PBC LTD

ANNUAL REPORT

2014 / 2015

Premium Quality Service

Accountants &
business advisers

PBC LIMITED

FINANCIAL STATEMENTS

30TH SEPTEMBER 2015

PBC LIMITED
FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30TH SEPTEMBER 2015

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PBC LIMITED

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the **15th** Annual General Meeting of **PBC LIMITED** will be held at the **EBENEZER PRESBYTERIAN CHURCH HALL, OSU** on the **24TH DAY OF AUGUST, 2016** at **10:00 a.m.** to transact the following business:-

AGENDA

1. (a) To receive, consider and adopt the Report of the Directors, Auditors and Financial Statements for the year ended 30th September, 2015

   (b) Chief Executive Officer's review of Operations

2. To approve changes in Directorship by Directors retiring by rotation

   i. Prof. Basil Clarence Frans Lokko
   ii. Mr. Matthew Boadu Adjei
   iii. Mr. Abraham Amaliba

3. To re-elect the following Directors retiring by rotation

   i. Prof. Basil Clarence Frans' Lokko
   ii. Mr. Matthew Boadu Adjei
   iii. Mr. Abraham Amaliba

4. To authorise the Directors to fix the remuneration of the Auditors for the year ending 30th September, 2016.

DATED THIS 28TH JULY, 2016 BY ORDER OF THE BOARD

Edem Ama Sekyi (Mrs.)
COMPANY 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/her. A Proxy need not be a member of the Company. A Form of Proxy, for it to be valid for the purpose of the meeting, 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 later than forty-eight (48) hours before the appointed time of the meeting.

PBC LIMITED
CORPORATE INFORMATION
FOR THE YEAR ENDED 30TH SEPTEMBER 2015

BOARD OF DIRECTORS	Capt. Kwadjo Adunkwa Butah (Rtd.)	-	Chairman
	Maxwell Kojo Atta-Krah	-	Chief Executive Officer/Director
	Prof. Basil Clarence Frans Lokko	-	Director
	Mabel Oseiwa Quakyi (Mrs.)	-	Director
	Abraham Amaliba	-	Director
	Hayford Kofi Nimoh	-	Director
	Prof. Mohammed Salifu	-	Director
	Mathew Boadu Adjei	-	Director
	Thomas Dzoleto Kwami	-	Director
	Emmanuel Karikari Gyamfi	-	Director
	Stephen Baba Kumasi	-	Director

SECRETARY Edem Ama Sekyi (Mrs.)

TOP MANAGEMENT	Maxwell Kojo Atta-Krah	-	Chief Executive Officer
	Nana Agyenim Boateng I	-	Deputy Chief Executive Officer (Operations)
	Joseph Osei Manu	-	Deputy Chief Executive Officer (Finance and Administration)

AUDITORS
PKF
Chartered Accountants
Farrar Avenue
P. O. Box 1219
Accra

SOLICITOR
Edem Ama Sekyi (Mrs.)
PBC Limited
No. 106, Olusegun Obasanjo Way
Dzorwulu Junction
Accra

REGISTERED OFFICE
No. 106, Olusegun Obasanjo Way
Dzorwulu Junction
Accra

REGISTRAR
NTHC Registrars
Matco House, Adabraka
P O Box KIA 9563
Airport, Accra

BANKERS
Barclays Bank of Ghana Limited
Ecobank (Ghana) Limited
GCB Bank Limited
Societe Generale (Ghana) Limited
Standard Chartered Bank (Ghana) Limited
Universal Merchant Bank (Ghana) Limited
ADB Bank Limited
Cal Bank Limited
NIB Bank Limited
Stanbic Bank (Ghana) Limited

BOARD CHAIRMAN'S STATEMENT

Distinguished Shareholders, Ladies and Gentlemen,

I welcome you on behalf of the Board and on my own behalf to the 15th Annual General Meeting of the Company and present to you PBC Limited's Annual Report and Statement of Accounts for the financial year ended 30th September, 2015.

The operating year of 2014/15 took off with great expectations for a significant improvement in the Company's performance on account of encouraging signals that were evident as we entered the New Crop Year. The fall in the international price of cocoa in the preceding year had been reversed giving rise to an increase in the international price of the commodity. This windfall to the fortunes of Ghana Cocoa Board (COCOBOD) enabled the operators of the industry to receive increased payment of Margins.

Thus the Buyers Margin paid to Licensed Buying Companies (LBCs) was increased by a significant 95% to make up for the preceding years that they had to operate on stagnated Margins despite operational cost increases.

The Hauliers' Margin paid for the movement of cocoa to Take-over Centers at the ports also received a 58% increase. These positive developments gave us hope of a more promising operational year.

OPERATIONAL RESULTS

Regrettably however, the positive expectations arising out of the improved Margins failed to materialize as national output of the produce unexpectedly got leaner and leaner throughout the season.

National targets originally fixed at 900,000 tonnes therefore had to be revised downwards. This called for the concomitant reduction of the Company's planned purchases downwards from 310,812 tonnes to 250,000 tonnes. Ultimately, the national output for the year under review was 740,254 tonnes, a 17.5% decrease from the previous year's output of 896,917 tonnes while PBC Limited purchased a total of 230,989 tonnes, a decrease of 21.5% from the previous year's purchases of 294,261 tonnes.

This, presented the Company with total earnings of GH¢1,470,972,519 an increase of 29.2% over that of the previous year's figure of GH¢1,138,631,772. The proportion of these earnings to the cost of sales is 88% as compared to the previous year's of 90% of the revenue.

Direct operating expenses increased by 51.5% over the previous year's due to the following:

i. Increased competitive agency commission payments.

ii. Higher depreciation of operational assets

iii. General increase in the cost of operational inputs and logistics.

An increase of 12.5% in general and administrative expenses arose mainly out of staff cost increase and a rather high utility cost increase for running generators.

Finance costs continued to take a heavy toll on the Company's finances as it increased by 38.7% from GH¢61,359,299 the previous year to GH¢85,135,184 as a result of the increased need for operational funds with the attendant increased interest rates.

In the final analysis despite these cost increases, your Company was able to establish a profit before tax of GH¢7,526,966.

SUBSIDIARY

The Golden Bean Hotel in Kumasi operated through the whole year as a 100% owned subsidiary of the Company. It has already received positive comments from patrons in the Kumasi metropolis. The staff have been excellent in their approach to duty, a fact that has not gone unnoticed.

The total cost of GH¢42.250 million incurred in its establishment to date is made up of GH¢10 million Bank Loan (from Societe Generale) and PBC Equity of GH¢32.250 million.

From a total revenue of GH¢8,147,184 gained in the course of the year, the hotel expended a total of GH¢4,660,681 in direct operating expenses and GH¢6,079,123 in administrative and general expenses. This resulted in a first year net operating loss of GH¢2,830,352.

As a start-up Company, this result has not been totally unexpected. With the rather huge depreciation cost of over GH¢3,569,851 and the initial high staff level and office costs, earned income got swallowed up.

However, with expectation of a reducing depreciation cost over time and equally expected reducing cost on staff and office set-up, supported with a more aggressive operation for increased patronage, end of year results should soon become profitable.

INVESTMENTS

The PBC Shea factory is unfortunately not fully completed for operations at full capacity as reported on last year. Efforts to get the Solvent Extraction component of the plant to become functional are being expedited.

In order to resolve this difficulty, the Board on the advice of technical experts have approved the complete replacement of the Solvent Extraction component, while dealing with the collateral issues arising out of the non-functioning of the original plant with the suppliers.

The Shea factory is potentially a rich foreign exchange earner for PBC Ltd. and has great potential as a revenue generating outlet as well. No effort is being spared to get the factory to full working order as quickly as possible.

SOCIAL SERVICES

The Company provided modest support and donations to various organizations and farmer communities in the course of the year. A total amount of GH¢110,000 was spent in this respect. It is expected that when the Company's earnings improve in subsequent years it will become possible to improve this particularly for the benefit of our farmers.

DIVIDEND

The Board could not again recommend the payment of any dividend this year. With a negative Income Surplus Account arising out of the losses incurred in earlier years, it has become necessary to advise for the retention of the marginal profit made to enable consideration for dividend payments upon a continued and improved performance in the subsequent years.

PROSPECTS FOR THE FUTURE

Your Company, with the correction of some fundamentals identified with its capital structure as it exists now, should be able to become a more profitable institution.

i. It is necessary to complete the Ceding and Assets Transfer arrangements established at the time of the Divestiture. The incomplete divestiture arrangements create operational difficulties as well as other challenges which have financial implications. Ability to deal with these would pave the way for a smoother and more rewarding operation.

ii. There is absolute need for the injection of some Equity Capital into the Company. The Company has been and still is a wholly LOAN DEPENDENT one. Unjustified levels/portions of earnings are therefore used to service loans mobilized for its operations.

The Board has recognized these two outstanding matters as most crucial and is taking all necessary steps to get them resolved soonest for the benefit of the Company.

Beyond these, the Board has approved for the Company to be involved more aggressively in the certified cocoa operations. It is believed that while helping to improve yield, this will enable the attraction of more farmers to sell their produce to the Company and improve its market share.

As a start in this direction, the Company is initiating an Input Supply Programme which will metamorphose into the certified Bean Programme as markets are established.

The Board expects better operation from the two subsidiaries, especially PBC Shea when the retrofitting is completed in the course of the year. There should therefore be better contribution from the subsidiary to justify their establishment.

Overall, the Board shall provide the needed guidance for the prudent operation of your Company and it is hoped that the gains in this effort will not be delayed in being realized.

CAPTAIN KWADJO ADUNKWA BUTAH (RTD.)
CHAIRMAN OF THE BOARD

CHIEF EXECUTIVE OFFICER'S REVIEW OF OPERATIONS

INTRODUCTION

The 2014/15 Financial Year experienced yet another unfavourable general economic situation as a result of high inflation, persistent energy crisis, high exchange and interest rates regimes. These factors obviously impacted on the generally on business activities in the country resulting in a higher than expected operational cost particularly that of borrowing.

Against the background of all these challenges therefore, the Company recorded a modest Net Profit of GH¢6.27 Million in the year under review as compared to the net loss of GH¢ 25.31 Million recorded in the previous year.

The main cause of this performance in the year is attributable to the following:

1. The unfavourable weather conditions that significantly affected the national cocoa output and reduced the quantity of cocoa purchased and delivered by the Company in the year under review.
2. The Company's continued reliance on borrowings from the market to supplement funds for purchases still presents it with a cost outlay too heavy to bear. Need for supplementary funds beyond that from the traditional COCOBOD source continued to place the operations of the Company on excessive short term borrowings at high interest charges. In the year under review the Company spent 51.2% of its gross operational earnings in servicing Finance Cost.
3. The general unfavourable economic situation caused by excessive increases in costs of all major operational inputs and logistics.

The proposal to raise some Equity Capital for the Company through a **RIGHTS ISSUE OR PRIVATE PLACEMENT** which has been on the drawing board for a number of years should be pursued to its logical conclusion. It is hoped that a serious thought will be given to this proposal as the Board of Directors continue to engage the major shareholders on the issue.

PERFORMANCE REVIEW

The review of the Company's performance focuses on comparing key indicators on revenue earned and expenditure incurred, and the financial results of the year to that of the previous year.

Total Revenue earned of GH¢1.471 billion arose out of the three main core activities of the Company, namely, **cocoa operations with revenue of GH¢1.413 billion, sheanut activities GH¢35.660 million and haulage service GH¢7.986.00 million.**

Revenue for cocoa operations increased from GH¢1.115 billion to GH¢1.413 billion, an increase of 26.6% due mainly to the increase in producer price of cocoa purchased from GH¢5,600 per tonne to GH¢6,800 per tonne in the year under review.

With a decrease of 17.5% in national Cocoa purchases from 896,917 tonnes in 2013/14 to 740,254 tonnes in 2014/15, the Company's purchases similarly decreased by 21.5% from 294,261 tonnes in 2013/14 to 230,989 tonnes in 2014/15.

Revenue for the haulage service increased from GH¢14.704 million to GH¢22.114 million, an increase of 50.3% due to the increase in the quantity of Cocoa hauled at the secondary level by the Company's articulated and cargo trucks.

Revenue for sheanut increased by 346% from GH¢7.986 million to GH¢35.660 million due to increase in sheanut activities and purchases in the sheanut sector.

Cost of sales of cocoa operations increased by 24.8% from GH¢1.009 billion to GH¢1.259 billion due to the significant jump in the producer price per tonne of cocoa purchased.

Direct cost of haulage services also increased by 33% from GH¢13.525 million to GH¢18.016 million due to increase in cost of inputs, fuel, tyres, spare parts etc. arising out of the general economic conditions.

Out of the total revenue and the associated cost of sales, the Company registered a gross profit of GH¢166.405 million as compared to last year's figure of GH¢110.830 million, an increase of about 50%.

The gross profit of GH¢166.405 million has GH¢153.225 million as contribution from cocoa operations, GH¢4.097 million from haulage services and GH¢9.083 million from sheanut activities.

Direct operating expenses increased by 51.5% over the previous year's figure of GH¢49.083 million to GH¢74.343 million. The increase is largely attributable to the following:

i. An increase in the amount paid as agency commission. There is the urgent need to pay a competitive rate to Commission Marketing Clerks (CMCs) in order to maintain their loyalty to the Company in the current competitive internal marketing of cocoa. Rates paid to CMCs are normally linked to producer price paid to farmers.

ii. High depreciation of operational assets occasioned by some acquisitions made within the year.

iii. General increase in the cost of operational inputs and logistics.

General and administration expenses which are made up of staff, office and estate costs rose by 12% from GH¢35.179 million to GH¢39.408 million. The breakdown is as follows:

i. Staff cost increased by 11.8% from GH¢26.287 million to GH¢29.389 million due to increase in the salaries and allowances of staff in line with general economic conditions.

ii. Office cost increased by 18.8% from GH¢5.867 million to GH¢6.971 million attributable to general price increases in the country and

iii. Estate and Property cost increased marginally by 0.8% from GH¢3.025 million to GH¢3.048 as a result of rehabilitation of some of the Company's dilapidated sheds and depots.

Total expenses (excluding financing cost) increased by 34% from GH¢84.263 million to GH¢113.751 million. The Company thus recorded an operating profit before Financing cost of GH¢92.662 million as compared to the previous year's figure of GH¢34.726 million an increase of about 167%.

Other income increased by 390.4% from GH¢8.158 million to GH¢40.008 million due mainly to Assets Disposal Gains from the Company's disposal of its Car Park Facility and other auxillary properties located at Tema to the COCOBOD for the construction of a Strategic Warehouse for cocoa storage.

Net finance cost increased by 38.7% from GH¢61.359 million to GH¢85,135 million mainly due to the Company's continued and persistent reliance on short term borrowings for cocoa purchases due to the need for supplementary funding beyond the traditional COCOBOD source. The relatively high cost associated with such borrowings in the regime of increased interest rates accounted for the high finance cost. The finance cost constituted 51.2% of gross operational earnings, a marginal decrease over the previous year figure of 55.3%.

The urgent need for the introduction of some equity funds in the Company's capital structure cannot be over-emphasized. The financial results clearly depicts the precarious financial state of the Company as a result of the overburdening finance cost.

KEY FINANCIAL PERFORMANCE INDICATORS

Some key financial indicators on the Company's activities improved slightly in line with the marginal increase in the Company's level of profitability.

i) Basic Earnings per Share (EPS) increased by 125% from (GH¢0.0527) to GH¢ 0.0131.

ii) Return on Capital Employed (ROCE) increased from the previous year's figure of (180.25%) to 32.53%. The balance sheet showed a growth in shareholder's equity by 37.3% from GH¢14.036 million to GH¢19.274 million.

OUTLOOK

The Board of Directors and Management will continue to dialogue with the major Shareholders to ensure that all outstanding issues relating to the Equity Capitalization are resolved.

The Company will continue to put in place the needed strategies to improve its operational capacities and efficiency to increase its market share, increase volume of purchases to enhance its revenue and boost its profit levels in the years ahead.

The certification programme meant to boost the Company's market share and keep it stronger in the competitive market will be pursued vigorously in the years ahead.

Improved farmer's relationship through provision of incentives will continue to engage the attention of Management.

Again, the Company will put in place appropriate strategies to monitor and effectively and efficiently manage the various investments being undertaken to ensure maximum return. The Golden Bean Hotel Ltd has been weaned off, after having operated for one year. It is hoped that the technical challenges facing PBC Shea Ltd will be resolved in the not too distant period for the two subsidiaries to contribute meaningfully to the total group effort.

MAXWELL KOJO ATTA-KRAH
CHIEF EXECUTIVE OFFICER

PBC LIMITED
REPORT OF THE DIRECTORS
ON THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30TH SEPTEMBER 2015

In accordance with the requirements of Section 132 of the Companies Act, 1963 (Act 179), we the Board of Directors of PBC Limited, present herewith the annual report on the state of affairs of the Company for the year ended 30th September, 2015.

Results of Operations	**2015**	**2014**
	GH¢	**GH¢**
Turnover	**1,470,972,519**	1,138,631,772
Profit/(Loss) before tax of	**7,526,966**	(26,633,513)
From which is deducted provision for the Estimated income tax liability of	**(1,256,561)**	1,323,488
Leaving a net profit/(loss) after tax of	**6,270,405**	(25,310,025)
To which is added the retained earnings as at 1st October	**(4,464,095)**	20,896,831
	1,806,310	(4,413,194)
And a prior year adjustment of	**0**	(50,901)
Resulting in a balance carried to the Balance sheet of	**1,806,310**	(4,464,095)

Dividend

No dividends are recommended by the Directors for the year ended 30th September, 2015.

Nature of Business

The nature of businesses which the Company is authorised to carry on are;

- to acquire and take over as a going concern the activities and business of the Produce Buying Division of the Ghana Cocoa Marketing Board and all or any of the assets and liabilities of the said Produce Buying Division of Ghana Cocoa Marketing Board;

- to buy, collect, store, transport, process or otherwise deal in cocoa, coffee and sheanuts and shea butter and any other agricultural produce;

- to carry out arrangements, financial or otherwise for the purchase of cocoa and sell same to the Ghana Cocoa Board;

- to carry out arrangements, financial or otherwise for the purchase and sale of coffee, sheanuts, shea butter and other agricultural produce;

- to carry on business related and incidental to agricultural inputs, supply and services and estate development;

- to appoint agents or enter into arrangement with any Company, Firm or any person or group of persons with the view to carrying on the business of the Company and

- To undertake such other businesses or investments as shall be given prior approval by members of the Company in General Meeting.

Corporate Status

On the 15th of September 1999, the Company was incorporated as a Limited liability Company under the Companies Act, 1963 (Act 179). On the 19th of May, 2000 the Company got 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:

Names			Date of first appointment	Date of retirement
Capt. Kwadjo Adunkwa Butah (Rtd.)	-	Chairman	28.03.2014	-
Mr. Maxwell Kojo Atta-Krah	-	Chief Executive Officer	01.12.2009	-
Prof. Basil Clarence Frans Lokko	-	Member	28.03.2014	-
Mr. Abraham Amaliba	-	Member	28.03.2014	-
Mrs. Mabel Oseiwa Quakyi	-	Member	23.10.2009	-
Mr. Hayford Kofi Nimoh	-	Member	15.04.2014	-
Prof. Mohammed Salifu	-	Member	11.11.2014	-
Mr. Stephen Baba Kumasi	-	Member	25.03.2011	-
Mr. Mathew Boadu Adjei	-	Member	28.03.2014	-
Mr. Thomas Dzoleto Kwami	-	Member	28.03.2014	-
Mr. Karikari Gyamfi	-	Member	24.06.2015	-
Mr. Yaw Sarpong	-	Retired	24.04.2009	24.06.2015

Auditors

A resolution authorizing Directors to fix the remuneration of the Auditors for the year ending 30th September, 2016 PKF will be put before the Annual General Meeting in accordance with Section 134 (11) of the Companies Act, 1963 (Act 179).

Events after Reporting Date

The Directors confirm that no matters have arisen since 30th September, 2015 which materially affect the financial statements of the Company for the year ended on that date.

BY ORDER OF THE BOARD

…………………………..**Director** ....………………..**Director**

30th September, 2015
…………………………..

PKF

Accountants & business advisers

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF
PBC LIMITED
ON THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30TH SEPTEMBER 2015

Report on the Financial Statements

We have audited the accompanying financial statements of PBC Limited which comprise the statement of financial position as of 30th September, 2015, the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended and a summary of significant accounting policies and other explanatory notes.

Directors' Responsibility for the Financial Statements

The Directors are responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards and in the manner required by the Companies Act, 1963 (Act 179) Securities and Exchange Commission Regulations, 2003 (LI 1728) and Ghana Stock Exchange Membership Regulations, 1991 (LI 1510) as amended. This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies and making accounting estimates that are reasonable in the circumstances.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the Auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Directors, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Emphasis of Matter

We have not had sight of the Title Deeds for the sheds and buildings ceded to the Company by the Ghana Cocoa Board as stated in the Company's books to establish the Company's ownership of these assets. However as stated in Note 25, the Government has undertaken to ensure that Ghana Cocoa Board takes all steps required of it under the Ceding Agreement of 30th June, 1999 to effectuate the cession of assets to PBC Limited.

Opinion

In our opinion, subject to any adjustment that might have been found to be necessary and 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 PBC Limited as of 30th September, 2015 and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards and in compliance with the Companies Act, 1963 (Act 179), Securities and Exchange Commission Regulations, 2003 (LI 1728) and Ghana Stock Exchange Membership Regulations, 1991 (LI 1510) as amended.

Report on other Legal and Regulatory Requirements

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

i Except for the Title Deeds of the sheds and buildings ceded to the Company by Ghana Cocoa Board, we obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.

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

iii The Company's statement of financial position and statement of comprehensive income are in agreement with the books of accounts.

PKF
....

Signed by: F. Bruce-Tagoe (ICAG/P/1087)
For and on behalf of
PKF: (ICAG/F/2015/039)
Chartered Accountants
Farrar Avenue
P. O. Box GP 1219
Accra.

22nd December
.... **2015**

PBC LIMITED

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE YEAR ENDED 30TH SEPTEMBER 2015

	NOTES	2015 GH¢	2014 GH¢
Revenue	*6*	**1,470,972,519**	1,138,631,772
Cost of Sales		**(1,304,567,492)**	(1,027,800,920)
Gross Profit		**166,405,027**	110,830,852
Other Income	*8*	**40,008,119**	8,158,203
Direct Operating Expenses		**(74,343,234)**	(49,083,922)
General and Administrative Expenses	*7*	**(39,407,762)**	(35,179,347)
Operating profit before financing cost		**92,662,150**	34,725,786
Net Finance Expenses	*9*	**(85,135,184)**	(61,359,299)
Profit/(Loss) before Taxation		**7,526,966**	(26,633,513)
Income Tax Expense	*10a*	**(1,256,561)**	1,323,488
Profit/(Loss) for the year transferred to Income Surplus Account		**6,270,405**	(25,310,025)
Other Comprehensive Income			
Available -for-Sale Financial Assets		**(1,032,687)**	(123,637)
Total Other Comprehensive Income		**(1,032,687)**	(123,637)
Total Comprehensive Income for the year		**5,237,718**	(25,433,662)
Basic earning per share (GH¢)		**0.0131**	(0.0527)
Diluted earning per share (GH¢)		**0.0131**	(0.0527)

PBC LIMITED

STATEMENT OF FINANCIAL POSITION
AS AT 30TH SEPTEMBER 2015

	NOTES	2015	2014
Non-current assets		**GH¢**	**GH¢**
Property, plant and equipment	***13a***	**100,756,224**	75,419,148
Investment in Subsidiaries	***14***	**69,805,596**	57,533,966
Available for sale financial assets	***12***	**2,698,183**	3,730,870
Total non-current assets		**173,260,003**	136,683,984
Current assets			
Inventories	***15***	**59,388,108**	34,775,878
Account receivables	***16***	**125,455,819**	86,854,473
Short term investments	***17***	**24,840,031**	47,537,137
Cash and cash equivalents	***18***	**43,796,209**	27,986,677
Total current assets		**253,480,167**	197,154,165
Total assets		**426,740,170**	333,838,149
Equity			
Stated capital	***24a***	**15,000,000**	15,000,000
Retained earnings	***24c***	**1,806,310**	(4,464,095)
Other reserves	***24d***	**2,467,780**	3,500,467
Total equity		**19,274,090**	14,036,372
Non-current liabilities			
Deferred tax liability	***11a***	**1,725,042**	468,481
Finance lease	***23***	**3,479,260**	4,546,891
Medium term loan	***22a***	**7,237,664**	10,453,232
Long term loan	***22b***	**13,351,610**	8,334,072
Preference share capital	***24b***	**100**	100
Total non-current liabilities		**25,793,676**	23,802,776
Current liabilities			
Bank overdraft	***20***	**236,413,334**	159,123,779
Short Term Loan	***21***	**123,601,092**	118,195,000
Medium term loan (current portion)	***22a***	**7,214,184**	5,854,018
Finance lease (current portion)	***23***	**1,166,804**	1,166,804
Account payables	***19***	**13,276,990**	11,659,400
Total current liabilities		**381,672,404**	295,999,001
Total liabilities		**407,466,080**	319,801,777
Total liabilities and equity		**426,740,170**	333,838,149

Approved by the Board on 22nd December **2015**

……………………………Director **………………………………. Director**

PBC LIMITED

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30TH SEPTEMBER 2015

CAPITAL AND RESERVES

2015

	Stated Capital GH¢	Retained Earnings GH¢	Other Reserves GH¢	Total Equity GH¢
Balance at 1st October	15,000,000	(4,464,095)	3,500,467	14,036,372
Profit for the year	0	6,270,405	0	6,270,405
Movement in available for sale asset	0	0	(1,032,687)	(1,032,687)
Balance at 30th September	**15,000,000**	**1,806,310**	**2,467,780**	**19,274,090**

2014

	Stated Capital GH¢	Retained Earnings GH¢	Other Reserves GH¢	Total Equity GH¢
Balance at 1st October	15,000,000	20,896,831	3,624,104	39,520,935
Prior year adjustment	0	(50,901)	0	(50,901)
Loss for the year	0	(25,310,025)	0	(25,310,025)
Movement in available for sale asset	0	0	(123,637)	(123,637)
Balance at 30th September	**15,000,000**	**(4,464,095)**	**3,500,467**	**14,036,372**

PBC LIMITED

STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 30TH SEPTEMBER 2015

	2015 GH¢	2014 GH¢
Cash flows from operating activities		
Profit/(Loss) before taxation	**7,526,966**	(26,633,513)
Adjustment for:		
Depreciation and Amortisation charges	**12,513,706**	8,479,294
Interest Received	**(5,047,706)**	(1,464,180)
Profit on Property, Plant and Equipment Disposals	**(32,090,003)**	(65,698)
Interest expense	**90,182,890**	62,823,479
Operating profit before working capital changes	**73,085,853**	43,139,382
Change in inventories	**(24,612,230)**	22,138,907
Change in trade and other receivables	**(15,370,975)**	(32,278,674)
Changes in Investment in Subsidiaries	**(12,271,630)**	(20,801,523)
Change in trade and other payables	**1,617,590**	1,706,123
Cash generated from operations	**22,448,608**	13,904,215
Income taxes paid	**0**	(1,891,689)
Net cash flow from operating activities	**22,448,608**	12,012,526
Cash flow from investing activities		
Interest Received	**5,047,706**	1,464,180
Proceeds from disposal of Assets	**10,918,852**	622,836
Payments to acquire Property, Plant and Equipment	**(39,910,002)**	(18,427,359)
Net Cash used in Investing Activities	**(23,943,444)**	(16,340,343)
Cash flows from Financing Activities		
Interest paid	**(90,182,890)**	(62,823,479)
Changes in Short Term Loan	**5,406,092**	68,382,500
Changes in Finance Lease	**(1,067,631)**	4,673,219
Changes in Medium Term Loan	**(1,855,403)**	(519,558)
Changes in Long Term Loan	**5,017,539**	3,072,039
Net Cash flows from Financing Activities	**(82,682,293)**	12,784,721
Net Decrease in Cash and Cash equivalents	**(84,177,129)**	8,456,904
Cash and Cash equivalents at 1st October	**(83,599,965)**	(92,056,869)
Cash and Cash equivalents at 30th September	**(167,777,094)**	(83,599,965)
Cash and Cash Equivalents.		
Cash in Hand and at Bank	**43,796,209**	27,986,677
Bank overdraft	**(236,413,334)**	(159,123,779)
Treasury Bills/Call Deposits	**24,840,031**	47,537,137
	(167,777,094)	(83,599,965)

1.0. REPORTING ENTITY

PBC Limited is a Company registered and domiciled in Ghana. The Company's registered office is located at No. 106, Olusegun Obasanjo Way Dzorwulu Junction, Accra as indicated on page 2 of the Annual Report. The Company is authorised to undertake the following;

- to acquire and take over as a going concern the activities and business of the Produce Buying Division of the Ghana Cocoa Marketing Board and all or any of the assets and liabilities of the said Produce Buying Division of the Ghana Cocoa Marketing Board;
- to buy, collect, store, transport, process or otherwise deal in cocoa, coffee and sheanuts and shea butter and any agricultural produce;
- to carry out arrangements, financial or otherwise for the purchase of cocoa and sell same to the Ghana Cocoa Board;
- to carry out arrangements, financial or otherwise for the purchase and sale of coffee, sheanuts, shea butter and other agricultural produce;
- to carry on business related and incidental to agricultural inputs, supply and services and estate development, and;
- to appoint agents or enter into arrangement with any company, firm or any person or group of persons with the view to carrying on the business of the Company.
- To undertake such other businesses or investments as shall be given prior approval by members of the Company in General Meeting.

2.0 BASIS OF PREPARATION

a. Statement of compliance

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRSs) as adopted by the Institute of Chartered Accountants Ghana (ICAG).

b. Basis of measurement

The financial statements are prepared on the historical cost basis except for financial instruments and other assets that are stated at fair values.

c. Functional and presentational currency

The financial statements are presented in Ghana Cedis (GH¢) which is the Company's functional currency.

d. Use of estimates and judgement

The preparation of financial statements in conformity with IFRSs requires Management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

In particular, information about significant areas of estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amount recognised in the financial statements are described in notes 4 and 29.

3.0 SIGNIFICANT ACCOUNTING POLICIES

The accounting policies set out below have been applied consistently to all periods presented in these financial statements by the Company.

(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 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 the Board of Directors.

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

(i) Sale of goods

Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, 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.

(ii) 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 the statement of comprehensive income statement 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

(i) 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.

(ii) 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. 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) Event after reporting date

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. 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

(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) Borrowing cost

Borrowing costs shall be recognised as an expense in the period in which they are incurred, except to the extent that borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset shall be capitalised as part of the cost of that asset.

The capitalisation of borrowing costs as part of the cost of a qualifying asset shall commence when: expenditures for the asset are being incurred; borrowing costs are being incurred; and activities that are necessary to prepare the asset for its intended use or sale are in progress

Capitalisation of borrowing cost shall be suspended during extended periods in which active development is interrupted. Capitalisation of borrowing costs shall cease when substantially all the activities necessary to prepare the qualifying asset for its intended use or sale are completed.

(R) New standards and interpretations not yet adopted:

	Amendments/Improvements	Effective date
IAS 16	Property, Plant and Equipment - Amendments regarding the clarification of acceptable methods of depreciation and amortisation (May 2015) Amendments bringing bearer plants into the scope of IAS 16 (June 2015)	1st January, 2016
IAS 19	Employee Benefits - Amended Standard resulting from the Post -Employment Benefits and Termination Benefits projects.	1st January, 2016
IAS 38	Intangible Assets - Amendments regarding the clarification of acceptable methods of depreciation and amortisation	1st January, 2016

4.0 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.

(i) 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 six (6) months period are not discounted as the carrying values of approximate their fair values.

(ii) 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 six (6) months are not discounted as their carrying values approximate their fair values.

(iii) 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 are 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 and shea nuts
- Haulage – transporting of cocoa beans

The Company does not have a geographical segment.

PBC LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30TH SEPTEMBER 2015

5b SEGMENT REPORTING

Class of Business

	COCOA		SHEANUT		HAULAGE		TOTALS	
	2015	2014	**2015**	2014	**2015**	2014	**2015**	2014
	GH¢	GH¢	**GH¢**	GH¢	**GH¢**	GH¢	**GH¢**	GH¢
Segment Revenue	**1,413,198,815**	1,115,941,188	**35,660,050**	7,986,035	**22,113,654**	14,704,549	**1,470,972,519**	1,138,631,772
Segment Cost	**(1,259,973,882)**	(1,008,883,408)	**(26,577,447)**	(5,392,126)	**(18,016,163)**	(13,525,386)	**(1,304,567,492)**	(1,027,800,920)
Segment Results	**153,224,933**	107,057,780	**9,082,603**	2,593,909	**4,097,491**	1,179,163	**166,405,027**	110,830,852
Unallocated expenses							**(113,750,996)**	(84,263,269)
Results from Operating activities							**52,654,031**	26,567,583
Other Income							**40,008,119**	8,158,203
Net Finance Cost							**(85,135,184)**	(61,359,299)
Corporate tax expense							**(1,256,561)**	1,323,488
Profit/(Loss) for the year							**6,270,405**	(25,310,025)
			PRODUCE		**HAULAGE**			
Total Assets			**381,569,372**	292,288,419	**45,170,798**	41,549,730	**426,740,170**	333,838,149
Total Liabilities			**388,368,168**	297,780,832	**19,097,912**	22,020,945	**407,466,080**	319,801,777
Other Segment Items								
Depreciation & Amortisation			**7,418,217**	3,745,912	**5,095,489**	4,733,382	**12,513,706**	8,479,294

		NOTES	2015 GH¢	2014 GH¢
6	**REVENUE**			
	Sale of Produce		**1,448,858,865**	1,123,927,223
	Services (Haulage)		**22,113,654**	14,704,549
			1,470,972,519	1,138,631,772
7	**GENERAL AND ADMINISTRATIVE EXPENSES** include the following:-			
	Depreciation and amortisation		**1,131,806**	1,063,816
	Auditors Remuneration		**50,000**	43,475
	Directors emoluments		**290,622**	288,986
	Subscriptions and Donations		**168,690**	200,315
8	**OTHER INCOME**			
	Rent Income		**127,970**	2,474,315
	Recoveries from Shortages		**1,516,993**	1,627,324
	Sundry Income		**1,989,930**	2,642,336
	Asset Disposal Gain	**13c**	**32,090,003**	65,698
	Cocoa Sweeping Proceeds		**4,122,304**	970,319
	Commission on Fertilizer Sales		**0**	377,520
	Exchange Gain		**156,526**	0
	Staff Loan Discount Recycle		**4,393**	691
			40,008,119	8,158,203
9	**NET FINANCE EXPENSES**			
	Interest Income		**5,047,706**	1,464,180
	Bank and Produce loan interest		**(90,182,890)**	(62,823,479)
			(85,135,184)	(61,359,299)
10a	**INCOME TAX EXPENSE**			
	Current tax expense	**10b**	**0**	0
	Deferred tax expense	**11a**	**(1,256,561)**	1,323,488
			(1,256,561)	1,323,488

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

PBC LIMITED
NOTE TO THE FINANCIAL STATEMENT
FOR THE YEAR ENDED 30TH SEPTEMBER 2015

10b TAXATION

Year of Assessment	Balance at 1st October	Prior year adjustment	Payments during the year	Charge for the year	Balance at 30th September
Corporate Tax	**GH¢**	**GH¢**	**GH¢**	**GH¢**	**GH¢**
2012	(1,840,788)	(50,901)	1,891,689	0	**0**
2015	0	0	0	0	**0**
	(1,840,788)	(50,901)	1,891,689	0	**0**

Tax liabilities up to and including that of the 2012 year of assessment have been agreed with the tax authorities. The remaining liabilities are however subject to agreement with the tax Authorities.

10c Reconciliation of effective tax rate

The tax charge in the Income Statement differs from the hypothetical amount that would arise using the statutory income tax rate. This is explained as follows:

	2015	**2014**
	GH¢	**GH¢**
Profit/(Loss) before tax	**7,526,966**	(26,633,513)
Income tax using the domestic tax rate	**1,881,742**	(6,658,378)
Non-deductible expenses	**3,159,813**	2,306,750
Tax exempt revenue	**(8,217,773)**	(16,425)
Tax incentive not recognised in the income statement	**3,176,219**	4,368,053
Deferred tax	**(1,256,561)**	1,323,488
Current tax charges	**(1,256,561)**	1,323,488
Effective tax rate (%)	**(16.69)**	(4.97)

11a DEFERRED TAX

	2015	2014
	GH¢	**GH¢**
Balance at 1st October	**468,481**	1,791,969
Charge to the Income Statement	**1,256,561**	(1,323,488)
Balance at 30th September	**1,725,042**	468,481

11b RECOGNISED DEFERRED TAX ASSETS AND LIABILITIES

Deferred tax assets and liabilities are attributable to the following

			2015			2014
	Assets	**Liabilities**	**Net**	Assets	Liabilities	Net
	GH¢	**GH¢**	**GH¢**	GH¢	GH¢	GH¢
Property, plant and equipments	**0**	**1,600,458**	**1,600,458**	0	343,897	343,897
Others	**0**	**124,584**	**124,584**	0	124,584	124,584
	0	**1,725,042**	**1,725,042**	0	468,481	468,481

12 AVAILABLE FOR SALE FINANCIAL ASSET

	GH¢	GH¢
Quoted Equity Investments	**2,698,183**	3,730,870

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

13a PROPERTY, PLANT AND EQUIPMENT

2015	Land and Buildings GH¢	Plant and Machinery GH¢	Motor Vehicles GH¢	Furnit./Fitt. & Equip. GH¢	Building W.I.P GH¢	Total GH¢
Cost						
Balance at 1.10.2014:	21,206,947	14,078,403	50,596,045	3,173,281	29,582,894	118,637,570
Additions during the year	310,479	1,940,853	22,974,392	570,845	14,113,433	39,910,002
Disposals	(2,289,060)	0	(2,235,344)	0	0	(4,524,404)
Balance at 30.9.2015	19,228,366	16,019,256	71,335,093	3,744,126	43,696,327	154,023,168
Depreciation						
Balance at 1.10.2014:	2,780,257	10,126,994	28,049,364	2,261,807	0	43,218,422
Charge for the year	645,762	1,856,843	9,525,057	486,044	0	12,513,706
Released on Disposals	(274,687)	0	(2,190,497)	0	0	(2,465,184)
Balance at 30.9.2015	3,151,332	11,983,837	35,383,924	2,747,851	0	53,266,944
Carrying amount						
At 30.9.2015	**16,077,034**	**4,035,419**	**35,951,169**	**996,275**	**43,696,327**	**100,756,224**
At 30.9.2014	18,426,690	3,951,409	22,546,681	911,474	29,582,894	75,419,148

PBC LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30TH SEPTEMBER 2015

13b PROPERTY, PLANT AND EQUIPMENT

2014	Land and Buildings GH¢	Plant and Machinery GH¢	Motor Vehicles GH¢	Furnit./Fitt. & Equip. GH¢	Building W.I.P GH¢	Total GH¢
Cost						
Balance at 1.10.2013:	12,977,409	11,962,355	51,113,064	2,811,447	38,457,937	117,322,212
Additions during the year	378,029	2,116,048	700,635	361,834	14,870,813	18,427,359
Transfers to Land and Buildings	7,851,509	0	0	0	(7,851,509)	0
Transfers to Investment in Subsidiaries	0	0	0	0	(15,894,347)	(15,894,347)
Disposals	0	0	(1,217,654)	0	0	(1,217,654)
Balance at 30.9.2014	**21,206,947**	**14,078,403**	**50,596,045**	**3,173,281**	**29,582,894**	**118,637,570**
Depreciation						
Balance at 1.10.2013	2,143,808	8,188,087	23,233,308	1,834,440	0	35,399,643
Charge for the year	636,449	1,938,907	5,476,571	427,367	0	8,479,294
Released on Disposals	0	0	(660,515)	0	0	(660,515)
Balance at 30.9.2014	**2,780,257**	**10,126,994**	**28,049,364**	**2,261,807**	**0**	**43,218,422**
Carrying amounts						
At 30.9.2014	**18,426,690**	**3,951,409**	**22,546,681**	**911,474**	**29,582,894**	**75,419,148**
At 30.9.2013	10,833,601	3,774,268	27,879,756	977,007	38,457,937	81,922,569

13c Profit on disposal of Property, Plant and Equipment

	2015 GH¢	2014 GH¢
Cost	**4,524,404**	1,217,654
Accumulated Depreciation	**(2,465,184)**	(660,516)
Net Book Value	**2,059,220**	557,138
Sale Proceeds	**(34,149,223)**	(622,836)
Profit on Disposal	**32,090,003**	65,698

14 INVESTMENT IN SUBSIDIARIES

	2015 GH¢	2014 GH¢
PBC Shea Limited	**37,555,596**	28,901,966
Golden Bean Hotel Limited	**32,250,000**	28,632,000
Balance at 30th September	**69,805,596**	57,533,966

This represents PBC Limited's investment in two subsidiaries, namely PBC Shea Limited and Golden Bean Hotel Limited.

The PBC Shea Limited is a state of the art factory established to process sheanut into shea butter for export and is located at Buipe in the Central Gonja District of the Northen Region of Ghana

The Golden Bean Hotel is a fifty (50) Room hospitality facility located at Nhyiaeso in the Kumasi Metropolis in the Ashanti Region of Ghana

15 INVENTORIES

	2015	2014
Trading		
Cocoa	**44,043,150**	12,408,996
Sheanut	**7,356,578**	15,471,937
Non-Trading		
Spare Parts	**1,519,970**	1,569,301
Tarpaulin Stocks	**2,256,097**	2,034,727
Technical Stores	**255,161**	663,151
Printing and Stationery	**443,991**	696,546
Fuel and Lubricants	**994,147**	727,502
Tyres and Batteries	**2,519,014**	1,201,300
Stencil Ink	**0**	2,418
	59,388,108	34,775,878

	2015 GH¢	2014 GH¢
16 ACCOUNTS RECEIVABLES		
Trade receivables due from customers	**52,597,800**	42,449,336
Other receivables	**67,791,928**	39,106,799
Staff Loans and Advances	**1,677,351**	4,178,413
Prepayments	**3,394,354**	1,126,266
Staff Loans Discounted	**(5,614)**	(6,341)
	125,455,819	86,854,473

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¢1,677,351**(2014 - GH¢4,178,413).

	2015 GH¢	2014 GH¢
17 SHORT TERM INVESTMENTS		
Fixed Deposit	**17,072,603**	46,352,148
Treasury Bills	**1,580,034**	0
Call	**6,187,394**	1,184,989
	24,840,031	47,537,137
18 CASH AND CASH EQUIVALENTS		
Bank Balances	**11,269,317**	17,193,690
RCPA Account and Cash Balances	**32,526,892**	10,792,987
	43,796,209	27,986,677
19 ACCOUNTS PAYABLES		
Non-trade payables and accrued expenses	**8,448,812**	10,567,540
Accrued Charges	**4,828,178**	1,091,860
	13,276,990	11,659,400

20 BANK OVERDRAFT

	2015 GH¢	2014 GH¢
Ecobank (Ghana) Limited	**6,782,989**	89,923
GCB Bank Limited	**101,477,016**	49,890,659
Barclays Bank (Ghana) Limited	**30,692,672**	49,600,431
Societe Generale (Ghana) Limited	**25,432,876**	19,713,498
Stanbic Bank (Ghana) Limited	**20,680,925**	0
Standard Chartered Bank (Ghana) Limited	**0**	18,549,984
HFC Bank Limited	**20,474,666**	201
Energy Bank (Ghana) Limited	**1,666,289**	899,238
Zenith Bank (Ghana) Limited	**0**	20,379,762
Universal Merchant Bank	**18,784,208**	0
United Bank for Africa (Ghana) Limited	**10,192,827**	0
UniBank Limited	**125,524**	0
GT Bank (Ghana) Limited	**67,826**	0
Sahel Sahara Bank (Ghana) Limited	**35,491**	0
Others	**25**	83
	236,413,334	159,123,779

Ecobank (Ghana) Limited

The Company has an overdraft facility of GH¢5,000,000 with the Bank. The facility expires on 30th September, 2015 at an interest rate of 26.95%.

GCB Bank Ltd.

The Company has an overdraft facility of GH¢100,000,000 with the Bank. The facility is to support Cocoa purchases. The facility expires on 30th September, 2016 at an interest rate of 27.5%.

Barclays Bank (Ghana) Limited

The Company has an overdraft facility of GH¢50,000,000 with the Bank. The interest rate is at 6.75% per annum above the Bank's Base Rate.

Societe Generale (Ghana) Ltd.

The company has an overdraft facility of GH¢25,000,000 with the Bank. The interest rate is at 24.0% per annum. The facility expires on 30th September, 2015.

Stanbic Bank (Ghana) Limited

The Company has an overdraft facility of GH¢20,000,000 with the Bank. The interest rate is at 28.0% per annum. The facility expires in November, 2015.

HFC Bank Limited

The Company has an overdraft facility of GH¢20,000,000 with the Bank.The interest rate is at 28.6% per annum. The facility expires on 31st October, 2015.

Energy Bank (Ghana) Limited

The Company has an overdraft facility of GH¢15,000,000 with the Bank. The interest rate is at 30.0% and the facility expires on 31st December, 2015.

Universal Merchant Bank Limited

The Company has an overdraft facility of GH¢20,000,000 with the Bank at an interest rate is at 28.85% per annum. The facility expires on 31st October, 2015

United Bank for Africa (Ghana) Limited

The Company has an overdraft facility of GH¢15,000,000 with United Bank for Africa (Ghana) Limited. Interest rate is at 26.94% per annum and expires on 30th September, 2016.

21 SHORT TERM LOANS

	2015 GH¢	2014 GH¢
Ecobank (Ghana) Limited	**60,000,000**	20,000,000
Zenith Bank (Ghana) Limited	**20,000,000**	0
Standard Chartered Bank (Ghana) Limited	**28,841,092**	0
Energy Bank (Ghana) Limited	**15,000,000**	0
First Atlantic Bank Limited	**0**	10,000,000
Produce Loan (Seed Fund)	**0**	88,270,000
	123,841,092	118,270,000
Processing Fee	**(240,000)**	(75,000)
	123,601,092	118,195,000

Ecobank (Ghana) Limited

The Company has been granted a Revolving Short Term Loan facility of GH¢60,000,000 by Ecobank (Ghana) Limited. The facility expires on 30th September, 2015.

Zenith Bank (Ghana) Limited

The Company has been granted a Short Term Loan facility of GH¢20,000,000 by Zenith Bank (Ghana) Limited. The facility expires on 31st October, 2016.

Standard Chartered Bank (Ghana) Limited

The Company has been granted a Credit facility of GH¢32,000,000 by Standard Chartered Bank (Ghana) Limited. The facility expires on 31st October, 2015.

Energy Bank (Ghana) Limited

The Company has been granted a Short Term Loan facility of GH¢15,000,000.00 by the financial institution. The facility expires on 31st December, 2015.

	2015	2014
	GH¢	GH¢
22a MEDIUM TERM LOAN		
Standard Chartered Bank (Ghana) Limited	**8,162,123**	0
Ecobank (Ghana) Limited	**170,893**	1,849,671
NIB Bank Limited	**1,224,165**	4,800,604
Societe Generale (Ghana) Limited	**4,895,958**	9,676,170
	14,453,139	16,326,445
Processing Fee	**(1,291)**	(19,194)
	14,451,848	16,307,251
Current portion payable within 12 months	**7,214,184**	5,854,018
Long term portion payable after 12 months	**7,237,664**	10,453,232

Standard Chartered Bank (Ghana) Limited

The Bank granted a medium term loan facility of GH¢9,794,547 to the Company. The facility is due to expire on November, 2015 at an interest rate of 28% which is subject to changes in line with market conditions.

NIB Bank Ltd.

The Company has a medium term facility of USD2,413,793.10 (equivalent of GH¢3,500,000) The facility is to be repaid by a monthly installments over a period of sixty (60) months and will expire in November 2015. Interest rate is at 8.0%.

An additional loan of GH¢5,500,000 was granted by the Bank to the Company at an interest rate of 16.0%. The facility is for a tenor of sixty (60) months expiring in November 2016.

Societe General (Ghana) Limited

The company has a medium term facility of GH¢10,000,000 with the Bank. Interest rate is at 17.5% per annum. The facility expires on 30th September, 2017.

	2015	2014
22b LONG TERM LOAN	GH¢	GH¢
Ghana Cocoa Board	**13,351,610**	8,334,072

The Company was granted a long term loan of US$10,000,000 by Ghana Cocoa Board, towards the establishment of PBC Shea Limited, a subsidiary of the Company. The facility is for a period of eight (8) years with a two (2) year moratorium and is secured by Cocoa Take Over receivables, Butter proceeds from the factory and a charge over the plant and equipment of PBC Shea Limited. The Interest rate is at 8.5% on a reducing balance basis.

	2015	2014
23 FINANCE LEASE	**GH¢**	**GH¢**
Current portion payable within 12 months	**1,166,804**	1,166,804
Long term portion payable after 12 months	**3,479,260**	4,546,891
	4,646,064	5,713,695

Societe Generale (Ghana) Ltd.

The Company was granted a new Finance Lease during the year by Societe Generale (Ghana) Limited of GH¢6,191,946. The a facility was used to re-financed the purchase of twenty (20) Articulated Tractor Unit Heads and twenty (20) Massey Ferguson Tractors and Trailers purchased by the Company with their own Funds. The facility is for a period of sixty (60) months from the initial drawing of the facility with an interest rate of 24% per annum fixed over the tenor.

The Company was on 30th August, 2013 granted a Finance Lease by Societe Generale (Ghana) limited. of GH¢4,000,000 for the purchase of five (5) TGM (4x2) cargo trucks, ten (10) articulator trucks and fifteen (15) BMC cargo trucks. The facility is for a period of seven (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 a six (6) months moratorium for the repayment of the principal amount granted.

24 STATED CAPITAL

a Ordinary shares

	2015		2014	
	No. of Shares	**Proceeds GH¢**	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**	**13,413,200**	477,995,000	13,413,200
	480,000,000	**15,000,000**	480,000,000	15,000,000

The holders of the ordinary shares are entitled to receive dividends 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

The preference shares are redeemable (i.e, Golden Cocoa Share) allotted to the Ministry of Finance on behalf of the Government of Ghana.

c Retained earning/(Income surplus)

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

d Other reserves

This represent gains arising from fair value changes of available for sale financial asset held in GCB Bank Limited.

	2015	2014
	GH¢	GH¢
Balance at 1st October	**3,500,467**	3,624,104
Revaluation	**(1,032,687)**	(123,637)
Balance at 30th September	**2,467,780**	3,500,467

e Shares in treasury

Shares in Treasury as at 30th September 2015:-1,877,370 (2014 - 1,877,370).

25 TITLE DEEDS

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 Property, Plant and Equipment ceded to PBC Limited by Ghana Cocoa Board. As mentioned in our report , we have not had sight of the Title Deeds 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 Limited and accordingly undertakes to ensure that 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 Limited".

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 Limited in the said assets".

26 EARNINGS PER SHARE

Basic and Diluted earnings per share

The calculation of basic and diluted earnings per share at 30th September, 2015 was based on the profit attributable to ordinary shareholders of GH¢6,270,405, (2014; Loss GH¢25,310,025) and a weighted average number of ordinary shares outstanding of 480 million (2014 ; 480 million)

27 DIVIDEND

No dividends are recommended by the Directors for the year ended 30th September, 2015.

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 is 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.

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;

	2015 GH¢	2014 GH¢
Available for sale Financial Assets	**2,698,183**	3,730,870
Investment in Subsidiaries	**69,805,596**	57,533,966
Loans and Receivables	**125,455,819**	86,854,473
Cash and Cash Equivalents	**43,796,209**	27,986,677
	241,755,807	176,105,986

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

Public Institutions	**52,597,800**	42,449,336

Impairment Losses

	2015		2014	
	Gross GH¢	**Impairment GH¢**	Gross GH¢	Impairment GH¢
Past due 0 - 180 days	**52,597,800**	**0**	42,449,336	0

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

	2015 GH¢	2014 GH¢
Balance at 1st October	**52,597,800**	42,449,336
Impairment loss recognised	**0**	0
	52,597,800	42,449,336

Based on historical default rates, the company believes that no impairment is necessary in respect of trade receivables past due up to One Hundred and Eighty (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.

The following are contractual maturities of financial liabilities;

30th September 2015

Non-derivative financial liability	**Amount**	**6 mths or less**	**6-12 mths**	**1-3 years**
	GH¢	**GH¢**	**GH¢**	**GH¢**
Secured bank loans	156,050,614	127,791,586	4,190,494	24,068,534
Trade and other payables	13,276,990	13,276,990	0	0
Bank overdraft	236,413,334	236,413,334	0	0
Balance at 30th September 2015	**405,740,938**	**377,481,910**	**4,190,494**	**24,068,534**

30th September 2014

Secured bank loans	148,550,017	121,705,411	3,510,411	23,334,195
Trade and other payables	11,659,400	11,659,400	0	0
Bank overdraft	159,123,779	159,123,779	0	0
Balance at 30th September 2014	319,333,196	292,488,590	3,510,411	23,334,195

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 exposed to currency risk. Foreign currency risk refers to the value of a financial commitment or recognised asset or liability will fluctuate due to changes in foreign currency rates. The Company is exposed to foreign currency risk as a result of future transactions, foreign borrowings and investments in foreign companies, denominated in other foreign currencies.

The Company does not hedge foreign exchange fluctuations. Foreign exchange exposures are reviewed and controlled by management on a regular and frequent basis.

Interest rate risk

Profile

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

	Carrying amount	
	2015	2014
Variable rate instrument	**GH¢**	GH¢
Financial liabilities	**392,463,948**	307,673,796

Fair value sensitivity analysis for fixed rate instrument

The Company did not have a fixed rate instrument at 30thSeptember, 2015 nor at 30th September, 2014.

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;

	30th September 2015		30th September 2014	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Loans and Receivables	**GH¢**	**GH¢**	**GH¢**	**GH¢**
Trade and Other Receivables	**125,455,819**	**125,455,819**	86,854,473	86,854,473
Cash and Cash Equivalents	**43,796,209**	**43,796,209**	27,986,677	27,986,677
Short Term Investments	**24,840,031**	**24,840,031**	47,537,137	47,537,137
	194,092,059	**194,092,059**	162,378,287	162,378,287
Available for Sale				
Long Term Investment	**2,698,183**	**2,698,183**	3,730,870	3,730,870
Investment in Subsidiaries	**69,805,596**	**69,805,596**	57,533,966	57,533,966
	72,503,779	**72,503,779**	61,264,836	61,264,836
Other Financial Liabilities				
Secured Bank Loan	**156,050,614**	**156,050,614**	148,550,017	148,550,017
Trade and Other Payables	**13,276,990**	**13,276,990**	11,659,400	11,659,400
Bank Overdraft	**236,413,334**	**236,413,334**	159,123,779	159,123,779
	405,740,938	**405,740,938**	319,333,196	319,333,196

30 CAPITAL COMMITMENTS

There were no commitments for capital expenditure at the balance sheet date and at 30th September, 2015

31 EMPLOYEE BENEFITS

Deferred Contribution Plans

Social Security

Under a National Deferred Benefit Pension Scheme, the Company contributes 12.5.% (under PNDCL 247) and 13% of employees basic salary to the Social Security and National Insurance Trust (SSNIT) in respect of Tier 1 under the new National Pension Scheme. The Company's obligation is limited to the relevant contributions which were settled on due date. The pension liabilities and obligations however rest with SSNIT

Provident Fund

The Company also has a Provident Fund Scheme for staff under which the Company contributes a total of 5% of staff basic salary. The scheme is being privately administered by the Enterprise Trustees Limited (ETL), a National Pension Regulatory Authority accredited Company. This obligations under the scheme is limited to the relevant contribution and is settled on the dates to the fund manager.

32 RELATED PARTY TRANSACTIONS

There were no related party transactions during the year.

33 PRIOR YEAR ADJUSTMENT

This represents additional corporate taxes resulting from Ghana Revenue Authority's Tax Audit from the years 2010 to 2012.

34 SHAREHOLDING DISTRIBUTION

Category	Number of Shareholders	Total Holding	Percentage Holding (%)
1 - 1,000	14,223	6,032,941	1.26
1,001 - 5,000	2,303	5,802,594	1.21
5,001 - 10,000	1,913	15,715,549	3.27
10,001 - 20,000	479	7,138,280	1.49
20,001 - 40,000	124	3,183,960	0.66
40,001 - 50,000	6	283,135	0.06
Over 50,001	43	441,843,541	92.05
Total		**480,000,000**	**100.00**

35 DIRECTORS SHAREHOLDING

The Directors named below held the following number of shares in the company as at 30th September, 2015.

Names	2015	2014
Mr. Yaw Sarpong	**31,959**	31,959
Mr. Maxwell Kojo Atta-Krah	**69,750**	9,750
Mrs. Mabel Oseiwa Quakyi	**4,000**	4,000
Mr. Thomas Dzoleto Kwami	**184,637**	100,737
	290,346	146,446

36 TWENTY 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	African Tiger Mutual Fund Limited	38,000,000	7.92
4	NTHC/Institutional Investor Consortium	14,050,719	2.93
5	STD Noms TVL PTY/BNYM SANV/New Century Partners, LP	12,008,105	2.50
6	Current PBC Employees/Commission Agents	5,140,575	1.07
7	NTHC Limited	4,891,934	1.02
8	GCCSFA/Farmers - Individuals	1,547,307	0.32
9	GCCFA/Farmers - Association	1,250,000	0.26
10	SCBN/Parametric - Taxeffem	650,000	0.14
11	SCBN/SSB Eaton Vance Structured Emerging Market Fund	582,428	0.12
12	Parametric Emerging Market Equity Manager Portfolio 1	516,618	0.11
13	STD Noms TVL PTY/Databank Ark Fund	400,000	0.08
14	Parametric Portfolio/Wilmington Multi-Manager Int. Equity Fund	288,000	0.06
15	Equity Focus Company Limited	223,000	0.05
16	Hoffmann Gerhard Ernest	215,000	0.04
17	Ansah Micheal Owusu	210,525	0.04
18	Kwami Thomas & Janet, Kwami & Janet	184,637	0.04
19	STD Noms TVL PTY/PETRA OPP. Portfolio Equities Frontline Capital	167,966	0.03
20	STD Noms TVL PTY/BNYM SANV/Public Retirement Assoc. of New Mexico	162,500	0.03
Total Holding by twenty largest Shareholders		**439,480,985**	**91.55**
Totals of others		**40,519,015**	**8.45**
		480,000,000	**100.00**

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