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Oando

Oando Plc
(Incorporated in Nigeria and registered
as an external company in South Africa)
Registration number: RC 6474
(External company registration number: 2005/038824/10)
Share code on the JSE Limited: OAO
Share code on the Nigerian Stock Exchange: UNTP
ISIN: NGOANDO00002
("Oando" or "the Company" or "the Group")

Highlights

- Turnover of $2.69bn
- Gross profit of $326.11m
- Operating profit of $138.06m
- Profit after tax of $74.58m
- Attributable profit after tax of $74.54m
- Earnings per share of 8.24c

- Strong growth in revenue
- Marked improvement in gross margin
- Significant contribution from upstream operations
- Acquisition of additional rig
- Completion of Lagos Phase Three Project of gas distribution network

Audited results for the full year ended 31 December 2008

REVIEW OF RESULTS

Oando, which has a primary listing on the Nigerian Stock Exchange ("NSE") and a secondary listing on the JSE Limited ("JSE"), reports profit after tax ("PAT") for the full year ended 31 December 2008 of $74.58m.

INCOME STATEMENT ANALYSIS

Our performance for the year ended 2008 was a marked improvement over prior year. These results demonstrate our deep and unalloyed commitment towards achieving our strategic goal of becoming the leading energy solutions provider. The performance, anchored on superior operating efficiency was driven by all our business divisions. The report is a further reflection and affirmation of our unflinching bias towards increasing shareholders' wealth through strong performance and commitment to best ethical business practice.

Our Corporate drive for 2008 was centered on operational excellence with customer service as a pivotal platform for all our activities. This initiative brought about improved performance supported by relative political and economic stability. Indeed except for the unfortunate depreciation in exchange rate towards the end of last year with attendant implication for import finance and related trade transactions, our performance would have been better than what is being reported now.

Our full year performance continues the recent trend recorded in the last three quarters. Overall, consolidated turnover increased by 79% from $1.50bn in December 2007 to $2.69bn in December 2008. This is attributable to the following: increased business activities especially our Supply & Trading and marketing divisions; improvement in our supply chain management; on-time delivery across the businesses; stability in the business environment; significant contribution from our upstream operation and improved product availability during the year.

The positive growth in turnover coupled with marked improvement in margin efficiency led to an 88% increase in gross profit of the Group from $173.28m recorded in 2007 to $326.11m in 2008.

Significant progress recorded in operational efficiency ensured a modest 33% growth in marketing and selling expense against 79% recorded at turnover level. Administrative expense increased by 71% compared to prior period largely on account of provision and amortization recognised on intangible assets used in the upstream and energy service divisions. The Company's effective cost containment effort resulted in an overall 58% increase in operating expense for the year culminating in 116% growth in operating profit of the Company to $138.59m from $64.13m recorded earlier in 2007.

Finance cost increased during the year. This was largely due to the spike in local lending rates, increased borrowing attributable to delay in government settlement of Petroleum Subsidy Fund (PSF) receivables and bridging claim allowances and in meeting transaction obligations (following the deterioration of the Naira against major currency of US Dollar). Management will continue to seek avenues to minimise the Company's exposure to such volatility in future.

Consolidated profit after taxation increased by 49% from $49.8m to $74.6m in 2008. This growth is, as highlighted earlier, attributable to increased trading activities, strong margin recovery and modest growth in operating expenses. Profit after taxation attributable to ordinary shareholders rose by 69% to $74.5m from $43.9m while adjusted earnings per share increased by 27% from 6.94c to 8.82c.

BALANCE SHEET ANALYSIS

Our fixed assets increased significantly by 56% last year due to acquisition of value-adding assets within the upstream and energy service divisions. The Company concluded on the purchase of the initial two rigs while an additional rig was bought during the year. In addition, for the sum of US$189m the Company acquired a 15% stake in OML 125 and 134 being part of the stake previously owned by Shell. Within the gas and power division, the ongoing 124km pipeline construction for our East Horizon gas pipeline project and the captive power plant brought about the increase in our long term receivables. Management believes these projects once completed, in addition to the upstream and energy service assets that are now in operation will together drive future profitability and sustainability of our Group company.

As a result of the significant increase in business operation, delay in government settlement of PSF receivables and bridging claim allowances, Group wide borrowing including import finance facilities increased to $1,407.56m. Most of these facilities are taken to support our expanded trading activities and are efficiently priced with our bankers.

Continuous and efficient working capital management ensured the Company maintained a robust cash and bank balance of $374.64m, a $226.67m jump over the prior year position. Our stock level is efficiently managed and is consistent with the growth in turnover while our volume of trade debtor and other non-trade balances has grown on the back of delay in government settlement of Petroleum Subsidy Fund (PSF) receivables. In 2008, there has been significant deterioration in petroleum subsidy fund settlement by the Government culminating in PSF receivables in excess of $340m by the end of the year. This placed huge constraint on our working capital management as the Company had to resort to borrowing to meet obligation as and when due.

PROSPECTS FOR THE FUTURE

The Group during the period under review continued its expansion drive, which includes diversification from the lower margin segments, progressing to higher value areas of the energy value chain like Upstream Exploration & Production, high margin-based services and rigs drilling system; a strategy which we believe will yield significant returns in the near future.

Our upstream division buoyed by the recent acquisition of part of Shell's stake in OML 125 and 134 is expected to contribute significantly to the bottom-line. Aggressive effort is also in place to bring other non-producing assets within the portfolio to production in 2009. Strategic alliances formed with major producers is expected to aid rapid "time to production" of these assets.

Our energy service business is poised to deliver strong performance following the commencement of drilling operations by two of our rigs. The Company been awarded drilling contracts valued at US$150m by Agip Exploration. We expect to get the other rigs into contact in the shortest possible time.

Following the completion of the Greater Lagos II Gas project and commencement of gas supply, we expect a substantial increase in contribution to our margin from our Gas and Power division as more customers are connected to the supply grid in 2009. Eastern Horizon, our 124km pipeline project is expected to become operational by the end of the third quarter of 2009 while the Lagos State Water Works captive power plant, a pioneering effort of the Gas and Power division is also expected to be commissioned for use before the end of this year.

The uncertainties surrounding the deregulation of the downstream sector notwithstanding, our marketing division is poised to sustain its current upward trend in profitability. Turnover levels witnessed during 2008 is expected to continue well into 2009. Management will continue its pursuit of maximum value extraction from the downstream division while effort will be made to sustain the gain recorded in 2008. Non-fuel revenue drive will be sustained and improved upon while cost curtailment drive will permeate every facet of the division's operation. We also expect significant improvement in Government settlement of PSF receivables and bridging claims allowances.

Our Supply & Trading business's quest to dominate the West African market is gradually yielding results with the Company's strategic alliances with major marketers within the axis. As the largest private importer of petroleum products into Nigeria, the Company is expected to leverage on the market acceptability and niche that it has created to deliver strong performance before year-end and guarantee its sustainable growth in the coming years. The strategic alliances formed with the Group's upstream operations amongst other partners appear brighter with the attainment of "first Oil".

Consolidated balance sheet

As at 31 December 2008

	2008 $'million	2007 $'million
ASSETS		
Non-current assets		
Property, Plant & Equipment	**693.49**	284.35
Intangible Assets	**175.04**	259.58
Available for sale financial assets	**0.02**	0.09
Long Term Receivables	**131.19**	97.76
	999.74	641.78
Current assets		
Inventories	**122.93**	212.64

Consolidated statement of changes in shareholders' equity

Attributable to equity holders of the Company

For the full year ended 31 December 2008:

	Share capital US$m	Share premium US$m	Revaluation reserve US$m	Cumulative translation adjustment US$m	Retained earnings US$m	Minority interest US$m	Total equity US$m
Balance as at 31 December 2007	2.90	232.91	56.96	28.25	53.74	1.61	376.37
Retained profit for the period					74.54	0.03	74.57
Bonus issue of shares	0.59	(0.59)					
Dividend paid					(70.82)	(0.48)	(71.30)
Exchange difference			(6.29)	(22.10)			(28.39)
Reversal of revaluation surplus			(4.61)				(4.61)
Deferred tax on revaluation surplus			1.38				1.38
Share Issue Cost		(5.04)					(5.04)

	999.74	641.78
Current assets		
Inventories	**122.93**	212.64
Trade & Other Receivables	**716.02**	401.10
Cash & Cash Equivalents	**374.64**	147.97
	1,213.59	761.71
Total assets	**2,213.33**	1,403.49
Equity		
Capital & Reserves attributable to equity holders		
Share Capital	**3.53**	2.90
Share Premium	**231.53**	232.91
Revaluation Reserve	**53.30**	56.95
Exchange Difference	**(13.46)**	28.25
Retained Earnings	**66.43**	53.74
	341.33	374.75
Minority Interest	**1.647**	1.61
Total equity	**342.98**	376.36
Liabilities		
Non-Current Liabilities		
Borrowing	**318.86**	152.45
Deferred income tax liabilities	**74.28**	42.60
Retired benefit obligation	**0.00**	2.70
Provisions	**9.46**	3.66
	402.60	201.41
Current Liabilities		
Trade & Other Payables	**353.35**	361.90
Current Income Tax Liabilities	**25.67**	11.29
Borrowings	**1,088.70**	452.58
	1,467.72	825.77
Total Liabilities	**1,870.32**	1,027.18
Total Equity & Liabilities	**2,213.33**	1,403.49

Consolidated income statement

for the full year ended 31 December 2008

	2008 $'million	2007 $'million
Sales	**2,686.54**	1,501.79
Cost of Sales	**(2,360.44)**	(1,328.51)
Gross Profit	**326.10**	173.28
Selling & Marketing Costs	**(61.11)**	(46.23)
Administrative Expenses	**(142.29)**	(82.89)
Other Operating Income	**15.35**	19.96
Operating Profit	**138.05**	64.12
Shares of Profit of Associates	**–**	–
Finance Costs	**(47.13)**	(3.44)
Profit Before Taxation	**90.92**	60.68
Income Tax Expense	**(16.35)**	(10.89)
Profit After Expense	**74.57**	49.79
Attributable to:		
Non-Controlling Shareholders	**0.03**	5.85
Equity Holders of the Company	**74.54**	43.94
	74.57	49.80

The Group company is organised into four main business divisions:

– Exploration and production of oil and gas (E&P) – involved in the exploration for and production of oil and gas through the acquisition of rights in oil blocks on the Nigerian continental shelf and deep offshore.

– Refining and marketing of petroleum products – involved in the refining of crude and the marketing and sale of petroleum products. Over the years, the Group had focused primarily on the marketing of petroleum products. Presently, the Group is in the process of acquiring and developing a refinery business. The activities of the trading companies are reported under this segment.

– Gas and power – involved in the distribution of natural gas through its subsidiaries Gaslink and Eastern Horizon (incorporated during the year). The Group also incorporated a Power company to serve a niche in Nigeria's power sector, by providing reliable power to industrial customers. The company is however yet to commence operations.

– Energy services – involved in the provision of services such as drilling and completion fluid; oil-well cementing and other services to upstream companies.

Below is the Group performance on a divisional basis for the full year ended 31 December 2008:

	Exploration & production US$'000	Refining & marketing US$'000	Gas & power US$'000	Energy services & Group office US$'000	Total US$'000
Gross segment revenue	106,240	4,334,425	55,524	35,018	4,531,207
Inter-segment revenue	–	(1,844,663)	–	–	(1,844,663)
Revenue	106,240	2,489,762	55,524	35,018	2,686,544
Operating (loss)/profit	36,942	78,935	4,316	17,864[1]	138,057
Finance costs – net	(5,884)	(36,312)	(2,185)	(2,752)	(47,133)
Profit before income tax					90,925
Income tax expenses					(16,346)
Profit for the year					74,579

Exchange difference			(6.29)	(22.10)			(28.39)
Reversal of revaluation surplus			(4.61)				(4.61)
Deferred tax on revaluation surplus			1.38				1.38
Share Issue Cost		(5.04)					(5.04)
Balance as at 31 December 2008	**3.49**	**227.28**	**47.50**	**6.15**	**57.15**	**1.16**	**342.67**
Balance as at 31 December 2006	2.16	120.74	11.37	7.11	28.03	14.65	184.06
Revaluation surplus on property, plant and equipment			66.31				66.31
Deferred tax effect of residual value restatement			(20.55)				(20.55)
Issue of shares/disposal of minority interest	0.74	112.16				(13.23)	99.67
Fair value gain/loss on available for sale investments			(0.173)				(0.173)
Currency Translation adjustment				21.14			21.14
Profit for the year					43.94	0.19	44.13
Final Dividend for 2006					(18.23)		(18.23)
Balance as at 31 December 2007	2.90	232.91	56.96	28.25	53.74	1.61	376.37

Below is the Group performance on a divisional basis for the full year ended 31 December 2007:

	Exploration & production US$'000	Refining & marketing US$'000	Gas & power US$'000	Energy services & Group office US$'000	Total US$'000
Gross segment revenue	–	1,384,624	35,456	84,332	1,504,412
Inter-segment revenue	–	(2,618)	–	–	(2,618)
Revenue	–	1,382,006	35,456	84,332	1,501,794
Operating (loss)/profit	(1,345)	58,925	5,340	1,209	64,129
Finance costs – net	–	(3,084)	1,917	(2,270)	(3,437)
Profit before income tax					60,692
Income tax expenses					(10,888)
Profit for the year					49,804

Notes to reviewed results

1. GENERAL INFORMATION

Oando (formerly Unipetrol Nigeria Plc) was registered by a special resolution as a result of the acquisition of the shareholding of Esso Africa Incorporated (principal shareholder of Esso Standard Nigeria Limited) by the Federal Government of Nigeria. The Company was partially privatised in 1991. It was however fully privatised in the year 2000 consequent upon the sale of Federal Government's 40% shareholding in the Company. 30% was sold to core investors (Ocean and Oil Investments Limited) and the remaining 10% to the Nigerian public. In December 2002, the Company merged with Agip Nigeria Plc following its acquisition of 60% Agip Petroli's stake of Agip Nigeria Plc in August of the same year. The Company formally changed its name from Unipetrol Nigeria Plc to Oando Plc in December 2003.

The principal activity of the Company locally and internationally is to have strategic investments in energy companies across West Africa. The Group is involved in the following business activities via its subsidiary companies:

– Marketing of petroleum products, manufacturing and blending of lubricants – Oando Marketing Limited
– Distribution of natural gas for industrial customers – Gaslink Nigeria Limited
– Supply and distribution of petroleum products – Oando Supply and Trading, Nigeria; and Oando Trading, Bermuda
– Energy services to upstream companies – Oando Energy Services
– Exploration and Production – Oando Exploration and Production.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies applied in the preparation of these consolidated financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 Basis of preparation

The consolidated financial statements of Oando have been prepared in accordance with International Financial Reporting Standards (IFRS). The consolidated financial statements have been prepared under the historical cost convention, as modified by the revaluation of land and buildings, and financial assets and financial liabilities at fair value through profit or loss.

The preparation of financial statements in accordance with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise judgement in the process of applying the Group's accounting policies.

Early adoption of standards

In 2004, the Group early adopted the IFRS below, which are relevant to its operations. These have been consistently applied in this Audited financial report for the full year of 2008.

IAS 2	(revised 2003)	Inventories
IAS 8	(revised 2003)	Accounting Policies, Changes in Accounting Estimates and Errors
IAS 10	(revised 2003)	Events after the Balance Sheet Date
IAS 16	(revised 2003)	Property, Plant and Equipment
IAS 17	(revised 2003)	Leases
IAS 21	(revised 2003)	The Effects of Changes in Foreign Exchange Rates
IAS 24	(revised 2003)	Related Party Disclosures
IAS 27	(revised 2003)	Consolidated and Separate Financial Statements
IAS 28	(revised 2003)	Investments in Associates
IAS 32	(revised 2003)	Financial Instruments: Disclosure and Presentation
IAS 33	(revised 2003)	Earnings per Share
IAS 36	(revised 2004)	Impairment of Assets
IAS 38	(revised 2004)	Intangible Assets
IAS 39	(revised 2003)	Financial Instruments: Recognition and Measurement
IFRS 2	(issued 2004)	Share-based Payments
IFRS 3	(issued 2004)	Business Combinations
IFRS 5	(issued 2004)	Non-current Assets Held for Sale and Discontinued Operations
IFRIC 10	(issued 2006)	Interim Financial Reporting and Impairment

– The early adoption of IAS 10 has resulted in a change in the accounting policy for dividends. Proposed dividends, which were previously recognised in the year prior to the declaration, have been adjusted in accordance with IAS 10 and 37, respectively.
– The application IAS 16 has affected the accounting for fair value reserve relating to revalued land and buildings upon disposal.
– Under previous GAAP, the revaluation surplus included in equity in respect of an item of property, plant and equipment were transferred to the income, when the asset is disposed of, to determine profit on disposal. Adjustments have been passed to transfer the related amounts directly to retained earnings in accordance with IAS 16. Also, early adoption of IAS 16 (revised 2004) has necessitated the disclosure of prior year comparatives for all movements in property plant and equipment.
– IAS 21 (revised 2003) has affected the translation of foreign entities' income statements, on which closing rates were previously applied but now amended and translated at average rates. The functional currency of each of the consolidated entities has also been re-evaluated based on the guidance to the revised standard. All the Group entities have the same functional currency as their presentation currency. These financial statements have been presented in a currency other than the Company's functional currency, being US Dollars, to meet the filing requirements of the JSE.
– IAS 24 (revised 2003) has affected the identification of related parties and some other related-party disclosures.
– IAS 27 (revised 2004) has affected the consolidation of subsidiaries. Certain subsidiaries, which were not included in the consolidation under previous GAAP have now been consolidated.
– The early adoption of IAS 33 has resulted in a change in the computation of earnings per share. Earnings per share, which were previously computed on the basis of the number of shares in issue at the end of the reporting period, have been adjusted on the basis of the weighted average number of shares in accordance with IAS 33.
– The early adoption of IAS 39 has resulted in a change in accounting for financial assets and liabilities.
– The Group obtained approval for its share option scheme from the regulatory authority in February 2009. Accordingly all shared-based payment in operation has been subjected to and accounted for under IFRS 2 for the first time in 2008.
– The early adoption of IFRS 5 has resulted in a change in the accounting for non-current assets held for sale and discontinued operations as qualifying assets have been reclassified accordingly.
– The early adoption of IFRS 3, IAS 36 (revised 2004) and IAS 38 (revised 2004) resulted in a change in the accounting policy for goodwill. Until 31 December 2002, goodwill was:
  – Amortised on a straight-line basis over a period ranging from 5 to 20 years;
  – Assessed for an indication of impairment at each balance sheet date.
– In accordance with the provisions of IFRS 3:
  – The Group ceased amortisation of goodwill from 1 January 2003;
  – Accumulated amortisation as at 31 December 2002 has been eliminated with a corresponding decrease in the cost of goodwill.
– Goodwill was tested for impairment at 1 January 2003, the transition date. Also, from the year ended 31 December 2003 onwards, goodwill is tested annually for impairment, as well as when there are indications of impairment. The Group has also re-assessed the useful lives of its intangible assets in accordance with the provisions of IAS 38. No adjustment resulted from this re-assessment.

All changes in the accounting policies have been made in accordance with the transition provisions in the respective standards.

The early adoption of IAS 1, 2, 8, 17, 28 and 32 (all revised 2003) did not result in substantial changes to the Group's accounting policies.

In summary:

– IAS 1, 2, 28 and 32 had no material effect on the Group's policies.
– IAS 8 (revised 2004) has resulted in the disclosure of the impact of new standards.

2.2 Consolidation

(a) Subsidiaries

Subsidiaries include all entities (including special purpose entities) over which the Group has the power to govern the financial and operating policies generally accompanying a shareholding of more than one-half of the voting rights. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Group controls another entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

The purchase method of accounting is used to account for the acquisition of subsidiaries by the Group. The cost of the acquisition is measured as the fair value of the assets given, equity instruments issued and liabilities incurred or assumed and the date of plus costs directly attributable to the acquisition. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date irrespective of the extent of any minority interest. The excess of the cost of acquisition over the fair value of the Group's share of the identifiable net assets acquired is recorded as goodwill. If the cost of acquisition is less than the fair value of the net assets of the subsidiary acquired, the difference is recognised directly in the income statement. All balances and unrealised surpluses and deficits on transactions between Group companies have been eliminated. Where

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necessary, accounting policies for subsidiaries have been changed to be consistent with the policies adopted by the Company, Separate disclosure (in equity) is made of Minority Interests.

(b) Associates

Associates are all entities over which the Group has significant influence but not control, generally accompanying a shareholding of between 20% and 50% of the voting rights. Investments in associates are accounted for by the equity method of accounting and are initially recognised at cost. The Group's investment in associates includes goodwill (net of any accumulated impairment loss) identified on acquisition. The Group's share of its associates' post-acquisition profits or losses is recognised in the income statement, and its share of post-acquisition movements in reserves is recognised in reserves. The cumulative post-acquisition movements are adjusted against the carrying amount of the investment.

When the Group's share of losses in an associate equals or exceeds its interest in the associate, including any other unsecured receivables, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the associate. Unrealised gains on transactions between the Group and its associates are eliminated to the extent of the Group's interest in the associates. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. The accounting policies of the associates are consistent with the policies adopted by the Group.

Goodwill included in the carrying amount of an investment is neither amortised nor tested for impairment separately by applying the requirements for impairment testing goodwill in IAS 36, Impairment of Assets. Instead, the entire carrying amount of the investment is tested under IAS 36 for impairment.

All subsidiaries and associates have uniform calendar year-ends.

2.3 **Segment reporting**

A business segment is a group of assets and operations engaged in providing products or services that are subject to risks and returns that are different from those of other business segments. A geographical segment is engaged in providing products or services within a particular economic environment that are subject to risks and return that are different from those of segments operating in other economic environments.

2.4 **Foreign currency translation**

(a) Functional and presentation currency

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The functional currency of the Group is the Naira. The consolidated financial statements are presented in US dollars, which is the Company's presentation currency for the purpose of filing outside Nigeria.

(b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the income statement, except when deferred in equity as qualifying cash flow hedges and qualifying net investment hedges.

(c) Group companies

The results and financial position of all the Group entities (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

1. Assets and liabilities for each balance sheet presented are translated at the closing rate at the date of that balance sheet.
2. Income and expenses for each income statement are translated at average exchange rates; and all resulting exchange differences are recognised as a separate component of equity.

2. Income and expenses for each income statement are translated at average exchange rates; and all resulting exchange differences are recognised as a separate component of equity.
3. On consolidation, exchange differences arising from the translation of the net investment in foreign entities are taken to shareholders' equity. Upon disposal of part or all of the investment, such exchange differences are recognised in the income statement as part of the gain or loss on sale.

3. EARNINGS PER SHARE

Basic Earnings Per Share (EPS) is calculated by dividing the Profit Attributable to the equity holders of the Company by the weighted average number of shares in issue during the period.

	2008	2007
Profit attributable to equity holders of the Company ($'m)	**74.54**	43.94
Average number of shares in issue (millions)	**904.89**	632.89
Basic Earnings Per Share (cents)	**8.24**	6.94
Diluted		
Profit attributable to equity holders of the Company	**74.54**	43.94
Weighted average number of shares in issue (millions)	**754.07**	632.89
Adjustment for Bonus issues	**150.81**	–
Weighted average number of shares for diluted Earnings Per Share (millions)	**904.89**	632.89
Diluted Earnings Per Shares (cents)	**8.24**	6.94
Headline Earnings Per Share	**8.24**	6.94
Profit Attributable to equity holders of the Company	**74.54**	43.94
Adjusted for:		
Profit on sale of buildings associated with discontinued operations	**–**	(5.14)
Profit/(Loss) on sale of other assets	**–**	–
Loss on sales of investment in affiliate companies	**–**	–
Tax thereon	**–**	1.08
Headline Earnings Per Share attributable to earnings basis (cents)	**8.24**	6.30
Headline Earnings Per Share attributable to diluted earnings basis (cents)	**8.24**	6.30
Net Assets Per Share (cents)	**37.86**	49.91
Tangible Assets Per Share (cents)	**18.52**	15.49

4. INDEPENDENT AUDIT BY THE AUDITORS

This condensed consolidated result has been audited by our auditors PricewaterhouseCoopers who perform their audit in accordance with the International Standards on Auditing. The results have been reviewed by PricewaterhouseCoopers whose unqualified review opinion is available for inspection at the Company's registered office.

5. POST-BALANCE SHEET EVENTS

There are no significant post-balance sheet events that in the opinion of the Directors will have a material impact on the accounts herein presented.

For and on behalf of the Board

Mr J Adewale Tinubu
Group Chief Executive

5 June 2009

Directorate

1. Major General M Magoro (Rtd.) OFR, Galadiman Zuru	*Chairman*
2. Mr J A Tinubu	*Group CEO*
3. Mr O Boyo	*Deputy Group CEO*
4. Mr B Osunsanya	*Group Executive Director*
5. Mr A Akinrele SAN	*Director*
6. Prince F N Atako JP	*Director*
7. Mr Navaid Burney	*Director*
8. HRM Oba. A Gbadebo CFR	*Director*
9. Mr O Ibru	*Director*
10. Alhaji H Mahmud Walin Mubi	*Director*
11. Mr Onajite Okoloko	*Director*
12. Mr I Osakwe	*Director*

Company Secretary: Mrs Oredeji Delano

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Johannesburg
8 June 2009

Sponsor

Deutsche Bank
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