

BIOVACCINES NIGERIA LIMITED

**FINANCIAL STATEMENTS
31 DECEMBER 2024**

Howard Partners & Co.

Chartered Accountants

Lagos, Nigeria

BIOVACCINES NIGERIA LTD

(Registration Number: RC 633335)

FINANCIAL STATEMENTS

31 DECEMBER 2024

Country of Incorporation and domicile	Nigeria
Company Registration Number	RC 633335
Nature of Business and Principal activities	<p>Biovaccines Nigeria Limited is into production, sales and distribution of human vaccines, biologicals and devices.</p> <p>Its activities are regulated by Pharmacists Council of Nigeria(PCN) and National Agency for Food and Drug Administration and Control (NAFDAC). The entity recognizes the importance of complying with legislation, regulation and codes of global best practices; it is also committed to professional and business integrity in all its activities.</p>
Directors	<p>Prof. Oyewale Tomori Mr. Kolawole Olalekan Durojaiye Pharm. (Mrs) Olubunmi Aribeara Mr Patrick Ajah Mr. Ayodeji Samuel Aboderin Dr. Faisal Mohammed Barbas Shuaib (Retired 19 APRIL 2024) Mr. Aina Olumuyiwa Olasunkanmi (Appointed 19 APRIL 2024)</p>
Registered Office	<p>445, Herbert Macaulay Way Yaba Lagos State</p>
Factory Address	<p>Igbo Oloye Village Ota Ogun State</p>
Bankers	<p>Zenith Bank Plc Fidelity Bank Plc Providus Bank</p>
Auditors	<p>Howard Partners & Co. 228, Ikorodu road, Obanikoro, Lagos</p>
Company Secretary	<p>Marina Nominees Limited 233, Ikorodu road, Lagos</p>
Lawyers	<p>Usman and Elema (Barrister and Solicitors) 2, Reverend Ogunbiyi Street Off Oba Akinjobi Way, GRA Ikeja Lagos.</p>

BIOVACCINES NIGERIA LTD

FINANCIAL STATEMENTS 31 DECEMBER 2024

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BIOVACCINES NIGERIA LTD

DIRECTORS REPORT FOR THE YEAR ENDED 31 DECEMBER, 2024

The Directors are pleased to submit to members of Biovaccines Nigeria Limited ('the Company') their report together with the financial statements and the Auditors' report thereon for the period ended 31 December, 2024.

LEGAL FORM

BIOVACCINES NIGERIA LIMITED is a private company limited by shares established in partnership with Federal Government of Nigeria. The Company was incorporated in Nigeria in September 2005 and formally handed over to May & Baker Nigeria Plc on 27 November, 2005. The company commenced commercial operations during the year.

PRINCIPAL ACTIVITIES

Biovaccines Nigeria Limited is into production, sales and distribution of human vaccines, biologicals and injection devices.

RESULTS

During the year under review, the results were as follows :

	2024	2023
	N'000	N'000
Profit/(Loss) for the year before taxation	2,527	2,485
Taxation	(72,927)	105,676
Profit/(Loss) after Taxation	(70,400)	108,161

Shareholding structure

The shareholding structure during the period were :

	Shareholding	Percentage
May & Baker Plc	51,000,000	51%
Federal government of Nigeria	49,000,000	49%
	100,000,000	100%

The Directors had no other interest in the shares of the Company other than as shown above.

In accordance with Section 303 of the Companies and Allied Matters Act (CAMA) 2020, none of the Directors has notified the Company of any declarable interests in contracts with the Company.

EMPLOYMENT OF DISABLED PERSONS

BIOVACCINES NIGERIA LIMITED has no disable persons in its employment. However , applications for employment by disabled persons are always fully considered, bearing in mind the respective aptitudes and abilities of the applicants concerned. In the event of members of staff becoming disabled, every effort will be made to ensure that their employment with the Company continues and that appropriate training is arranged. it is the policy of the Company that the training, career development and promotion of disabled persons should as far as possible be identical with that of other employees.

EMPLOYEES' INVOLVEMENT AND TRAINING

The Company is committed to keeping employees fully informed as much as possible regarding the Company's performance and progress and seeking their views where practicable on matters, which particularly affect them as employee.

BIOVACCINES NIGERIA LTD

DIRECTORS REPORT (CONT'D) FOR THE YEAR ENDED 31 DECEMBER, 2024.

HEALTH, SAFETY AND WELFARE ARRANGEMENTS

Health and safety precautions are in force at the employees' place of work and the Company takes interest in the welfare of its employees. The Company provides first-aid within the office for employees. Company also organises safety lectures and courses on a regular basis for employees. Fire-fighting, suppression and detection equipment are provided at the Company's premises. The Company provides subsidies to employees in the areas of transportation, lunch and housing.

PROPERTY, PLANT AND EQUIPMENT

Movement in property, plant and equipment during the year is shown on Note 11 to the financial statements. In the opinion of the directors, the market value of the Company's properties is not less than the value shown in the financial statements.

SUPPLIERS

The Company obtains all its materials and supplies at arm's length from various overseas and local suppliers.

CUSTOMERS

Major customers of the Company are corporate and private customers.

CHARITABLE GIFTS AND DONATIONS

There were no donations made during the year.

COMPANY SECRETARIES

The Company retained Marina Nominees Limited as the company secretary.

AUDITORS

The Auditors, Messrs Howard Partners & Co., have indicated their willingness to continue in office in accordance with Section 401(2) of the Companies and Allied Matters Act 2020.

BY ORDER OF THE BOARD

Biodun Oyebanjo

FOR: Marina Nominees Limited
FRC/2013/ICSAN/00000003281
Company Secretaries

Lagos, Nigeria

_____ **2025**

BIOVACCINES NIGERIA LTD

**STATEMENT OF DIRECTORS RESPONSIBILITIES IN RELATION TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER, 2024.**

The Companies and Allied Matters Act (CAMA) 2020 requires the directors to prepare financial statements for each financial year that give a true and fair view of the state of financial affairs of the company at the end of the year and of its profit or loss. The responsibilities include ensuring that the company:

- (a) keeps proper accounting records that disclose, with reasonable accuracy, the financial position of the company and comply with the requirements of the Companies and Allied Matters Act (CAMA) 2020;
- (b) establishes adequate internal controls to safeguard its assets and to prevent and detect fraud and other irregularities; and
- (c) prepares its financial statements using suitable accounting policies supported by reasonable and prudent judgements and estimates, and are consistently applied.

The directors accept responsibility for the annual financial statements, which have been prepared using appropriate accounting policies supported by reasonable and prudent judgements and estimates, in conformity with International Financial Reporting Standards (IFRS) and the requirements of the Companies and Allied Matters Act (CAMA) 2020.

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 accept 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.

Director

Director

**REPORT OF THE INDEPENDENT AUDITORS
TO THE MEMBERS OF BIOVACCINES NIGERIA LIMITED**

We have audited the financial statements of Biovaccines Nigeria Limited for the period ended 31st December 2024 set out on pages 5 to 8 which have been prepared on the basis of the significant accounting policies on pages 9 to 18.

Directors' Responsibility for the Financial Statements

The Directors of the Company are responsible for the preparation and fair presentation of these financial statements in accordance with the Companies and Allied Matters Act (CAMA) 2020. This responsibility includes; designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditors' Responsibility

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

An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statement. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

Opinion

In our opinion, the Company has kept proper accounting records and the financial statements are in agreement with the records in all material respects and give in the prescribed manner, information required by the Companies and Allied Matters Act (CAMA) 2020. The financial statements give a true and fair view of the financial position of Biovaccines Nigeria Limited for the period ended 31 December, 2024, and of its financial performance in accordance with International Financial Reporting Standards (IFRS), issued by International Accounting Standards Board.

Alaba Adedotun
FRC/2014/ICAN/00000006722
Howard Partners & Co.
Chartered Accountants
Lagos, Nigeria

2025

BIOVACCINES NIGERIA LTD

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER, 2024.

	Note	2024 N'000	2023 N'000
Continuing operations			
Revenue	5	823,812	1,345,335
Cost of sales		(804,226)	(1,310,228)
Gross profit		19,586	35,107
Other operating income	6	60,468	33,898
Distribution, sales and marketing expenses		(8,407)	(5,266)
Administrative expenses	13	(77,407)	(77,028)
Operating loss		(5,761)	(13,289)
Finance costs	8	(299)	(457)
Interest Income	7	8,588	16,231
Profit/(loss) before tax		2,527	2,485
Tax (net of deferred tax credit)	12.2	(72,927)	105,676
Profit/(loss) for the year		(70,400)	108,161
Other comprehensive income:			
Items that may be reclassified subsequently to profit or loss			
Unrealised foreign exchange translation differences	19.4	(17,093)	3,595
Total comprehensive income		(87,493)	111,757
Earnings per share			
Basic (kobo per share) from continuing operation	10	(0.70)	1.08
Diluted (kobo per share) from continuing operation		(0.70)	1.08

The profit/(loss) of the Company is attributable to Owners of the Parents as there are no non-controlling interests.

The accompanying notes form an integral part of these financial statements.

BIOVACCINES NIGERIA LTD**STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER, 2024.**

	Note	2024 N'000	2023 N'000
ASSETS			
Non-current assets			
Property, plant and equipment	11	1,568,792	1,569,404
Deferred tax asset	12.3	44,305	112,729
Total non-current assets		1,613,097	1,682,132
Current assets			
Inventories	14	15,619	2,199
Trade and other receivables	15	51,354	1,023
Other assets	17	280,626	1,083,868
Cash and cash equivalents	16	107,915	134,969
Total current assets		455,514	1,222,057
Total assets		2,068,611	2,904,190
Equity and Liabilities			
Share capital	18	100,000	100,000
Share premium account	18.1	1,563,793	1,563,793
Retained earnings	19.1	(893,541)	(826,859)
Revaluation reserve	19.3	1,194,416	1,198,153
Fair value reserve	19.4	(6,997)	10,095
Total equity		1,957,671	2,045,182
Non-current liabilities			
Deferred tax liabilities		-	-
Total non-current liabilities		-	-
Current liabilities			
Trade and other payables	20	99,710	851,955
Current tax liabilities	12.1	11,230	7,053
Total current liabilities		110,940	859,008
Total liabilities		110,940	859,008
Total equity and liabilities		2,068,611	2,904,190

.....
Chief Operating Officer

.....
Chairman

.....
Director

BIOVACCINES NIGERIA LTD

STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 31 DECEMBER, 2024.

	Share capital N'000	Share premium account N'000	Retained earnings N'000	Revaluation reserves N'000	Fair value reserves N'000	Total N'000
Equity attributable to equity holders of the Company						
At 1 January 2023	100,000	1,563,793	(938,757)	1,201,890	6,500	1,933,426
Profit for the Period		-	108,161	-	-	108,161
Transferred of excess depreciation on revalued assets	-	-	3,737	(3,737)	-	-
Unrealised foreign exchange translation differences	-	-		-	3,595	3,595
At 31 December 2023	100,000	1,563,793	(826,859)	1,198,153	10,095	2,045,182
At 1 January 2024	100,000	1,563,793	(826,859)	1,198,153	10,095	2,045,182
Prior year adjustment (Note 19.1)	-	-	(19)	-	-	(19)
At 1 January 2024 restated	100,000	1,563,793	(826,878)	1,198,153	10,095	2,045,164
Profit for the Period	-	-	(70,400)	-	-	(70,400)
Transferred of excess depreciation on revalued assets	-	-	3,737	(3,737)	-	-
Unrealised foreign exchange translation differences	-	-		-	(17,093)	(17,093)
At 31 December 2024	100,000	1,563,793	(893,541)	1,194,416	(6,998)	1,957,671

BIOVACCINES NIGERIA LTD

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 DECEMBER, 2024.

	Note	2024 N'000	2023 N'000
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit/(Loss) from operating activities		2,527	2,485
Adjustments for non-cash items:			
- depreciation of PPE	11	10,282	8,392
- Prior year adjustment	19.1	(19)	
- Unrealised foreign exchange translation differences	19.4	(17,093)	3,595
OPERATING PROFIT/(LOSS) BEFORE WORKING CAPITAL CHANGES		(4,303)	14,473
WORKING CAPITAL CHANGES INFLOW / (OUTFLOW):			
Decrease/(increase) in Trade & other receivables	15 & 16	752,911	(799,013)
Decrease/(increase) in Inventories	14	(13,419)	(2,199)
(Decrease)/increase in Trade & other payables	20	(752,246)	833,448
		(17,057)	46,709
CASH GENERATED FROM OPERATIONS			
Taxes paid		(326)	-
NET CASH PROVIDED BY OPERATING ACTIVITIES		(17,384)	46,709
CASH FLOWS FROM INVESTING ACTIVITIES			
Purchase of property, plant and equipment (PPE)	11	(9,670)	(6,443)
NET CASH PROVIDED BY INVESTING ACTIVITIES		(9,670)	(6,443)
CASH FLOWS FROM FINANCING ACTIVITIES			
NET CASH PROVIDED BY FINANCING ACTIVITIES			
(DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS		(27,054)	40,266
Cash and cash equivalents at 1 January		134,969	94,703
Cash and cash equivalents at 31 December		107,915	134,969
CASH AND CASH EQUIVALENTS AT 31 DECEMBER COMPRISE:			
Cash at Bank	16	44,703	29,751
Cash at Hand	16	90	40
Short term Investment	16	63,122	105,178
Cash and cash equivalents at 31 December		107,915	134,969

BIOVACCINES NIGERIA LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER, 2024.

1. Description of business

BIOVACCINES NIGERIA LIMITED is a private company limited by shares domiciled in Nigeria. The Company's registered office is at 445 Habert Macaulay, Yaba Lagos. The company is strictly established to carry on the business of production, sales and distribution of human vaccines.

2. Significant accounting policies

(a) Basis of preparation

The Financial Statements are prepared in accordance with International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board and the requirements of Companies and Allied Matters Act (CAMA) 2020. The Financial Statement is presented in the Nigerian Naira, rounded to the nearest thousand.

(b) Basis of measurement

The Financial Statement is prepared on the historical cost basis.

(c) Use of estimates and judgement

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

The estimates and underlying assumptions are reviewed on an on-going 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.

Information about significant areas of estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the Financial Statements are described in notes to the accounts.

(d) Foreign currency translation

(i) Foreign currency transactions

The Naira is the company functional and reporting currency. Foreign currency transactions are translated at the foreign exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated using the year-end rates; the resulting foreign exchange gain or loss is recognized in the income statement. Non-monetary assets and liabilities denominated in foreign currency at historical cost are translated using the exchange rate at the date of the transaction; no exchange differences therefore arise. Non-monetary assets and liabilities denominated in foreign currency at fair value are translated using the exchange rate ruling at the date that the fair value was determined. Foreign exchange differences arising on retranslation are recognized in the Income Statement.

Unrealized exchange differences on non-monetary financial assets (investments in equity instruments) are a component of the change in their entire fair value. For a non-monetary financial asset held for trading or designated at fair value through Income Statement, unrealized exchange differences are recognized in the income statement. For non-monetary financial investments available-for-sale, unrealized exchange differences are recorded directly in equity until the asset is sold or becomes impaired.

(ii) Foreign operations

The assets and liabilities of foreign operations, held in functional currencies other than the Naira are translated from their functional currency using the year-end rates. Income and expenses are translated at average rates for the period, provided the average approximates the rates ruling at the date of the transactions. Foreign exchange differences arising on translation are recognized initially in the statement of comprehensive income and only in the Income Statement in the period in which the foreign operation is eventually disposed.

BIOVACCINES NIGERIA LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER, 2024.

(e) Property, plant and equipment

(i) Recognition and measurement

Items of property and equipment are carried at cost less accumulated depreciation and impairment losses. Cost includes expenditures that are directly attributable to the acquisition of the asset. When parts of an item of property or equipment have different useful lives, they are accounted for as separate items (major components) of property and equipment.

(ii) Subsequent costs

The cost of replacing part of an item of property or equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Company and its cost can be measured reliably. The costs of the day-to-day servicing of property and equipment are recognised in Income Statement as incurred.

(iii) Depreciation

Depreciation is recognised in Income Statement on a straight-line basis over the estimated useful lives of each part of an item of property and equipment. Depreciation begins when an asset is available for use and ceases at the earlier of the date that the asset is derecognised or classified as held for sale in accordance with IFRS 5 *Non-current Assets Held for Sale and Discontinued Operations*.

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

Motor vehicles/Trucks	3-8 Years
Office equipment	3-10 Years
Furniture and fittings	3-10 Years
Plant and Machinery	10-20 Years

Depreciation methods, useful lives and residual values are reassessed at each reporting date.

(iv) Revaluation

On revaluation of property, an increase in the net book value is credited to a revaluation surplus reserve. A decrease in the net book value is used to reduce the amount of any existing revaluation surplus on the same item before it is charged to the Income Statement.

(v) De-recognition

An item of property and equipment is derecognised on disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in Income Statement in the year the asset is derecognised.

(f) Intangible assets

The company recognises an intangible asset, whether purchased or self created (at cost) if, and only if:

- it is probable that the future economic benefits that are attributable to the asset will flow to the entity; and
- the cost of the asset can be measured reliably

This requirement applies whether an intangible asset is acquired externally or generated internally. The Company adopts the same recognition criteria for additional intangible assets.

The probability of future economic benefits must be based on reasonable and supportable assumptions about conditions that will exist over the life of the asset. The probability recognition criterion is considered to be satisfied for intangible assets that are acquired separately or in a business combination.

If an intangible item does not meet both the definition of and the criteria for recognition as an intangible asset, such expenditure should be recognised as an expense when it is incurred.

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

Amortisation is recognised in Income Statement on a straight-line basis over the estimated useful life of the software, from the date that it is available for use. The estimated useful life of software is the license period, for acquired software, and off-the-shelf software without license period, the useful life is 3 years. The useful life and residual value of all software are reassessed annually.

BIOVACCINES NIGERIA LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER, 2024.

(g) Financial instruments

(i) Financial assets

The Company's business model fall into three categories, which are indicative of the key strategies used to generate returns:

- **Hold-to-collect (HTC):** The objective of this business model is to hold loans and securities to collect contractual principal and interest cash flows. Sales are incidental to this objective and are expected to be insignificant or infrequent.
- **Hold-to-collect-and-sell (HTC&S):** Both collecting contractual cash flows and sales are integral to achieving the objective of this business model.
- **Other fair value business model:** These business models are neither HTC nor HTC&S, and primarily represent business models where assets are held-for-trading or managed on a fair value basis.

Classification of financial assets

Financial assets, which include both debt and equity securities are amortised at initial recognition at their fair value and are classified and subsequently measured at fair value through profit or loss (FVTPL), fair value through other comprehensive income (FVTOCI) or amortised costs. Subsequent classification and measurement for debt securities is based on our business model for managing the financial instruments and the contractual cash flow characteristics of the instruments.

(ii) Financial liabilities

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss. Loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value. In the case of loans, borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities are trade and other payables.

(iii) Cash and cash equivalents

Cash and cash equivalents comprise cash and short-term, highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value. An investment with a maturity of three months or less is normally classified as being short-term. Cash and cash equivalents form part of the company's financial assets.

(iv) Trade and other receivables

Trade receivables are stated at fair value and subsequently measured at fair value through profit or loss, less provision for impairment. Impairment thereon are computed using the simplified IFRS 9 Expected Credit Loss (ECL) model, where the receivables are aged and probability of default applied on each aged bracket. Trade receivables meet the definition of financial assets and the carrying amount of the trade receivables approximates their fair value.

(v) Trade and other payables

Trade and other payables are stated at their original invoiced value. The Directors consider the carrying amount of other payables to approximate their fair value.

(h) Inventories

In accordance with IAS 2 (Inventories), inventories encompass assets held for sale in the ordinary course of business (finished goods and goods purchased for resale), in the process of production for such sale (work in process) or in the form of materials or supplies to be consumed in the production process or in the rendering of services (raw materials and supplies). Inventories are stated at the lower of cost and net realizable value. The net realizable value is the achievable sale proceeds under normal business conditions less estimated cost to complete and selling expenses. Costs of inventories are determined on a first-in-first-out basis.

BIOVACCINES NIGERIA LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER, 2024.

(i) Fair value measurement

The Company measures derivatives at fair value at each reporting date and for the purposes of impairment testing, uses fair value less costs of disposal to determine the recoverable amount of some of its non-financial assets.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

Ø In the principal market for the asset or liability, or

Ø In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in each circumstance and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the Financial Statements are categorized within the fair value hierarchy; described as follows, based on the lowest-level input that is significant to the fair value measurement as a whole:

Ø Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities.

Ø Level 2 — Valuation techniques for which the lowest-level input that is significant to the fair value measurement is directly or indirectly observable.

Ø Level 3 — Valuation techniques for which the lowest-level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the Financial Statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by reassessing categorisation (based on the lowest-level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Company determines the policies and procedures for both recurring fair value measurements, such as derivatives, and non-recurring fair value measurements, such as impairment tests.

At each reporting date, the Company analyses the movements in the values of assets and liabilities which are required to be re-measured or reassessed as per the Company's accounting policies.

The Company also compares the changes in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities based on the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

(j) Impairment of financial assets

All assets are reviewed whenever events or changes in circumstances indicate that the carrying amounts for those assets may not be recoverable. If assets are determined to be impaired, the carrying amounts of those assets are written down to their recoverable amount, which is the higher of fair value less costs to sell and value in use, the latter being determined as the amount of estimated risk-adjusted discounted future cash flow. For this purpose, assets are companied into cash-generating units (CGUs) based on separately identifiable and largely independent cash flows.

BIOVACCINES NIGERIA LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER, 2024.

Impairments, except those related to goodwill, are reversed as applicable to the extent that the events or circumstances that triggered the original impairment have changed. Impairment charges and reversals are reported in the Income Statement.

(k) Impairment of non-financial assets

The Company assesses at each reporting date whether there is an indication that an asset (or CGU) may be impaired. Management has assessed its CGUs as being an individual field, which is the lowest level for which cash inflows are largely independent of those of other assets. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the assets or CGUs recoverable amount. The recoverable amount is the higher of an assets or CGUs fair value less costs of disposal (FVLCD) and value in use (VIU). The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or Companies of assets, in which case the asset is tested as part of a larger CGU to which it belongs. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset/CGU is considered impaired and is written down to its recoverable amount.

In calculating VIU, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset/CGU. In determining FVLCD, recent market transactions (where available) are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

Impairment losses are recognised in the Income Statement and other comprehensive income in those expense categories consistent with the function of the impaired asset.

For assets/CGUs, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses may no longer exist or may have decreased. If such indication exists, the Company estimates the assets or CGUs recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the assets/CGUs recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset/CGU does not exceed either its recoverable amount, or the carrying amount that would have been determined, net of depreciation/amortisation, had no impairment loss been recognized for the asset/CGU in prior years. Such a reversal is recognised in the Income Statement and other comprehensive income.

For Intangible Assets with Indefinite Useful Life and Intangible Assets not yet available for use, the assets are tested for impairment annually and when circumstances indicate that the carrying value may be impaired. Impairment is determined for them by assessing the recoverable amount of each CGU (or Company of CGUs) to which they relate. Where the recoverable amount of the CGU is less than its carrying amount including goodwill (in the case of a business combination), an impairment loss is recognised. Impairment losses relating to goodwill cannot be reversed in future periods.

In respect of other assets, impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised. Reversals of impairment losses are recognised in Income Statement.

BIOVACCINES NIGERIA LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER, 2024.

(l) Offsetting financial instruments

Financial assets and liabilities are set off and the net amount presented in the statement of financial position when, and only when, the Company has a legally enforceable right to set off the recognized amounts and intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

(m) De-recognition of financial instruments

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the rights to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred, or when it has assumed an obligation to pay those cash flows to one or more recipients, subject to certain criteria.

Any interest in transferred financial assets that is created or retained by the Company is recognized as a separate asset or liability.

The Company derecognises a financial liability when its contractual obligations are discharged, cancelled or expire.

(n) Finance cost and income

Finance cost and Income for all interest bearing financial instruments, except for those classified at fair value through Profit or Loss, are recognised within 'finance income' and 'finance cost' in the income statement using the effective interest method. The effective interest rate is the rate that exactly discounts the estimated future cash payments and receipts through the expected life of the financial asset or liability (or, where appropriate, a shorter period) to the net carrying amount of the financial asset or liability. The effective interest rate is calculated on initial recognition of the financial asset and liability and is not revised subsequently.

The calculation of the effective interest rate includes all fees and points paid or received transaction costs, and discounts or premiums that are an integral part of the effective interest rate. Transaction costs are incremental costs that are directly attributable to the acquisition, issue or disposal of a financial asset or liability.

Finance cost and income on all trading assets and liabilities are considered to be incidental to the Company's trading operations and are presented together with all other changes in the fair value of trading assets and liabilities in net trading income.

Finance cost and income presented in the Income Statement include interest on financial assets and liabilities at amortised cost on an effective interest basis.

(o) Leased assets – lessee

Leases are classified as finance leases when the terms of the lease transfer substantially all the risks and rewards incidental to ownership to the lessee. Upon initial recognition, the leased asset is measured at an amount equal to the lower of its fair value and the present value of the minimum lease payments and depreciated over the shorter of their useful economic life and the lease term. Subsequent to initial recognition, the asset is accounted for in accordance with the accounting policy applicable to that asset.

Other leases are operating leases and are not recognised on the Company's Statement of financial position.

(p) Lease payments made

Payments made under operating leases are recognised in Income Statement on a straight-line basis over the term of the lease. Lease incentives received are recognised as an integral part of the total lease expense, over the term of the lease.

Minimum lease payments made under finance leases are apportioned between the finance expense and the reduction of the outstanding liability. The finance expense is allocated to each period during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability. Contingent lease payments are accounted for by revising the minimum lease payments over the remaining term of the lease when the lease adjustment is confirmed.

BIOVACCINES NIGERIA LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER, 2024.

(q) Revenue

Revenue is recognised to the extent it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable, excluding discounts and value added tax. Revenue comprises income from sales of pharmaceuticals and other pharma related products.

Deferred income is income received in advance for which related services have not been rendered. Such turnover is usually deferred until the related service has been rendered. Deferred income is transferred to turnover over the relevant period, when the related services have been rendered.

(r) Expenditure

Expenditure is recognised in respect of goods and services received when supplied in accordance with contractual terms. Manufacturing costs between validation and the achievement of normal production are expensed as incurred. Advertising and promotion expenditure is charged to profit or loss as incurred. Shipment costs are charged to cost of sales; distribution costs on sales to customers are included in distribution expenditure.

(s) Income tax

Income tax expense comprises current and deferred tax. Income tax expense is recognised in the Income Statement except to the extent that it relates to items recognised in other comprehensive income or directly in equity, in which case the tax is recognised in other comprehensive income or equity, respectively.

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

Deferred tax is recognized, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the Financial Statements.

Deferred tax is not recognised for the following temporary differences: the initial recognition of goodwill, the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit, differences relating to investments in subsidiaries to the extent that they probably will not reverse in the foreseeable future and differences arising from investment property measured at fair value whose carrying amount will be recovered through use.

The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities using tax rates enacted or substantively enacted by the reporting date.

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

Additional income taxes that arise from the distribution of dividends are recognised at the same time as the liability to pay the related dividend is recognised.

(t) Provisions, Contingent liabilities and Contingent assets

A provision is recognized if, it occurs as a result of a past event, the Company has no present legal or constructive obligation that can be estimated reliably, and it is not probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability.

A provision for restructuring is recognized when the Company has approved a detailed and formal restructuring plan, and the restructuring either has commenced or has been announced publicly. Future operating costs are not provided for.

BIOVACCINES NIGERIA LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER, 2024.

A provision for onerous contracts is recognized when the expected benefits to be derived by the Company from a contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before a provision is established, the Company recognizes any impairment loss on the assets associated with that contract.

A contingent liability is a possible obligation that arises from past event and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company, or the Company has a present obligation as a result of past events but is not recognised because it is not likely that an outflow of resources will be required to settle the obligation, or the amount cannot be reliably estimated.

A contingent asset is a possible asset that arises from past event and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company. Contingent assets are never recognised, rather they are disclosed in the Financial Statements when they arise.

(u) Employee benefits

(i) Defined contribution plans

Obligations for contributions to defined contribution plans are recognised as an expense in Income Statement when they are due.

(ii) Short-term benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided.

A provision is recognised for the amount expected to be paid under short-term cash bonus or profit-sharing plans if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

(v) Share capital and reserves

(i) Share issue costs

Incremental costs directly attributable to the issue of an equity instrument are deducted from the initial measurement of the equity instruments.

(ii) Dividend on ordinary shares

Dividends on the Company's ordinary shares are recognised in equity in the period in which they are paid or, if earlier, approved by the Company's shareholders.

(iii) Earnings per share

The Company presents basic earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period.

Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding for the effects of all dilutive potential ordinary shares.

(w) Segment reporting

A segment is a distinguishable component of the Company that is engaged either in providing products or services which are subject to risks and rewards that are different from those of other segments (business segment), or in providing products or services within a particular economic environment which are subject to risks and rewards that are different from those of other segments (geographical segment). The Company's primary format for segment reporting is based on business segments.

BIOVACCINES NIGERIA LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER, 2024.

3 New standards, Amendments and interpretations not yet adopted

Below are new standards in issue and relevant to the Company but not yet effective and have not been applied in preparing these financial statements. The Company does not plan to early adopt these standards. These will be adopted in the period that they become mandatory:

IFRS 18: Presentation and Disclosure in Financial Statements - IFRS 18, which was issued in April 2024 to replace IAS 1 (Presentation of Financial Statements), set out requirements for the presentation and disclosure of information in general purpose financial statements (financial statements) to help ensure they provide relevant information that faithfully represents an entity's assets, liabilities, equity, income and expenses.

The standard is effective for annual periods beginning on or after 1 January 2027 and the Company is currently in the process of assessing the impact that the initial application would have on its business and will adopt the standard as applicable.

The Company plans to adopt the amendment on the required effective date, when required. However, based on available information, the Company expects no significant impact on its statement of financial position.

IFRS 19: Subsidiaries without Public Accountability: Disclosures - IFRS 19, which was issued in May 2024, specifies reduced disclosure requirements that an eligible entity is permitted to apply instead of the disclosure requirements in other IFRS Accounting Standards.

The standard is effective for annual periods beginning on or after 1 January 2027 and the Company is currently in the process of assessing the impact that the initial application would have on its business and will adopt the standard as applicable.

The Company plans to adopt the amendment on the required effective date, when required. However, based on available information, the Company expects no significant impact on its statement of financial position.

Amendments to the Classification and Measurement of Financial Instruments (Amendments to IFRS 9 and IFRS 7), which was issued in May 2024 to address matters identified during the post-implementation review of the classification and measurement requirements of IFRS 9 'Financial Instruments' - Matters as: how entities account for the derecognition of financial liabilities and how financial assets are classified.

The standard is effective for annual periods beginning on or after 1 January 2026 and the Company is currently in the process of assessing the impact that the initial application would have on its business and will adopt the standard as applicable.

The Company plans to adopt the amendment on the required effective date, when required. However, based on available information, the Company expects no significant impact on its statement of financial position.

Lack of Exchangeability (Amendments to IAS 21), which was issued in August 2023, contains guidance to specify when a currency is exchangeable and how to determine the exchange rate when it is not.

The standard is effective for annual periods beginning on or after 1 January 2025 and the Company is currently in the process of assessing the impact that the initial application would have on its business and will adopt the standard as applicable.

The Company plans to adopt the amendment on the required effective date, when required. However, based on available information, the Company expects no significant impact on its statement of financial position.

BIOVACCINES NIGERIA LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER, 2024.

4. Measurement of fair values

Some of the Company's accounting policies and disclosures require the measurement of fair value, for both financial and non-financial assets and liabilities.

The Company has an established control framework with respect to the measurement of fair values. The Chief Financial Officer has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values, and reports directly to the Board of Directors.

The Chief Financial Officer regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then the Chief Financial Officer assesses the evidence obtained from the third parties to support the conclusion that such valuations meet the requirements of IFRS, including the level in the fair value hierarchy in which such valuations should be classified. Significant valuation issues are reported to the Board of Directors.

When measuring the fair value of an asset or a liability, the Company uses observable data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation technique as follows;

- * Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities
- * Level 2: input other than quoted prices included in level 1 that are observable for the assets or liability, either directly (i.e as prices) or indirectly (i.e, as derived from prices)
- * Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs)

If the input used to measure the fair value of an asset or a liability might be categorised in different levels of the fair value hierarchy, then the fair value measurement must be categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

BIOVACCINES NIGERIA LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER, 2024.

	2024 N'000	2023 N'000
5. Revenue		
An analysis of the Company's revenue is as follows:		
Sale of Goods	823,812	1,345,335
Total revenue	823,812	1,345,335
Commencing from year 2023, the Company via an order from the National Primary Health Care Development Agency, conducted the 15% procurement (import) of routine immunization requirements in Nigeria. This is in line with MOU between the Company and Federal Government of Nigeria, with the aim to secure market access and needed transfer of Technology for local vaccine production. The procured vaccines were sold to NPHCDA, and prepaid through the CBN represents the sales for the year.		
6. Other operating income		
Income from Bio-farma: Consultancy	58,514	25,017
Sale of mice & Others	510	502
Provision no longer required	-	8,379
Rental	91	-
Realised exchange Gain/(loss)	1,353	-
	60,468	33,898
7. Interest Income		
Bank interest	8,588	16,231
	8,588	16,231
8. Finance costs		
Bank charges	299	457
	299	457
9. Profit/(loss) for the year is attributed to:		
Owners of the business	(70,400)	108,161
The profit/(loss) is attributable to owners of the Company.		
10. Earnings per share		
The earnings and weighted average number of ordinary shares used in the calculation of basic and diluted earnings per share are as follows.		
Earnings		
Earnings for the purpose of basic earnings per share being net profit attributable to equity holders of the Company	(70,400)	108,161
Number of shares		
Weighted average number of ordinary shares for the purpose of basic earnings per share	100,000	100,000
Earnings per share (kobo) - basic	(0.70)	1.08
Weighted average number of ordinary shares for the purpose of dilutive earnings per share	100,000	100,000
Earnings per share (kobo) - diluted	(0.70)	1.08

BIOVACCINES NIGERIA LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER, 2024.

11 PROPERTY, PLANT AND EQUIPMENT

	Land & Building N'000	Motor Vehicle N'000	Furniture & Fittings N'000	Plant & Machinery N'000	Office Equipment N'000	Total N'000
Cost/valuation:						
At 1 Jan 2024	1,590,678	5,576	3,240	14,884	9,646	1,624,024
Additions	-	9,138	532	-	-	9,670
At 31 December 2024	1,590,678	14,714	3,772	14,884	9,646	1,633,694
Depreciation:						
At 1 Jan 2024	36,383	5,576	2,255	8,354	2,051	54,620
Charge for the year	5,662	0	435	1,847	2,338	10,282
At 31 December 2024	42,045	5,576	2,691	10,201	4,389	64,902
Net book value:						
At 31 December 2024	1,548,633	9,138	1,081	4,683	5,257	1,568,792
At 31 December 2023	1,554,295	0	985	6,529	7,595	1,569,404

The Company has not pledged any of its items of property, plant and equipment as security for liabilities.

11.1 The following depreciation rates were used in the computation of depreciation charge during the year:

Class	
Building	50 Years
Motor vehicles	3-8 Years
Office equipment	3-10 Years
Furniture and fittings	10 Years
Plant and Machinery	10-20 Years

11.2 Impairment of property, plant and equipment

There are no indicators of impairment at the end of the reporting period. Thus, the directors are of the opinion that allowance for impairment is not required.

12. Taxation

12.1 Current tax per statement of financial position

	2024 N'000	2023 N'000
At 1 January	7,053	-
Charge for the year	4,503	7,053
	11,557	7,053
Payment during the year	(326)	-
At 31 December	11,230	7,053

The charge for taxation in these financial statements was based on the provisions of the Companies Income Tax Act, CAP C21, LFN 2004 as amended and the Education Tax Act, CAP 4, LFN 2004

12.2 Tax liabilities-Profit or loss account

	2024 N'000	2023 N'000
Income Tax (Minimum Tax)	4,119	6,727
Education Tax	384	326
Nigeria Police Trust Fund Levy	0.13	0.12
	4,503	7,053
Deferred Tax Charge/(Credit)	68,424	(112,729)
At 31 December	72,927	(105,676)

12.3 Deferred taxation

	2024 N'000	2023 N'000
At 1 January	(112,729)	-
Charge for the year	68,424	(112,729)
At 31 December	(44,305)	(112,729)

BIOVACCINES NIGERIA LTD

NOTES TO THE FINANCIAL STATEMENTS

FOR THE PERIOD ENDED 31 DECEMBER, 2024

	2024 N'000	2023 N'000
13. Administrative expenses	77,407	77,028
Audit fee	700	681
Depreciation Expense	10,282	8,392
General office expenses	278	393
Award/Gifts	-	734
Insurance	1,265	4,864
ITF	115	115
Licences & permit	9,539	3,420
Quarters expenses	129	1,178
Advertisement	16	350
Repairs & maintenance	4,755	1,385
Medical Expenses	68	57
Motor Vehicle Expenses	56	45
NSITF	115	115
Directors Fees	2,200	1,850
Board meetings, AGM & Conference Expenses	4,139	2,924
Outsourced manpower	4,089	1,947
Pension	1,150	1,149
Printing & stationery	846	854
Consultancy/Professional Fee	2,788	8,656
Security & Cleaning	4,360	3,567
Salaries & wages	23,280	19,811
Electricity & other utilities	466	1,459
Telephone Expenses	88	95
Travelling & Accommodation	3,430	10,261
Other admin/management expenses	3,252	2,729
	77,407	77,028
14. Inventories	2024 N'000	2023 N'000
Finished goods-Local	-	-
Finished goods-Imported	15,254	2,199
Import Goods In Transit	364	-
	15,619	2,199
Stock write down	-	-
	15,619	2,199
15. Trade and other receivables	2024 N'000	2023 N'000
15.1 Trade receivables	54,692	-
Trade receivables	54,692	-
Less: allowance for doubtful debts	(5,469)	-
Total trade receivables	49,223	-
Staff loans and advances	762	235
Withholding tax recoverable	1,369	788
Total other receivables	2,131	1,023
Total trade and other receivables	51,354	1,023

BIOVACCINES NIGERIA LTD
**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 31 DECEMBER, 2024**
16. Cash and cash equivalents

Cash in hand
Cash at bank
Short term Investment with MBO Capital

2024	2023
N'000	N'000
90	40
44,703	29,751
63,122	105,178
107,915	134,969

Reconciliation of cash and bank balance to cash and equivalents

For the purposes of the statement of cash flows, cash and cash equivalents include cash on hand and in banks, net of outstanding bank overdraft and commercial acceptances. Cash and cash equivalents at the end of the reporting period as shown in the statement of cash flows can be reconciled to the related items in the statement of financial position as follows:

Cash and cash equivalents

Cash in hand and bank
As per statement of cash flows

2024	2023
N'000	N'000
107,915	134,969
107,915	134,969

17. Other assets

Advance payment to vendors
Prepayment - Liened by Zenith Bank in favour of FABTECH
Prepayment - Others

2024	2023
N'000	N'000
-	804,226
279,344	279,344
1,282	297
280,626	1,083,868

In 2021, the Company committed the sum of \$632,000 (=N=279.344m) to Engineering/Architectural design for OTA Factory (and funds are placed on lien by Zenith Bank).

18. Share capital
Authorised:

100,000,000 ordinary shares of 1 naira each

Issued and fully paid:

100,000,000 ordinary shares of 1 naira each

100,000	100,000
100,000	100,000

18.1 Share premium account

At 1 January
At 31 December

2024	2023
N'000	N'000
1,563,793	1,563,793
1,563,793	1,563,793

19. Reserves
19.1 Retained earnings

At 1 January
Prior year adjustment (Note 19.1)
Retained earnings restated at 1 January
Profit/(Loss) for the Period
Excess Depreciation transfer from revaluation reserves
At 31 December

(826,859)	(938,757)
(19)	-
(826,878)	(938,757)
(70,400)	108,161
3,737	3,737
(893,541)	(826,859)

19.1 During the year, =N=19,375.00 was retrospectively booked as additional provision for 2023 Audit fee to correct underprovisioning made in 2023.

19.3 Revaluation Reserves

At 1 January
Excess depreciation transfer to retained earnings
At 31 December

2024	2023
N'000	N'000
1,198,153	1,201,890
(3,737)	(3,737)
1,194,416	1,198,153

19.4 Fair Value Reserves

At 1 January
Unrealised foreign exchange translation differences
At 31 December

2024	2023
N'000	N'000
10,095	6,500
(17,093)	3,595
(6,997)	10,095

BIOVACCINES NIGERIA LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER, 2024

	2024 N'000	2023 N'000
20. Trade and other payables		
Advance receipt from customers	-	769,119
Due to related companies	88,354	70,491
Withholding tax payable	1,257	872
Audit Fee	700	681
Other Payables	9,399	10,791
	<u>99,710</u>	<u>851,955</u>

21. Related party information

21.1 Identify related parties

The related parties to the Company include:

May&Baker Plc - A related Company involved in the manufacturing of pharmaceutical products, holding 51% equity in BVNL.

22. Guarantees and other Financial Commitments

Capital expenditure

Capital expenditure authorised by the Directors but not contracted was nil (Dec 2023: nil).

The Directors are of the opinion that all known liabilities and commitments have been taken into account in the preparation of the financial statement.

23. Contingent liabilities

There were no contingent liabilities resulting from litigations for the period ended 31 December, 2024 (December 2023 - Nil).

24. Events after the reporting date

The Directors are of the opinion that there were no significant events after the balance sheet date which would have had any material effect on the accounts which have not been adequately provided for or disclosed in the financial statement.

25. Employees remunerated at higher rates

The number of employees excluding Directors in respect of emoluments excluding provident fund contributions and allowances:

=N=	2024 Number	2023 Number
500,000 - 1,000,000	-	-
1,000,001 - 3,000,000	5	3
3,000,001 - 5,000,000	1	-
5,000,001 - 10,000,000	1	1
10,000,001 - 15,000,000	-	-
	<u>7</u>	<u>4</u>

The average number of persons employed in the financial year are as follows:

	Number	Number
Managerial	1	1
Senior staff	6	3
Junior staff	-	-
	<u>7</u>	<u>4</u>

BIOVACCINES NIGERIA LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER, 2024

26 Financial Risk Management

Financial risk factors

The Company is exposed to the following risks from its use of financial instruments:

- i Credit risk
- ii Liquidity risk
- iii Market risk

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and in the Company's activities.

Financial assets of the Company include cash at bank and in hand, trade and other receivables. Financial liabilities of the Company include Bank overdrafts, short term loans, trade and other payables.

(i) Credit risk

Credit risk arises when a failure by counter parties to discharge their obligations could reduce the amount of future cash inflows from financial assets on hand at the reporting date. The Company has no significant concentration of credit risk. The Company has policies in place to ensure that services are rendered to clients with an appropriate credit history and monitors on a continuous basis the ageing profile of its receivables. Cash balances are held with high credit quality financial institutions and the Company has policies to limit the amount of credit exposure to any financial institution.

Trade and other receivables

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer.

The Company recognises impairment that represents its estimate of incurred losses in respect of trade and other receivables. The main components of this amount are a specific loss component that relates to individually significant exposures and a collective loss component established for groups of similar assets in respect of losses that have been incurred but not yet identified.

Exposure to credit risk

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

	2024 N'000	2023 N'000
Trade and other receivables	51,354	1,023

As the Company deals with a number of customers, management believes that the risk of credit concentration for a particular customer or with few customers is limited. Out of the total receivables of =N=51.354m, the sum of =N=49.223m relates to transactions with NPHCDA.

BIOVACCINES NIGERIA LTD
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER, 2024

(ii) Liquidity risk

Liquidity risk is the risk that arises when the maturity of assets and liabilities does not match. An unmatched position potentially enhances profitability, but can also increase the risk of losses. The Company has procedures with the object of minimising such losses such as maintaining sufficient cash and other highly liquid current assets

The following are the contractual maturities of financial liabilities, including estimated interest payments and excluding the impact of netting agreements:

31-Dec-24	Carrying amount	1 year or less	Over 1 year
Trade and other payables	99,710	99,710	-
	99,710	99,710	-

(iii) Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Company's income or the value of its holdings of financial instruments.

Currency Risk

The Company is exposed to currency risk on sales, purchases and borrowings that are denominated in a currency other than the respective functional currencies, primarily the Naira (N).

In respect of monetary assets and liabilities denominated in foreign currencies, the Company's policy is to ensure that its net exposure is kept to an acceptable level by buying or selling foreign currencies at spot rates when necessary to address short-term imbalances.

Interest rate risk

Interest rate risk is the risk that expenditure or the value of financial instruments will fluctuate due to changes in market interest rates. Borrowings issued at variable rates expose the Company to cash flow interest rate risk. Borrowings issued at fixed rates expose the Company to fair value interest rate risk. The Company's management monitors the interest rate fluctuations on a continuous basis and acts accordingly.

At the reporting date the Company does not have any interest-bearing financial instruments.

27 Capital management

The Company manages its capital to ensure that it will be able to continue as a going concern while increasing the return to owners through the strive to improve the debt to equity ratio. The Company's overall strategy remains unchanged from last year.

The Company's management follows the policy of providing a firm capital base which allows supporting the trust of shareholders, creditors and market and ensuring future business development.

In relation to capital management, the Company's objectives are as follows: maintaining the Company's ability to adhere to the going concern principle in order to provide income for shareholders and benefits to other interested parties, and also maintaining the optimal capital structure with the purpose of its cost reduction.

During the year there were no changes in approaches to capital management. The Company is not subject to any external regulatory capital requirements.

BIOVACCINES NIGERIA LTD**VALUE ADDED STATEMENT
FOR THE YEAR ENDED 31 DECEMBER, 2024.**

	2024 N'000	%	2023 N'000	%
Turnover	823,812		1,345,335	
Other income	69,056		50,129	
	<u>892,867</u>		<u>1,395,464</u>	
Bought in materials and services:				
Local	(48,462)		(56,353)	
Foreign	(804,226)		(1,315,494)	
	<u>(852,688)</u>		<u>(1,371,847)</u>	
Value added	<u>40,178</u>	100.00	<u>23,617</u>	
DISTRIBUTION:-				
EMPLOYEES				
Salaries, wages and benefits	27,369	68.12	21,132	89.48
THE FUTURE				
Depreciation	10,282	25.59	-	-
GOVERNMENT				
Taxation charge/(net credit)	72,927	181.51	-	-
THE PROVIDER OF FUNDS				
Profit/(Loss) for the year	<u>(70,400)</u>	<u>(175.22)</u>	<u>2,485</u>	<u>10.52</u>
	<u>40,178</u>	100.00	<u>23,617</u>	100.00

BIOVACCINES NIGERIA LTD

FOR THE YEAR ENDED 31 DECEMBER, 2024.

FIVE-YEAR FINANCIAL SUMMARY**STATEMENT OF FINANCIAL POSITION****ASSET EMPLOYED**

Non-current asset:

Property, plant and equipment

Deferred tax asset

Net current assets

Total assets

Non-current liabilities

Net total assets

EQUITY

Share capital

Share premium

Retained earnings

Revaluation reserve

Fair value reserve

Total equity and liability

TURNOVER

PROFIT/(LOSS) AFTER TAXATION

EARNING PER SHARE

NET ASSETS PER SHARE

	2024 N'000	2023 N'000	2021 N'000	2020 N'000	2019 N'000
Property, plant and equipment	1,613,097	1,569,404	1,577,992	1,584,901	1,588,355
Deferred tax asset	-	112,729	-	-	-
Net current assets	344,574	363,050	400,644	460,004	503,722
Total assets	1,957,671	2,045,182	1,978,636	2,044,905	2,092,077
Non-current liabilities	-	-	-	-	-
Net total assets	1,957,671	2,045,182	1,978,636	2,044,905	2,092,077
Share capital	100,000	100,000	100,000	100,000	100,000
Share premium	1,563,793	1,563,793	1,563,793	1,563,793	1,563,793
Retained earnings	(893,541)	(826,859)	(892,785)	(828,853)	(784,817)
Revaluation reserve	1,194,416	1,198,153	1,205,627	1,209,364	1,213,101
Fair value reserve	(6,997)	10,095	2,001	601	-
Total equity and liability	1,957,671	2,045,182	1,978,636	2,044,905	2,092,077
TURNOVER	823,812	1,345,335	-	-	-
PROFIT/(LOSS) AFTER TAXATION	(70,400)	2,485	(67,669)	(47,773)	(24,832)
EARNING PER SHARE	(0.70)	0.02	(67.67)	(47.77)	(0.25)
NET ASSETS PER SHARE	19.58	19.32	19.79	20.45	20.92