2017 Annual Report and Accounts

Conoil

World class aviation services

We are Nigeria's leading supplier of aviation fuel to local and world's leading airline

...we go the extra mile

Conoil

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Conoil

Congas
Congas

GOLDEN SUPER
Quatro
Ultra
GOLDEN SUPER

VISION

TO BE AFRICA'S LEADING PETROLEUM MARKETING COMPANY

MISSION

TO REMAIN THE INDUSTRY'S FLAGSHIP OFFERING WORLD-CLASS PRODUCTS AND SERVICES

PLEDGE

TO MAKE LIFE ABUNDANTLY CONVENIENT FOR OUR CUSTOMERS WITH TOP-CLASS SERVICE DELIVERY

WHO WE ARE

Conoil is the nation's oil marketer of choice, providing fuel for transportation, energy for heat and light, and retail services for everyday needs

As one of the most formidable names in Nigeria's downstream petroleum industry, the Company is engaged in the marketing of refined petroleum products, and the manufacturing and marketing of high-quality lubricants. It's reputed for its unwavering commitment to excellent products and service delivery for maximal customer satisfaction.

Over the years, it has gained unique understanding of research and quality control, which it constantly applies in all its businesses in order to offer the best propositions to its teeming customers. The Company constantly develops innovative means of manufacturing and distributing its products through its wide network of outlets.

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OUR BUSINESS

Conoil business units are organized to deliver products and services to customers in a most cost-effective and efficient way possible. In homes or businesses, on the highways or in the air, it strives to deliver excellence to keep its customers going.

Central to the Company's operations is the firm commitment to excellent service delivery and maximal customer satisfaction. This customer-oriented creed serves as the philosophy guiding the day-to-day activities in the Company's strategic business units namely: **Retail, Lubricants, Aviation, Specialized Products and Liquefied Petroleum Gas.**

AVIATION

Fueller to Leading Airlines of the World

Conoil is present at major airfields across the country providing millions of tonnes of fuels to airports, airlines and small aircraft owners all year round.

As the indisputable leader in the aviation subsector of the nation's downstream industry, Conoil Aviation is engaged in the storage and delivery of Jet Fuel, also known as **Aviation Turbine Kerosene** (ATK), to numerous local and international airline customers.

To maintain its clear lead in the business and elevate service delivery to international standard, Conoil continually upgrades its aviation depots located in strategic parts of the country and invests heavily in state-of-the-art equipment, including top-performer bowsers and dispensers.

As an evidence of its commitment to quality control, the Company possesses the most sophisticated laboratory for Jet-A1 in Nigeria. It is to Conoil's credit that re-certification of Jet Fuel for the nation's aviation industry is carried out in its laboratory situated in its Apapa, Lagos Depot.

The Company's impressive storage facilities give it unmatched capacity to meet the needs of its local and international customers.

Conoil Aviation business remains the trail-blazer in the sector, with an enviable comparative advantage in terms of widest spread, largest storage capacity, superior quality control system, well-trained fuelling operators, round-the-clock engineering and maintenance support, and prompt, efficient service delivery.

LUBRICANTS

Lubrication for Smoother Operation

A leading manufacturer of premium lubricants in Nigeria, the Company has consistently ranked as the number one marketer of a complete line of lubrication and coolant products. It supplies top quality international brands of automotive engine oils, gear oils, transmission oils and multi-purpose bearing greases to a variety of commercial, industrial and retail customers. The company is known for quality, technological excellence and environmental friendliness.

Its lubricant brands, Quatro and Golden Super, hold top positions in the market and are adjudged the brand of choice. Besides the unique packaging which enhances the products' visibility, Conoil commits substantial investments to branded lubrication bays at select retail outlets across the country, which offer high standard services (quick-oil-change, top-ups, free checks, etc.), backed up by courteous, professional attendants. The objective is to achieve optimum customer satisfaction and become the preferred marketer of lubricants in Nigeria and its environs.

A wide range of industrial lubricants for applications in manufacturing, textile, cement, breweries, oil exploration and producing companies, and the transmission oils for the transmission and gear system of vehicles are also available.

To guarantee high level product integrity, Conoil lubricants are produced under rugged, fail-safe process control system which ensures accuracy and reliability in production processes with minimum manual intervention. All inputs used in formulations and packaging are exclusively sourced from international vendors of repute. A rigorous quality control system is also in place to ensure quality tests are carried out at each stage of processing from input to output.

With innovative ideas, effective co-operation with world-renowned additive manufacturers, specification bodies and original equipment manufacturers, the Company's team of professionals constantly carry out researches to further broaden the range of products designed to suit the consumers' specific needs.

SPECIALISED PRODUCTS

Supporting Industries

Conoil operates a fleet of modern tankers that move products across the country to ensure that customers' needs are met even in the remotest markets.

Its Specialised Products Business deals in bulk delivery of all petroleum products to industrial customers, backed by superior service. The business continues to grow, consistently strengthening existing relationships and cultivating new ones in order to guarantee the desired atmosphere for profitable growth.

Its facilities are a major boost to its storage capacity and these have enhanced service delivery to its growing clientele, which comprises breweries, cement companies, textile firms, banks, hotels, transport companies, cosmetics manufacturers, vegetable oil producers, among others.

Crucial to the operations of Conoil Specialised Products are depots which are strategically located across the country to ensure even distribution of products at all times. The depots are equipped with modern loading gantries and other facilities and safety equipment to aid efficiency in distribution.

The Apapa Depot in Lagos is the "Quality Control Room" of Conoil. With the depot as its backbone, Conoil has remained at the forefront of harnessing the latest technological advances to maximise efficiency for greater customer satisfaction. The sophisticated facilities at the Installation keep Conoil far ahead of the pack, as they bestow on the company unparalleled leverage in storage, blending and distribution of petroleum products, in line with best practices in the industry.

Among the facilities is the laboratory, which is one of the best equipped in the downstream oil sector of the country. Manned by a crop of well-trained personnel, the laboratory is constantly upgraded to meet international standard. The application of rigorous quality assurance standards has placed Conoil as the leader for referencing and re-certification of fuels before they are released for public consumption. This is more so in the case of Aviation fuel (Jet A1) where quality is key.

CONGAS 4SURE

Quality. Quantity. Safety. Reliability.

Congas provides total liquefied petroleum gas (LPG) solutions to most Nigerian homes, from safety to quality to quantity to reliability to convenience.

The Company's LPG supply chain covers the entire country. In addition to distributing through its stations, it is supported by a network of independent distributors who ensure constant availability of the products. Safety is of paramount importance in all its operations. The Company is committed to promoting the safest possible use of LPG at all times and ensuring that safety standards are maintained for the benefit of customers and the environment. All its cylinders are protected against corrosion and subjected to strict safety checks at each refill. The high-tech equipment in its multi-million-naira LPG bottling plant and storage terminal conforms to industry regulations and international safety guidelines. The goal is to become the leading gas supplier in Nigeria, penetrating previously untapped markets to make life easier for its customers. Its team of experienced LPG experts provides all the essential information and support.

RETAIL

Fuelling Solutions that Delight

Conoil retail outlets help to keep motorists on the move by offering fuels with a range of benefits. The BullMart situated in almost in all its retail outlets ensures customers remain refreshed for the rest of their journey.

Over the years, the Company has grown an expansive distribution network throughout the country for the purpose of retailing petrol, diesel, kerosene, gas and other petroleum products. The proposition is to ensure that customers get real value and ultimate satisfaction through quality products, professionally managed with reliable facilities.

With over 300 modern outlets and a sizeable number of all-purpose mega stations in strategic parts of the country, Conoil's distribution network ranks among the fastest-growing in the nation's downstream oil industry.

Customer delight is one of the Company's core values. The forecourt attendants are trained to offer excellent service to customers in the friendliest way and in a clean and safe environment. The stations are consistently monitored to enforce strict compliance to Health, Safety and Environment (HSE) standards and to ensure that customers get the right product, the right quality and the right price at all times. The location of the retail outlets is strategic to guarantee the widest possible penetration into the remotest markets.

The Company has continually set new standards in fuel retailing with world-class facilities and ground-breaking marketing initiatives that endear it to customers and place it far ahead of competition. Its multimillion-naira mega retail outlets have totally redefined the whole concept of service stations.

The aim of its Retail arm of business is to become the foremost convenience retailer, moving from being fuel-dependent to offering an integrated set of convenience-based products and services to satisfy everyday needs.

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the forty-eighth Annual General Meeting of the members of **Conoil Plc** will be held at **Ibom Hotel and Golf Resort, Uyo, Akwa Ibom State** on **Friday, 13 July 2018** at 11:00am for the transaction of the following business:

ORDINARY BUSINESS

1. To receive the Report of the Directors and the Statement of Financial position as at 31 December 2017 together with the Statement of Profit or Loss and Other Comprehensive Income for the year ended on that day and the Reports of the Auditors and the Audit Committee thereon.
2. To declare a dividend.
3. To elect and re-elect Directors.
4. To fix the remuneration of the Directors.
5. To authorize the Directors to fix the remuneration of the Auditors.
6. To elect members of the Audit Committee.

NOTES:

1. **Proxy**
   A member of the Company entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of him or her. A proxy need not also be a member of the Company. If a proxy form is to be valid for the purposes of the meeting, it must be stamped by the Commissioner of Stamp Duties and deposited at the office of the Registrar, Meristem Registrars Limited, 213, Herbert Macaulay Way, Adekunle, Yaba, Lagos not less than 48 hours before the time fixed for the meeting.

2. **Payment of Warrants**
   If the dividend recommended by the Directors is approved at the Annual General Meeting, the dividend warrants will be posted on **23 July 2018** to members whose names appear in the Register of Members at the close of business on **14 June 2018.**

3. **Closure of Register**
   The Register of Members and the Transfer Books of the Company will be closed from **18 June 2018** to **22 June 2018** both days inclusive, to enable the preparation and payments of dividends.

4. **Nominations for The Audit Committee**
   In accordance with Section 359(5) of the Companies and Allied Matters Act CAP C 20 LFN 2004, any member may nominate a shareholder as a member of the Audit Committee by giving in writing, notice of such nomination at least 21 days before the date of the Annual general Meeting. Such nominations should be guided by the requirements of the Securities & Exchange Commission's Code of Corporate Governance for Public Companies in Nigeria, 2011.

5. **Right Of Shareholders To Ask Questions**
   Shareholders have a right to ask questions not only at the meeting but also in writing prior to the meeting and such questions must be submitted to the Company Secretary on or before **6 July 2018**.

6. **Unclaimed Dividend Warrants and Share Certificates**
   Several Dividend Warrants and Share Certificates of some members remain unclaimed or, are yet to be presented for payment or returned to the Company for revalidation. A list of such members will be circulated with the Annual Report for the year ended 31 December 2017. Those who are affected are advised to write to the Company's Registrars.

7. **e-Dividend Mandate.**
   Shareholders are hereby advised to open bank accounts, stockbroking and CSCS accounts for the purpose of timely receipt of dividend payments. A detachable e-dividend mandate activation Form will be included in the Annual Report and also available at the office of the Registrars to enable all shareholders furnish particulars of their bank accounts / CSCS details to the Registrars as soon as possible. Further, all unregistered investors/members for E-Dividend payment are advised to take advantage of the Securities and Exchange Commission's Unclaimed Dividend Retrieval Process by searching for their unclaimed dividend and downloading the e-mandate forms at **http://www.sec.gov.ng/non-mandated/**. Downloaded forms should be filled and submitted through the Bank or Registrar.

BY ORDER OF THE BOARD

Conrad Eberemu
Company Secretary / Legal Adviser
FRC/2017/NBA/00000016701
31 May 2018.

Conoil Plc,
Bull Plaza,
38 / 39, Marina,
Lagos.

CORPORATE INFORMATION

Directors:	Dr Mike Adenuga (Jr), GCON	-	Chairman	
	Mr Pandey Ajay	-	Ag. Managing Director	Appointed 20 October 2017
	Mr Sanjay Mathur	-	Ag. Managing Director	Resigned on 25 September 2017
	Dr M. Ebietsuwa Omatsola	-	Director	
	Mr Mike Jituboh	-	Director	
	Mr Ike Oraekwuotu	-	Director	
	Engr Babatunde Okuyemi	-	Director	
	Mr Joshua Ariyo	-	Director	Appointed on 11 May 2017
	Mr Ademola Idowu	-	Director	Appointed on 11 May 2017
	Arch. Harcourt Adukeh	-	Director	Appointed on 11 May 2017
	Miss Abimbola Michael - Adenuga	-	Executive Director	
	Mr Akinyemi Ibrahim Akinlawon	-	Executive Director	Appointed on 20 October 2017
	Mr Bamidele Ogunnaike	-	Executive Director	Resigned on 1 August 2017

Company Secretary: Mr Conrad Eberemu

RC Number: 7288

Registered Office:
Bull Plaza
38/39 Marina
Lagos
www.conoilplc.com

Auditors:
Nexia Agbo Abel & Co
43 Anthony Enahoro Street
Utako
FCT Abuja.
www.nexianigeria.com

Registrars:
Meristem Registrars Limited
213 Herbert Macaulay Way
Adekunle
Yaba
Lagos
www.meristemregistrars.com

Bankers:
Sterling Bank Plc
First Bank of Nigeria Limited
Guaranty Trust Bank Plc

DR. MIKE ADENUGA (JR), GCON

MESSAGE FROM THE CHAIRMAN

Very Distinguished Shareholders,

It is with utmost pleasure that I welcome you all to the 48th annual general meeting of your company, the nation's complete energy provider, Conoil Plc. As it is customary, I will be rendering the reports and accounts of your Company for the year ended 31 December 2017. I will also be presenting a review of our business operations as well as the macroeconomic situations within which we operated during the year with some insight into our future corporate journey.

Although the overall business environment in the year under review was more challenging than anticipated, particularly as it concerns the oil and gas industry, the Board and management pulled through and maintained a reasonable growth pattern that inspires hope in the future of your Company.

Before I render details of our performance for your consideration and approval, please permit me to briefly draw your attention to the challenges in our industry, and the economy in general, that impacted our performance.

Background

Compared to the preceding year that was ravaged by economic crisis which saw the country slip to recession for the first time in 25 years, 2017 saw the economy rebound on the path of recovery, even though still fragile, with a marginal growth of 0.55% recorded in the second quarter, rising to 1.92% in the fourth quarter compared to a contraction of -1.73% in the same quarter in 2016 on the back of improved crude oil production and increase in global oil prices.

The Central Bank of Nigeria (CBN) introduced far reaching measures to control liquidity in the financial system and also ensured better management of the foreign exchange market which in turn brought about stability of the exchange rate and guaranteed liquidity in the forex market.

Expectedly, the country's foreign reserves recovered significantly from a low of $23 billion in 2016 to $40.4billion at the end of 2017. The Nigerian Stock Exchange (NSE) posted impressive performance during the year, with the index returning about 40% and market capitalization reached a peak of N13.2 trillion, reflecting largely the recovery in key macroeconomic indicators as well as growing investor confidence during the year.

Headline inflation rate, according to the Nigeria Bureau of Statistics (NBS) trended down from 18.72% in January to 15.37% in December 2017.

However, despite the positive trend in the macroeconomic indices, access to and cost of fund was a big issue, with commercial bank lending rate hovering between 20 - 35%.

In the oil and gas industry, the relative peace that returned to the Niger Delta following Federal Government sustained engagement with all stakeholders in the region, allowed the country's oil production to rebound from 1.45 million barrels per day in 2016 to 2.05 million barrels per day by the end of 2017. Oil prices in the international markets also rose significantly, from below $30 a barrel in 2016 to peak at $60 per barrel at the end of 2017. This came on the back of the historic declaration of cooperation between the Organisation of Petroleum Exporting Countries (OPEC) and non-OPEC countries led by Russia to cap production, which helped achieve oil market stability.

The downstream oil sector of which your company is a prominent player, however, experienced a turbulent period during the year occasioned by uncertainties in the supply of fuel.

The nation's refineries continued to operate in fits and were most of the time shut down for a long period due to the combination of technical issues and the lack of crude feedstock. By the time 2017 drew to a close, the four refineries had only operated on the average, at just 11.9% of their combined nameplate capacity of 445,000 barrels per day, which in effect, meant that the nation depended largely on imports to meet the domestic petroleum product needs.

Major oil marketers' profit margin was hugely eroded because they stopped importation for the greater part of the year following the non-payment of outstanding subsidy payments on previous imports which had accumulated to the tune of about N800 billion as at the end of 2017. Added to this was the daily mounting interest charges by the banks.

The much anticipated review of the current policy framework for the downstream petroleum segment which could have eased marketers' credit portfolio burden, especially as it relates to the issue of pricing of Premium Motor Spirit (PMS) did not materialize. Obviously, this was a disincentive to private investment in the downstream sector, especially in fuel importation. The end result was the supply gap and the ensuing crisis that was experienced in late 2017.

While we note the Federal Government's untiring efforts to resolve the bottlenecks hanging on the otherwise, vibrant downstream sector, it is pertinent to re-iterate that deregulation remains very key to solving the problems bedevilling the sector, and ensuring rapid growth. On our part, we shall continue to avail ourselves to collaborate with the government to fashion out appropriate policy that will unlock the potentials of the downstream sector for the benefit of all Nigerians.

Despite the very challenging operating environment, we took several steps to enhance our capacity with prudent management of resources while also introducing innovative means of manufacturing and distributing our products to boost sales. We deployed key technological support in developing high-performance products and quality service delivery for the benefits of our numerous customers.

Performance

With the daunting challenges enumerated above, the unflinching commitment of your Board and management still enabled us to achieve some modest success across most of our business units and we were able to deliver relative profitability under the testing environment.

On the whole, your Company achieved a turnover of N115,513,246, representing an increase of 35.9% over previous year's result of N85,023,546. However, we recorded a profit before tax of N2, 304,627 in contrast to N4, 280, 549 posted in 2016.

Against the background of the tough business climate and unexpected challenges, the result still shows an appreciable progress in our set objective of pursuing our strategic direction in spite of the odds and the unfriendly business environment. Going forward, I am delighted to inform you that we are reviewing our portfolios to align with our future investments for better performance. In other words, we are rechanneling our resources we a view to strengthening our business for the long haul.

Proposed Dividend

Notwithstanding the operational impediments and challenges your Company experienced in 2017, the Board of Directors is pleased to recommend a dividend of 200kobo for every 50kobo share held.

The Board's recommendation is not unmindful of the need for a solid contingency plan for the future with special attention to costs and cash management bearing in mind that the imminent reform of the structure and processes of our petroleum industry portends more challenges ahead.

Let me reassure you all, on behalf of the Board and management, that we will continue to explore opportunities in the coming years as we strive to deliver solid financial results and increase competitive returns to you, our esteemed shareholders.

Most Valuable Asset

At this juncture, I would like to express our profound gratitude to our employees, for their loyalty, hard work and contributions to the growth of the company. I would also like to thank the Management for their foresight, dedication and purposeful leadership. Their commitment remains unshakeable as we decisively match in the right direction.

It goes without saying that our moderate achievements in 2017 and our potential for the future are founded on the quality and commitment of our people. And like in the previous years, our employees at all levels proved to be the real strength of our dear Company. Indeed, they represent our human capital and remain the most important asset that we have. They continue to impress me by their professionalism, commitment and enthusiasm.

We will continue to ensure that our workforce is equipped with the relevant knowledge, skills and attitude so they can fulfill their personal potential to the maximum and deliver to the best of their abilities.

Engaging With the Society

In 2017, we pursued a social investment policy that emphasized consistent and committed support for projects that are community-driven and people-oriented. We invested and collaborated in projects that enhance the living standard of the general public and which promote national unity and social economic growth.

As a responsible corporate citizen, we will continue to diligently discharge our social obligations by playing our part in tackling issues vital to health, safety, environment and general human development.

We remain committed to best practice and will continue to ensure standards of health and safety at work through risk assessment, safety audits, formal incident investigation and training.

Sustained Growth Strategy

The Company's policy of continual investment and review of our business processes to boost efficiency has been paying off, as this has been a very important part of our success story. We have, for several years now, ensured that our strategy remained constant, proven and effective, which is designed to improve returns and grow value for shareholders by focusing on our market strengths without jeopardizing the development of our diverse portfolios. We are confident that this is the right path to succeed in today's turbulent industry environment.

Our focus for the future will be to further consolidate our competitiveness in the different segments of the business with renewed commitment to explore and develop emerging markets while holding our grounds in areas where we have competitive advantage.

It gives me great pleasure to announce that your Company has introduced into the market yet another brand of quality engine oil manufactured specially for the mass market of car owners. It is called Conoil crown Heavy Duty. By the introduction of this product, we have seized the initiative of filling a yawning void in the industry as a pragmatic marketer of first choice. We are excited about the instant acceptance that the new product has enjoyed in such a short time and are encouraged in our commitment to utilising available opportunities in the industry for the satisfaction of customers and the eventual benefit of shareholders.

As we keep expanding our retail network across the country, the Non Fuel Retail business is being revamped with a view to achieving future growth targets. In the same vein, every segment of our business from aviation to LPG to specialised products will continue to receive the desired attention with a view to achieving and maintaining world-class levels of operating and capital discipline. We are sustaining investment in supply and distribution by beefing up our fleet of BRVs (bulk road vehicles) for seam distribution of products, especially AGO, PMS and ATK.

I have no doubt that our strategies for growth are promising. We will remain disciplined in our approach as we work harder more than ever than before to deliver value to our customers and expand our capabilities in all fronts.

Our Future

Ladies and gentlemen, I feel doubly confident that your Company's long-term success is guaranteed. There are indications that the economy will continue on the path of recovery in 2018, with GDP growth projected at 2.1%. This outlook is anchored in higher oil production and prices as well as stronger agricultural performance. Oil production was nearing 2.2 million barrels a day earlier in 2018 in tandem with Federal Government's output target of 2.3 million barrels per day for the year while oil prices rebounded to an average of $65 per barrel (Brent crude).

Activities have also picked up in the manufacturing sector, with the Central Bank of Nigeria (CBN's) Purchasing Managers' Index (PMI) hitting 56.3 index points in February, showing expansion in the manufacturing sector for 11th consecutive months.

Conscious efforts will be directed at achieving better execution, especially in the areas of marketing and customer management. Greater attention will be devoted to cutting operational costs in the different segments of our business, while still maintaining and improving on the quality of our products and services.

As it is our tradition, we intend to bring delightful innovations into fuel retailing business in Nigeria and give greater value to our customers and shareholders.

Conclusion

I wish to thank, most sincerely, all those who have continually assisted our company in surmounting our challenges and helped us to achieve sustained growth and increased shareholders' value. I thank my colleagues on the Board for their demonstration of commitment, resourcefulness, prudent counsel and sound judgment.

On behalf of the Board and Management, I reiterate our resolve to grow our business, maintain our leadership position in the downstream petroleum sector in Nigeria, indeed Africa, build a stronger financial position and create enduring value for all our shareholders. This is one onerous responsibility we place high premium on and we promise our unwavering determination to make this happen. Our sincere gratitude also goes to our customers, dealers, distributors, suppliers and other stakeholders for their support. Together we will make Conoil the pride of all.

I thank you all.

Dr. Mike Adenuga (Jr.), GCON, CSG, CLH
CHAIRMAN

REPORT OF THE DIRECTORS

FOR THE YEAR ENDED 31 DECEMBER, 2017

The Directors hereby submit to the members, their Annual Report together with the Audited Financial Statements for the year ended 31 December 2017.

1. Legal Status

Conoil Plc (formerly National Oil and Chemical Marketing Plc) was incorporated in 1960 as a private limited liability company. The Company was converted to a public company on 29 August 1991. In the year 2000, the Federal Government of Nigeria through the Bureau of Public Enterprises (BPE) bought 40% issued ordinary shares of the Company held by Shell Company of Nigeria (UK) Limited. Following the privatisation of the Company, Conpetro Limited acquired 60% of the issued shares of the Company. As a result of a rights offering by the Company in 2002, Conpetro Limited now holds 74.4% of the issued capital while members of the Nigerian public hold the remaining 25.6% stake in the Company.

2. Principal activities

The principal activities of the Company are the marketing of refined petroleum products, manufacturing and marketing of lubricants, household and liquefied petroleum gas for domestic and industrial use.

3. Results for the year

The following is a summary of the Company's operating results:

Items	2017 N'000	2016 N'000	% Change
Revenue	115,513,246	85,023,546	35.9
Profit before tax	2,304,627	4,280,549	(46.2)
Profit after tax	1,578,507	2,837,884	(44.4)
Proposed dividend	1,387,904	2,151,252	(35.5)
Share capital	346,976	346,976	-
Shareholders fund	17,892,936	18,465,681	(3.1)

4. Dividends

The Directors recommend the payment of a dividend of 200 kobo per share on the results for the year 2017.

5. Changes on the Board of Directors

The names of the Directors that served during the year are as listed on page 24.

(i). **MR. SANJAY MATHUR** (Indian) resigned from his appointment as Managing Director of the Company with effect from 25 September 2017

(ii). **MR. BAMIDELE OGUNNAIKE** resigned from his appointment as Executive Director, Finance of the Company with effect from 1 August 2017.

(iii). **MR. PANDEY AJAY** was appointed as Ag. Managing Director of the Company with effect from 20 October, 2017

(iv). **MR. AKINYEMI IBRAHIM AKINLAWON** was appointed as Executive Director, Finance of the Company with effect from 20 October 2017

6. Directors' interest in shares

The interest of Directors, direct and indirect, in the shares of the Company as recorded in the Register of Directors' shareholdings and / or as notified by them for purposes of sections 275 and 276 of the Companies and Allied Matters Act, CAP C 20 LFN 2004 is as follows:

Directors	Direct Number	Indirect Number	Total 2017 Number	Total 2016 Number
Dr Mike Adenuga (Jr), GCON	Nil	103,259,720	103,259,720	103,259,720
Mr Ajay Pandey (Indian)	Nil	Nil	Nil	Nil
Dr M. E. Omatsola	541	Nil	541	541
Engr Babatunde Okuyemi	8,500	Nil	8,500	8,500
Mr Mike Jituboh	Nil	Nil	Nil	Nil
Mr Ike Oraekwuotu	Nil	Nil	Nil	Nil
Miss Abimbola Michael - Adenuga	Nil	Nil	Nil	Nil
Arch Harcourt Adukeh	Nil	Nil	Nil	Nil
Mr Joshua Ariyo	25,365	Nil	25,365	25,365
Mr Ademola Idowu	15,125	Nil	15,125	Nil
Mr Akinyemi Akinlawon	Nil	Nil	Nil	Nil

7. Contracts

For the purposes of Section 277 of the Companies and Allied Matters Act CAP C20 LFN 2004, none of the Directors has notified the Company of any disclosable interests in contracts involving the Company during the year.

8. Shareholdings

As at 31 December 2017, the range of shareholdings of the Company was as follows:

Share Range	No of Holders	Holders' %	Holders' Cum	Units	% Units	Units Cum
1 - 1000	126,275	88.33	126,275	52,589,678	7.58	52,589,678
1,001 – 5,000	14,448	10.11	140,723	26,083,713	3.76	78,673,391
5,001 – 10,000	1,075	0.75	141,798	7,760,724	1.12	86,434,115
10,001 – 50,000	927	0.65	142,725	18,917,503	2.73	105,351,618
50,001 – 100,000	113	0.08	142,838	7,945,616	1.14	113,297,234
100,001 – 500,000	95	0.07	142,933	18,645,311	2.69	131,942,545
500,001 – 1,000,000	17	0.01	142,950	10,608,456	1.53	142,551,001
1,000,001 – and above	9	0.01	142,959	551,401,116	79.46	693,952,117
	142,959	**100.00**		**693,952,117**	**100.00**	

9. Major shareholding

According to the register of members, no shareholder of the Company other than Conpetro Limited, as noted below, held more than 5% of the issued shares of the Company as at 31 December 2017.

The shares of the Company were held as follows:

	2017 Number of Shares	%	2016 Number of Shares	%
Conpetro Limited	516,298,603	74.40	516,298,603	74.40
Other Shareholders	177,653,514	25.60	177,653,514	25.60
Total	**693,952,117**	**100.00**	693,952,117	100.00

10. Share capital history

Conoil Plc ("Company"), which commenced operations in 1927 under the name Shell Trading Company, was incorporated as a limited liability company in 1960 and converted to a public limited liability company in 1991. Prior to 1991, it had an authorised share capital of N28 million divided into 14 million ordinary shares of N2.00 each, all of which were fully issued and paid up. These shares were sub-divided into ordinary shares of 50 kobo each in 1991. In 2002, the authorised share capital of the Company was increased to N350 million divided into 700 million ordinary shares of 50 kobo each. As at 2004, 694 million ordinary shares of 50 kobo each were issued and paid up.

	Authorised share capital		Issued & fully paid		No.Of shares	Consideration
Years	Increase	Cumulative	Increase	Cumulative		
Pre-1991	-	28,000,000	-	28,000,000	14,000,000	-
1991	47,000,000	75,000,000	-	28,000,000	56,000,000	Share split
1991	-	75,000,000	28,000,000	56,000,000	112,000,000	Bonus (1:1)
1995	125,000,000	200,000,000	28,000,000	84,000,000	168,000,000	Bonus (2:1)
1996	-	200,000,000	42,000,000	126,000,000	252,000,000	Bonus (2:1)
1997	-	200,000,000	21,000,000	147,000,000	294,000,000	Bonus (6:1)
1998	-	200,000,000	24,500,000	171,500,000	343,000,000	Bonus (6:1)
2002	150,000,000	350,000,000	-	171,500,000	343,000,000	-
2003	-	350,000,000	117,647,059	289,147,059	578,294,117	Convertible loan stock
2004	-	350,000,000	57,829,000	346,976,059	693,952,117	Bonus (5:1)

11. Dividend payment history

DIV No.	DIV. Type	Year ended	Declaration date	Dividend rate per share N	Total amount of dividend gross N	Total amount of dividend net N
12	Final	31/12/2001	21/06/2002	0.50	171,500,000.0	154,350,000.0
13	Final	31/12/2002	20/06/2003	2.00	686,000,000.0	617,400,000.0
14	Final	31/12/2003	27/08/2004	3.50	2,024,029,409.5	1,821,626,468.6
15	Final	31/12/2004	25/11/2005	2.00	1,387,904,234.0	1,249,113,810.6
16	Final	31/12/2005	27/10/2006	2.50	1,734,880,292.5	1,561,392,263.3
17	Final	31/12/2006	31/08/2007	2.75	1,908,368,321.8	1,717,531,489.6
18	Final	31/12/2007	29/08/2008	2.75	1,908,368,321.8	1,717,531,489.6
19	Final	31/12/2008	18/12/2009	1.00	693,952,117.0	624,556,905.3
20	Final	31/12/2009	22/10/2010	1.50	1,040,928,175.5	936,835,358.0
21	Final	31/12/2010	24/06/2011	2.00	1,387,904,234.0	1,249,113,810.6
22	Final	31/12/2011	30/08/2012	2.50	1,734,880,292.5	1,561,392,263.3
23	Final	31/12/2012	04/10/2013	1.00	693,952,117.0	624,556,905.3
24	Final	31/12/2013	30/09/2014	4.00	2,775,808,468.0	2,498,227,621.2
25	Final	31/12/2014	23/10/2015	1.00	693,952,117.0	624,556,905.3
26	Final	31/12/2015	28/10/2016	3.00	2,081,856,351.0	1,873,670,715.9
27	Final	31/12/2016	11/08/2017	3.10	2,151,251,562.7	1,936,126,406.4

12. Property, plant and equipment

Changes in the value of property, plant and equipment were due to additions and depreciation as shown in Note 15. In the opinion of the Directors, the market value of the Company's properties is not lower than the value shown in the financial statements.

13. Suppliers

The major supplier of the Company's products is Nigerian National Petroleum Corporation

14. Distribution network

The distribution of the Company's products is done through its own network of branches, numerous dealers and distributors who are spread around the country. The Company has 395 dealers and distributors.

Some of the Company's major dealers and distributors are as follows:

S/N	Dealer	Station	Location of station
1.	**Alhaja Bola Alanamu**	Marina Service Station	Marina, Lagos Island, Lagos.
2.	**Mrs Julianah Ofurhe**	Alapere Mega Station	3rd Axial Road, Lagos - Ibadan Expressway, Alapere Area, Lagos.
3.	**Capt. A. Adeyinka**	Kilometer 10	FAAN Local Airport, Km. 10 Agege Motor Road, Ikeja, Lagos.
4.	**Mrs M. O. Labinjo**	Airport Road Station	Murtala Muhammed Airport Road, Lagos.
5.	**Mrs Lami Ahmed**	Herbert Macaulay Filling Station, Abuja	Plot 763, Herbert Macaulay Way, CBD, FCT, Abuja.
6.	**Mr Akin Olanrewaju**	Kado Mega Station, Abuja	B5, Cadastral Zone, Kado Estate, Kado, FCT, Abuja.
7.	**Mr Samuel Dixon**	Iganmu Station	Old Apapa Road, by Costain Roundabout, Iganmu, Lagos.
8.	**Mr Sheyi Adebayo**	Eric Moore Service Station	Eric Moore Road, Eric Moore, Surulere, Lagos.
9.	**Mrs Rewane-Fabyan**	Hughes Avenue Service Station	Herbert Macaulay Way, Alagomeji, Yaba, Lagos.
10.	**Mr Tunde Ogundele**	Toll Gate Mega Station	Along Lagos - Ibadan Expressway, near old Toll gate, Alausa, Lagos.
11.	**Mrs C. O. Okonede**	Western Avenue Service Station	Western Avenue, Barracks Bus Stop, Surulere, Lagos.
12.	**Mrs Rose Osipitan**	Ipaja Station	Ipaja Road, Ipaja, Lagos.
13.	**Mr Adewale Adeleye**	G.R.A Mega Station	Oba Akinjobi Road, by GRA Roundabout, Ikeja, Lagos.
14.	**Capt. Toriseju Ogisi**	Cele Mega Station	Cele Bus Stop, Apapa - Oshodi Expressway, Lagos.
15.	**Mr Abimbola Olawale**	Ikate - Lekki Mega Station	Ikate Elegushi/Lekki, Lekki - Epe Expressway, Lagos.
16.	**Mr Kadiri Yunusa**	Durumi Mega Station, Abuja	B5, Cadastral Zone, Durumi District, Area 1, Durumi, FCT, Abuja.
17.	**Mr Samuel Okorho**	Lugbe Extension Mega Station	Plot 199 Cadastral Zone, Airport Road, Lugbe District, Abuja, F.C.T.
18.	**Golddust Ventures**	Utako Mega Station	Utako Cadastral Zone B5, Utako District, Abuja, F.C.T.
19.	**Philip Dillon Ikpaikpai**	Obio Mega Station	Port Harcourt – Aba Express Way, Market Junction, Port Harcourt City, Rivers State.
20.	**A.M and Sons**	Kaita Road, Service Station	Kaita Road, Katsina.
21.	**A. Likoro**	Sokoto Road, Service Station	Sokoto Road, Zaria.
22.	**Ubolo Okpanachi**	Garki Service Station	42 Festival Road, Area 10, Garki, Abuja, F.C.T.
23.	**Mr Akinyemi Omoyeni**	Chevron Mega Station	Lekki – Epe, Express Way, Chevron Roundabout.
24.	**Mr Adebambo Bashorun**	Ajah Mega Station	Lekki – Epe Express Way, Ajah
25.	**Mr Olubusuyi Oladele**	Kilometer 2 Service Station	FAAN Local Airport, Km. 2, Ikeja.
26.	**Mrs Sumbo Agbabiaka**	Oregun Service Station	Kudirat Abiola way, Oregun Ikeja.
27.	**Mrs Tola Aworh**	Poly South Service Station	South Gate, The Polytechnic, Ibadan.
28.	**Mr Martins Abiloye**	Mile 2 Mega Station	109 Ikwerre Road, by Ikoku Junction, Port Harcourt.
29.	**Alhaji Mohammed Okeji**	Millenium Estate Service Station	Plot 3283 Sabon Lugbe Extension, Airport Road, Lugbe, Abuja.

15. Post balance sheet events

There were no post balance sheet events which could have had a material effect on the state of affairs of the Company as at 31 December 2017 and on the profit for the year to that date which have not been adequately provided for.

16. Shareholders relations

The Company is conscious of and promotes shareholders' rights. It continues to take necessary steps to improve on same. The benefits from contributions, advice and wisdom from the shareholder members of the statutory Audit Committee remain invaluable

17. Employment And Employees

(i). Employment of disabled persons

The Company's employment policies ensure that there is no discrimination in considering application for employment including those of disabled persons. As at 31 December 2017, no disabled person was in the employment of the Company.

(ii). Employees involvement

During the year, the Company maintained good relationship with its employees. To enhance communication between management and staff, management briefings were extended to all levels of staff during the year. These efforts were supplemented by regular consultative departmental/divisional meetings and in-house bulletins to keep employees informed on the state of the Company's operations.

(iii). Employees development

The development and training of the Company's staff continue to receive constant attention. It is the belief of the Company that the professional and technical expertise of its staff constitutes a major asset.

(iv). Welfare

The Company operates a contributory pension scheme under the Pension Reform Act, 2014 for the benefit of its employees.

(v). Health

The Company maintains well-equipped medical clinics at its head office and other major operational/ manufacturing locations. This is complemented by free medical services during and after working hours by medical retainers in locations across the country.

(vi). Safety and environment

To enhance the health and safety of all employees, safety regulations are conspicuously displayed and enforced in all the Company's offices and installations.

The Company carries out safety and operations inspections on a regular basis. It also provides safety equipment in all its installation and retail outlets. In addition, safety training is provided for staff. Fire-fighting drills are regularly carried out to keep workers at alert in the event of a fire outbreak. The Company lays emphasis on industrial hygiene, and inspection, and provides good sanitary facilities for its employees. The Company ensures non-pollution of the environment within its areas of operation

18. Compliance with code of corporate governance

In the conduct of its business, Conoil Plc ensures the observance of the highest standard of corporate governance. It complies particularly with the provisions of Code of Best Practices on Corporate Governance in Nigeria. The Company adopts a responsible approach in its activities by maintaining a high standard of openness and accountability while also taking into consideration the interest of stakeholders.

During the year under review, Conoil Plc duly observed all regulations guiding its activities. Conoil Plc established structures/mechanism to enhance its internal control while the effectiveness of measures for enhancing operational and compliance control are constantly reviewed

18.1 The Board

The Board during the period of year 2017 had a Non-Executive Director as Chairman, six (6) other Non-Executive Directors, three (3) Executive Directors and one (1) Independent Director. It provided the required leadership for the Company for prudent and effective risk management while it also ensured that resources were available to enable the Company achieve its aims. The Board also reviewed the performance of Management. The Board during the year held four (4) meetings on 15th February 2017, 11th May 2017, 9th June 2017 and 20th October 2017. Attendance at the meetings was excellent

Names of Directors	15th February 2017	11th May 2017	9th June 2017	20th October 2017
Dr Mike Adenuga (Jr), GCON	P	P	P	P
Mr Sanjay Mathur	N	P	P	R
Mr Ajay Pandey	N	N	N	P
Dr M. E. Omatsola	P	P	P	P
Engr. Babatunde Okuyemi	A	A	A	P
Mr Mike Jituboh	P	P	P	P
Mr Ike Oraekwuotu	P	P	P	P
Miss Abimbola Michael - Adenuga	P	P	P	P
Arch. Harcourt Adukeh	N	P	P	P
Mr Bamidele Ogunnaike	N	P	P	R
Mr Joshua Ariyo	N	P	P	A
Mr Ademola Idowu	N	P	P	P

Attendance keys: P=Present; A=Absent with apology; N=Not yet appointed, R=Resigned.

18.2 Board committees:

In observance of the Code of Best Practices in Corporate Governance, the Board established the following

i. The Executive Board Committee

The Executive Board Committee, led by the Acting Managing Director and comprising the Executive Directors, sets the Company's priorities and targets, allocates resources and ensures the effective running of the Company. The Executive Board ensures that the Company's resources are fully utilized to meet the Company's goals. The Committee held five (5) meetings on 13th January 2017, 7th April 2017, 5th June 2017, 18th October 2017 and 11th December 2017.

Names	13th January 2017	7th April 2017	5th June 2017	18th October 2017	11th December 2017
Mr Sanjay Mathur (Managing)	N	N	P	Resigned	
Mr Ajay Pandey (Managing)	N	N	N	P	P
Miss Abimbola Michael - Adenuga	P	P	P	P	P
Mr Akin Fabunmi	P	P		Resigned	
Mr Bamidele Ogunnaike	N	N	P	Resigned	
Mr Akinyemi Ibrahim Akinlawon	N	N	N	N	P

Attendance keys: P=Present; A= Absent with apology; N=Not yet appointed.

ii. Operation Review Committee

Members of this Committee are one Executive Director, two non-executive Directors and Head, Internal Audit with the non-executive Director as Chairman of the Committee. The Committee deliberates on matters relating to the general Operating Expenditure (OPEX), Capital Expenditure (CAPEX), general finance and administration of the Company and reports same to the Board. The Committee held three (3) meetings on 16th May 2017, 25th July 2017 and 12th December, 2017. Attendance at the meetings was excellent.

Names	16th May 2017	25th July 2017	12th December 2017
Ms. Abimbola Michael-Adenuga	P	P	P
Mr. Mike Jituboh	P	P	P
Mr. Joshua Ariyo	P	P	P
Peter K. Awokulehin (Head, Internal Audit)	P	P	P

Attendance key: P=Present.

iii. Risk Management Committee

The Committee is responsible for evaluating and handling issues relating to risk management in the Company. The Committee held three (3) meetings on 19th January 2017, 27th July 2017 and 12th September 2017. Attendance at the meetings was excellent.

Names	19th January 2017	27th July 2017	12th September 2017
Dr. M. E. Omatsola	P	P	P
Mr. Sanjay Mathur	N	P	P
Mr. Ike Oraekwuotu	P	P	P
Mr. Akin Fabunmi	P	R	R
Mr. Bamidele Ogunnaike	N	P	R

Attendance keys: A= Absent; P=Present; N = Not yet appointed; R = Resigned.

iv. Remuneration Committee

The Committee acts on behalf of the Board on all matters related to the workforce. The Committee held two (2) meetings on 17th May 2017 and 21st September 2017. Attendance at the meetings was excellent. The members are as follows:

Names	17th May 2017	21st September 2017
Mr. Mike Jituboh	P	P
Mr. Ike Oraekwuotu	P	P
Mr. Ademola Idowu	P	P
Miss Abimbola Michael - Adenuga	P	P
Mr. Edim Aikpo (Financial Controller)	P	P
(Financial Controller)	P	P

Attendance key: P=Present.

v. Audit Committee

In compliance with Section 359 (3) of the Companies and Allied Matters Act, CAP C20 LFN 2004 and Section 11, Part E of the amended Code of Corporate Governance, the Company has in place an Audit Committee consisting of six members, three of whom are representatives of shareholders and three Non-Executive Directors with the Company Secretary/Legal Adviser as the Secretary. The Committee has as its Chairman, a member representing the shareholders and holds meeting from time to time to deliberate on audit scope and Plan, the time table of the Company for the year, the audited accounts and unaudited trading results of the Company. They also review the Management Letter prepared by the External Auditors of the Company. The Committee carries out an oversight of the Company's financial controls, the internal audit functions as well as assessing the external audit process including relating with the external auditors. These are in addition to the review of the risk management systems.

In the performance of its functions, the Committee has unrestricted, direct access not just to the internal audit department but also to the external auditors.

Any member may nominate a shareholder as member of the Audit Committee, by giving notice in writing of such nomination to the Company Secretary at least 21 days before the Annual General Meeting. The Committee held four (4) meetings on 18th January 2017, 27th April 2017, 6th June 2017 and 7th September 2017. Attendance at the meetings was very good.

Names	Designation	18th January 2017	27th April 2017	6th June 2017	7th September 2017
Mr. Oladepo Olalekan Adesina	Chairman rep. of Shareholders	P	P	P	P
Chief Joshua Oluwole Oginni	Member rep. of Shareholders	P	P	P	P
Comrade S.B. Aderenle	Member rep. of Shareholders	P	P	P	P
Mr. Mike Jituboh	Non-Executive Director	P	P	P	P
Mr. Ike Oraekwuotu	Non-Executive Director	P	P	P	P
Mr. Akin Fabunmi	Executive Director	P	P	R	R
Mr. Bamidele Ogunnaike	Executive Director	N	N	P	R

Attendance keys: P=Present; A=Absent with apology; N=Not yet appointed, R=Resigned.

18.4 Management Committees

i. Executive Management Committees

The Committee is comprised of Senior Management staff and Heads of Department. The Committee holds its meetings every Friday to deliberate on daily management operations, business reviews, targets and sundry issues. Members of the Committee are:

Managing Director	-	Chairman
Finance Director	-	Member
Head, Retail	-	Member
Deputy Head, Retail	-	Member
Executive Director, Business Operations	-	Member
Financial Adviser	-	Member
General Manager, Process and Expenditure	-	Member
Chief Operating Officer, Aviation	-	Member
Head, Retail Business	-	Member
Head, Internal Audit	-	Member
Head, Central Operations Unit	-	Member
Head, Apapa Installation	-	Member
Head, Imports	-	Member
Head, Supply and Distribution	-	Member
Head, Lubricants Business	-	Member
Corporate Affairs Manager	-	Member
IT Manager	-	Member
Financial Controller	-	Member
Head, Credit Control	-	Member
Treasurer	-	Member
Company Secretary/Legal Adviser	-	Member

ii. Tender Committee

The Committee holds its meetings every Tuesday and Thursday to conduct negotiation to obtain the most technically and commercially competitive bid/vendor. The Committee thereafter makes recommendation to the Management or the Board as the case may be. The members of the Committee are as follows:

Finance Director	-	Chairman
Financial Adviser	-	Member
Head, Internal Audit	-	Member
Head, Apapa Installation	-	Member
Procurement Manager	-	Member
Head of User Department concerned	-	Member

iii. Import Committee

The Committee is responsible for the procurement of petroleum products and to ensure that petroleum products are available to the Company timely and at the best possible price. The Committee meets as the need arises on every transaction. The Committee thereafter makes recommendation to the Management or the Board as the case may be for approval. Members of the Committee are as follows:

Managing Director	-	Chairman
Finance Director	-	Member
Head, Imports	-	Member
Head, Central Operations Unit	-	Member
Head, Internal Audit	-	Member

iv. Process & Expenditure Committee

The Committee sits to consider all processes and identify areas of bottlenecks that may impede smooth and speedy resolution of issues with a view to having better control in running of the Company. The Committee also scrutinizes all proposed expenditures of the Company to determine that the expenditures are reasonable and fair. The Committee meets every week. The members of the Committee are as follows:

General Manager, Process & Expenditure	-	Chairman
Financial Controller	-	Member
Head, Internal Audit	-	Member

18.5 Conoil Plc and its shareholders

In its interaction with its shareholders, the Company lays emphasis on effective communication. Through its reports and the Annual General Meeting, the Board renders stewardship to the Company's shareholders. Outside these, the Board has in place other avenues for interaction with shareholders such as other less formal meetings and contacts. The inclusion of the representatives of the shareholders in the Audit Committee ensures that the shareholders are kept abreast of developments in the Company.

18.6 Corporate Social Responsibilities

The Company did not make any donations during the year under review.

The Company undertook the following in the year under review.

S/N	In Port Harcourt	Duration	Cost Estimate
1	Supporting the Magcobar Community in Port Harcourt on various Projects	Annually	Varied Sums
2	Financial support to Bundu-Ama Community (host community) at year ends.	Annually	Varied Sums
3	Road Construction in the Magcobar Community	Up to 2017	Over N10,000,000.00
S/N	**Lagos**	**Duration**	**Cost Estimate**
1	Co-sponsorship and support for the Department of Petroleum Resources' Health, Safety and Environment (HSE) Biennial Conference.	Biannually	Varied

18.7 Internal Financial Controls

The Company has in place procedures and structures for an effective control environment that promotes an orderly and efficient conduct of the Company's business. These include the safeguarding of the Company's assets and the maintenance of proper accounting records and financial information among others.

The Audit Committee also plays a vital role in ensuring a sound system of internal control.

19. Conoil Plc and the Law

Conoil Plc ensures compliance with the laws and regulations guiding its operations in Nigeria. The Company has in place the following policies which are available on the website of the Company: www.conoilplc.com:

i. Securities Trading Policy
ii. Complaint management policy
iii. Code of Conduct and Business Ethics
iv. Anti-Bribery and Corruption Policy
v. Anti-Money Laundering and Combating Terrorism Financing Policy
vi. Market Conduct Policy

19.1 Regulatory Compliance

The Company submitted its audited financial statements for the year ended 31 December 2017 out of time to the Nigerian Stock Exchange (NSE) and was penalized by the Exchange for the sum of N6.2 Million in 2017. Apart from this, the Company complied with other laws and regulations.

19.2 Interaction with the society

The Company in its activities pays due attention to ethical values, complies with legal requirements and takes into consideration the various stakeholders comprising not just its members but also the general populace and communities where it carries on business. The Company ensures maximum care for the environment where it operates by maintaining the highest environmental standards. Being an employer, supplier and consumer, Conoil Plc contributes to the economic growth of the country.

20. Auditors

The Auditors, Messrs Nexia Agbo Abel & Co. have indicated their willingness to continue in office in accordance with Section 357 (2) of the Companies and Allied Matters Act CAP C20 LFN 2004. A resolution will be proposed authorising the Directors to determine their remuneration.

By order of the Board

Conrad Eberemu
Company Secretary / Legal Adviser
FRC/2017/NBA/00000016701

21 May 2018

Conoil Plc
Bull Plaza
38/39, Marina
Lagos

THE ACCOUNTS

STATEMENT OF DIRECTORS' RESPONSIBILITIES

FOR THE YEAR ENDED 31 DECEMBER 2017

The Directors of Conoil Plc ("the Company") are responsible for the preparation of the financial statements that give a true and fair view of the financial position of the Company as at 31 December 2017, and the results of its operations, cash flows and changes in equity for the period ended, in compliance with International Financial Reporting Standards ("IFRS") and in the manner required by the Companies and Allied Matters Act of Nigeria and the Financial Reporting Council of Nigeria Act, 2011.

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

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

The Directors are responsible for:

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

Going Concern

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

The financial statements of the Company for the year ended 31 December 2017 were approved by the Directors on 21 May 2018.

On behalf of the Directors of the Company

Mr Akinlawon Akinyemi Ibrahim	**Dr. M. Ebietsuwa Omatsola**	**Mr. Pandey Ajay**
Finance Director	Director	A.g. Managing Director
FRC/2013/ICAN/00000016820	FRC/2013/COMEG/000000037	FRC/2018/NIM/00000018362

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INDEPENDENT AUDITOR'S REPORT

TO THE SHAREHOLDERS OF CONOIL PLC ON THE AUDIT OF THE FINANCIAL STATEMENTS

Opinion

We have audited the accompanying financial statements of Conoil Plc which comprise the statement of financial position as at 31 December 2017, the statement of profit or loss and other comprehensive income, statement of changes in equity, statement of cash flows for the year then ended, a summary of significant accounting policies and other explanatory information set out on pages 41 to 75.

In our opinion, the financial statements present fairly, in all material respects, the financial position of Conoil Plc as at 31 December 2017 and the financial performance and cash flows for the year then ended in accordance with the International Financial Reporting Standards, Companies and Allied Matters Act CAP C20 LFN 2004 and the Financial Reporting Council of Nigeria Act No 6, 2011.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the requirements of the Institute of Chartered Accountants of Nigeria Professional Code of Conduct and Guide for Accountants (ICAN Code) and other independence requirements applicable to performing audits of financial statements in Nigeria. We have fulfilled our other ethical responsibilities in accordance with the ICAN Code and in accordance with other ethical requirements applicable to performing audits in Nigeria. The ICAN Code is consistent with the International Ethics Standards Board for Accountants Code of Ethics for Professional Accountants (Parts A and B). We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Revenue recognition	
See note 3.3 and note 5 to the financial statements.	
Key audit matter	How our audit addressed the matter
Revenue is a significant measure of the performance of the Company. There is a risk of misstatement of revenue due to inadequate cut-offprocedures or wrong application of	• Our audit procedures include testing of the design, existence and operating effectiveness of internal control procedures implemented as well as test of details to ensure accurate processing of revenue transactions. • We obtained and reviewed sales documents to ensure revenue were recognised in line with IFRS 15. • We performed substantive analytical procedures and investigated differences in excess of the threshold. • We reviewed basis of valuation of foreign denominated contracts. • We performed cut-off tests to ensure that revenue were notunder/over stated

Contingent liabilities	
See note 3.14 and note 35 to the financial statements.	
Key audit matter	How our audit addressed the matter
Contingent liabilities relate to estimates including costs related to litigation and claims. The Company is exposed to a number of litigation and claims from suppliers. In recognising the contingent liabilities, the Directors determine their best estimate of related expenses and liabilities based on their judgment of specific details of the individual litigation and claims. Since actual expenses will depend on the future outcome of the litigation and claims, the provision for contingent liabilities is subject to inherent uncertainty.	• We received the list of outstanding litigation and claims and discussed the developments in the new and outstanding litigation and claims. • We considered management's assessment of the possible outcome of the litigation and claims for selected cases by discussing the matters with the legal team. • We corroborated the discussion held with management with confirmations from solicitors. • We recomputed the provisions for significant provisions.

Other information

The directors are responsible for the other information. The other information comprises the Directors' Report which we obtained prior to the date of this auditor's report. The other information does not include the financial statements and our auditor's report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

Based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, if we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regards.

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

Management is responsible for the preparation and fair presentation of the financial statements in accordance with the Companies and Allied Matters Act CAP C20 LFN 2004, the Financial Reporting Council of Nigeria Act No 6, 2011, the International Financial Reporting Standards and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these statements.

As part of an audit in accordance with ISAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists relating to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the board of directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on other legal and regulatory requirements

In compliance with the requirements of the Sixth Schedule of the Companies and Allied Matters Act CAP C20 LFN 2004, we confirm that:

i) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

ii) the Company have kept proper books of account, so far as appears from our examination of those books; and

iii) the statements of financial position and comprehensive income are in agreement with the books of account and returns.

Tolulope Fasanya
FRC/2012/ICAN/00000000109
for: **Nexia Agbo Abel & Co**
Chartered Accountants
Abuja, Nigeria
21 May 2018

REPORT OF THE AUDIT COMMITTEE

FOR THE YEAR ENDED 31 DECEMBER 2017

In compliance with the provisions of Section 359 (6) of the Companies and Allied Matters Act (CAP C20) Laws of the Federation of Nigeria, 2004, we confirm that we have:

1. Reviewed the scope and planning of the audit requirements

2. Reviewed the external auditors' Management Letter for the year ended 31 December 2017 as well as the Management's response thereon; and

3. Ascertained that the accounting and reporting policies of the Company for the year ended 31 December 2017 are in accordance with legal requirements and agreed ethical practices.

In our opinion, the scope and planning of the audit for the year ended 31 December 2017 were adequate and Management's responses to the External Auditors' findings were satisfactory.

In addition, the scope, planning and reporting of these Financial Statements were in compliance with the requirement of the Financial Reporting Standards as adopted by the Company.

Adesina

Mr. Adesina Olalekan Oladepo
Chairman
FRC/2013/NIM/00000003678
11 May 2018

Members of the Audit Committee

Chief Joshua Oluwole Oginni
Comrade S.B. Aderenle
Mr. Mike Jituboh
Mr. Ike Oraekwuotu
Mr. Bamidele Ogunnaike

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 DECEMBER 2017

	Note	2017 N'000	2016 N'000
Revenue	5	115,513,246	85,023,546
Cost of sales	6	(102,463,874)	(70,882,997)
Gross profit		**13,049,372**	**14,140,549**
Other operating income	7	2,522,765	2,280,235
Other gains or losses	8	2,060,169	155,237
Distribution expenses	9	(1,995,504)	(2,534,598)
Administrative expenses	10	(11,195,005)	(7,995,977)
Finance cost	11	(2,137,170)	(1,764,897)
Profit before tax	**12**	**2,304,627**	**4,280,549**
Income tax expense	13	(726,120)	(1,442,665)
Profit for the year		**1,578,507**	**2,837,884**
Other comprehensive income for the year net taxes		**-**	**-**
Total comprehensive income		**1,578,507**	**2,837,884**
Earnings per share			
Basic earnings per share (kobo)	14	227	409
Diluted earnings per share (kobo)	14	227	409

The notes on pages 41 to 75 form part of these financial statements.

STATEMENT OF FINANCIAL POSITION

AS AT 31 DECEMBER 2017

Assets	Note	2017 N'000	2016 N'000
Non-current assets			
Property, plant and equipment	15	2,519,941	2,438,467
Intangible assets	16	53,066	63,680
Investment property	17	297,900	347,550
Other financial assets	18	10	10
Prepayments	19	199,485	163,045
Deferred tax assets	13	2,412,680	2,749,942
Total non-current assets		**5,483,082**	**5,762,694**
Current assets			
Inventories	20	5,661,155	5,255,596
Trade and other receivables	21	25,866,860	16,383,929
Prepayments	19	69,230	135,890
Cash and bank balances	22	25,774,757	42,295,355
Total current assets		57,372,002	64,070,770
Total assets		**62,855,084**	**69,833,464**
Equity and liabilities			
Equity			
Share capital	23	346,976	346,976
Share premium	23	3,824,770	3,824,770
Retained earnings	24	13,721,190	14,293,935
Total equity		**17,892,936**	**18,465,681**
Non - Current liabilities			
Distributors' deposits	27	496,610	502,859
Deferred tax liabilities	13	365,773	428,693
Decommissioning liability	28	54,616	52,141
Total non-current liabilities		916,999	983,693
Current liabilities			
Borrowings	25	5,178,802	8,990,872
Trade and other payables	26	36,573,231	37,358,765
Current tax payable	13	2,293,116	4,034,453
Total current liabilities		44,045,149	50,384,090
Total liabilities		44,962,148	51,367,783
Total equity and liabilities		62,855,084	69,833,464
Current tax payable	13	2,293,116	4,034,453
Total current liabilities		**44,045,149**	**50,384,090**
Total liabilities		**44,962,148**	**51,367,783**
Total equity and liabilities		**62,855,084**	**69,833,464**

These financial statements were approved by the Board of Directors on 9 June, 2018 and signed on its behalf by:

Mr Akinlawon Akinyemi Ibrahim
Finance Director
FRC/2013/ICAN/00000016820

Dr. M. Ebietsuwa Omatsola
Director
FRC/2013/COMEG/000000037

Mr. Pandey Ajay
A.g. Managing Director
FRC/2018/NIM/00000018362

The notes on pages 41 to 75 form part of these financial statements.

STATEMENT OF FINANCIAL CHANGES IN EQUITY

AS AT 31 DECEMBER 2017

	Share capital N'000	Share premium N'000	Retained earnings N'000	Total equity N'000
Balance at 1 January 2016	**346,976**	**3,824,770**	**13,537,907**	**17,709,653**
Profit for the year	-	-	2,837,884	2,837,884
Other comprehensive income (net of tax)	-	-	-	-
Total comprehensive income	**-**	**-**	**2,837,884**	**2,837,884**
Dividends to shareholders	-	-	(2,081,856)	(2,081,856)
Balance at 31 December 2016	**346,976**	**3,824,770**	**14,293,935**	**18,465,681**
Balance at 1 January 2017	**346,976**	**3,824,770**	**14,293,935**	**18,465,681**
Profit for the year	-	-	1,578,507	1,578,507
Other comprehensive income (net of tax)	-	-	`	-
Total comprehensive income	**-**	**-**	**1,578,507**	**1,578,507**
Dividends to shareholders	-	-	(2,151,252)	(2,151,252)
Balance at 31 December 2017	**346,976**	**3,824,770**	**13,721,190**	**17,892,936**

The notes on pages 41 to 75 form part of these financial statements.

STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 DECEMBER 2017

	Note	2017 N'000	2016 N'000
Profit before tax		2,304,627	4,280,549
Adjustments to reconcile profit before tax to net cash provided:			
Interest from bank deposits	7	(12,806)	(2,151)
Interest on delayed subsidy payment	7	-	(1,905,104)
Interest on bank overdraft	11	2,134,695	1,762,796
Accretion expense	11	2,475	2,101
Depreciation of property, plant and equipment	15	722,492	1,184,287
Depreciation of investment property	16	49,650	49,650
Amortisation of intangible assets	17	10,614	10,614
Withholding tax credit	13	(48,126)	-
Changes in working capital:			
(Increase)/decrease in inventories		(405,559)	294,691
(Increase)/decrease in trade and other receivables		(9,452,710)	11,627,705
(Decrease)/increase in trade and other payables		(421,592)	8,807,476
(Decrease)/increase in distributors' deposits		(6,249)	1,162
Cash (used)/generated by operations		(5,122,489)	26,113,776
Tax paid		(2,144,990)	(1,776,533)
Value added tax paid		(361,467)	(294,611)
Net cash (used)/generated in operating activities		**(7,628,946)**	**24,042,632**
Cashflows from investing activities			
Purchase of property, plant and equipment	15	(803,966)	(453,294)
Interest received	7	12,806	1,907,255
Net cash (used)/generated by investing activities		**(791,160)**	**1,453,961**
Cashflows from financing activities			
Interest paid	11	(2,137,170)	(1,764,897)
Dividends paid	24	(2,151,252)	(2,081,856)
Net cash used in financing activities		**(4,288,422)**	**(3,846,753)**
Net (decrease)/increase in cash and cash equivalents		(12,708,528)	21,649,840
Cash and cash equivalents at 1 January		33,304,483	11,654,643
Cash and cash equivalents at 31 December	22	**20,595,955**	**33,304,483**
Net (decrease)/increase in cash and cash equivalents		**(12,708,529)**	**21,649,840**
Cash and cash equivalents at 1 January		33,304,483	11,654,643
Cash and cash equivalents at 31 December	22	**20,595,955**	**33,304,483**

The notes on pages 41 to 75 form part of these financial statements.

1. The Company

Conoil Plc ("The Company") was incorporated in 1960. The Company's authorised share capital is 700,000,000 ordinary shares of 50k each.

The Company was established to engage in the marketing of refined petroleum products and the manufacturing and marketing of lubricants, household and industrial chemicals.

1.1 Composition of Financial Statements

The financial statements are drawn up in Nigerian Naira, the financial currency of Conoil Plc, in accordance with IFRS accounting presentation. The financial statements comprise:

- Statement of profit or loss and other comprehensive income
- Statement of financial position
- Statement of changes in equity
- Statement of cash flows
- Notes to the financial statements

Additional information provided by the management includes:
- Value added statement
- Five-year financial summary

1.2 Financial period

These financial statements cover the financial year from 1 January 2017 to 31 December 2017 with comparative figures for the financial year from 1 January 2016 to 31 December 2016.

2. Adoption of new and revised International Financial Reporting Standards (IFRS) and Interpretations by the International Financial Reporting Interpretations Committee (IFRIC)

Accounting standards and interpretations issued but not yet effective

The following revisions to accounting standards and pronouncements that are applicable to the Company were issued but are not yet effective. Where IFRSs and IFRIC interpretations listed below permit early adoption, the Company has elected not to apply them in the preparation of these financial statements.

The full impact of these IFRSs and IFRIC Interpretations is currently being assessed by the company, but none of these pronouncements are expected to result in any material adjustments to the financial statements.

Effective for the financial year commencing 1 January 2018
- IFRS 9 Financial Instruments

Effective for the financial year commencing 1 January 2018
- Amendments to IFRS 2: Classification and Measurement of Share-based Payment Transactions

Effective for the financial year commencing 1 January 2018
- IFRS 15 Revenue from Contracts with Customers

Effective for the financial year commencing 1 January 2018
- Applying IFRS 9 Financial Instruments with IFRS 4 - Insurance Contracts

Effective for the financial year commencing 1 January 2018
- Amendments to IAS 40: Transfers of Investment Property

Effective for the financial year commencing 1 January 2018
- Amendments to IFRS 10 and IAS 28: Sale or contribution of assets between an investor and its associate or joint ventur

Effective for the financial year commencing 1 January 2018
- IFRS 17 Insurance Contracts

Effective for the financial year commencing 1 January 2019
- IFRS 16 - Leases

All standards and interpretations will be adopted at their effective date and their implications on the Company are stated below:

Standard/Interpretation not yet effective as at 31 December 2017		**Date issued by IASB**	**Effective date Periods beginning on or after**	**Summary of the requirements and assessment of impact**
IFRS 9	Financial Instruments	24 July 2014	1 January 2018 Early adoption is permitted	The IASB issued the final IFRS 9 Financial Instruments Standard, which replaces earlier versions of IFRS 9 and completes the IASB's project to replace IAS 39 Financial Instruments: Recognition and Measurement. This standard will have a significant impact on the Company, which include changes in the measurement bases of the Company's financial assets to amortised cost, fair value through other comprehensive income or fair value through profit or loss. Even though these measurement categories are similar to IAS 39, the criteria for classification into these categories are significantly different. In addition, the IFRS 9 impairment model has been changed from an "incurred loss" model from IAS 39 to an "expected credit loss" model, which is expected to increase the provision for bad debts recognised in the Company. The amendments apply retrospectively. The Company will adopt the amendments for the year ending 31 December 2018.
IFRS 2	Classification and Measurement of Share-based Payment Transactions	20 June 2016	1 January 2018 Early adoption is permitted	This clarifies the standard in relation to the accounting for cash-settled share-based payment transactions that include a performance condition, the classification of share-based payment transactions with net settlement features, and the accounting for modifications of share-based payment transactions from cash-settled to equity-settled.

Standard/Interpretation not yet effective as at 31 December 2017		Date issued by IASB	Effective date Periods beginning on or after	Summary of the requirements and assessment of impact
IFRS 15	Revenue from contract with customers	28 May 2014	1 January 2018 Early adoption is permitted	This standard replaces IAS 11 construction Contracts, IAS 18 Revenue, IFRIC 13 Customer Loyalty Programmes, IFRIC 15 Agreements for the Construction of Real Estate, IFRIC 18 Transfer of Assets from Customers and SIC-31 Revenue – Barter of Transactions Involving advertising Services. The standard contains a single model that applies to contracts with customers and two approaches to recognizing revenue: at a point in time or over time. The model features a contract-based five –step analysis of transactions to determine whether, how much and when revenue is recognised. This new standard will most likely have a significant impact on the Company, which will include a possible change in the timing of when revenue is recognised and the amount of revenue recognized. The Company will adopt the amendments for the year ending 31 December 2018.
IFRS 4	Insurance Contracts – Applying IFRS 9 Financial Instruments with IFRS 4	12 September 2016	1 January 2018	In September 2016, the IASB published an amendment to IFRS 4 which addresses the concerns of insurance companies about the different effective dates of IFRS 9 Financial instruments and the forthcoming new insurance contracts standard. The amendment provides two different solutions for insurance companies: a temporary exemption from IFRS 9 for entities that meet specific requirements (applied at the reporting entity level), and the 'overlay approach'. Both approaches are optional. IFRS 4 (including the amendments) will be superseded by the forthcoming new insurance contracts standard. Accordingly, both the temporary exemption and the 'overlay approach' are expected to cease to be applicable when the new insurance standards becomes effective.

Standard/Interpretation not yet effective as at 31 December 2017		Date issued by IASB	Effective date Periods beginning on or after	Summary of the requirements and assessment of impact
IAS 40	Transfers of Investment Property – (Amendments to IAS 40)	8 December 2016	1 January 2018	The amendments clarify that transfers to, or from, investment property can only be made if there has been a change in use that is supported by evidence. A change in use occurs when the property meets, or ceases to meet, the definition of investment property. A change in intention alone is not sufficient to support a transfer. The list of evidence for a change of use in the standard was re-characterised as a non-exhaustive list of examples to help illustrate the principle. The Board provided two option for transition: • Prospectively, with any impact from the reclassification recognised as adjustment to opening retained earnings as at the date of initial recognition, or • Retrospectively - only permitted without the use of hindsight. Additional disclosures are required if an entity adopts the requirements prospectively.
IFRS 10 and IAS 28	Sale or contribution of assets between an investor and its associate or joint venture – (Amendments to IFRS 10 and IAS 28)		1 January 2018	The IASB has made limited scope amendments to IFRS 10 Consolidated financial statements and IAS 28 Investments in associates and joint ventures. The amendments clarify the accounting treatment for sales or contribution of assets between an investor and its associates or joint ventures. They confirm that the accounting treatment depends on whether the non-monetary assets sold or contributed to an associate or joint venture constitute a 'business' (as defined in IFRS 3 Business Combinations). Where the non-monetary assets constitute a business, the investor will recognise the full gain or loss on the sale or contribution of assets. If the assets do not meet the definition of a business, the gain or loss is recognised by the investor only to the extent of the other investor's investors in the associate or joint venture. The amendments apply prospectively.

Standard/Interpretation not yet effective as at 31 December 2017		Date issued by IASB	Effective date Periods beginning on or after	Summary of the requirements and assessment of impact
IFRS 17	Insurance Contracts	May 2017	1 January 2018	IFRS 17 was issued in May 2017 as replacement for IFRS 4 Insurance Contracts. It requires a current measurement model where estimates are re-measured each reporting period. Contracts are measured using the building blocks of: • Discounted probability-weighted cash flows • An explicit risk adjustment, and • A contractual service margin ("CSM") representing the unearned profit of the contract which is recognised as revenue over the coverage period. The standard allows a choice between recognising changes in discount rates either in the income statement or directly in other comprehensive income. The choice is likely to reflect how insurers account for their financial assets under IFRS 9. An optional, simplified premium allocation approach is permitted for the liability for the remaining coverage for short duration contracts, which are often written by non-life insurers. There is a modification of the general measurement model called the 'variable fee approach' for certain contracts written by life insurers where policyholders share in the returns from underlying items. When applying the variable fee approach the entity's share of the fair value changes of the underlying items is included in the contractual service margin. The results of insurers using this model are therefore likely to be less volatile than under the general model. The new rules will affect the financial statements and key performance indicators of all entities that issue insurance contracts or investment contracts with discretionary participation features.

Standard/Interpretation not yet effective as at 31 December 2017	Date issued by IASB	Effective date Periods beginning on or after	Summary of the requirements and assessment of impact
IFRS 16 Leases	13 January 2016	1 January 2019	Under IFRS 16, the distinction made up to now between operating leases and finance leases will no longer apply with respect to the lessee. For all leases, the lessee recognizes a right of use to an asset and a lease liability. The right of use is amortized over the contractual term in line with the rules for intangible assets. The lease liability is recognized in accordance with the rule for financial instruments pursuant to IAS 39 (or IFRS 9 in future). Write-downs on the asset and interest on the liability are presented separately in the income statement. There are exemptions when accounting for short-term leases and low-value leased assets. The disclosures in the notes to the financial statements will be extended and should provide a basis for users to assess the amount, timing as well as uncertainties in relation to leases. For lessors, however, the rules in the new standard are similar to the previous rules in IAS 17. They will continue to classify leases either as a finance lease or an operating lease. The directors of the Company do not anticipate that the application of these amendments to IFRS 16 will have any impact on the Company's financial statements.

3. Significant accounting policies

3.1 Statement of compliance

The annual financial statements are prepared in accordance with International Financial Reporting Standards (IFRSs) and the requirements of the Companies and Allied Matters Act (CAMA) and the Financial Reporting Council of Nigeria Act.

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

3.2 Accounting principles and policies

The financial statements have been prepared in accordance with the Company's accounting policies approved by the Board of Directors of the Company.

3.3 Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable and represents amounts receivable for goods and services provided in the normal course of business, net of discounts and sales related taxes (where applicable).

Exchanges of petroleum products within normal trading activities do not generate any income and therefore these flows are shown at their net value in both the statement of profit or loss and other comprehensive income and the statement of financial position

3.3.1 Sale of goods

Revenue from the sale of goods is recognised when all the following conditions are satisfied:
- the Company has transferred to the buyer the significant risks and rewards of ownership of the goods;
- the Company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- the amount of revenue can be measured reliably;
- it is probable that the economic benefits associated with the transaction will flow to the entity; and
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

3.3.2 Interest revenue

Interest income is recognised when it is probable that the economic benefits will flow to the Company and the amount of revenue can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

3.3.3 Service income

Service income represents income from Entity's property at service stations while rental income represents income from letting of the entities building. Both service income and rental income are credited to the statement of comprehensive income when they are earned.

3.4 Foreign currency translation

The financial statements of the Company are prepared in Nigerian Naira which is its functional currency and presentation currency.

In preparing the financial statements, transactions in currencies other than the Company's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting year, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

3.5 Pensions and other post-employment benefits

The Company operates a defined contribution pension plan for its employees and pays fixed contributions into a separate entity. The Company has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior years.

In addition, payments to defined contribution retirement benefit plans are recognised as an expense when employees have rendered service entitling them to the contributions.

The Company also operated a gratuity scheme for its qualified employees prior to 2008 which it has discontinued.

3.6 Taxation

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

3.6.1 Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the statement of comprehensive income because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible.

The Company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted at the reporting date.

3.6.2 Deferred tax

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

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

Deferred tax is calculated at the tax rates that are expected to apply in the year when the liability is settled or the asset is realised based on tax laws and rates that have been enacted at the reporting date. Deferred tax is charged or credited in the statement of comprehensive income, except when it relates to items charged or credited in other comprehensive income, in which case the deferred tax is also dealt with in other comprehensive income.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

3.7 Property, plant and equipment

Property, plant and equipment held for use in the production or supply of goods or services, or for administrative purposes, are stated in the statement of financial position at cost less accumulated depreciation and accumulated impairment losses.

The initial cost of the property plant and equipment comprise of its purchase price or construction cost, any directly attributable cost to bringing the asset into operation, the initial estimate of dismantling obligation (where applicable) and any borrowing cost.

Depreciation is recognised so as to write off the cost or valuation of assets (other than freehold land and assets under construction) less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting year, with the effect of any changes in estimate accounted for on a prospective basis.

The basis for depreciation is as follows:

	Estimated useful life range	Rate
Freehold land and Buildings	20 - 50 Years	5%
Leasehold land and buildings	20 - 50 Years	Over the period of the lease
Plant and machinery	5 - 10 Years	15%
Motor vehicles	2 - 5 Years	25%
Furniture, fittings and equipment:		
- Office furniture	3 - 12 Years	15%
- Office equipment	5 - 15 Years	15%
- Computer equipment	2 - 10 Years	33.33%
Intangible Assets - Software	5 - 10 Years	10%

Freehold land and Assets under construction are not depreciated.

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets. However, when there is no reasonable certainty that ownership will be obtained by the end of the lease term, assets are depreciated over the shorter of the lease term and their useful lives.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

3.8 Intangible assets

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation methods are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

Intangible assets are amortised on a straight-line basis over the following periods:

Software	10 Years	10%

Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

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

3.9 Investment property

Investment properties are properties held to earn rentals and/or for capital appreciation (including property under construction for such purposes).

The initial cost of the investment property comprise of its purchase price or construction cost, any cost directly attributable to bringing the asset into operation, the initial estimating of dismantling obligation (where applicable) and any borrowing cost.

Depreciation is recognised so as to write off the cost or valuation of assets (other than freehold land and assets under construction) less their residual values over their useful lives, using the straight-line method.

The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting year, with the effect of any changes in estimate accounted for on a prospective basis. The basis for depreciation is as follows:

Leasehold land and buildings	20 Years	5%

An investment property is derecognised upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from the disposal. Any gain or loss arising on derecognition of the property (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the year in which the property is derecognised.

3.10 Impairment of long lived assets

The recoverable amounts of intangible assets and property, plant and equipment are tested for impairment as soon as any indication of impairment exists. This test is performed at least annually. The recoverable amount is the higher of the fair value (less costs to sell) or its value in use.

Assets are grouped into cash-generating units (or CGUs) and tested. A cash-generating unit is a homogeneous group of assets that generates cash inflows that are largely independent of the cash inflows from other groups of assets. The value in use of a CGU is determined by reference to the discounted expected future cash flows, based upon the management's expectation of future economic and operating conditions. If this value is less than the carrying amount, an impairment loss on property, plant and equipment, or on other intangible assets, is recognised either in "Depreciation, depletion and amortization of property, plant and equipment, or in "Other expense", respectively. Impairment losses recognised in prior years can be reversed up to the original carrying amount, had the impairment loss not been recognised.

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

3.11 Non-current assets held for sale

Non-current assets (and disposal groups) classified as held for sale are measured at the lower of their previous carrying amount and fair value less costs to sell.

Non-current assets and disposal groups are classified as held for sale if their carrying amount will be recovered through a sale transaction rather than through continuing use. This condition is regarded as met only when the sale is highly probable and the asset (or disposal group) is available for immediate sale in its present condition. Management must be committed to the sale which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

3.12 Inventories

Inventories are valued at lower of cost and net realisable value. Net realisable value is the estimated selling price in the ordinary course of business, less estimated selling expenses. Cost is determined on weighted average basis and includes all costs incurred in acquiring the inventories and bringing them to their present location and condition.

3.13 Cash and cash equivalents

Cash and cash equivalents comprise cash in hand, current balances with banks and similar institutions and highly liquid short term investments that are convertible into known amounts of cash and are subject to insignificant risks of changes in value. Investments with maturity greater than three months or less than twelve months are shown under current assets.

3.14 Provisions

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

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

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

i. Onerous contracts
Present obligations arising under onerous contracts are recognised and measured as provisions. An onerous contract is considered to exist where the Company has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received from the contract.

ii. Restructuring
A restructuring provision is recognised when the Company has developed a detailed formal plan for the restructuring and has raised a valid expectation in those affected that it will carry out the restructuring by starting to implement the plan or announcing its main features to those affected by it. The measurement of a restructuring provision includes only the direct expenditures arising from the restructuring, which are those amounts that are both necessarily entailed by the restructuring and not associated with the ongoing activities of the Company.

3.15.1 Financial assets

i. Recognition

a. Initial recognition and measurement

Financial assets within the scope of IAS 39 Financial Instruments: Recognition and Measurement are classified as financial assets at fair value through profit or loss, loans and receivables, held to maturity investments and available for sale financial assets. The Company determines the classification of its financial assets at initial recognition.

All financial assets are recognised initially at fair value plus (in the case of investments not at fair value through profit or loss) directly attributable transaction costs.

The Company's financial assets include cash and short-term deposits, trade and other receivables and loan and other receivables.

b. Subsequent measurement

The subsequent measurement of financial assets depends on their classification as follows:

Loans and receivables
Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate method (EIR), less impairment. Amortised cost is calculated by taking into account any discount or premium on acquisition and fee or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in statement of profit or loss. The losses arising from

impairment are recognised in statement of profit or loss in finance costs for loans and in cost of sales or other operating expenses for receivables.

Cash and cash equivalents

Cash and cash equivalents in the statement of financial position comprise cash at banks and at hand and short term deposits with an original maturity of three months or less, but exclude any restricted cash which is not available for use by the Company and therefore is not considered highly liquid.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and cash equivalents as defined above, net of outstanding bank overdrafts.

3.15 Financial instruments

3.15.1 Financial assets

ii. Derecognition

A financial asset (or, where an applicable part of a financial asset or part of a Company of similar financial assets) is derecognised when:

- The right to receive cash flows from the asset have expired.
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a pass through arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass through arrangement, it evaluates if, and to what extent, it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, the asset is recognised to the extent of the Company's continuing involvement in the asset. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

iii. Impairment of financial assets

The Company assesses at each reporting date whether there is any objective evidence that a financial asset or a group of financial assets is impaired. A financial asset or a group of financial assets is deemed to be impaired if, and only if, there is objective evidence of impairment as a result of one or more events that has occurred after the initial recognition of the asset (an incurred loss event) and that loss event has an impact on the estimated future cash flows of the financial asset or the group of financial assets that can be reliably estimated. Evidence of impairment may include indications that the debtor or a group of debtors is experiencing significant financial difficulty, default or delinquency in interest or principal payments, the probability that they will enter bankruptcy or other financial reorganisation and where observable data indicate that there is a measurable decrease in the estimated future cash flows, such as changes in arrears or economic conditions that correlate with defaults.

iv. Financial assets carried at amortised cost

For financial assets carried at amortised cost, the Company first assesses individually whether objective evidence of impairment exists individually for financial assets that are individually significant, or collectively for financial assets that are not individually significant. If the Company determines that no objective evidence of impairment exists for an individually assessed financial asset, whether significant or not, it includes the asset in a group of financial assets with similar credit risk characteristics and collectively assesses them for impairment. Assets that are individually assessed for impairment and for which an impairment loss is, or continues to be, recognised are not included in a collective assessment of impairment.

If there is objective evidence that an impairment loss has incurred, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future expected credit losses that have not yet been incurred). The present value of the estimated future cash flows is discounted at the financial asset's original effective interest rate. If a loan has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate.

The carrying amount of the asset is reduced through the use of an allowance account and the amount of the loss is recognised in statement of profit or loss. Interest income continues to be accrued on the reduced carrying amount and is accrued using the rate of interest used to discount the future cash flows for the purpose of measuring the impairment loss. The interest income is recorded as part of finance income in the statement of profit or loss. Loans together with the associated allowance are written off when there is no realistic prospect of future recovery and all collateral has been realised or has been transferred to the Company. If, in a subsequent year, the amount of the estimated impairment loss increases or decreases because of an event occurring after the impairment was recognised, the previously recognised impairment loss is increased or reduced by adjusting the allowance account. If a future write-off is later recovered, the recovery is credited to finance costs in statement of profit or loss.

3.15 Financial instruments

3.15.2 Financial liabilities and equity

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments issued by the Company are recorded at the proceeds received net of direct issue costs.

Financial liabilities are classified as financial liabilities at fair value through profit or loss; derivatives designated as hedging instruments in an effective hedge; or as financial liabilities measured at amortised cost, as appropriate. Financial liabilities include trade and other payables, accruals, most items of finance debt and derivative financial instruments. The Company determines the classification of its financial liabilities at initial recognition. The measurement of financial liabilities depends on their classification, as follows:

For financial liabilities at fair value through profit or loss, derivatives, other than those designated as effective hedging instruments, are classified as held for trading and are included in this category. These liabilities are carried on the statement of financial position at fair value with gains or losses recognised in the income statement.

For financial liabilities measured at amortised cost, all other financial liabilities are initially recognised at fair value. For interest-bearing loans and borrowings this is the fair value of the proceeds received net of issue costs associated with the borrowing. After initial recognition, other financial liabilities are subsequently measured at amortized cost using the effective interest method. Amortized cost is calculated by taking into account any issue costs, and any discount or premium on settlement. Gains and losses arising on the repurchase, settlement or cancellation of liabilities are recognised respectively in interest and other revenues and finance costs. This category of financial liabilities includes trade and other payables and finance debt.

i. Recognition

a. Initial recognition and measurement

Financial liabilities within the scope of IAS 39 are classified as financial liabilities at fair value through profit or loss, loans and borrowings. The Company determines the classification of its financial liabilities at initial recognition. The Company's financial liabilities include trade and other payables, bank overdrafts, loans and borrowings, financial guarantee contracts, and derivative financial instruments.

b. Interest-bearing loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the effective interest rate (EIR) method. Gains and losses are recognised in statement of profit or loss when the liabilities are derecognised, as well as through the EIR method amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fee or costs that are an integral part of the EIR. The EIR amortisation is included in finance cost in statement of profit or loss.

ii. Derecognition

A financial liability is derecognised when the associated obligation is discharged or cancelled or expires.

When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in statement of profit or loss.

3.15.3 Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount reported in the statement of financial position if, and only if, there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

3.15 Financial instruments

3.15.4 Fair value of financial instruments

The fair value of financial instruments that are traded in active markets at each reporting date is determined by reference to quoted market prices or dealer price quotations (bid price for long positions and ask price for short positions), without any deduction for transaction costs.

For financial instruments not traded in an active market, the fair value is determined using appropriate valuation techniques. Such techniques may include: using recent arm's length market transactions; reference to the current fair value of another instrument that is substantially the same; a discounted cash flow analysis or other valuation model.

3.16 Creditors and accruals

Creditors and accruals are the financial obligations due to third parties and are falling due within one year.

The outstanding balances are not interest bearing and are stated at their nominal value.

3.17 Asset retirement obligations

Asset retirement obligations, which result from a legal or constructive obligation, are recognised based on a reasonable estimate in the year in which the obligation arises. The associated asset retirement costs are capitalized as part of the carrying amount of the underlying asset and depreciated over the useful life of this asset. An entity is required to measure changes in the liability for an asset retirement obligation due to the passage of time (accretion) by applying a risk-free discount rate to the amount of the liability. The increase of the provision due to the passage of time is recognised as part of finance cost.

4. Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company's accounting policies, which are described in note 3, the Directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. 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.

4.1 Critical judgments in applying the accounting policies

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

4.1.1 Revenue recognition

In making its judgment, management considered the detailed criteria for the recognition of revenue from the sale of goods set out in IAS 18 Revenue and in particular, whether the entity had transferred to the buyer the significant risks and rewards of ownership of the goods. Based on the acceptance by the customer of the liability of the goods sold, the directors are satisfied that the significant risks and rewards have been transferred and that recognition of the revenue in the current year is appropriate.

4.1.2 Contingent liabilities

During the evaluation of whether certain liabilities represent contingent liabilities or provisions, management is required to exercise significant judgment. Based on the current status, facts and circumstances, management concluded that the dispute with one of its former suppliers (as disclosed in Note 35) should be classified as a contingent liability rather than a provision.

4.2 Key sources of estimation uncertainty

The key assumptions concerning the future, and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are discussed below:

4.2.1 Useful lives of property, plant and equipment

The Company reviews the estimated useful lives of property, plant and equipment at the end of each reporting period. During the current year, the useful lives of property, plant and equipment remained constant.

4.2.2 Decommissioning liabilities

Estimates regarding cash flows, discount rate and weighted average expected timing of cashflows were made in arriving at the future liability relating to decommission costs.

4.2.3 Impairment losses on receivables

The Company reviews its receivables to access impairment at least on an annual basis. The Company's credit risk is primarily attributable to its trade receivables. In determining whether impairment losses should be reported in profit or loss, the Company makes judgments as to whether there is any observable data indicating that there is a measureable decrease in the estimated future cash flow. Accordingly, an allowance for impairment is made where there are identified loss events or condition which, based on previous experience, is evident of a reduction in the recoverability of the cash flows.

4.2.4 Allowance for obsolete inventory

The Company reviews its inventory to assess losses on account of obsolescence on a regular basis. In determining whether an allowance for obsolescence should be recorded in profit or loss, the Company makes judgments as to whether there is any observable data indicating that there is any future saleability of the product and the net realizable value of such products. Accordingly, allowance for impairment, if any, is made where the net realisable value is less than cost based on best estimates by the management.

4.2.5 Valuation of financial liabilities

Financial liabilities have been measured at amortised cost. The effective interest rate used in determining the amortised cost of the individual liability amounts has been estimated using the contractual cash flows on the loans. IAS 39 requires the use of the expected cash flows but also allows for the use of contractual cash flows in instances where the expected cash flows cannot be reliably determined. However, the effective interest rate has been determined to be the rate that effectively discounts all the future contractual cash flows on the loans including processing, management fees and other fees that are incidental to the different loan transactions.

4.2.6 Impairment on non-current assets

Determining whether non-current assets are impaired requires an estimation of the value in use of the cash generating units to which assets have been allocated. The value in use calculation requires the Company to estimate the future cash flows expected to arise from the cash-generating unit and a suitable discount rate in order to calculate present value. The assets were tested for impairment and there was no indication of impairment observed after testing. Therefore, no impairment loss was recognised during the year.

5. Revenue

The following is the analysis of the Company's revenue for the year from continuing operations (excluding investment income - see Note 7)

	2017 N'000	2016 N'000
Revenue from sale of petroleum products	115,513,246	85,023,546

5.1 All the sales were made within Nigeria.

6. Segment information

The reportable segments of Conoil Plc are strategic business units that offer different products. The report of each segment is reviewed by management for resource allocation and performance assessment.

Operating segments were identified on the basis of differences in products. The Company has identified three operating and reportable segments: White products, Lubricants and Liquefied Petroleum Gas (LPG). The White products segment is involved in the sale of Premium Motor Spirit (PMS), Aviation Turbine Kerosene (ATK), Dual Purpose Kerosene (DPK), Low-pour Fuel Oil (LPFO) and Automotive Gasoline/grease Oil (AGO). The products under the lubricants segment are Lubricants transport, Lubricants industrial, Greases, Process Oil and Bitumen. Products traded under LPG segment are Liquefied Petroleum Gas - Bulk, Liquefied Petroleum Gas - Packed, cylinders and valves.

The segment results for the year ended 31 December 2017 are as follows:

	White Products N'000	%	Lubricants N'000	%	LPG N'000	%	Total N'000	%
Turnover	110,434,307	96	5,078,939	4	-	-	115,513,246	100
Cost of sales	(99,282,313)	97	(3,181,561)	3	-	-	(102,463,874)	100
Gross profit	**11,151,994**		**1,897,378**		**-**		**13,049,372**	

The segment results for the year ended 31 December 2016 are as follows:

	White Products N'000	%	Lubricants N'000	%	LPG N'000	%	Total N'000	%
Turnover	79,861,265	94	5,162,276	6	4	0	85,023,545	100
Cost of sales	(67,981,515)	96	(2,901,482)	4	0	(0)	(70,882,997)	100
Gross profit	**11,879,750**		**2,260,794**		**4**		**14,140,548**	

2017 segment cost of sales - Analysis

	White Products N'000	Lubricants N'000	LPG N'000	Total N'000
Stock at 1 January	3,225,740	2,025,853	4,003	5,255,596
Purchases	99,865,288	3,004,144	-	102,869,432
Stock at 31 December	(3,808,715)	(1,848,436)	(4,003)	(5,661,154)
	99,282,313	**3,181,561**	**0**	**102,463,874**

2016 segment cost of sales - Analysis

	White Products N'000	Lubricants N'000	LPG N'000	Total N'000
Stock at 1 January	2,912,561	2,629,090	4,003	5,545,654
Purchases	68,294,694	2,298,245	-	70,592,939
Stock at 31 December	(3,225,740)	(2,025,853)	(4,003)	(5,255,596)
	67,981,515	**2,901,482**	**(0)**	**70,882,997**

6.1 There is no disclosure of assets per business segment because the assets of the Company are not directly related to a particular business segment.

6.2 There is also no distinguishable component of the Company that is engaged in providing products or services within a particular economic environment and that is subject to risk and returns that are different from those of components operating in other economic environments.

6.3 The stock value in this segment analysis does not include provision for stock loss

7. Other operating income

Rental income:	2017 N'000	2016 N'000
Rental income (Note 7.1)	30,475	66,642
Service income (Note 7.2)	184,030	198,687
Interest income:		
Interest from bank deposits (Note 7.3)	12,806	2,151
Interest on delayed subsidy payment (Note 7.4)	-	1,905,104
Refund of excess bank charges	-	107,651
Provisions no longer required:		
Provision for litigation claim no longer required (Note 7.5)	2,295,454	-
Provisions no longer required:	2,522,765	2,280,235
Provision for litigation claim no longer required (Note 7.5)	2,295,454	-
	2,522,765	**2,280,235**

7.1 Rental income

Rental income represents income received from letting out the Company's property.

7.2 Service income

Service income represents commissions received from dealers for the use of the Company's properties at service stations. The dealers use the properties for the sale of Conoil's products.

7.3 Interest income from bank deposits

Income from bank deposits represents interest received on deposits with banks.

7.4 Interest on delayed subsidy payment

Interest income on delayed subsidy payments represents net interest cost claims received from PPPRA arising from delayed subsidy payments relating to products imported.

7.5 Provisions no longer required:

Provision for litigation claim no longer required represents general provision made for a court case which is no longer required.

8. Other gains or losses

	2017 N'000	2016 N'000
Exchange gain	2,060,169	155,237
	2,060,169	**155,237**

9. Distribution expenses

Freight costs	1,896,709	2,356,251
Marketing expenses	98,795	178,347
	1,995,504	**2,534,598**

10. Administration expenses

	2017 N'000	2016 N'000
Litigation claims (Note 35.1)	6,515,679	1,575,000
Staff cost	1,800,375	1,908,477
Depreciation of property, plant and equipment	722,492	1,184,287
Rent and rates	712,464	853,573
Insurance	215,342	179,354
Repairs and maintenance	203,293	230,191
Pension fund - employer's contribution	120,001	117,536
Own used oil	90,214	87,788
Throughput others	83,961	82,767
Security services	82,230	77,614
Postages, telephone and telex	82,219	138,511
Directors' remuneration	69,813	27,442
Travelling	61,284	41,862
Consumables, small tools and equipment	55,119	53,975
Legal and professional charges	54,955	29,554
Depreciation of investment property	49,650	49,650
Subscriptions	42,192	11,997
Annual General Meeting	39,630	39,650
Water and electricity	31,332	32,413
Health safety and environmental expenses	29,141	23,352
Audit fee	26,000	26,000
Staff training and welfare	24,975	227,082
Vehicle, plant and equipment running	16,632	16,715
Amortisation of intangible asset	10,614	10,614
Printing and stationery	8,822	4,914
Bank charges	7,130	36,035
Entertainment and hotels	5,696	4,627
Medical	4,358	3,339
Provision for bad and doubtful debts	-	771,604
Provision for long outstanding claims	-	113,601
Other expenses	29,391	36,453
	11,195,005	**7,995,977**

11. Finance cost

Interest on bank overdraft	2,134,695	1,762,796
Accretion expense (Note 28)	2,475	2,101
	2,137,170	**1,764,897**

Bank overdrafts are repayable on demand. The average effective interest rate on bank overdrafts approximates 25% (2016: 20%) per annum and are determined based on NIBOR plus lender's mark-up.

The overdraft was necessitated by delay in payment of subsidy claims by the Federal Government on importation/purchase of products for resale in line with the provision of Petroleum Support Fund Act for regulated petroleum products.

12 Profit before tax

This is stated after charging/(crediting) the following:	2017 N'000	2016 N'000
Depreciation of property, plant and equipment	722,492	1,184,287
Depreciation of investment property	49,650	49,650
Director's emoluments	69,813	27,442
Auditors remuneration	26,000	26,000
Amortisation of intangible asset	10,614	10,614
Exchange gain	(2,060,169)	(155,237)

13. Taxation

13.1 Income tax recognised in profit or loss

Current tax		
Income tax	416,685	2,302,693
Education tax	35,092	159,748
Deferred tax		
Deferred tax (credited)/charged in the current year	274,343	(1,019,776)
Total income tax expense recognised in the current year	726,120	1,442,665
At 1 January	4,034,453	3,348,545
Payment during the year	(2,144,990)	(1,776,533)
Withholding tax utilised during the year	(48,126)	-
Transfer to deferred tax (Note 13.1)	(274,343)	1,019,776
Per statement of financial position	**2,293,116**	**4,034,453**
Balance above is made up of :		
Company income tax	2,105,383	3,787,647
Education tax	187,453	246,526
Capital gains tax	280	280
	2,293,116	**4,034,453**
The income tax expense for the year can be reconciled to the accounting profit as follows:		
Profit before tax from operations	**2,304,627**	**3,448,398**
Expected income tax expense calculated at 30% (2016: 30%)	691,388	1,284,165
Education tax expense calculated at 2% (2016: 2%) of assessable profit	35,092	159,748
Effect of expenses that are not deductible in determining taxable profit	217,491	1,112,057
Effect of income that is exempted from taxation	(382,500)	-
Investment allowance	(361)	(1,247)
Effect of capital allowance on assessable profit	(109,333)	(92,282)
Timing difference recognised as deferred tax asset	274,343	(1,019,776)
Income tax expense recognised in profit or loss	**726,120**	**1,442,665**
Adjustments recognised in the current year in relation to the tax of prior years		
	726,120	**1,442,665**

The charge for taxation in these financial statements is based on the provisions of the Companies Income Tax Act CAP C21 LFN 2004 as amended to date, tertiary education tax charge is based on the Tertiary Education Trust Fund Act, 2011 and Capital Gains Tax Act CAP C1 LFN 2004.

13.2 Deferred tax

Deferred tax assets and liabilities are attributable to the following;	2017 N'000	2016 N'000
Deferred tax assets	2,412,680	2,749,942
Deferred tax liabilities	(365,773)	(428,693)
Deferred tax assets (net)	2,046,907	2,321,249

Deferred tax assets	**Property, plant and equipment N'000**	**Provisions and others N'000**	**Total N'000**
Balance at 1 January 2017	-	(2,749,942)	(2,749,942)
Charged to profit or loss	-	337,262	337,262
Balance at 31 December 2017	-	(2,412,680)	(2,412,680)

Deferred tax liabilities	**Property, plant and equipment N'000**	**Provisions and others N'000**	**Total N'000**
Balance at 1 January 2017	428,693	-	428,693
Charged to profit or loss	(62,920)	-	(62,920)
Balance at 31 December 2017	**365,773**	**-**	**365,773**

Deferred tax as at 31 December 2017 is mainly attributed to the result of differences between the rates of depreciation adopted for accounting purposes and the rates of capital allowances granted for tax purposes. Provision for bad and doubtful debt as well as provision for litigation claims also contributed to the deferred tax asset balance.

14. Basic earnings per share

The earnings and weighted average number of ordinary shares used in the calculation of basic earnings per share are as follows.

Earnings	**2017 N'000**	**2016 N'000**
Earnings for the purposes of basic earnings per share being net profit attributable to equity holders of the Company	1,578,507	2,837,884
Number of shares	**Number**	**Number**
Weighted average number of ordinary shares for the purposes of basic earnings per share	693,952,117	693,952,117

Basic earnings per 50k share	**2017 Kobo per share**	**2016 Kobo per share**
From continuing operations	227	409
Diluted earnings per 50k share		
From continuing operations	227	409

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

15. Property, plant and equipment

Cost:	Freehold land N'000	Freehold buildings N '000	Plant & machinery N '000	Furniture & fittings N '000	Motor vehicles N '000	Computer equipment N '000	Total N '000
As at 1 January 2016	147,766	5,295,955	11,574,161	4,177,267	1,388,628	1,001,936	23,585,713
Additions	-	379,626	36,875	32,085	-	4,708	453,294
At 31 December 2016	147,766	5,675,581	11,611,036	4,209,352	1,388,628	1,006,644	24,039,007
Additions	-	640,578	1,568	5,425	145,950	10,445	803,966
At 31 December 2017	**147,766**	**6,316,159**	**11,612,604**	**4,214,777**	**1,534,578**	**1,017,089**	**24,842,973**

Accumulated depreciation and impairment loss:

As at 1 January 2016	-	3,631,941	10,298,019	4,152,823	1,381,731	951,739	20,416,253
Charge for the year	-	283,779	868,690	17,691	6,897	7,230	1,184,287
At 31 December 2016	-	3,915,720	11,166,709	4,170,514	1,388,628	958,969	21,600,540
Charge for the year	-	315,808	326,080	18,504	54,350	7,750	722,492
At 31 December 2017	**-**	**4,231,528**	**11,492,789**	**4,189,018**	**1,442,978**	**966,719**	**22,323,032**
Carrying amount							
At 31 December 2017	**147,766**	**2,084,631**	**119,815**	**25,759**	**91,600**	**50,370**	**2,519,941**
At 31 December 2016	**147,766**	**1,759,861**	**444,327**	**38,838**	**-**	**47,675**	**2,438,467**

15.1 Impairment assessment

Impairment assessment of assets in the year under review disclosed no material impairment loss on any of the Company's assets.

15.2 Contractual commitment for capital expenditure

There were no capital commitments for the purchase of property, plant and equipment in the year.

15.3 Assets pledged as security

No asset was pledged as security as at 31 December 2017 (2016: nil)

16. Intangible assets

Computer software:	2017 N'000	2016 N'000
Cost:		
As at 1 January	106,136	106,136
Additions during the year	-	-
At 31 December	**106,136**	**106,136**
Accumulated amortisation:		
As at 1 January	42,456	31,842
Charge for the year	10,614	10,614
At 31 December	53,070	42,456
Carrying amount		
At 31 December	53,066	63,680
Carrying amount		
At 31 December	**53,066**	**63,680**

17. Investment property Building:

Cost:		
As at 1 January	993,000	993,000
Additions during the year	-	-
At 31 December	**993,000**	**993,000**
Accumulated depreciation:		
As at 1 January	645,450	595,800
Charge for the year	49,650	49,650
At 31 December	695,100	645,450
Carrying amount		
At 31 December	297,900	347,550
Carrying amount		
At 31 December	**297,900**	**347,550**

The Company's investment property is held under freehold interests.

18. Other financial assets

Investment in Nigerian Yeast and Alcohol Manufacturing Plc		
Cost	1,846	1,846
Impairment	(1,836)	(1,836)
	10	**10**

Nigerian Yeast and Alcohol Manufacturing Company Plc (NIYAMCO) has stopped business operations for several years, hence the Company has impaired its investments.

19. Prepayments

	2017 N'000	2016 N'000
Current		
Prepaid rent and insurance	69,230	135,890
	69,230	**135,890**

Non-current		
Prepaid rent	199,485	163,045
	199,485	**163,045**

Prepayments are rents paid in advance to owners of properties occupied by Conoil Plc for the purpose of carrying out business in various locations in Nigeria.

20. Inventories

	2017 N'000	2016 N'000
White products (Note 20.1)	3,808,715	3,225,740
Lubricants	1,848,437	2,025,853
LPG	4,003	4,003
	5,661,155	**5,255,596**

20.1 White products include Premium Motor Spirit (PMS), Aviation Turbine Kerosene (ATK), Dual Purpose Kerosene (DPK), Low-pour Fuel Oil (LPFO) and Automotive Gasoline/grease Oil (AGO).

21. Trade and other receivables

	2017 N'000	2016 N'000
Trade debtors	19,490,199	10,929,278
Allowance for bad and doubtful debts	(5,256,548)	(5,256,548)
	14,233,651	5,672,730
Bridging claims receivable (Note 21.3)	1,604,440	1,725,723
Advance to related company (Note 33)	3,335,788	-
Advance for product supplies	2,222,159	4,219,264
Deposit for litigation claims (Note 35.2)	4,347,126	4,347,126
Withholding tax recoverable (Note 21.4)	51,017	48,129
Other debtors (Note 21.1)	72,679	370,957
	25,866,860	**16,383,929**

21.1 Other debtors balance includes :

Advance deposits	360,513	674,075
Insurance claims receivables	29,835	29,835
Employee advances	19,275	3,991
Provision for doubtful advance deposits	(336,944)	(336,944)
	72,679	**370,957**

21.2 Third party trade receivables above are non-interest bearing, and include amounts which are past due at the reporting date but against which the Company has not received settlement. Amounts due from related parties are also unsecured, non-interest bearing, and are repayable upon demand. The Company has a payment cycle of between 30 and 60 days for credit sales. Specific provisions are made for trade debts on occurrence of any situation judged by management to impede full recovery of the trade debt.

The Company does not hold any collateral over these balances.

Ageing of trade debtors	2017 N'000	2016 N'000
Current	11,101,906	5,311,689
Less than 90 days	3,108,720	1,100,997
91 - 180 days	34,399	9,996
181 - 360 days	2,898	7,455
Above 360 days	5,242,276	4,499,141
Total	**19,490,199**	**10,929,278**

	2017 N'000	2016 N'000
Ageing of allowance for bad and doubtful debts		
Less than 90 days	-	-
91 - 180 days	-	-
181 - 360 days	771,604	771,604
Above 360 days	4,484,944	4,484,944
Total	**5,256,548**	**5,256,548**

The directors consider that the carrying amount of trade and other receivables is approximately equal to their fair value.

Allowance for bad and doubtful debts	2017 N'000	2016 N'000
As at 1 January	5,256,548	4,484,944
Provision for the year	-	771,604
As at 31 December	**5,256,548**	**5,256,548**

21.3 Bridging claims receivable

Bridging claims are costs of transporting white products such as Premium Motor Spirit (PMS), Dual Purpose Kerosene (DPK) except Aviation Turbine Kerosene (ATK) and Automotive Gas Oil (AGO) from specific Pipelines and Products Marketing Company depots to approved zones which are claimable from the Federal Government. Bridging claims are handled by the Petroleum Equalization Fund. The bridging claims receivable at the end of the year is stated after deduction of a specific provision for claims considered doubtful of recovery.

21.4 Withholding tax recoverable

	2017 N'000	2016 N'000
As at 1 January	48,129	22,147
Addition during the year	51,015	48,129
Amount utilised during the year	(48,127)	-
Amount written off during the year	-	(22,147)
As at 31 December	**51,017**	**48,129**

22. Cash and cash equivalents

Cash and bank	25,774,757	42,295,355
Bank overdraft	(5,178,802)	(8,990,872)
Cash and cash equivalents	**20,595,955**	**33,304,483**

The Company did not have any restricted cash at the reporting date (2016: nil).

23. Share capital

Authorised	2017 N'000	2016 N'000
700,000,000 ordinary shares of 50k each	350,000	350,000
Issued and fully paid		
693,952,117 ordinary shares of 50k each	346,976	346,976
Share premium account		
At 31 December	3,824,770	3,824,770

24. Retained earnings

	2017 N'000	2016 N'000
At 1 January	14,293,935	13,537,907
Dividend declared and paid	(2,151,252)	(2,081,856)
Profit for the year	1,578,507	2,837,884
At 31 December	**13,721,190**	**14,293,935**

At the Annual General Meeting held on 11 August 2017 the shareholders approved that dividend of 310 kobo per share be paid to shareholders (total value N2.15 billion) for the year ended 31 December 2016. In respect of the current year, the Directors proposed that a dividend of 200 kobo per ordinary share be paid to shareholders. The dividend is subject to approval by shareholders at the Annual General Meeting and deduction of withholding tax at the appropriate rate. Consequently, it has not been included as a liability in these financial statements.

24.1 Dividend

	2017 N'000	2016 N'000
Summary		
As at 1 January	8,927	8,927
Dividend declared	2,151,252	2,081,856
Dividend - Sterling Registrars	-	-
	2,160,179	2,090,783
Payments - Meristem Registrars	(2,151,252)	(2,081,856)
As at 31 December	**8,927**	**8,927**

24.2 Unclaimed dividends are the amounts payable to Nigerian shareholders in respect of dividends previously declared by the Company which have been outstanding for more than 15 months after the initial paymen.

	Year	No. of Shareholders	2017 N
Dividend No. 15	2005	87,944	100,006,371
Dividend No. 16	2006	96,068	135,481,335
Dividend No. 17	2007	107,268	188,474,109
Dividend No. 18	2008	103,158	163,617,713
Dividend No. 19	2009	101,329	63,295,188
Dividend No. 20	2010	111,261	126,983,125
Dividend No. 21	2011	111,689	172,000,986
Dividend No. 22	2012	113,278	207,584,308
Dividend No. 23	2013	101,536	82,244,711
Dividend No. 24	2014	101,543	295,558,859
Dividend No. 25	2015	107,887	73,722,523
Dividend No. 26	2016	112,252	240,332,251
Dividend No. 27	2017	115,683	261,510,185
			2,110,811,662
			2,359,888,511

24.3 Dividend per share is based on the issued and fully paid up shares as at 31 December 2017.

25. Borrowings

	2017 N'000	2016 N'000
Unsecured borrowing at amortised cost		
Bank overdraft	5,178,802	8,990,872

Bank overdrafts are repayable on demand. The average effective interest rate on bank overdrafts approximates 25% (2016: 20%) per annum and is determined based on NIBOR plus lender's mark-up.

There is no security or pledge on the Company's assets with respect to the borrowings.

26. Trade and other payables

	2017 N'000	2016 N'000
Trade creditors - Local	7,356,583	4,937,313
Bridging contribution (Note 26.2)	2,320,428	2,718,948
Trade creditors - Imported	4,725,440	11,938,232
Due to related parties (Note 32)	38,983	9,099,747
Value added tax payable	297,532	1,212,070
Withholding tax payable	182,750	725,505
PAYE payable	219,377	218,131
Staff Pension and similar obligations (Note 26.3)	6,354	18,009
Unclaimed dividend (Note 24.1)	8,927	8,927
Other creditors and accruals (Note 26.1)	21,416,857	6,481,883
	36,573,231	**37,358,765**

26.1 Other creditors and accruals

Non-trade creditors (Note 26.4)	6,985,939	2,082,633
Litigation claims	12,806,357	2,970,454
Rent	872,408	730,868
Insurance premium	539,872	432,135
Employees payables	97,782	175,627
Lube incentives	1,869	12,412
Surcharges	86,630	51,753
Audit fees	26,000	26,000
	21,416,857	**6,481,883**

26.2 Bridging contributions

Bridging contributions are mandatory contributions per litre of all white products lifted to assist the Federal Government defray the Bridging claims.

26.3 Staff pension

	2017 N'000	2016 N'000
At 1 January	18,009	18,638
Contributions during the year	209,717	379,765
Remittance in the year	(221,372)	(380,394)
At 31 December	**6,354**	**18,009**

26.4 Non-trade creditors represent sundry creditors balances for various supplies and contracts carried out but unpaid for as at 31 December 2017.

27. Distributors' deposit

	2017 N'000	2016 N'000
At 1 January	502,859	501,697
New deposits	1,000	7,750
Refunds	(7,249)	(6,588)
At 31 December	**496,610**	**502,859**

Distributors' deposit represents amounts collected by the Company from its various dealers and distributors as security deposit against the value of the Company's assets with these dealers.

28. Decommissioning liability

The following table presents the reconciliation of the carrying amount of the obligation associated with the decommissioning of the Company's signages and fuel pumps:

	2017 N'000	2016 N'000
At 1 January	52,141	38,200
Addition	-	11,840
Accretion	2,475	2,101
Balance at 31 December	**54,616**	**52,141**

Decommissioning liabilities is accounted for in accordance with IAS 37, Provisions, contingent liabilities and contingent assets and IAS 16, Property, plant and equipment. The associated asset retirement costs are capitalized as part of the carrying cost of the asset. Asset retirement obligations consist of estimated costs for dismantlement and removal of signages and pumps from dealer-owned service stations. An asset retirement obligation and the related asset retirement cost are recorded when an asset is first constructed or purchased.

The asset retirement cost is determined and discounted to present value using commercial lending rate ruling at the reporting period. After the initial recording, the liability is increased for the passage of time, with the increase being reflected as accretion expense in the statement of profit or loss and other comprehensive income.

29. Financial instrument

29.1 Significant accounting policies

Details of the significant accounting policies and methods adopted (including the criteria for recognition, the basis of measurement and the bases for recognition of income and expenses) for each class of financial asset, financial liability and equity instrument are disclosed in the accounting policies in Note 3 to the financial statements.

29.2 Significant accounting policies

Financial asset	**2017 N'000**	**2016 N'000**
Cash and bank balance	25,774,757	42,295,355
Loans and receivables	25,794,180	16,012,972
	51,568,937	**58,308,327**
Financial liabilities		
Financial liabilities at amortized cost:		
Trade and other payables	35,873,573	35,203,058
Borrowings	5,178,802	8,990,872
	41,052,375	**44,193,930**

29.3 Fair value of financial instruments

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

30. Financial risk management

Risk management roles and responsibilities are assigned to stake holders in the Company at three levels: The Board, Executive Committee and Line Managers.

The Board oversight is performed by the Board of Directors through the Board Risk and Management Committee.

The second level is performed by the Executive Management Committee (EXCOM).

The third level is performed by all line managers under EXCOM and their direct reports. They are required to comply with all risk policies and procedures and to manage risk exposures that arise from daily operations.

The Internal Audit Department provides an independent assurance of the risk frame work. They assess compliance with established controls and recommendations for improvement in processes are escalated to relevant management, Audit Committee and Board of Directors

30.1 Financial risk management objectives

The Company manages financial risk relating to its operations through internal risk reports which analyses exposure by degree and magnitude of risk. These risks include market risk (including currency risk, fair value interest rate risk and price risk), credit risk, liquidity risk and cash flow interest rate risk.

30.2 Interest rate risk management

The Company is exposed to interest rate risk because the Company borrows funds at both fixed and floating interest rates (overdraft). The risk is managed by the Company by maintaining an appropriate mix between short and long term borrowings. The risk is managed by the Company by constantly negotiating with the banks to ensure that interest are consistent with the monetary policy rates as defined by the Central Bank of Nigeria.

Interest rate risk

Sensitivity Analysis

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

Variable rate instruments:	**Average rate**	**2017 N'000**	**2016 N'000**
Financial assets	0	-	-
Bank overdrafts	25%	5,178,802	8,990,872
		5,178,802	**8,990,872**

Sensitivity Analysis of variable rate instruments

A change of 200 basis points (2%) in interest rates at the reporting date would have increased/(decreased) equity and profit and loss after tax by the amounts shown below:

	Interest charged		**Effect of Increase/ Decrease in Exchange Rate**
31 December 2017	2,134,695	+/-2	224,684
31 December 2016	**1,762,796**	**+/-2**	**185,540**

30.3 Foreign currency risk

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

The carrying amounts of the Company's foreign denominated monetary assets and monetary liabilities as at 31 December 2017 are as follows:

Assets	**2017 N'000**	**2016 N'000**
Cash and bank balance	24,846,355	41,455,281
	24,846,355	**41,455,281**
Liabilities		
Financial liabilities at amortized cost:		
Trade and other payables	4,725,440	11,938,232
	4,725,440	11,938,232
	4,725,440	**11,938,232**

A movement in the exchange rate either positively or negatively by 200 basis points is illustrated below. Such movement would have increased/(decreased) the cash and bank balance by the amounts shown below. This analysis is based on foreign currency exchange rate variances that the Company considered to be reasonably possible at the end of the reporting period. The analysis assumes that all other variables in particular interest rates remain constant.

Effect in thousands of Naira 31 December 2017	Foreign Currency US$'000	Naira Balance N'000	Exchange Rate	Effect of Increase/ Decrease in Exchange Rate N'000
USD	81,518	24,846,355	305.5	555,406.92

Effect in thousands of Naira 31 December 2016	Foreign Currency US$'000	Naira Balance N'000	Exchange Rate	Effect of Increase/ Decrease in Exchange Rate N'000
USD	135,974	41,455,281	304.5	776,927.08

The weakening of the naira against the above currencies at 31 December would have had an equal but opposite effect on the above currencies to the amount shown above where other variables remain constant.

30.4 Credit risk management

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company uses publicly available financial information and its own trading records to rate its major customers. The Company's exposure and the credit ratings of its counterparties are monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. Credit exposure is controlled by counterparty limits that are reviewed and approved by the risk management committee annually.

Trade receivables consist of a large number of customers, spread across diverse industries and geographical areas. Ongoing credit evaluation is performed on the financial condition of accounts receivable and, where appropriate, credit guarantee insurance cover is purchased.

30.5 Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the Board of Directors, which has established a liquidity risk management framework for the management of the Company's short- medium - and longterm funding and liquidity management requirements. The Company manages liquidity risk by maintaining reserves, banking facilities and reserve borrowing facilities, by monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

Financing facilities

Unsecured bank loans and overdrafts payable at call and reviewed annually

	2017 N'000	2016 N'000
Amount used	5,178,802	8,990,872
Amount unused	35,241,198	31,429,128
	40,420,000	**40,420,000**

Liquidity and interest risk tables

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The table includes both interest and principal cash flows. To the extent that interest flows are floating rate, the undiscounted amount is derived from interest rate curves at the balance sheet date. The contractual maturity is based on the earliest date on which the Company may be required to pay.

31 December 2017	Weighted Average Effective Interest rate %	0 - 3 Months N'000	3 month -1 year N'000	Total N'000
Trade and other payables	-	36,573,231	-	36,573,231
Borrowings	25.00	5,178,802	-	5,178,802
		41,752,033	**-**	**41,752,033**

31 December 2016	Weighted Average Effective Interest rate %	0 - 3 Months N'000	3 month -1 year N'000	Total N'000
Trade and other payables	-	37,358,765	-	37,358,765
Borrowings	20.00	8,990,872	-	8,990,872
		46,349,637	**-**	**46,349,637**

31. Gearing ratio and capital risk management

The Company manages its capital to ensure that it will be able to continue as a going concern while maximizing returns to stakeholders through the optimization of the debt and equity balance. The Company's overall strategy remains unchanged from prior year.

The capital structure of the Company consists of debt, which includes the borrowings disclosed in, cash and cash equivalents and equity attributable to equity holders of the parent, comprising issued capital, reserves and retained earnings as disclosed in relevant notes in the financial statements.

The Company is not subject to any externally imposed capital requirements. The gearing ratio at the year end is as follows:

	2017 N'000	2016 N'000
Debt	5,178,802	8,990,872
Equity	17,892,936	18,465,681
Net debt to equity ratio	**0.29**	**0.49**

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

32. Related party transactions

During the year, the Company traded with the following companies with which it shares common ownership based on terms similar to those entered into with third parties as stated below:

31 December 2017	Sales of Goods N'000	Purchase of Goods N'000	Balance due (to)/from N'000	Deposits/ (Payable) N'000	Overdraft and Term loan N'000
Sterling Bank Plc	-	-	-	-	4,660,222
Glo Mobile Limited	-	(59,467)	(24,560)	-	-
Conoil Producing Limited	1,077,079	-	-	-	-
Southern Air Limited	84,514	-	125,539	-	-
Proline (WA) Limited	-	(159,084)	(14,423)	-	-
Synopsis Enterprises Limited	-	-	-	-	-
	1,161,593	**(218,552)**	**86,556**	**-**	**4,660,222**

31 December 2016	Sales of Goods N'000	Purchase of Goods N'000	Balance due (to)/from N'000	Deposits N'000	Overdraft and Term loan N'000
Sterling Bank Plc	-	-	-	-	(6,340,975)
Glo Mobile Limited	-	(117,218)	(22,077)	-	-
Conoil Producing Limited	-	-	-	-	-
Southern Air Limited	59,312	-	62,896	-	-
Proline (WA) Limited	-	(252,374)	(18,121)	-	-
Synopsis Enterprises Limited	-	-	-	(9,099,747)	-
	59,312	**(369,593)**	**22,698**	**(9,099,747)**	**(6,340,975)**

The Chairman of the Company, Dr Mike Adenuga (Jr.) GCON, has significant interests in Glo Mobile Limited, Principal Enterprises, Southern Air Limited, Sterling Bank Plc (formerly Equitorial Trust Bank), Conoil Producing Limited (formerly Consolidated Oil Limited) and Synopsis Enterprises Limited.

During the year, the Company sold petroleum products - Premium Motor Spirit (PMS) and Automotive Gas Oil (AGO) to Glo Mobile Limited and Conoil Producing Limited. It also sold Aviation Turbine Kerosene (ATK) to Southern Air Limited.

The Company also purchased goods from Glo Mobile Limited and utilizes the service of Proline (WA) Limited to manage its stations.

As at 31 December 2017, N24.6 million (2016: N22.1 million) was due to Glo Mobile Limited, N14.4million (2016:

N18.1 million) to Proline (WA) Limited, N125.5 million (2016: N62.9 million) from Southern Air Limited, and N3.2 billion (2016: Nil) from Seta Investment Limited.

The Company also maintains an overdraft facility with Sterling Bank Plc, to augment working capital requirements specifically for the purchase of petroleum products from its various suppliers. As at 31 December 2017, the Company had N4.7 billion (2016: N6.3 billion) outstanding to Sterling Bank Plc. Interest paid as at 31 December 2017 was N1.9 billion (2016: N1.8 billion).

33. Capital commitment

There were no capital commitments as at 31 December 2017 (2016: nil).

34. Financial commitment

As at 31 December 2017, the Company had no outstanding letters of credit. (2016: Nil).

35. Contingent liabilities

35.1 Judgement was recently given against the Company in the earlier disclosed suit between Conoil Plc and its former suppliers of Automotive Gas Oil (AGO); Vitol S.A. The commercial dispute which arose in 2008 had been contested through the High Court and the Court of Appeal but was finally decided by the Supreme Court in the month of December 2017. The board has resolved that the judgement sum of $43,322,497.57 (N13.2 billion) should be shared between the Company and Synopsis Enterprises Limited and disbursement be made to the Judgment Creditor in the ratio of 85% (N11.2 billion) by the Conoil Plc and 15% (N2 billion) by Synopsis Enterprises Limited. The reason for this being that Synopsis Enterprises Limited as a sister Company to Conoil Plc consummated the transaction on behalf of the Company that led to the commercial dispute.

35.2 The Company is also in litigation with Nimex Petrochemical Nigeria Limited (Nimex), one of its former suppliers of products. In 2007, Nimex sued the company for US$3,316,702.71 and US$127,060.62 being demurrage and interest incurred for various supplies of petroleum products. The Federal High Court gave judgment in favour of Nimex in the sum of US$13,756,728 which included the amount claimed and interest at 21% till judgment was delivered and also granted a stay of execution with a condition that the judgment sum be paid into the court. The court also granted a garnishee order against First Bank of Nigeria Limited to pay the Company's money with the bank into the court. Conoil Plc has appealed against the judgment to the Court of Appeal in Abuja. The appeal is pending and the Directors, on the advice of the external solicitors, are of the opinion that the judgement of the Federal High Court will be upturned. The current value of the judgment sum is N4.3 billion. However, a provision of N1.6 billion has been made in these financial statements to mitigate any possible future loss.

36. Post balance sheet events

There are no other post balance sheet events that could have had any material effect on the state of affairs of the Company at 31 December 2017 and on the total comprehensive income for the year ended on that date that have not been taken into account in these financial statements.

37. Information on Directors and employees

37.1

Employment costs:	**2017 N'000**	**2016 N'000**
Employment cost including Directors' salaries and wages, staff training and benefit scheme	2,019,522	2,283,875

37.2 Number of employees of the Company in receipt of emoluments within the bands listed below are:

	2017 Number	**2016 Number**
Up to 1,000,000	12	13
N1,000,001 - N2,000,000	21	22
N2,000,001 - N3,000,000	29	32
N3,000,001 - N4,000,000	27	31
N4,000,001 - N5,000,000	19	21
N5,000,001 - Above	67	70
	175	**189**

37.3

Average number of employees during the year:		
Managerial staff	10	21
Senior staff	150	155
Junior staff	15	13
	175	**189**

37.4

Directors' emoluments:	**2017 N'000**	**2016 N'000**
Emoluments of the chairman	-	-
Directors' fees	1,000	500
Emoluments of executives	68,813	26,942
	69,813	**27,442**

37.5 The emoluments of the highest paid Director were N60million (2016: N24million)

	2017 Number	**2016 Number**
37.6 Directors receiving no emolument	8	5

37.7 Number of Directors in receipt of emoluments within the following ranges:

Below N15,000,000	1	1
N15,000,001 - N20,000,000	1	1
N20,000,001 - N25,000,000	-	1
Above N25,000,000	1	-
	3	**3**

STATEMENT OF VALUE ADDED

FOR THE YEAR ENDED 31 DECEMBER 2017

	2017 N'000	%	2016 N'000	%
Revenue	115,513,246		85,023,546	
Other operating income	2,522,765		2,280,235	
Other gains and losses	2,060,169		155,237	
	120,096,181		87,459,018	
Bought in materials and services:				
Imported	(24,846,355)		(41,455,281)	
Local	(87,731,407)		(37,449,641)	
Value added	**7,518,419**	**100**	**8,554,096**	**100**
Applied as follows:				
To pay employees' salaries, wages, and social benefits:				
Employment cost including Directors salaries and				
wages, staff training and benefit scheme	2,019,522	27	2,283,875	27
To pay providers of capital:				
Interest payable and similar charges	2,137,170	28	1,764,897	21
To pay government:				
Taxation	726,120	10	1,442,665	17
To provide for maintenance and development				
Depreciation	782,756	10	60,264	1
Deferred tax	274,343	4	(1,019,776)	(12)
Retained earnings	1,578,507	20	4,022,172	46
Value added	7,518,419	100	8,554,096	100
Deferred tax	274,343	4	(1,019,776)	(12)
Retained earnings	1,578,507	20	4,022,172	46
Value added	**7,518,419**	**100**	**8,554,096**	**100**

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

FIVE YEAR FINANCIAL SUMMARY

STATEMENT OF FINANCIAL POSITION

Assets	2017 N'000	2016 N'000	2015 N'000	2014 N'000	2013 N'000
Property, plant and equipment	2,519,941	2,438,466	3,169,460	3,927,386	4,833,632
Other non-current assets	550,451	574,275	568,598	632,117	837,588
Other financial assets	10	10	10	10	10
Total current assets	57,372,002	64,070,771	63,654,309	81,368,139	76,700,796
Deferred tax assets	2,412,680	2,749,942	1,994,988	665,805	-
Total assets	**62,855,084**	**69,833,464**	**69,387,365**	**86,593,457**	**82,372,026**
Liabilities					
Total current liabilities	44,045,149	50,384,090	50,444,300	69,966,552	63,457,616
Non-current liabilities	551,226	555,000	539,897	530,858	524,066
Deferred tax liabilities	365,773	428,693	693,515	-	352,910
Total liabilities	44,962,148	51,367,783	51,677,712	70,497,410	64,334,592
Equity					
Share capital	346,976	346,976	346,976	346,976	346,976
Share premium	3,824,770	3,824,770	3,824,770	3,824,770	3,824,770
Retained earnings	13,721,190	14,293,934	13,537,907	11,924,301	13,865,688
Total equity	17,892,936	18,465,680	17,709,653	16,096,047	18,037,434
Equity and liabilities	62,855,084	69,833,464	69,387,365	86,593,457	82,372,026
Revenue and profit					
Revenue	**115,513,246**	**85,023,546**	**82,919,220**	**128,352,674**	**159,537,133**
Profit before taxation	**2,304,627**	**4,280,549**	**3,448,398**	**1,532,174**	**4,575,824**
Taxation	(726,120)	(1,442,665)	(1,140,840)	(697,753)	(1,505,733)
Profit after taxation	1,578,507	2,837,884	2,307,558	834,421	3,070,091
Profit for the year retained	1,578,507	2,837,884	2,307,558	834,421	3,070,091
Earnings per share (Kobo)	227	409	333	120	442
Dividend per share (Kobo)	200	310	300	100	400
Net Asset per share (Kobo)	2,578	2,661	2,552	2,319	2,599
Profit for the year retained	**1,578,507**	**2,837,884**	**2,307,558**	**834,421**	**3,070,091**
Earnings per share (Kobo)	227	409	333	120	442
Dividend per share (Kobo)	-	310	300	100	400
Net Asset per share (Kobo)	2,578	2,661	2,552	2,319	2,599

Note:

Earnings per share are based on profit after tax and the number of ordinary shares in issue at 31 December of every year.

Net assets per share are based on the net asset and number of ordinary shares in issue at 31 December of every year.

Dividend per share is based on the dividend proposed for the year which is subject to approval at the Annual General Meeting divided by the number of ordinary shares of 50k in issue at the end of the financial year.

PROXY FORM

Annual General Meeting to be held at 11:00.am on Friday, 29th June 2018 at Le Meridien Ibom and Golf Resort, Uyo, Akwa-Ibom State.

I/We ....

Being a member/members of CONOIL PLC hereby
Appoint ....of ....
Or failing him, the Chairman of the meeting as my/our proxy to act and vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held on 29th June 2018 and my adjournment thereof

Dated this....... day of ....2018.

Signature...
NOTE
1. Please sign this form and send it to reach the Registrars at the Address shown below not later than 11.a.m on 27th June 2018. If executed by a corporation, the form should be sealed with its common seal. Shareholders' name to be inserted in BLOCK CAPITALS, please. In case of joint shareholders, any of such may complete this form, but the names of all joint holders must be inserted. Vote at any meeting of shareholders must bear appropriate Stamp Duty, not adhesive postage stamps

TO BE VALID, THIS PROXY FORM MUST BE DULY STAMPED

NUMBER OF SHARES HELD

RESOLUTIONS	FOR	AGAINST
To Receive Directors Report and Accounts		
To Declare a Dividend		
To elect and re-elect Directors		
To fix Directors remuneration		
To authorize the Directors to fix the remuneration of the Auditors		
To elect members of the Audit committee		
Please indicate with "X' in the appropriate space how you wish your votes to be cast on the resolution set out above. Unless otherwise instructed, the proxy will vote or abstain from voting at his direction		

Before posting the above form please tear off this part and retain it for admission to the meeting

Number of shares held

CONOIL PLC
GENERAL MEETING

Admission Form

PLEASE ADMIT THE SHAREHOLDER NAMED ON THIS FORM OR HIS DULY APPOINTED PROXY TO THE ANNUAL GENERAL MEETING TO BE HELD AT THE LE MERIDIEN IBOM AND GOLF RESORT, UYO, AKWA-IBOM STATE AT 11.00AM ON FRIDAY 29TH JUNE 2018.

Name of shareholder...

....
Signature of person attending

NOTE: you are requested to sign this form at the entrance in the presence of the Registrars on the date of the Annual General Meeting

The Registrar/ CEO
Meristem Registrars Limited
213, Herbert Macaulay Way,
Adekunle, Yaba,
Lagos.

Please
Affix stamp here

To:
The Registrar/CEO
Meristem Registrars Limited
213, Herbert Macaulay Way,
Adekunle, Yaba,
Lagos.

CORPORATE DIRECTORY

REGISTERED OFFICE

Bull Plaza,
38/39, Marina,
PMB 12915, Lagos

OPERATIONS OFFICE

Conoil/Ap Road, near Naval Base,
P.O. Box 45, Apapa, Lagos
Tel: 07058054711
Email: info@conoilplc.com

REGIONAL OFFICES

Conoil Aviation
Opposite Aero Contractor Terminal,
Local Airport, Ikeja.

Congas
37, Mobolaji Johnson Way,
Oregun Industrial Estate
Ikeja, Lagos

Abuja
Conoil Service Station,
Herbert Macaulay Way, opp. NNPC,
Central Business District, Abuja.

Kano
H.W. Romain Road, Kano.

Ibadan
Along Magazine Road,
Jericho, Ibadan.

Port Harcourt
1, Reclamation Road, Port Harcourt.

Warri
Edewor Shopping Complex,
50, Effurun/Warri Road, Warri

Enugu
1, Upper Ogui Road, Enugu

Jos
13, Jengere Road, Oppo. Leventis Motors, Jos.

Maiduguri
Opposite Flour Mills, Off Baga Road, Maiduguri.

Ilorin
Olorunsogo Road, Adewole, Ilorin

BUSINESS INFORMATION ENQUIRIES

Retail
E-mail: retail@conoilplc.com

Aviation
E-mail: aviation@conoilplc.com

Lubricants
E-mail: lubricants@conoilplc.com

Commercial and Industrial Sales
E-mail: commercialsales@conoilplc.com

Congas
congas@conoilplc.com

Supply and Distribution (Transport)
E-mail: supply@conoilplc.com

Investor Relations
E-mail: investors@conoilplc.com

Corporate Communications
E-mail: communications@conoilplc.com

Legal Services
E-mail: legal@conoilplc.com

Affix Current Passport

(To be stamped by Bankers)

Write your name at the back of your passport photograph

MERISTEM
REGISTRARS AND PROBATE SERVICES LIMITED

E-DIVIDEND MANDATE ACTIVATION FORM

Only Clearing Banks are acceptable

Instruction

Please complete all sections of this form to make it eligible for processing and return to the address below

The Registrar
Meristem Registrars And Probate Services Limited
213, Herbert Macaulay Way
Adekunle-Yaba
Lagos State

I\We hereby request that henceforth, all my\our Dividend Payment(s) due to me\us from my\our holdings in all the companies ticked at the right hand column be credited directly to my \ our bank account detailed below:

Bank Verification Number

Bank Name

Bank Account Number

Account Opening Date

Shareholder Account Information

Surname/Company's Name First Name Other Names

Address:

City State Country

Previous Address (If address has changed)

CHN CSCS A/c No

Name of Stockbroker

Mobile Telephone 1 Mobile Telephone 2

Email Address

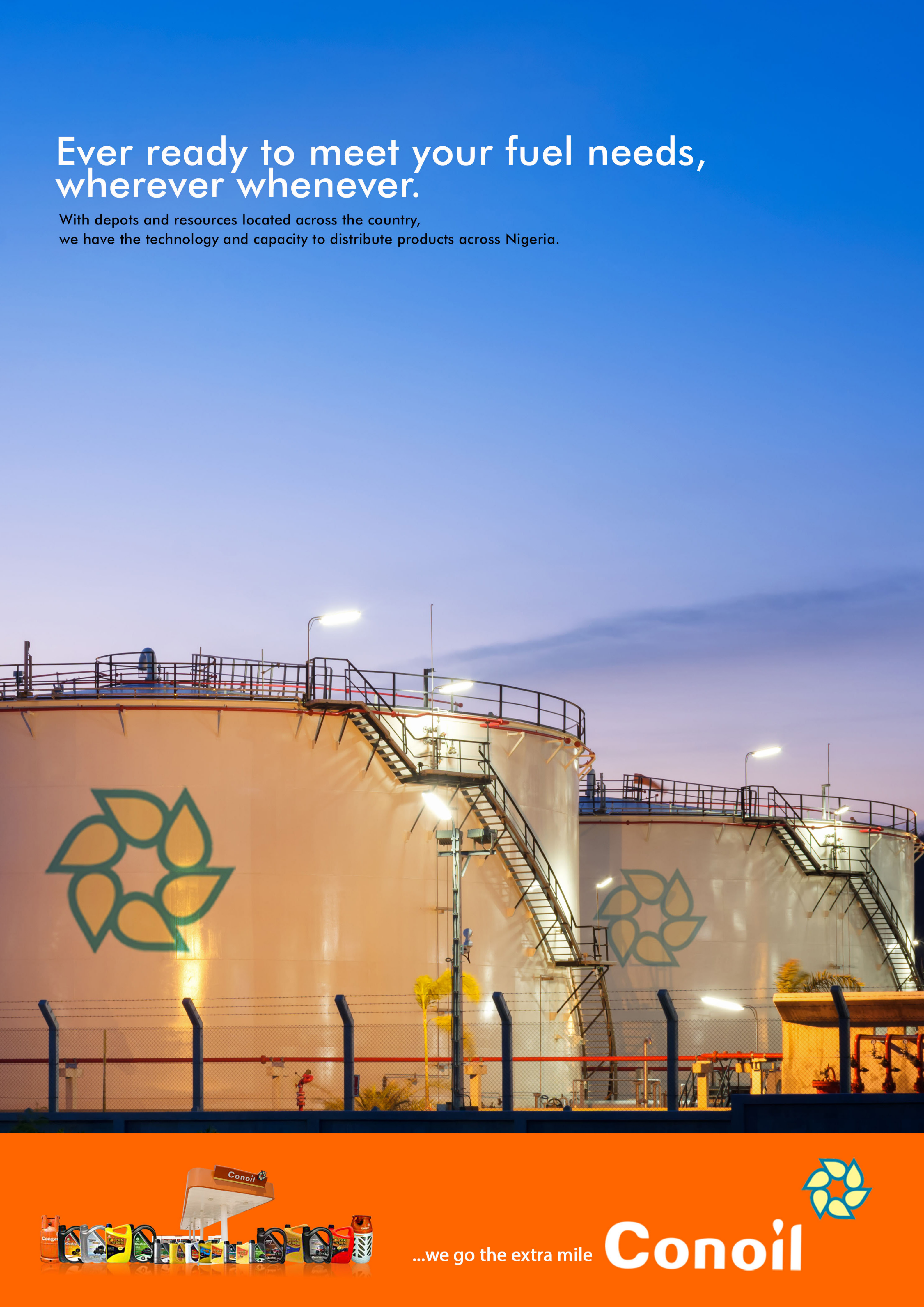
Signature(s) Company Seal (If applicable)

Joint\Company's Signatories

TICK	NAME OF COMPANY	SHARE A/C NO
	ACAP INCOME FUND	
	AFRINVEST EQUITY FUND	
	BERGER PAINTS NIG PLC	
	CEAT FIXED INCOME FUND	
	CHELLARAMS BOND	
	CONOIL PLC	
	CONSOLIDATED HALLMARK INS. PLC	
	CUSTODIAN & ALLIED PLC	
	COVENANT SALT NIGERIA LIMITED	
	EMPLOYEE ENERGY LIMITED	
	ENERGY COMPANY OF NIGERIA PLC [ENCON]	
	eTRANZACT INTERNATIONAL PLC	
	FIDSON HEALTHCARE PLC	
	FOOD CONCEPTS PLC	
	FREE RANGE FARMS PLC	
	FTN COCOA PROCESSORS PLC	
	GEO-FLUIDS PLC	
	INTERNATIONAL ENERGY INSURANCE PLC	
	JUBILEE LIFE MORTGAGE BANK LTD	
	MAMA CASS RESTAURANTS LIMITED	
	MCN DIOCESE OF REMO	
	MCN LAGOS CENTRAL	
	MCN TAILORING FACTORY [NIGERIA] LIMITED	
	MULTI-TREX INTEGRATED FOODS PLC	
	MUTUAL BENEFITS ASSURANCE PLC	
	NASSARAWA STATE GOVT BOND	
	NASCON ALLIED INDUSTRIES PLC	
	NEIMETH INT'L PHARMS PLC	
	NEWREST ASL NIGERIA PLC	
	NIGER INSURANCE PLC	
	NIGERIA MORTGAGE REFINANCE COMPANY [NMRC] PLC	
	NIGERIA MORTGAGE REFINANCE COMPANY PLC [NMRC] BOND	
	ONWARD PAPER MILLS PLC	
	PACAM BALANCED FUND	
	PAINTS & COATINGS MANUFACTURERS NIG PLC	
	PROPERTYGATE DEVT. & INVEST. PLC	
	R.T. BRISCOE NIGERIA PLC	
	REGENCY ALLIANCE INSURANCE PLC	
	SMART PRODUCTS NIGERIA PLC	
	SOVEREIGN TRUST INSURANCE PLC	
	TANTALIZERS PLC	
	THOMAS WYATT PLC	
	VITAFOAM NIGERIA PLC	
	ZENITH EQUITY FUND	
	ZENITH ETHICAL FUND	
	ZENITH INCOME FUND	

Help Desk Telephone No/Contact Centre Information for Issue resolution or clarification: 01-2809250-4

MERISTEM
Meristem Registrars And Probate Services Limited
Web: www.meristemregistrars.com; email: info@meristemregistrars.com


Ever ready to meet your fuel needs,
wherever whenever.
With depots and resources located across the country,
we have the technology and capacity to distribute products across Nigeria.
Conoil
...we go the extra mile
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