

PAINTS AND COATINGS MANUFACTURERS

NIGERIA PLC [RC 406117]

Annual Reports and Accounts

For the Year Ended 31st December 2016



OOO Chartered Accountants

Financial Highlights

	<u>2016</u> =N='000	<u>2015</u> =N='000	<u>Change</u> %
Results			
Revenue	2,895,447	3,090,076	-6%
Profit for the year	21,831	125,574	-83%
Total Comprehensive Income	21,831	125,574	-83%
Proposed dividends	-	39,646	-100%
Net assets	1,769,199	1,787,014	-1%
Total equity	1,769,199	1,787,014	-1%
Authorised share capital	600,000	600,000	-
Issued and fully paid share capital	396,457	396,457	-

Per 50K Share data based on 792,914,256 Ordinary shares of 50K each
(2015: 792,914,256 Ordinary shares of 50k each)

Data per 50 Kobo share

Net Assets Per Share('=N=)	2.23	2.25
Earnings Per Share (Basic) (Kobo)	0.03	0.16
Proposed dividends Per Share (Kobo)	-	0.05
Stock Exchange Quotation	0.65	1.04

Statement of Directors' Responsibilities

The Companies and Allied Matters Act requires the directors to prepare financial statements for each financial year that give a true and fair view of the state of the Company at the end of the year and of its profit or loss. The responsibilities include ensuring that the company:

- a Keeping proper accounting records that disclose, with reasonable accuracy that the financial position of the company comply with the requirements of the Companies and Allied Matters Act of Nigeria.
- b The selection and consistent application of appropriate accounting principles and methods in additions to making judgements and estimates necessary to prepare the financial statements in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB").
- c To design a system of internal control to ensure that the assets of the company are safeguarded and that relevant and reliable financial information is produced.

The Directors of the company accepts responsibility for the Annual Report and Financial Statements and the accompanying notes, which have been prepared using appropriate accounting policies supported by reasonable and prudent judgement and estimates and in conformity with International Financial Reporting Standards ("IFRS") and the requirements of the Companies and Allied Matters Act of Nigeria.

The Directors are of the opinion that the financial statements give a true and fair view of the state of the financial affairs of the company and of its profit or loss. The directors further accepts responsibility for the maintenance of accounting records that may be relied upon in the preparation of financial statements as well as adequate systems of internal financial control.

Nothing has come to the attention of the directors to indicate that the Company will not remain a going concern for at least twelve months from the date of this statement.

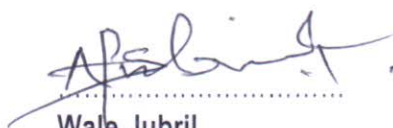
Signed on behalf of the Board of Directors by:



.....
Michael Thompson

FRC/2014/IODN/00000007972

Dated: 20th March 2017



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Wale Jubril

FRC/2014/CISN/00000006703

Dated: 20th March 2017

Director's Report

For the year ended 31 December 2016

The Directors are pleased present to the members their report together with the financial statements for the year ended 31st December 2016.

1 Results

The company results at a glance for the year ended 31st December 2016 are set out on page 4.

2 Legal Status

The company was incorporated in Nigeria as a private limited liability company in 2001, and was converted to a Public Limited Liability Company (Plc) in 2008. The name of the company was changed from Protective Coatings Distributors Nigeria Limited (PCDN) to Paints and Coatings Manufacturers Nigeria Plc (PCMN Plc) on 21st November, 2008.

3 Financial reporting Council

The company has been registered with the financial reporting council of Nigeria with registration number FRC/2013/0000000000563.

4 Listing on Nigeria Stock Exchange

The Company was listed by introduction on the Nigeria Stock Exchange on 2nd November 2010.

5 Principal activities

The principal activities of the company is the manufacturing of Chemicals, Marine, Protective, industrial, Decorative and Architectural coatings and related products.

These activities are grouped into the following lines:

Marine and Protective Coatings

Decorative Coatings

Coating related products

6 Directors and Directors interest

6.1 The Directors who held office during the year and to the date of this report are set out below :

Name	Nationality	Designation
Chief S.I.C. Okoli		Chairman
Michael Thompson	British	Vice Chairman/CEO
Wale Jubril		Executive Director (Finance)
Ademola Laniyan		Executive Director (Legal and Corporate)
Bassam Dina		Director
Michelle Knupfer	British	Director
Olabanji Kazeem		Alternate Director

6.2 Directors' Interest in the Issued Share Capital of the Company

The interests of Directors in the issued share capital of the company as recorded in the Register of Members for the purpose of Section 275 of the Companies and Allied Matters Act and in compliance with the listing requirements of the Nigerian Stock Exchange are as follows:

Directors	As at 31 December 2016		As at 31 December 2015	
	Direct Holding	Indirect Holding	Direct Holding	Indirect Holding
Chief S.I.C. Okoli	-	101,608,088	-	101,608,088
Michael Thompson (British)	-	288,000,000	-	288,000,000
Wale Jubril	14,459,300	-	14,459,300	-
Ademola Laniyan	11,750,000	-	11,750,000	-
Bassam Dina	192,000,000	-	192,000,000	-
Olabanji Kazeem(Alternate)	2,000,000	-	2,000,000	-
Total Holdings	220,209,300	389,608,088	220,209,300	389,608,088

6.3 Indirect holding

Chief S.I.C. Okoli has indirect interests in the shares of Jenete Iloabanafo Investment Ltd., who has 101,608,088 ordinary shares (2015 : 101,608,088 ordinary shares) in the issued share capital.

Mr. Michael Thompson has indirect interests in the shares of Semeli Limited BVI, who has 288,000,000 ordinary shares (2015 : 288,000,000) in the issued share capital of the company.

6.4 Director's interest in contract

Mr Ademola Laniyan, the Executive Director Legal and Corporate Services a partner in Laniyan and Ibrahim and Co.whose firm act as Company Secretary to the Company .

Apart from the above, none of the Directors has notified the Company for the purpose of section 277 of the Companies and Allied Matters Act of any declarable interest in contracts with which the Company was involved under the year under review.

6.5 Records of Directors' attendance

Pursuant to and in accordance with section 258(2) of the Companies and Allied Matters Act, of Nigeria the records of directors' attendance at Board meetings during the year under review will be made available for inspection at the Annual General Meeting.

6.6 Major shareholders

According to the Register of Members as at 31st December 2016, the following shareholders of the company held more than 5% of the issued ordinary share capital of the company.

Name of shareholders	2016		2015	
	# of Shares	% Held	# of Shares	% Held
Semeli Ltd (BVI)	288,000,000	36.3%	288,000,000	36.3%
Bassam Dina	192,000,000	24.2%	192,000,000	24.2%
Jenete Iloabanafo Investment Limited	101,608,088	12.8%	101,608,088	12.8%
SNNL/Asset Mgt Corporation of Nig - Trad	58,662,500	7.4%	58,662,500	7.4%

