafo Cheque Commission.

Motor Vehicle Repairs and Maintenance reduced by 12.6% from GH¢535,633 to GH¢468,023 and Motor Vehicle Running also reduced by 45.7% from GH¢572,638 to GH¢310,691 mainly due to the heavy reliance on the new fleet of vehicle for both primary and secondary evacuation.

Primary level road freight reduced by 61.6% from GH¢1.745 million to GH¢0.670 million due to the almost complete take over of the primary level evacuation by the Company's cargo trucks.

Akuafo cheque commission reduced by 60.3% from GH¢530,514 to GH¢210,727 as a results of the reduction of the rate charged by operating Banks following Management negotiation with officials of those Banks.

General and Administrative Expenses which is made up of Staff Cost, Office Cost and Estate and Property Cost rose by 41.6% from GH¢7.467 million to GH¢10.576 million.

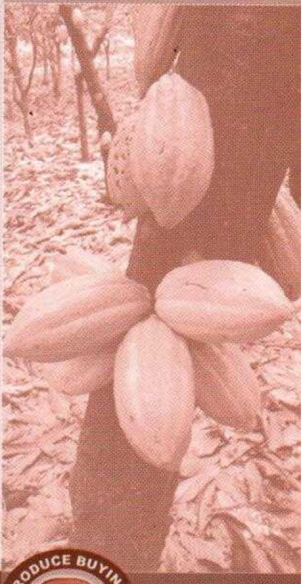
The increase in the Salaries of Staff and its associated cost such as Social Security Fund, Provident Fund, Car Maintenance Allowance, Medial Expenses, Utilities, etc, as well as the need to improve the human resource capacity of the Company through some Welfare Schemes and training accounted for the increase in staff cost by 27.9% from HG¢5.924 million of the previous years to GH¢7.574 million.

Estate and Property Cost increased by 142.2% from the previous year of GH¢0.422 million to GH¢1.022 million mainly due to the major repairs and renovation carried out on Company office, equipment and especially sheds and depots which sometimes appear in a very deplorable state after many year of use. Beside, the year under review saw an unprecedented construction of new sheds/depots for cocoa storage.

Office cost also increased by 72.7% from GH¢4.163 million to GH¢7.191 million. Significant components that greatly contributed to this increase in office cost include depreciation and amortization of Company's assets, printing and stationery and electricity.

With the total expenses (excluding financing cost) increasing by 23.2% from GH¢17.493 million to GH¢21.555 million, Gross profit of GH¢30.709 million and other income of GH¢1.948 million the Company registered an operating profit before financing cost of GH¢5.893 million compared to the previous year's figure of GH¢3.553 million, a significant increase of 65.8%. Net finance cost on the other hand increased by 31% from GH¢6.208 million to GH¢8.153 million attributable to the Company's continuous heavy reliance on expensive Bank overdraft which stem from sometimes the erratic nature of flow of relatively cheaper funds from Cocoa Board for cocoa purchases.

Other income decreased slightly by 1.1% from GH¢1.969 million to GH¢1.948 million during the year. This decrease is caused by a decrease of 58.9% of shortages recoveries from GH¢1.705 million to GH¢0.700 million which is counteracted by an increase of the total of Rent Income, Sundry Income, Assets Disposal Gains and Staff Loan Discount Recycle by 372% from GH¢0.265 million to GH¢1.248 million.



The net profit before tax for the year came up to GH¢2.949 million as compared to the previous year's figure of GH¢0.388 million, a significant increase of about 660.6%.

The Company continued to play it role as a good corporate citizen by paying its taxes to

Corporate Status

On the 15 of September 1999, the company was incorporated as a Public Limited liability Company under the Companies Code 1963 (Act 179). On the 19 of May 2000 the company was listed on the Ghana Stock Exchange and 30.2% of its shares were transferred and are currently held by the public.

Authorised Share Capital

There was no change in the Authorised or Issued Share Capital of the Company during the year.

Directors

The Directors of the Company who held office during the year are as follows:

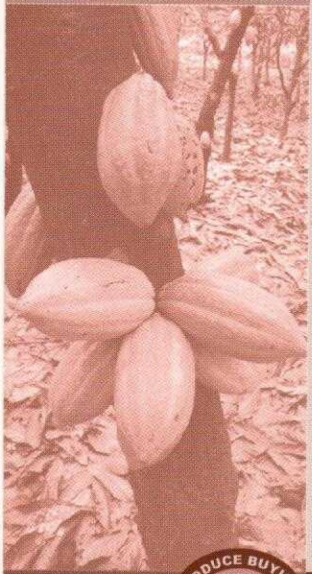
Name	Date of Appointment	Date Resigned/ Retired
Nana Timothy Aye Kusi — Chairman	1 February 2002	
Hon. Mrs. A. Baiden-Amissah	1 February 2002	
Hon. Kofi Frimpong	8 August 2007	
Mr. K. Ayirebi-Frimpong	27 August 2007	
Mr. J. Buatsie	1 February 2002	
Dr. Y. A. Duodu	1 February 2002	
Mr. A. Antwi Boasiako	1 February 2002	
Alhaji Yakubu Ziblim	1 February 2002	
Mr. Anthony Osei Boakye — Managing	1 September 2006	

Retirement and Re-Election of Directors

In accordance with the regulations of the Company, and Section 298 of the Companies Code 1963 (Act 179), one third of the directors shall retire at the annual general meeting of the company. The following director being eligible shall offer himself for re-election as director Alhaji Yakubu Ziblim.

Auditors

A resolution proposing the re-appointment of the company's auditors, Messrs Pannell Kerr Forster will be put before the Annual General Meeting in accordance with Section 134(5) of the Companies Code 1963 (Act 179).



Events after Balance Sheet Date

The Directors confirm that no matters have arisen since 30 September 2008, which materially affect the accounts of the Company for the year ended on that date.

BY ORDER OF THE BOARD

....Director

....Director

ACCRA

..22nd Dec,.2008

REPORT OF THE DIRECTORS ON THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2008

In accordance with the requirements of Section 132 of the Companies Code 1963 (Act 179), we the Board of Directors of Produce Buying Company Limited, present herewith the annual report on the state of affairs of the company for the year ended 30 September, 2008.

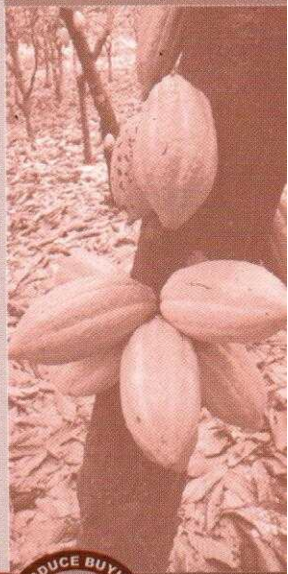
Results of Operations	**2008** **GH¢**	2007 GH¢
Turnover	**245,478,455**	193,182,770
Profit before Tax of	**2,949,395**	387,794
From which is deducted provision for The estimated income tax liability of	**(838,945)**	(263,263)
Leaving a Net Profit after tax of	**2,110,450**	124,531
To which is added the restated retained Earnings under IFRS at 1 October 2007	**(457,385)**	(581,916)
Resulting in a balance carried To the Balance Sheet of	**1,653,065**	(457,385)

Dividend

A final dividend of GH¢0.0015 per share amounting to GH¢720,000 has been proposed by the directors for the year ended 30 September 2008.

Nature of Business

There has not been any change in the nature of business of the Company during the year. The principal activity of the Company during the year continued to be "To buy, collect, store, transport and otherwise deal in cocoa, coffee and sheanuts produced in Ghana on behalf of Ghana Cocoa Board".



Changes in Financial Reporting Framework

In line with changes in the financial reporting framework announced by the Institute of Chartered Accountants of Ghana in consultation with other regulatory bodies, the company adopted International Financial Reporting Standards (IFRS) as the reporting framework with effect from 1 October 2007; as a result, the attached financial statements have been prepared in accordance with IFRS.

Comparative financial information which was prepared in accordance with Ghana Accounting Standards (GAS) has also been restated accordingly. The impact of the change in comparative results and position has been disclosed in note 35 of the attached financial statements.

HUMAN RESOURCE/COMPENSATION & GOVERNANCE COMMITTEE

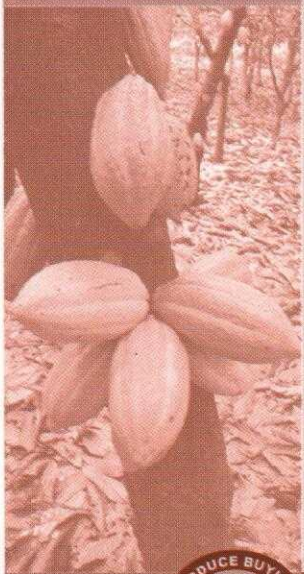
The committee is responsible for establishing a process for identifying, recruiting, appointing and providing on-going development for directors.

In addition, it is the responsibility of the Committee to identify individuals qualified to become board members, consistent with criteria approved by the Board and the Companies Code and to select, or to recommend that the Board select the director nominees for the next annual meeting of the shareholders. The Committee also has the responsibility to develop and recommend to the Board a set of corporate governance principles applicable to the Company and oversee the evaluation of the Board.

The committee is made up of the following members:

Nana Timothy Aye Kusi	**– Chairman**
Hon. Kofi Frimpong	**– Member**
Dr. Yeboa Duodu	**– Member**
Alhaji Yakubu Ziblim	**– Member**

In attendance at the committee's meetings are the Managing Director and the Deputy Managing Director (Finance & Administration).



CORPORATE GOVERNANCE

The company respects the standards of good corporate governance, which include transparency, accountability and rights of all shareholders.

AUDIT AND FINANCE COMMITTEE

In line with its corporate governance principles, the Board has an Audit & Finance Committee made up of the following non-executive directors:

Nana Timothy Aye Kusi	**– Chairman**
Mr. K. Ayirebi-Frimpong	**– Member**
Hon. Kofi Frimpong	**– Member**
Mr. Joseph Buatsie	**– Member**
Dr. Yeboa Duodu	**– Member**
Alhaji Yakubu Ziblim	**– Member**

In attendance at the committee's meetings are the Managing Director and the Deputy Managing Director (Finance & Administration)

The Committee reviews and makes recommendations to the Board on all aspects of the audit and financial reporting processes of the company. The activities of the Committee include holding of regular meetings. The Company has complied with the regulations of the Securities and Exchange Commission (L.I 1728 Regulation 61).

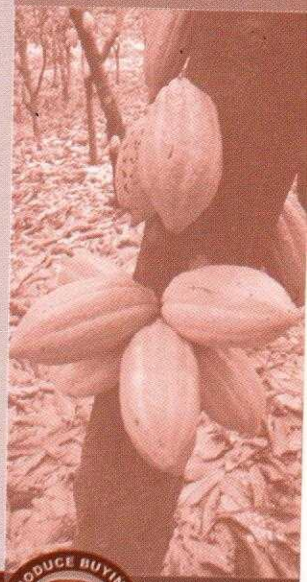
OPERATIONAL COMMITTEE

The Operational committee of the Board is responsible for the review of operational reports as presented by the Research, Monitoring and Evaluation Department through the Deputy Managing Director (Operations). The Committee also holds spot meeting on emergencies and makes recommendations to the Board.

The committee is made up of the following non-executive directors:

Dr. Yeboa Duodu	**– Chairman**
Mr. Joseph Buatsie	**– Member**
Hon. Kofi Frimpong	**– Member**
Mr. A Antwi-Boasiako	**– Member**
Mrs. A. Baiden-Amissah	**– Member**
Mr. K. Ayirebi-Frimpong	**– Member**

In attendance at the committee's meetings are the Managing Director and the Deputy Managing Director (Operations)



Opinion

In our opinion, subject to any adjustment that might have been found to be necessary had we been able to satisfy ourselves as to the title deeds referred to above, the financial statements give a true and fair view of the financial position of Produce Buying Company Limited as of September 30, 2008 and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards and comply with the Ghana Companies Code, 1963 (Act 179).

Report on Other Legal and Regulatory Requirements

The Ghana Companies Code, 1963, (Act 179) requires that in carrying out our audit we consider and report to you on the following matters. We confirm that:

I We have obtained all the information and explanations which to the best of our knowledge and beliefs were necessary for the purpose of our audit.

II In our opinion proper books of accounts have been kept by the company, so far as appears from our examination of those books, and

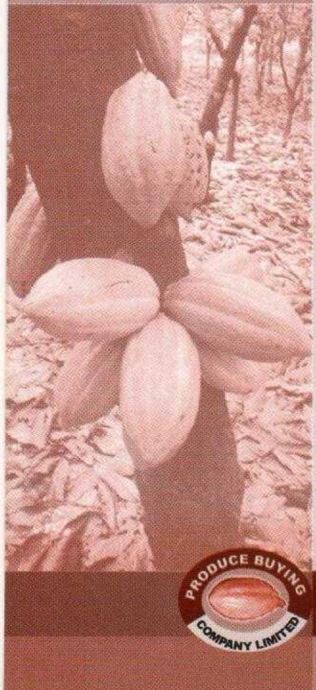
III The company's balance sheet and profit and loss account are in agreement with the books of accounts.

Pannell Kerr Forster

Farrar Avenue, Accra

PANNELL KERR FORSTER
CHARTERED ACCOUNTANTS

17th December 2008



PROFILE OF DIRECTOR

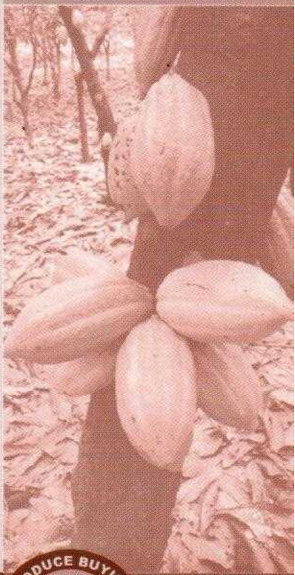
1. ALHAII YAKUBU ZIBLIM

He was born on the 28th day of May, 1955 at Yendi.

He attended Navrongo Secondary School and proceeded to The University of Ghana.

He holds a Bachelor of Arts Degree, a Post Graduate Diploma in Public Administration, Diploma in Project Analysis, a Certificate in Productivity Improvement and a Certificate in Pension Reform in Sub-Sahara Africa.

He is a District Co-ordinating Director (Director of Administration), a Member of Board of Directors of SSNIT, the Chairman, Board of Directors of the Kumasi Abattoir Co-operative Limited, Vice President of the African Pension Forum and the National President, Civil Servant Association. He was nominated to represent SSNIT on the Board.



PRODUCE BUYING COMPANY LIMITED

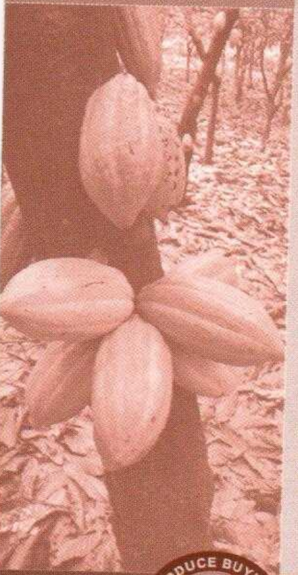
BALANCE SHEET

AS AT 30 SEPTEMBER 2008

	NOTES	2008 GH ¢	Restated 2007 GH ¢
Non-Current Assets			
Property, plant and equipment	*13a*	13,774,901	5,223,208
Intangible assets	*14*	23,126	-
Long term investment	*12*	945,455	691,055
Total non-current assets		14,743,482	5,914,263
Current Assets			
Inventories	*15*	28,369,610	5,338,376
Income tax assets	*10b*	430,987	311,095
Trade and other receivables	*16*	12,474,943	8,411,516
Short term investments	*17*	385,218	14,020,442
Cash and cash equivalents	*18*	11,063,421	2,336,893
Total current assets		52,724,179	30,418,322
Total assets		67,467,661	36,332,585
Equity			
Stated Capital	*24*	4,914,377	4,914,377
Share Deals Account	*24*	1,882	1,882
Retained earnings		1,653,065	(457,385)
Other reserves		784,091	529,691
Total equity		7,353,415	4,988,565
Liabilities			
Deferred tax liability	*11a*	763,853	72,121
Finance Lease	*23*	2,719,793	-
Medium term loan	*22*	4,135,860	2,719,793
Preference share capital	*24*	100	100
Total non-current liabilities		7,619,606	2,792,014
Bank Overdraft	*20*	11,220,204	11,903,628
Short Term Loan	*21*	29,980,000	14,000,000
Medium term loan (current portion)	*22*	2,810,551	1,734,777
Finance Lease (current portion)	*23*	956,407	-
Trade and other payables	*19*	7,527,478	913,601
Total current liabilities		52,494,640	28,552,006
Total liabilities		60,114,246	31,344,020
Total liabilities and equity		67,467,661	36,332,585

Approved by the Board on 17/12/ **2008**

..........................**Director** ....**Director**



PRODUCE BUYING COMPANY LIMITED

INCOME STATEMENT

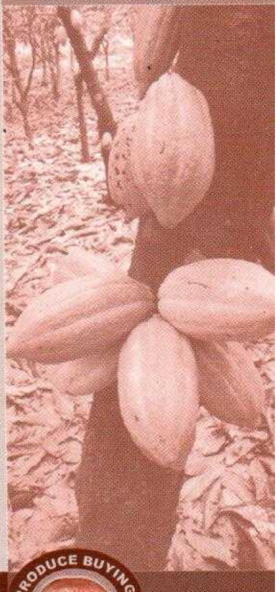
FOR THE YEAR ENDED 30 SEPTEMBER 2008

	NOTES	2008 GH¢	Restated 2007 GH¢
Revenue	*6*	**245,478,455**	193,182,770
Cost of Sales		**(214,769,353)**	(171,064,521)
Gross Profit		**30,709,102**	22,118,249
Other Income	*8*	**1,948,415**	1,969,837
Direct Operating Expenses		**(10,979,054)**	(10,025,845)
General and Administrative Expenses	*7*	**(10,575,625)**	(7,466,932)
Operating profit before financing cost		**11,102,838**	6,595,309
Net Finance Expenses	*9*	**(8,153,443)**	(6,207,515)
Profit before Taxation		**2,949,395**	387,794
Income Tax Expense	*10a*	**(838,945)**	(263,263)
Profit for the year transferred to Income Surplus Account		**2,110,450**	124,531

INCOME SURPLUS ACCOUNT

FOR THE YEAR ENDED 30 SEPTEMBER 2008

	2008	2007
Balance at 1 October	**(457,385)**	(581,916)
Net Profit for the year	**2,110,450**	124,531
Balance at 30 September	**1,653,065**	(457,385)
Basic earning per share (Ghana cedis per share)	**GH¢0.0044**	GH¢0.0002
Diluted earning per share (Ghana cedis per share)	**GH¢0.0044**	GH¢0.0002



balance sheet at 1 October 2006 for the purpose of transition to IFRS.

(a) Financial Instruments

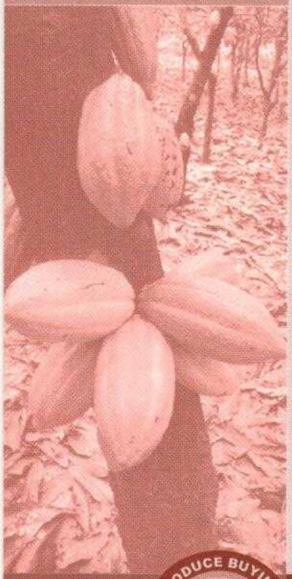
(i) Non-derivative financial instruments

Non-derivative financial instruments comprise investment in shares and treasury bills, trade and other receivables, cash and cash equivalents, loans and borrowings and trade and other payables.

Non-derivative financial instruments are recognised initially at fair value plus, for instrument not at fair value through profit and loss, any directly attributable transaction cost. Subsequent to initial recognition, non-derivative financial instruments are measured at amortised cost using the effective interest rate method, less any impairment losses, if any.

Non-derivative financial instruments are categorised as follows:

- Loans and receivables – these are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. These assets are measured at amortised cost using the effective interest rate method, less any impairment losses.
- Financial liabilities measured at amortised cost - this relates to all other liabilities that are not designated at fair value through profit or loss.
- Available-for-sale financial assets - The Company's investments in shares are classified as available-for-sale financial assets. Subsequent to initial recognition, they are measured at fair value and changes therein, other than impairment losses are recognised directly in equity. When an investment is derecognised, the cumulative gain or loss in equity is transferred to profit or loss.



(ii) Off setting

Financial assets and liabilities are set off and the net amount presented in the balance sheet when, and only when, the company has a legal right to set off the amounts and intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

Income and expenses are presented on a net basis when permitted by the accounting standards, or for gains and losses arising from a group of similar transactions.

(iii) Amortised cost measurement

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.

(iv) Stated capital (Share capital)

Ordinary Shares

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

Preference Shares

Preference share capital is classified as equity if it is non-redeemable or is redeemable but only at the company's option, and any dividends are discretionary. Dividends thereon are recognised as distributions within equity upon approval by Board of Directors.

Preference share capital is classified as a liability if it is redeemable on a specific

PRODUCE BUYING COMPANY LIMITED

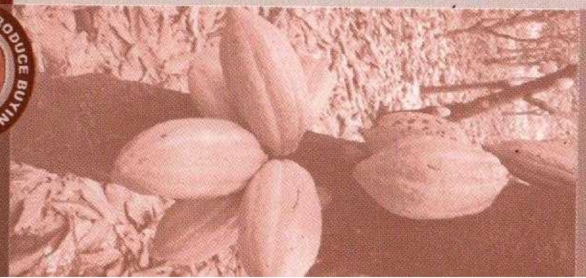
STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 SEPTEMBER 2008

CAPITAL AND RESERVES

Reconciliation of movement in capital and reserves

	Share Capital GH¢	Retained Earnings GH¢	Share Deals GH¢	Other Reserves GH¢	Total Equity GH¢
Balance at 01.10.06 (Restated)	4,914,377	(581,916)	1,982	282,500	4,616,943
Total recognised Income and Expenses	-	124,531	-	-	124,531
Movement in available for sale asset	-	-	-	247,191	247,191
Reclassification of preference shares	-	-	(100)	-	(100)
Balance at 30.09.07 (Restated)	4,914,377	(457,385)	1,882	529,691	4,988,565
Balance at 01.10.07 (Restated)	4,914,377	(457,385)	1,882	529,691	4,988,565
Total recognised Income and Expenses	-	2,110,450	-	-	2,110,450
Movement in available for sale asset	-	-	-	254,400	254,400
Balance at 30.09.08	**4,914,377**	**1,653,065**	**1,882**	**784,091**	**7,353,415**



flow to the company and its cost can be measured reliably. The costs of the day-to-day servicing of property, plant and equipment are recognised in income statement as incurred.

(iii) Depreciation

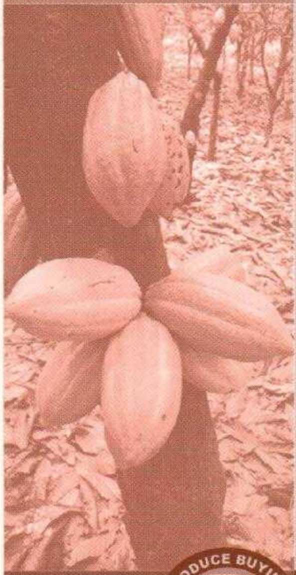
Depreciation is recognised in the income statement on a straight-line basis over the estimated useful lives of each part of an item of property, plant and equipment. Leased assets are depreciated over the shorter of the lease term and their useful lives. Land is not depreciated.

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

Buildings	-	3%
Plant and Machinery	-	20%
Motor vehicles	-	20%
Operational vehicles	-	10%
Furniture and equipment	-	20%

Depreciation methods, useful lives and residual values are reassessed at each reporting date. Gains and losses on disposal of property, plant and equipment are included in the income statement.

(d) Intangible Assets



Software

Software acquired by the company is stated at cost less accumulated amortisation and accumulated impairment losses.

Subsequent expenditure on software assets is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure is expensed as incurred.

Amortisation is recognised in the income statement on a straight-line basis over the estimated useful life of the software, from the date that it is available for use. The estimated useful life of software is five years.

(e) Inventories

Inventories are measured at the lower of cost and net realisable value. The cost of inventories is based on the first-in first-out principle, and includes expenditure incurred in acquiring the inventories and bringing them to their existing location and condition. Net realisable value is the estimated selling price in the ordinary course of business, less estimated selling expenses.

(f) Trade and Other Receivables

Trade receivables are stated at amortised costs, less impairment losses. Specific allowances for doubtful debts are made for receivables of which recovery is doubtful.

Other receivables are stated at their cost less impairment losses.

(g) Cash and Cash Equivalents

Cash and cash equivalents comprise cash on hand and bank balances and these are carried at amortised cost in the balance sheet.

(h) Employee Benefits

Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions to a separate. entity and will have no legal or constructive obligation to pay future amounts: Obligations for contributions to defined contribution schemes are recognised as an expense in the income statement when they are due.

(i) Revenue

a. Sale of goods

Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, date or at the option of the shareholders or if dividend payments are not discretionary.

Dividends thereon are recognised as distributions within equity upon approval by Board of Directors.

Repurchase of stated capital (treasury shares)

When stated capital recognised as equity is repurchased, the amount of the consideration paid which includes directly attributable costs, is net of any tax effects, and is recognised as a deduction from equity. Repurchased shares are classified as treasury shares and are presented as a deduction from total equity. When treasury shares are sold or reissued subsequently, the amount received is recognised as an increase in equity, and the resulting surplus or deficit on transaction is transferred to/from retained earnings.

(b) Leases

(i) Classification

Leases that the company assumes substantially all the risks and rewards of ownership of the underlying asset are classified as finance leases. Upon initial recognition the leased asset is measured at an amount equal to the lower of its fair value and present value of the minimum lease payments. Subsequent to initial recognition, the leased asset is accounted for in accordance with the accounting policy applicable to that asset.

Other leases are classified as operating leases.

(ii) Lease Payments

Payments made under operating leases are charged to the income statement on a straight-line basis over the period of the lease. When an operating lease is terminated before the lease period has expired, any payment required to be made to the lessor by way of penalty is recognised as an expense in the period in which termination takes place.

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

(c) Property, plant and Equipment

(I) Recognition and measurement

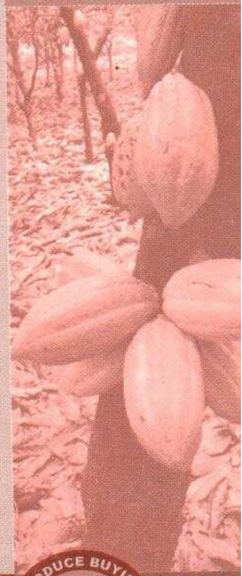
Items of property, plant and equipment are measured at cost less accumulated depreciation and impairment losses.

Cost includes expenditures that are directly attributable to the acquisition of the asset. The cost of self-constructed assets includes the cost of materials and direct labour, and any other costs directly attributable to bringing the asset to a working condition for its intended use. Purchased software that is integral to the functionality of the related equipment is capitalised as part of that equipment.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components).

(ii) Subsequent costs

The cost of replacing part of an item of property, plant or equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will



Deferred tax is provided using the balance sheet method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

(m) Dividend

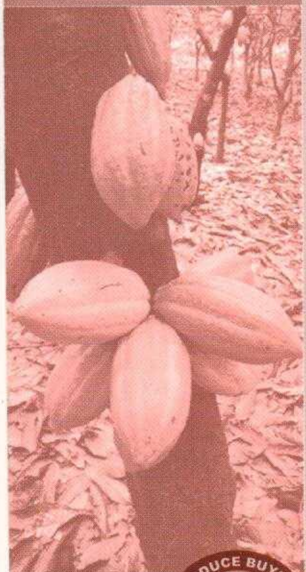
Dividend payable is recognised as a liability in the period in which they are declared.

(n) Post Balance Sheet Events

Events subsequent to the balance sheet date are reflected in the financial statements only to the extent that they relate to the year under consideration and the effect is material.

(o) Segment reporting

A segment is a distinguishable component of the company that is engaged either in providing products or services (business segment), or in providing products or services within a particular economic environment (geographical segment), which is subject to risks and rewards that are different from those of other segments.



(p) Earnings per share

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

(q) Comparatives

Where necessary the comparative information has been changed to agree to the current year presentation.

(r) New standards and interpretations not yet adopted.

A number of new standards, amendments to standards and interpretations are not yet effective for the year ended 30 September 2008, and have not been applied in preparing these financial statements.

- IFRS 8 Operating Segments introduces the "management approach" to segment reporting. IFRS 8, which becomes mandatory for the company's 2009 financial statements, will require the disclosure of segment information based on the internal reports regularly reviewed by the company's Chief Operating Decision Maker in order to assess each segment's performance and to allocate resources to them. Currently the company presents segment information in respect of its business segments (see note 5). Under the management approach, the company will present segment information in respect of marketing and haulage.

- Revised IAS 23 Borrowing Costs removes the option to expense borrowing costs and requires that an entity capitalise borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset as part of the cost of that asset. The revised IAS 23 will net of returns, trade discounts, taxes and volume rebates. Revenue is recognised when the significant risks and rewards of the ownership have been transferred to the buyer, recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably, there is no continuing management involvement in the goods, and the amount of revenue can be measured reliably.

b. Sale of services

Revenue from services rendered is recognised in the income statement when the service is performed.

(j) Finance Income and Expense

Finance income comprises interest income on funds invested (including available-for-sale financial assets) and dividend income. Interest income is recognised in the income statement using the effective interest method. Dividend income is recognised in profit or loss on the date that the company's right to receive payment is established, which in the case of quoted securities is the ex-dividend date.

Finance expenses comprise interest expense on borrowings. All borrowing costs are recognised in the income statement using the effective interest method.

(k) Impairment

a. Financial assets

A financial asset is considered impaired if objective evidence indicates that one or more events have had a negative effect on the estimated future cash flows of that asset.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount, and the present value of the estimated future cash flows discounted at the original effective interest rate. An impairment loss in respect of an available-for-sale financial asset is calculated by reference to its current fair value.

Individually significant financial assets are tested for impairment on an individual basis. The remaining financial assets are assessed collectively in groups that share similar credit risk characteristics.

All impairment losses are recognised in the income statement. An impairment loss is reversed if the reversal can be related objectively to an event occurring after the impairment loss was recognised.

b. Non-financial assets

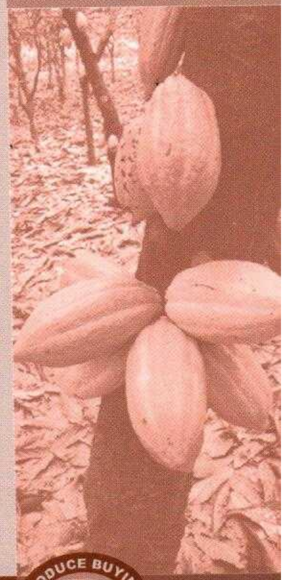
The carrying amounts of the company's non-financial assets, other than inventories and deferred tax assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists then the asset's recoverable amount is estimated.

(l) Income tax

Income tax expense comprises current and deferred tax. The company provides for income taxes at the current tax rates on the taxable profits of the company.

Income tax is recognised in the income statement except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity.

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



might give rise to a liability. IFRIC 14 will become mandatory for the company's 2008 financial statements, with retrospective application required. It is not expected to have any impact on the financial statements.

4. DETERMINATION OF FAIR VALUES

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

(a) Trade and other receivables

The fair value of trade and other receivables is estimated as the present value of future cash flows, discounted at the current market rate of instruments with similar credit risk profile and maturity at the reporting date. Receivables due within 6-month period are not discounted as their carrying values approximate their fair values.

(b) Non-derivative financial liabilities

Fair value, which is determined for disclosure purposes, is calculated on the present value of future principal and interest cash flows, discounted at the market rate of interest at the reporting date. Instruments with maturity period of 6 months are not discounted as their carrying values approximate their fair values.

(c) Investments in equity

The fair value of available-for-sale financial assets is determined by reference to their quoted bid price at the reporting date.

5. Segment reporting

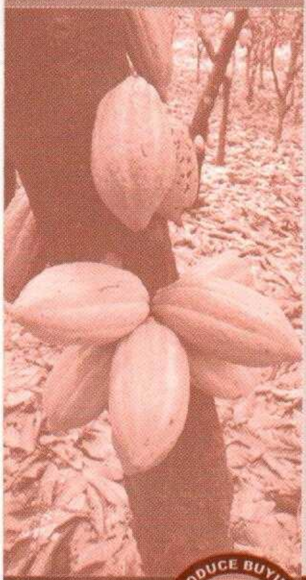
Segmental information is presented in respect of the company's business segments. The primary format and business segments, is based on the company's management and internal reporting structure.

The company's results, assets and liabilities include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items comprise mainly income-earning assets and revenue, interest-bearing loans, borrowings and expenses, and corporate assets and expenses which are managed centrally.

The two main business segments are:

- Produce – sale of cocoa beans
- Haulage – transporting of cocoa beans

The company does not have a geographical segment.



become mandatory for the company's 2009 financial statements and will constitute a change in accounting policy for the company.

In accordance with the transitional provisions the company will apply the revised IAS 23 to qualifying assets for which capitalisation of borrowing costs commences on or after the effective date.

- IAS 32 Financial Instruments: Presentation and IAS 1 Presentation of Financial Statements: Puttable Financial Instruments and Obligations Arising on Liquidation will become mandatory for the 31 December 2009 financial statements. This amendment requires certain puttable instruments that meet the definition of a financial liability to be classified as equity if and only if they meet the required conditions. It is not expected to have any impact on the financial statements.

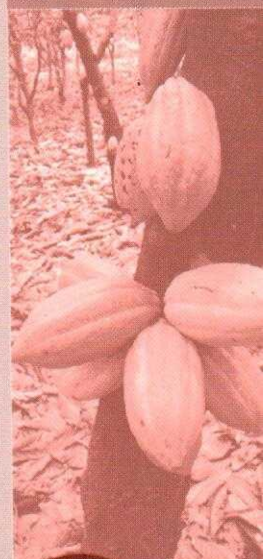
- IFRS 2 amendment Share based payment: vesting conditions and cancellations will become mandatory for the 31 December 2009 financial statements and applies retrospectively. The amendments apply to equity-settled share-based payment transactions and clarify what are vesting and "non-vesting conditions". Vesting conditions are now limited to service conditions (as defined in the current IFRS 2) and performance conditions. Non-vesting conditions are conditions that do not determine whether the entity receives the services that entitle the counterparty to a share-based payments are non-vesting conditions. Non-vesting conditions are taken into account in measuring the grant date fair value and thereafter there is no "true-up" for differences between expected and actual outcomes. These changes will have no impact on the company's financial statements.

- IFRS 3 Business Combinations will become mandatory for the 31 December 2010 financial statements. This standard requires all future transaction costs relating to business combinations to be expensed and contingent purchase consideration recognised at fair value at acquisition date. For successive share purchases, any gain or loss for the difference between the fair value and the carrying amount of the previously held equity interest in the acquiree must be recognised in profit and loss. It is not expected to have any impact on the company's financial statements.

- IFRIC 12 Service Concession Arrangements provides guidance on certain recognition and measurement issues that arise in accounting for public-to-private service concession arrangements. IFRIC 12, which becomes mandatory for the company's 2008 financial statements, is not expected to have any effect on the financial statements.

- IFRIC 13 Customer Loyalty Programmes addresses the accounting by entities that operate, or otherwise participate in, customer loyalty programmes for their customers. It relates to customer loyalty programmes under which the customer can redeem credits for awards such as free or discounted goods or services. IFRIC 13 becomes mandatory for the company's 2009 financial statements.

- IFRIC 14 and IAS 19 – The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction clarifies when refunds or reductions in future contributions in relation to defined benefit assets should be regarded as available and provides guidance on the impact of minimum funding requirements (MFR) on such assets. It also addresses when a MFR



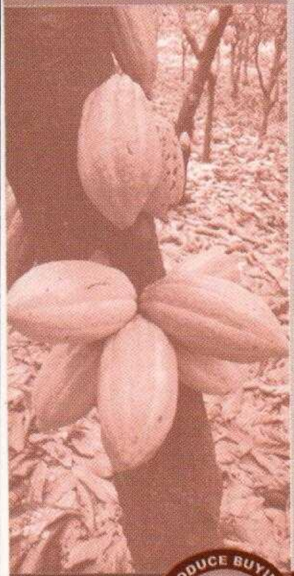
PRODUCE BUYING COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2008

		NOTES	2008 GH ¢	2007 GH ¢
6	**REVENUE**			
	Sale of Produce		**242,323,550**	191,855,589
	Services (Haulage)		**3,154,905**	1,327,181
			245,478,455	193,182,770
7	**ADMINISTRATIVE AND GENERAL EXPENSES** include the following:-			
	Depreciation and amortisation		**1,809,586**	882,891
	Auditors Remuneration		**20,125**	17,250
	Directors emoluments		**70,208**	37,344
	Subscriptions and Donations		**55,601**	43,621
8	**OTHER INCOME**			
	Rent Income		**72,855**	63,808
	Recoveries from Shortages		**700,451**	1,705,204
	Sundry Income		**157,684**	191,826
	Commission on Fertilizer Sales		**745,554**	-
	Asset Disposal Gain	**13c**	**262,308**	-
	Staff Loan Discount Recycle		**9,563**	8,999
			1,948,415	1,969,837
9	**NET FINANCE EXPENSES**			
	Interest Income		**1,209,642**	35,383
	Bank and Produce loan interest		**(9,363,085)**	(6,242,898)
			(8,153,443)	(6,207,515)
10a	**INCOME TAX EXPENSE**			
	Current tax expense	**10b**	**147,213**	-
	Deferred tax expense	**11a**	**691,732**	263,263
			838,945	263,263

Deferred tax expense relates to the origination and reversal of temporary differences.

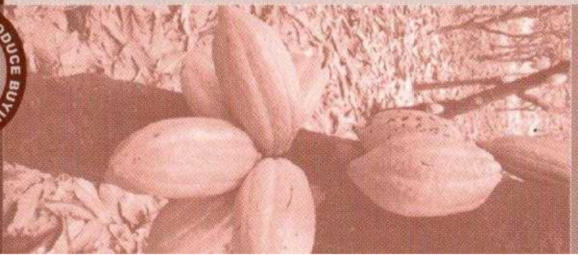


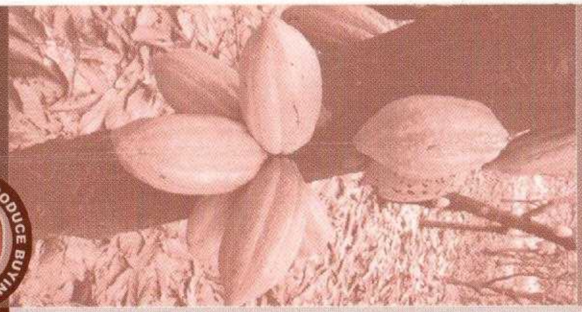
PRODUCE BUYING COMPANY LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 SEPTEMBER 2008

5b SEGMENT REPORTING

Class of Business

	PRODUCE		HAULAGE		TOTALS	
	2008	2007	**2008**	2007	**2008**	2007
	GH¢	GH¢	**GH¢**	GH¢	**GH¢**	GH¢
Segment Revenue	**242,323,550**	191,855,589	**3,154,905**	1,327,181	**245,478,455**	193,182,770
Segment Results	**30,048,379**	21,529,916	**660,723**	588,333	**30,709,102**	22,118,249
Unallocated expenses					**(21,554,679)**	(17,492,777)
Results from Operating activities					**9,154,423**	,625,472
Other Income					**1,948,415**	1,969,837
Net Finance Cost					**(8,153,443)**	(6,207,515)
Corporate tax expense					**(838,945)**	(263,263)
Profit for the year					**2,110,450**	124,531
Total Assets	**55,538,020**	32,464,718	**11,929,641**	3,867,867	**67,467,661**	36,332,585
Total Liabilities	**53,167,835**	26,861,950	**6,946,411**	4,482,070	**60,114,246**	31,344,020
Other Segment Items						
Depreciation & Amortisation	**1,030,303**	504,732	**779,283**	378,159	**1,809,586**	882,891





PRODUCE BUYING COMPANY LIMITED
NOTES TO THE FINANCIAL STATEMENT
FOR THE YEAR ENDED 30 SEPTEMBER 2008

11a DEFERRED TAX

	2008	2007
	GH¢	GH¢
Balance at 01 October	72,121	(191,142)
Charge to the Income Statement	691,732	263,263
Balance at 30 September	763,853	72,121

11b RECOGNISED DEFERRED TAX ASSETS AND LIABILITIES

Deferred tax assets and liabilities are attributable to the following

	2008			2007		
	Assets GH¢	Liabilities GH¢	Net GH¢	Assets GH¢	Liabilities GH¢	Net GH¢
Property, plant and equipments	-	789,597	789,597	-	239,906	239,906
Others	(25,744)	-	(25,744)	(167,785)	-	(167,785)
	(25,744)	789,597	763,853	(167,785)	239,906	72,121

12 LONG TERM INVESTMENTS

	2008 GH¢	2007 GH¢
Quoted Equity Investments	945,455	691,055

This represent 727,273 of equity shares of no par value held in Ghana Commercial Bank Limited

10b TAXATION

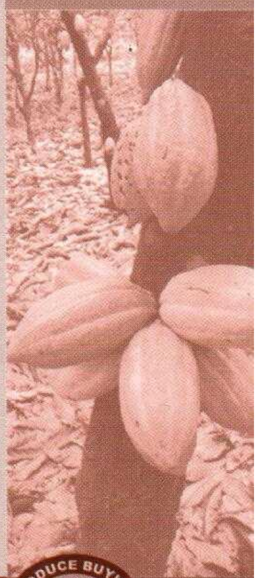
Year of Assessment Corporate Tax	Balance at I October GH ¢	Payments during the year GH ¢	Charge for the year GH ¢	Balance at 30 September GH ¢
1995-2002	5,500	-	-	**5,500**
2003-2007	392,051	-	-	**392,051**
2008	-	267,105	(147,213)	**119,892**
	397,551	267,105	(147,213)	**517,443**
N R L				
2004	(86,456)	-	-	**(86,456)**
	311,095	**267,105**	**(147,213)**	**430,987**

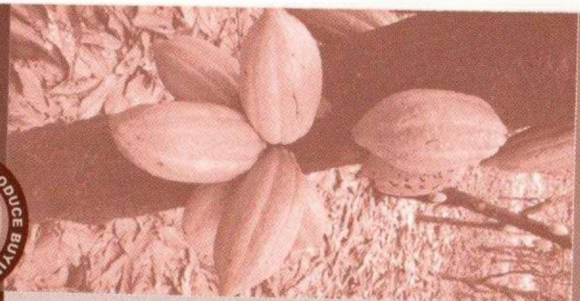
Tax liabilities up to and including the 2005 year of assessment have been agreed with the tax authorities. The remaining liabilities are however subject to agreement with the tax authorities.

National Reconstruction Levy (NRL); This relates to a levy imposed on companies by the Government on profits before tax between 2001 and 2005. This levy has been abolished.

10c Reconciliation of effective tax rate

	2008 GH ¢	2007 GH ¢
Profit before tax	**2,949,395**	387,794
Income tax using the domestic tax rate	**737,349**	95,171
Non-deductible expenses	**596,136**	313,666
Tax exempt revenue	**(65,577)**	(8,845)
Tax incentive not recognised in the income statement	**(1,120,695)**	(399,992)
Deferred tax	**691,732**	263,263
Current tax charges	**838,945**	263,263
Effective tax rate	**28%**	**68%**





PRODUCE BUYING COMPANY LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 SEPTEMBER 2008

13b PROPERTY, PLANT AND EQUIPMENT

2007	Land and Buildings GH ¢	Plant and Machinery GH ¢	Motor Vehicles GH ¢	Furniture & Fitting GH ¢	Building W.I.P GH ¢	Total GH ¢
Cost						
Balance at 1.10.2006:	2,799,217	2,042,406	3,482,265	569,503	31,118	8,924,509
Additions during the year :	642,695	485,373	2,221,123	131,605	-	3,480,796
Transfers	31,118	-	-	-	(31,118)	-
Disposals	-	-	-	(1,610)	-	(1,610)
Balance at 30.9.2007	3,473,030	2,527,779	5,703,388	699,498	-	12,403,695
Depreciation						
Balance at 1.10.2006:	668,551	1,864,177	3,278,302	488,176	-	6,299,206
Charge for the year	104,191	151,587	556,116	70,997	-	882,891
Disposals	-	-	-	(1,610)	-	(1,610)
Balance at 30.9.2007	772,742	2,015,764	3,834,418	557,563	-	7,180,487
Carrying amount						
At 30.9.07	**2,700,288**	**512,015**	**1,868,970**	**141,935**	**-**	**5,223,208**
At 30.9.06	2,130,665	178,229	203,964	81,327	31,118	2,625,303

13c Profit on disposal of Property, Plant and Equipments

	2008 GH¢	2007 GH¢
Cost	**156,121**	1,610
Accumulated Depreciations	**(103,831)**	(1,610)
Net Book Value	**52,290**	-
Sale Proceeds	**(314,598)**	-
Profit on Disposal	**262,308**	-

PRODUCE BUYING COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2008

13a PROPERTY, PLANT AND EQUIPMENT

2008	Land and Buildings GH ¢	Plant and Machinery GH ¢	Motor Vehicles GH ¢	Furniture & Fitting GH ¢	Building W.I.P GH ¢	Total GH ¢
Cost						
Balance at 1.10.2007:	3,473,030	2,527,779	5,703,388	699,498	-	12,403,695
Additions during the year	464,114	816,139	8,282,250	109,207	736,077	10,407,787
Disposals	(66,700)	-	(76,711)	(12,710)	-	(156,121)
Balance at 30.9.2008	**3,870,444**	**3,343,918**	**13,908,927**	**795,995**	**736,077**	**22,655,361**
Depreciation						
Balance at 1.10.2007:	772,742	2,015,764	3,834,418	557,563	-	7,180,487
Charge for the year	118,114	369,768	1,237,113	78,809	-	1,803,804
Released on Disposals	(16,008)	-	(76,711)	(11,112)	-	(103,831)
Balance at 30.9.2008	**874,848**	**2,385,532**	**4,994,820**	**625,260**	**-**	**8,880,460**
Carrying amounts						
At 30.9.08	**2,995,596**	**958,386**	**8,914,107**	**170,735**	**736,077**	**13,774,901**
At 30.9.07	2,700,288	512,015	1,868,970	141,935	-	5,223,208

Security

At 30 September 2008, properties with a carrying amount of GH¢190,000(2007; GH¢190,000) are subject to a registered debenture to secure bank loans.

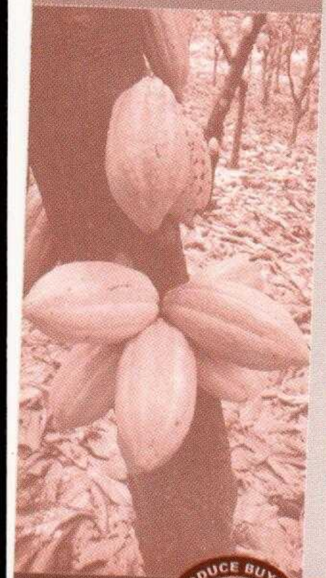
PRODUCE BUYING COMPANY LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 SEPTEMBER 2008

		2008 GH ¢	2007 GH ¢
16	**ACCOUNTS RECEIVABLE**		
	Trade receivables due from customers	**5,565,978**	3,791,173
	Other receivables	**6,111,842**	3,967,758
	Staff Loans and Advances	**675,019**	430,209
	Staff Loans Discounted	**(47,965)**	(57,528)
	Prepayments	**170,069**	279,904
		12,474,943	8,411,516

a. Prepayments represent the unexpired portion of certain expenditure spread on time basis.

b. The maximum amount due from employees of the Company during the year did not exceed GH¢675,019 (2007 - GH¢430,209).

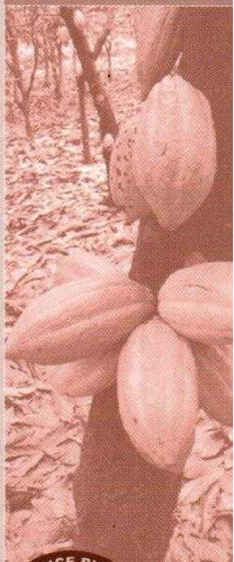
		GH ¢	GH ¢
17	**SHORT TERM INVESTMENTS**		
	Call & Fixed Deposits	**69,820**	13,779,124
	Treasury Bills	**315,398**	241,318
		385,218	14,020,442
18	**CASH AND CASH EQUIVALENTS**		
	Bank Balances	**10,984,515**	2,336,833
	Cash Balances	**78,906**	60
		11,063,421	2,336,893
19	**ACCOUNTS PAYABLE**		
	Trade payables due to related parties	**11,234**	10,262
	Non-trade payables and accrued expenses	**1,157,375**	871,089
	Accrued Charges	**6,358,869**	32,250
		7,527,478	913,601



		2008	2007
14	**INTANGIBLE ASSETS**	**GH¢**	GH¢
	Balance at 1 October	-	-
	Acquisition	**28,908**	-
	Balance at 30 September	**28,908**	-
	Amortisation		
	Balance at 1 October	-	-
	Amortisation for the year	**5,782**	-
	Balance at 30 September	**5,782**	-
	Carrying amount		
	At 30 September 2008	**23,126**	-

This relate to the cost of purchased computer software.

		2008	2007
15	**INVENTORIES**		
	Trading		
	Cocoa	**25,025,637**	3,983,967
	Sheanut	**2,299,663**	-
	Non-Trading		
	Spare Parts	**110,324**	122,891
	Tarpaulin Stocks	**197,665**	296,333
	Jute Sacks/Twine	**174,714**	262,070
	Technical Stores	**57,024**	89,735
	Printing Stationery	**163,274**	216,017
	Fuel and Lubricants	**235,995**	186,057
	Motor Cycle/ Helmet	-	162
	Other Stock/Matchets	**4,037**	8,993
	Tyres and Batteries	**89,917**	156,934
	Stencil Ink	**11,360**	15,217
		28,369,610	5,338,376



BANK OVERDRAFT (cont'd)

Agricultural Development Bank

The company has an overdraft facility of GH¢3,000,000 with Agricultural Development Bank to finance part purchase of 220,000 metric tones of cocoa during the 2007/08 main crop season. Interest rate is at 14% per annum. The facility is secured by a Negative pledge over present and future assets of the company. The facility expired on 30 September 2008.

		2008 GH ¢	2007 GH ¢
21	**SHORT TERM LOANS**		
	Produce Loan (Seed Fund)	**29,980,000**	-
	Barclays Bank	-	14,000,000
		29,980,000	14,000,000

Produce Loan (Seed Fund)

The Company has been granted a Short Term Loan of GH¢38,000,000.00 by COCOBOD to finance Cocoa Bean and Sheanuts purchase during the 2007/2008 light and 2008/09 Main Crop Seasons. Interest rate for the 2007/08 is 11% per annum and 16.5% per annum for the 2008/09 Main Crop Season.

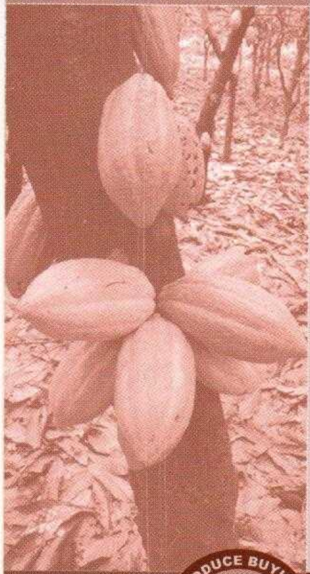
Barclays Bank Limited

The Company has been granted a Short Term Loan of GH¢ 30,000,000 by Barclays Bank to finance cocoa bean purchase during the 2007/2008 crop season, non inventory such as jute sacks spare parts and to meet other operational expenses. The facility is secured by, Debenture over the company assets comprising stocks to be stored in COCOBOD warehouses, or debtors (mainly COCOBOD). This will be upstamped to cover the exposure. The Repayment of the facility is 180 days after the initial drawdown. Interest will be calculated on a semi-annual bases at a rate equal to the 182-day GOG Treasury Bill plus 3.0%. The facility expires on 29 September 2008.

22	**MEDIUM TERM LOAN**		
	Barclays Bank Ghana Limited	**5,000,000**	2,750,398
	Standard Chartered Bank	**1,318,636**	1,731,672
	Ghana Commercial Bank Limited	**287,768**	-
	Ecobank Limited	**375,000**	-
	Processing Fee	**(34,993)**	(27,500)
		6,946,411	4,454,570
	Current portion payable within 12 months	**2,810,551**	1,734,777
	Long term portion payable after 12 months	**4,135,860**	2,719,793

Standard Chartered Bank

The company has a medium term facility of GH¢2,253,000 with the Bank to finance the acquisition of 8 articulator trucks, 10 cargo trucks, 6 station wagons and 3 salon vehicles for operation. The loan is partly to finance the construction and rehabilitation of sheds and depots for cocoa storage. Interest rate is at SCB base lending rate minus 3% (16.49% per annum) compounded monthly and subject to market conditions. The facility is secured by assignment of receivables for GH¢45 million and a specific charge over 16 vehicles purchased and finance by SCB, stamped for GH¢1,500,000 LVB 5787/04. The facility will be repaid over a 36 month period and expires in October 2009.



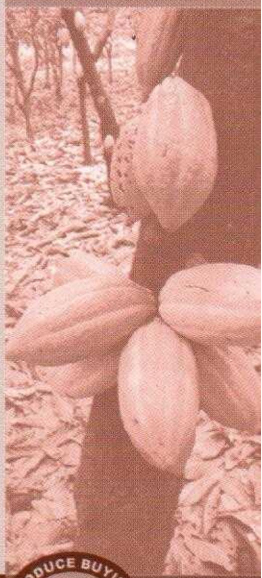
		2008	2007
		GH ¢	GH ¢
20	**BANK OVERDRAFT**		
	Barclays Bank Ghana Limited	-	10,299,156
	Ecobank Ghana Limited	**619,957**	505,227
	Standard Chartered Bank	**311,059**	265,990
	Ghana Commercial Bank	**7,887,906**	585,893
	Agricultural Development Bank	**586,017**	-
	Cal Bank	**4,842**	-
	SG-SSB Limited	**1,810,423**	247,362
		11,220,204	11,903,628

Barclays Bank Ghana Limited
The company has an overdraft facility of GH¢12,000,000 with Barclays Bank Ghana Limited to finance the company's inventory, receivables and other operational bills. Interest rate is at the BBG Base rate (21.25% per annum) minus a spread of 1.75%. The facility is secured by a debenture over floating assets to be upstamped to cover BBG's exposure. The facility expired on 30 September 2007.

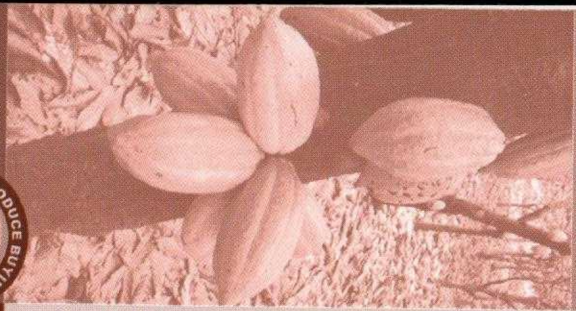
Ecobank Ghana Limited
The company has an overdraft facility of GH¢3,000,000 with Ecobank Ghana Limited to finance cocoa purchase for 2007/08 season, non-trade inventory (jute sacks, spares, fuel), receivables and other operational bills. Interest rate is at the bank's base rate (currently 19.25% per annum) minus 3.75%. Securities for the facility are hypothecation of insured stock of cocoa beans to be shared on a pairi passu basis with other lender banks and assignment and domiciliation of take-over margin. Receivables commensurate with EBG's commitment. The facility expires on 30 September 2008.

Standard Chartered Bank
The company has an overdraft facility of GH¢3,000,000 with the bank as a bridging facility pending the conversion of Cocoa Take Over (CTO's) into cash by COCOBOD. Interest rate is at 14% per annum compounded monthly and is subject to market conditions. The facility is secured by assignment of receivables for GH¢45 million and specific charge over 16 vehicles purchased and financed by SCB, stamped for GH¢1,500,000 LVB 5787/04.

Ghana Commercial Bank
The company has an overdraft facility of GH¢15,000,000 with the bank to support cocoa purchases operations during 2007/08 cocoa season. Interest rate is at 13.75% per annum or any rate to be determined by the Bank from time to time. The facility is secured by negative pledge over fixed assets of the company valued at GH¢4.69 million and assignment of stocks of cocoa beans to be purchased during the 2007/08 Cocoa season valued GH¢60 million and receivables from Ghana Cocoa Board. The facility expires on 30 September 2008.



SG-SSB Bank
The company has an overdraft facility of GH¢10,000,000 with the bank to support cocoa purchases during the 2007/08 main crop and 2008 light crop seasons. Interest rate is at 13.5% per annum and is subject to review in line with market trends and at the discretion of the Bank. The facility is secured by assignment of receivables on cocoa beans to be purchased and pledge over cocoa stocks. The facility expires on 30 September 2008.



PRODUCE BUYING COMPANY LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 SEPTEMBER 2008

24 STATED CAPITAL

a Ordinary shares

	2008 No. of Shares	Proceeds GH¢	2007 No. of Shares	Proceeds GH¢
Authorised Ordinary Shares of no par value	20,000,000,000		20,000,000,000	
Issued and fully paid				
For cash	2,005,000	1,586,800	2,005,000	1,586,800
For consideration other than cash	477,995,000	3,327,477	477,995,000	3,327,477
	480,000,000	4,914,277	480,000,000	4,914,277

The holders of the ordinary shares are entitled to receive dividend declared from time to time and are entitled to one vote per share at meetings of the company.

b Preference shares

No. of preference shares	1	100	1	100
Total stated capital		4,914,377		4,914,377

The preference shares are redeemable (golden cocoa share) allotted to the Ministry of Finance on behalf of Government of Ghana.

PRODUCE BUYING COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS

OR THE YEAR ENDED 30 SEPTEMBER 2008

MEDIUM TERM LOANS (cont'd)

Barclays Bank Ghana Limited

The Company has been granted a Medium (Flexi) Term Loan of GH¢6,000,000 by Barclays Bank to to finance the purchase of motor vehicles. The facility is secured by a debenture registered over all the motor vehicles purchased and any security that is presently held or received by the bank and other banking facilities will also serve as security for the facility. The interest rate charge over the facility is 15.5% (BBG Cedi Base Rate of 19.5% as at June 2007 minus 4.0%). The facility is for a maximum period of 48 months, expiring on 30 June 2011.

Ghana Commercial Bank

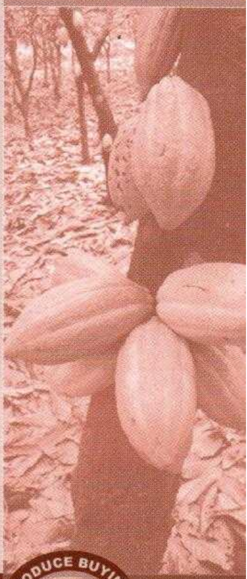
The company has a medium term facility of GH¢500,000 with the Bank to finance the purchase of weighing scales to enhance cocoa purchases. Interest rate is at 13.85% per annum (fixed) or any rate to be determined by the bank from time to time. The facility is secured by a Negative Pledge over fixed assets of the company valued at GH¢4.69 million - net book value of assets as at 30 June 2007, assignment of stocks of cocoa beans to be purchased during the 2007/08 cocoa season valued at GH¢60.0 million and receivables from Ghana Cocoa Board.

Ecobank

The bank has granted a medium term loan facility of GH¢400,000 to the company. The facility is to be use by the company to finance Operational Logistics, Operational Vehicles and Rehabilitation and Renting of warehouses in respect of its participation in the internal marketing of Sheanut beginning with the 2008/09 Sheanut Season. The facility is payable over 48 monthly installments commencing from the end of the month of initial disbursement and interest rate is at the bank's Base Rate (current 21.2%) minus a spread of 5.2% per annum payable monthly in arrears.

		2008	2007
23	**FINANCE LEASE**	**GH¢**	GH¢
	Current portion payable within 12 months	**956,407**	-
	Long term portion payable after 12 months	**2,719,793**	-
		3,676,200	-

The company has been granted a Finance Lease by SG-SSB of GH¢4,000,000 for the purchase of 5 TGM (4x2) cargo trucks, 10 articulator trucks and 15 BMC cargo trucks. The facility is for a period of (7) years. The interest rate is at the bank's base rate of 20.75% less 2.5% (18.25%). The total Lease rental payable at the prevailing rate of 18.25% shall be GH¢6,606,778.62, and the Bank has granted six (6) months moratorium for the repayment of the principal amount granted.



28 FINANCIAL RISK MANAGEMENT

The company has exposure to the following risks from its use of financial instruments;

^ Credit risk
^ Liquidity risk
^ Market risk

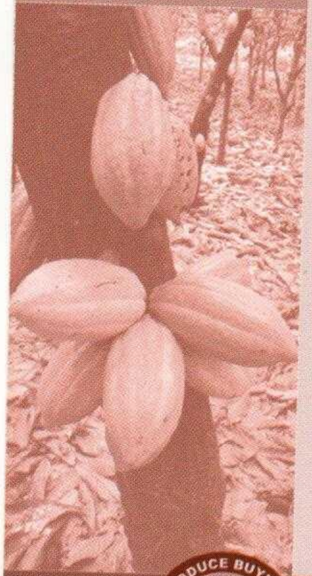
This note presents information about the company's exposure to each of the above risks, the company's objectives, policies and processes for measuring and managing risk, and the company's management of capital.

Risk management framework

The Board of Directors has overall responsibility for the establishment and oversight of the company's risk management framework. The Board has established the Audit and Finance committee, which are responsible for developing and monitoring the company's risk management policies in their specified areas. The team includes selected members of executive management and report regularly to the Board of Directors on their activities.

The company's risk management policies are established to identify and analyse the risks faced by the company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions, products and services offered. The company, through its training and management standards and procedures, aims to develop a disciplined and constructive control environment in which all employees understand their roles and obligations.

The company's Audit and Finance Committee is responsible for monitoring compliance with the company's risk management policies and procedures, and for reviewing the adequacy of risk management framework in relation to the risks faced by the company. This committee is assisted in these functions by a risk management structure in all the units of the company which ensures a consistent assessment of risk management control and procedures.



Credit risk

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

Trade and other receivables

The company's exposure to credit risk is minimised as all sales are made to one individual customer. The company has transacted business with this customer over the years, there has not been much default in payment of outstanding debts.

Allowances for impairment

The company establishes an allowance for impairment losses that represents its estimate of incurred losses in respect of risk and other receivables. The main components of this allowance are a specific loss component that relates to individually significant exposures, and a collective loan loss allowance established for homogeneous assets in respect of losses that have been incurred but not yet been identified. The collective loss allowance is determined based on historical data of payment for similar financial assets.

c **Share in treasury**
Shares in Treasury as at 30 September 2008:-1,246,467 (2007 - 1,246,467).

d **Income surplus (Retained earning)**

This represents the residual of cumulative annual profits that are available for distribution to shareholders.

e **Share deals**

This represents the net effect of shares which the company repurchased into treasury that are available for reissue for the consideration of GH¢1,982 and reclassification of the proceeds of redeemable preference shares of GH¢100 from equity.

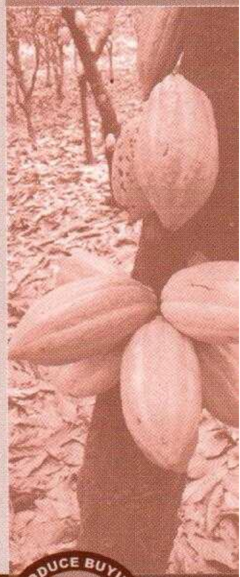
f **Other reserves**
This represents the gain arising from fair value changes of long term investment in Ghana Commercial Bank Limited shares

25 **TITLE DEED**

a Included in the ordinary shares issued for consideration other than cash is an amount of GH¢954,000 which represents part of the value of fixed assets ceded to Produce Buying Company Limited by Ghana Cocoa Board. As mentioned in our report, we have not had sight of the Title Deed of the sheds and buildings as stated in the Company's books to establish the Company's ownership of these assets. However, in a letter dated November 18, 1999 the Government of Ghana gave the following undertaking:

b "The Government has taken over the interest of the Ghana Cocoa Board(Cocobod) in PBC and accordingly undertakes to ensure that the Cocobod takes all steps required of it under the Ceding Agreement of June 30, 1999 executed between the Cocobod and PBC including but not limited to the perfection of all interests and the execution of all documents to effectuate the cession of assets to PBC".

c "The Government further assures the investing public that in the event of Cocobod failing its obligations under the cession agreement, it will take such additional steps including but not limited to compulsory acquisition and arranging of payment of adequate compensation by Cocobod so as to concretise the interest of PBC in the said assets".



26 **EARNINGS PER SHARE**

Basic and Diluted earnings per share
The calculation of basic and diluted earnings per share at 30 September 2008 was based on the profit attributable to ordinary shareholders of GH¢2,110,450 (2007; GH¢124,531) and a weighted average number of ordinary shares outstanding of 480 million (2007 ; 480 million).

27 **DIVIDEND**
Final dividend of GH¢0.0015 per share amounting to GH¢720,000 has been proposed for the year ended 30 September 2008.

The following are contractual maturities of financial liabilities;

30 September 2008

Non-derivative financial liability	Amount GH¢	6 mths or less GH¢	6-12 mths GH¢	1-3 years GH¢
Secured bank loans	40,602,611	31,863,479	1,883,479	6,855,653
Trade and other payables	7,527,478	7,527,478	-	-
Bank overdraft	11,220,204	11,220,204	-	-
Balance at 30 September 2008	**59,350,293**	**50,611,161**	**1,883,479**	**6,855,653**

30 September 2007

Non-derivative financial liability	Amount GH¢	6 mths or less GH¢	6-12 mths GH¢	1-3 years GH¢
Secured bank loans	18,454,570	7,839,888	7,867,389	2,747,293
Trade and other payables	913,601	913,601	-	-
Bank overdraft	11,903,628	11,903,628	-	-
	31,271,799	20,657,117	7,867,389	2,747,293

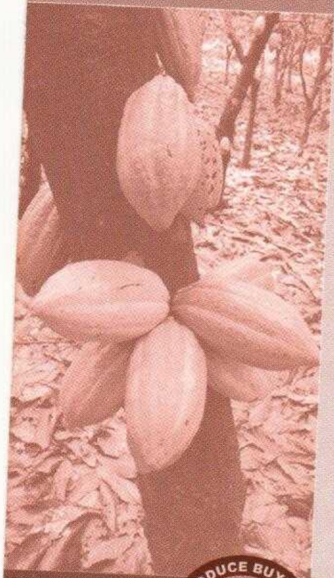
Market risks

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

Foreign currency risk

The company is not exposed to currency risk as there are no transactions and balances denominated in currencies other than the functional currency.

Interest rate risk



Profile

At the reporting date the interest rate profile of the company's interest-bearing financial instruments was;

Variable rate instrument	**Carrying amount** **2008** **GH¢**	2007 GH¢
Financial liabilities	**51,822,815**	30,385,198

Fair value sensitivity analysis for fixed rate instrument

The company did not have fixed rate instrument at 30 September 2008 and also at 30 September 2007

PRODUCE BUYING COMPANY LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 SEPTEMBER 2008

Exposure to credit risks

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date was;

	2008	2007
	GH¢	GH¢
Available for sale Financial Assets	**945,455**	691,055
Loans and Receivables	**12,908,126**	22,489,486
Cash and Cash Equivalents	**11,063,421**	2,336,893
	24,917,002	25,517,434

The maximum exposure to credit risk for trade receivables at the reporting date by type of customer was;

Public Institutions	**5,565,978**	3,791,173

Impairment Losses

	2008		2007	
	Gross	**Impairment**	Gross	Impairment
	GH¢	**GH¢**	GH¢	GH¢
Past due 0 - 180 days	**5,565,978**	**-**	3,791,173	-

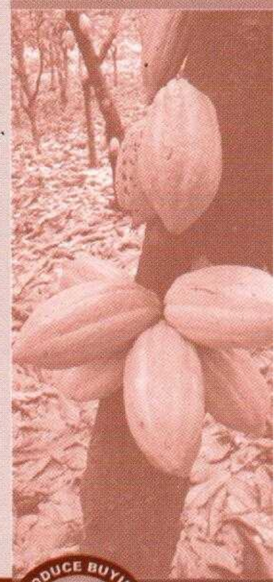
The movement in the allowance in respect of trade receivables during the year was as follows

	2008	2007
	GH¢	GH¢
Balance at 1 October	**5,565,978**	3,791,173
Impairment loss recognised	**-**	-
	5,565,978	3,791,173

Based on historical default rates, the company believes that no impairment is necessary in respect of trade receivables past due up to 180 days.

Liquidity risk

Liquidity risk is the risk that the company either does not have sufficient financial resources available to meet all its obligations and commitments as they fall due, or can access them only at excessive cost. The company's approach to managing liquidity is to ensure that it will maintain adequate liquidity to meet its liabilities when due.



PRODUCE BUYING COMPANY LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 SEPTEMBER 2008

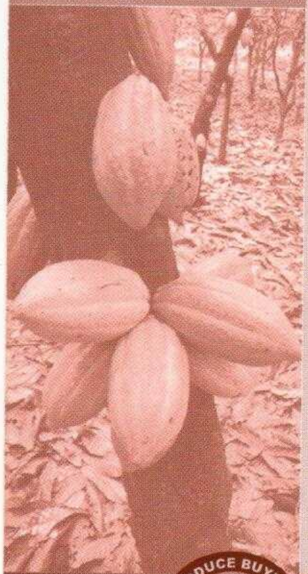
32 SHAREHOLDING DISTRIBUTION

Category	Numbers of Shareholders	Total Holding	Percentage Holding (%)
1 - 1,000	14,483	5,204,318	1.08
1,001 - 5,000	2,351	5,960,600	1.24
5,001 - 10,000	2,094	15,534,943	3.24
Over 10,000	723	453,300,139	94.44
Total	**19,651**	**480,000,000**	**100.00**

33 DIRECTORS SHAREHOLDING

The Directors named below held the following number of shares in the company as at 30 September 2008.

Names	2008	2007
Nana Timothy Aye Kusi - Chairman	**18,700**	18,700
Mr. Joseph Buatsie	**3,000**	3,000
Mr. Andrew Antwi Boasiako	**7,500**	7,500
Mr. Anthony Osei Boakye	**7,000**	7,000
	36,200	36,200



PRODUCE BUYING COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2008

29 FAIR VALUES

Fair values versus carrying amounts

The fair values of financial assets and liabilities, together with carrying amounts shown in the balance sheet are as follows;

	30 September 2008		30 September 2007	
	Carrying Amount	**Fair Value**	Carrying Amount	Fair Value
Loans and Receivables	**GH¢**	**GH¢**	GH¢	GH¢
Trade and Other Receivables	**12,474,943**	**12,474,943**	8,411,516	8,411,516
Cash and Cash Equivalents	**11,063,421**	**11,063,421**	2,336,893	2,336,893
Short Term Investments	**385,218**	**385,218**	14,020,442	14,020,442
	23,923,582	**23,923,582**	24,768,851	24,768,851
Available for Sale				
Long Term Investment	**945,455**	**945,455**	691,055	691,055
Other Financial Liabilities				
Secured Bank Loan	**40,602,611**	**40,602,611**	18,454,570	18,454,570
Trade and Other Payables	**7,527,478**	**7,527,478**	913,601	913,601
Bank Overdraft	**11,220,204**	**11,220,204**	11,903,628	11,903,628
	59,350,293	**59,350,293**	31,271,799	31,271,799

30 CAPITAL COMMITMENTS

There were no commitments for capital expenditure at the balance sheet date and at 30 September 2007

31 EMPLOYEE BENEFITS

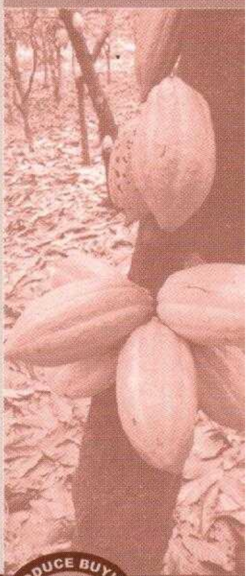
Deferred Contribution Plans

Social Security

Under a National Deferred Benefit Pension Scheme, the company contributes 12.5% of employee basic salary to the Social Security and National Insurance Trust (SSNIT) for employee pension. The company's obligation is limited to the relevant contribution, which were settled on due dates. The pension liabilities and obligations however, rest with SSNIT.

Provident Fund

The company has a provident fund scheme for the staff under which the company contribute 5% of staff basic salary. The obligation under the plan is limited to the relevant contributions and these are settled on due dates to the fund manager.



PRODUCE BUYING COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2008

EXPLANATION TO TRANSITION TO IFRS (cont'd)

Reconciliation of profit for 2007

	Note	GAS GH¢	Effect of transition to IFRS GH¢	IFRS GH¢
Revenue	e	195,112,656	(1,929,886)	193,182,770
Cost of sales	f	(173,222,319)	(2,157,798)	(171,064,521)
Gross profit		21,890,337	227,912	22,118,249
Other income	g	1,628,248	(614,717)	1,013,531
General and admin expenses	h	(19,576,582)	(1,889)	(19,578,471)
		3,942,003	(388,694)	3,553,309
Finance cost	i	(3,228,398)	62,883	(3,165,515)
Profit before tax		713,605	(325,811)	387,794
Taxation		(263,263)	-	(263,263)
		450,342	(325,811)	124,531

The effects of adjustments on the income statement are described below

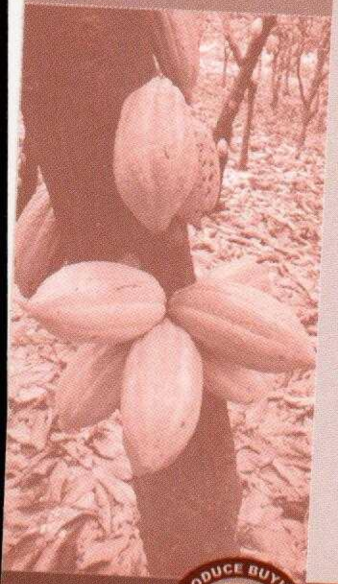
e Gross haulage income of GH¢1,327,181 reclassified from other income is added to revenue,GH¢86,948 sales for 2007 recognised in 2006, GH¢458 sales for 2007 recognised in 2008 and sales for other years of GH¢3,344,473 deferred from 2007 revenue.

f Cost of sales of GH¢738,847 for haulage added to cost of sales and GH¢1,116,534 and GH¢1,858,250 relating to cost of sales for 2006 and 2008 respectively are removed; GH¢77,739 and GH¢400 cost of sales included in 2006 and 2008 respectively were added to 2007 cost of sales.

g Net haulage income of GH¢588,333 and interest income of GH¢35,383 reclassified from other income.

h The discount on staff loans is added to staff cost and hence increases administrative expenses.

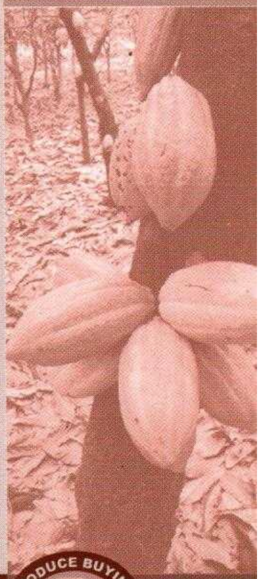
i Processing fee for future years of GH¢27,500 deferred and interest income of GH¢35,383 deducted to arrive at the net finance cost.



PRODUCE BUYING COMPANY LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 SEPTEMBER 2008

34 20 LARGEST SHAREHOLDERS

	Shareholders	Number of Shares	Percentage Holding (%)
1	Social Security & National Insurance Trust	182,879,412	38.10
2	Ministry of Finance - Government of Ghana	176,112,259	36.69
3	NTHC/Institutional Investor Consortium	58,746,819	12.24
4	NTHC Limited	8,991,934	1.87
5	Current PBC Employees/Commission Agents	5,127,577	1.07
6	GCCSFA/Farmers - Individuals	1,547,307	0.32
7	GCCFA/Farmers - Association	1,250,000	0.26
8	State Insurance Company Limited	1,000,000	0.21
9	Yirenkyi Samuel Ernest Mr.	1,000,000	0.21
10	DBL/Galtere International Fund	1,000,000	0.21
11	BBGN/SSB Eaton Vance Tax-Managed Emerging Mkts Funds	650,000	0.14
12	BBGN/SSB As Custodian For Eaton Vance	382,428	0.08
13	BBGN/Bank of New York Brussels Branch	354,118	0.07
14	MSL Portfolio	208,216	0.04
15	Akoto- Bamfo Edmund	208,065	0.04
16	Aluworks Limited	200,000	0.04
17	BBGN/SSB Eaton Vance Structured Emerging Mkt Fund	200,000	0.04
18	BBGN/BNY Brussels Branch	162,500	0.03
19	BBGN/CITIBANK Wilmington Multi Manager Int. Fund	162,500	0.03
20	BBGN/CITIBANK Balentine Int. Equity Fund Select CP	162,500	0.03
		440,345,635	91.58



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