

# **ELLAH LAKES PLC**

**UNAUDITED FINANCIAL STATEMENTS  
FOR SIX MONTHS ENDED  
31 JANUARY 2019**

# ELLAH LAKES PLC

| CONTENTS                                  | PAGE |
|---|------|
| Certification                             | 2    |
| Unaudited statement of financial position | 3    |
| Unaudited statement of profit or loss     | 4    |
| Statement of changes in equity            | 5    |
| Statement of cash flows                   | 6    |
| Notes to the financial statements         | 7    |

## ELLAH LAKES PLC

### UNAUDITED FINANCIAL STATEMENTS CERTIFICATION UNDER SECTION 60 (2) OF THE INVESTMENT AND SECURITIES ACT (ISA), 20017

We hereby certify that:

- a. The directors have reviewed the report;
- b. Based on the knowledge of the officers, the report does not contain:
  - i. Any untrue statement of a material fact, or
  - ii. Omit to state a material fact, which would make the statement misleading in the light of the circumstances under which such a statement was made.
- c. Based on the knowledge of such officers, the financial statement and other financial information included in the report fairly present in all material respects the financial condition and result of operations of the company for the period presented in the report.
- d. The directors:
  - i. Are responsible for establishing and maintaining internal controls,
  - ii. Have designed such internal controls to ensure that material information relating to the company is made known to such officers by others within the entity, particularly during the period in which the periodic reports are being prepared;
  - iii. Have evaluated the effectiveness of the Company's internal controls as of date within 90 days prior to the report;
  - iv. Have presented in the report their conclusions about the effectiveness of their internal controls based on their evaluation as of that date;
- e. The directors have at the given opportunity to Auditors of the Company and Audit Committee:
  - i. All significant deficiencies in the design or operation of internal controls which would adversely affect the Company's ability to record, process, summarise and report financial data and have identified for the Company's Auditors any material weakness in internal controls, and
  - ii. Any fraud, whether or not material, that involves management or other employees who have significant role in the Company's internal controls;
- f. The directors have identified in the report whether or not there were significant changes in internal controls or other factors that could have significant changes in the internal controls or other factors that could significantly affect internal controls subsequent to the date of their evaluation, including any corrective actions with regard to significant deficiencies and material weakness

Certified by: 

Mr. Chuka Mordi  
Executive Director

FRC/2014/CIBN/00000005906

Date: 19/2/2019



Mr. Joel Omole  
Finance Manager

FRC/2017/ICAN/00000016600

Date: 19/2/2019


## ELLAH LAKES PLC


### UNAUDITED STATEMENT OF FINANCIAL POSITION

AS AT 31 JANUARY 2019

|                                     | Notes | 31.01.2019                | 31.07.2018                  |
|-------------------------------------|-------|---------------------------|-----------------------------|
|                                     |       | ₦                         | ₦                           |
| <b>Assets</b>                       |       |                           |                             |
| <b>Non-Current assets</b>           |       |                           |                             |
| Property, plant and equipment       | 3     | -                         | 1,050,145,032               |
| Biological assets                   | 4     | -                         | 34,813,098                  |
|                                     |       | <u>-</u>                  | <u>1,084,958,130</u>        |
| <b>Current assets</b>               |       |                           |                             |
| Inventory                           | 5     | -                         | 51,311,890                  |
| Investment                          | 6     | 16,395,000                | 15,605,479                  |
| Cash and cash equivalents           | 7     | 1,496,878                 | 3,955,050                   |
|                                     |       | <u>17,891,878</u>         | <u>70,872,419</u>           |
| <b>Total assets</b>                 |       | <u><u>17,891,878</u></u>  | <u><u>1,155,830,549</u></u> |
| <b>Liabilities</b>                  |       |                           |                             |
| <b>Current liabilities</b>          |       |                           |                             |
| Trade and other payables            | 8     | 23,939,211                | 23,301,018                  |
|                                     |       | <u>23,939,211</u>         | <u>23,301,018</u>           |
| <b>Non-current liabilities</b>      |       |                           |                             |
| Payables to related parties         | 9     | -                         | 634,635,175                 |
| Deferred tax                        |       | -                         | -                           |
|                                     |       | <u>-</u>                  | <u>634,635,175</u>          |
| <b>Total liabilities</b>            |       | <u><u>23,939,211</u></u>  | <u><u>657,936,193</u></u>   |
| <b>Equity</b>                       |       |                           |                             |
| Share Capital                       | 10    | 60,000,000                | 60,000,000                  |
| Retained earnings/(loss)            |       | (776,835,124)             | (272,893,437)               |
| Reserves                            |       | 710,787,793               | 710,787,793                 |
| <b>Total equity</b>                 |       | <u><u>(6,047,331)</u></u> | <u><u>497,894,356</u></u>   |
| <b>Total liabilities and equity</b> |       | <u><u>17,891,879</u></u>  | <u><u>1,155,830,549</u></u> |

This financial statements was approved and authorise for issue by the Board on February 14, 2019

  
 Mr. Chuka Mordi  
 Executive Director

  
 Mr. Joel Omole  
 Finance Manager

FRC/2014/CIBN/00000005906

FRC/2017/ICAN/00000016600

Date: 19/2/2019

Date: 19/2/2019

**ELLAH LAKES PLC**  
**INCOME STATEMENTS**  
**FOR THE PERIOD ENDED 31 JANUARY 2019**

|                                | Notes | Quarter to 31<br>January, 2019<br>₦ | Year to 31<br>January, 2019<br>₦ | Quarter to 31<br>January, 2018<br>₦ | Year to 31<br>January, 2018<br>₦ |
|--------------------------------|-------|-------------------------------------|----------------------------------|-------------------------------------|----------------------------------|
| Revenue                        | 11    | -                                   | -                                | -                                   | -                                |
| Cost of sales                  |       | -                                   | -                                | -                                   | -                                |
| Other income                   | 12    | 1,075,404                           | 1,838,144                        | 70,000                              | 70,000                           |
| Administrative expenses        | 13    | (502,304,966)                       | (502,310,457)                    | (74)                                | (74)                             |
| Personnel expenses             |       | -                                   | -                                | -                                   | -                                |
| Depreciation                   | 3     | (739,355)                           | (2,957,418)                      | (2,218,064)                         | (4,436,127)                      |
| Amortisation                   | 4     | -                                   | (511,957)                        | (511,957)                           | (1,023,914)                      |
|                                |       | <u>(503,044,321)</u>                | <u>(505,779,833)</u>             | <u>(2,730,095)</u>                  | <u>(5,460,115)</u>               |
| <b>Operating profit/(loss)</b> |       | <u><u>(501,968,917)</u></u>         | <u><u>(503,941,689)</u></u>      | <u><u>(2,660,095)</u></u>           | <u><u>(5,390,115)</u></u>        |
| Earnings per share (EPS)       |       |                                     | (4.20)                           |                                     | (0.04)                           |

## ELLAH LAKES PLC

### STATEMENT OF CHANGES IN EQUITY FOR THE SIX MONTHS ENDED 31 JANUARY, 2019

|  | Share capital<br>N | Retained<br>earnings<br>N | Other Equity<br>reserve<br>N | Total<br>N         |
|--|--------------------|---------------------------|------------------------------|--------------------|
| <b>For Period ended 31 January, 2019</b> |                    |                           |                              |                    |
| At 1 August 2018                         | 60,000,000         | (272,893,437)             | 710,787,793                  | 497,894,356        |
| Profit/(loss) for the period             | -                  | (503,941,689)             | -                            | (503,941,689)      |
| Other comprehensive income               | -                  | -                         | -                            | -                  |
| <b>At 31 January, 2019</b>               | <b>60,000,000</b>  | <b>(776,835,126)</b>      | <b>710,787,793</b>           | <b>(6,047,333)</b> |
| <b>For Period ended 31 January, 2018</b> |                    |                           |                              |                    |
| At 1 August 2017                         | 60,000,000         | (262,105,068)             | 710,787,793                  | 508,682,725        |
| Profit/(loss) for the period             | -                  | -                         | -                            | -                  |
| Other comprehensive income               | -                  | -                         | -                            | -                  |
| <b>At 31 January, 2018</b>               | <b>60,000,000</b>  | <b>(262,105,068)</b>      | <b>710,787,793</b>           | <b>508,682,725</b> |
| <b>For Period ended 31 July, 2018</b>    |                    |                           |                              |                    |
| At 1 August 2017                         | 60,000,000         | (262,105,068)             | 710,787,793                  | 508,682,725        |
| Profit/(loss) for the year               | -                  | (10,788,369)              | -                            | (10,788,369)       |
| Other comprehensive income               | -                  | -                         | -                            | -                  |
| <b>At 31 July, 2018</b>                  | <b>60,000,000</b>  | <b>(272,893,437)</b>      | <b>710,787,793</b>           | <b>497,894,356</b> |

**ELLAH LAKES PLC**  
**STATEMENT OF CASH FLOW**  
**FOR THE PERIOD ENDED 31 JANUARY, 2019**

|   | 31.01.2019              | 31.01.2018               |
|---|-------------------------|--------------------------|
|   | ₦                       | ₦                        |
| <b>Cash flows from operating activities</b>           |                         |                          |
| Profit/(loss) before taxation for the period          | (503,941,689)           | (5,390,115)              |
| Adjustment for:                                       |                         |                          |
| Depreciation  | 2,957,418               | 4,436,127                |
| Amortisation  | 511,957                 | -                        |
| Loss on disposal of asset                             | 543,309,457             |                          |
| Discount on loan repayment                            | (45,143,988)            |                          |
|   | <u>(2,306,844)</u>      | <u>(953,988)</u>         |
| Working capital:                                      |                         |                          |
| Changes in biological assets                          | -                       | 2,047,829                |
| Changes in payables                                   | 638,193                 | -                        |
|   | <u>638,193</u>          | <u>2,047,829</u>         |
| <b>Net cash from/(used in) operating activities</b>   | <b>(1,668,651)</b>      | <b>1,093,840</b>         |
| <b>Cash flows from investing activities:</b>          |                         |                          |
| Increase in Investment in Nigerian Treasury Bills     | (789,521)               | -                        |
| <b>Net cash used in investing activities</b>          | <b>(789,521)</b>        | <b>-</b>                 |
| Net increase/(decrease) in cash and cash equivalents  | (2,458,172)             | 1,093,840                |
| Cash and cash equivalents at beginning of the year    | 3,955,050               | 19,428,816               |
| <b>Cash and cash equivalents at end of the period</b> | <b><u>1,496,878</u></b> | <b><u>20,522,656</u></b> |

**ELLAH LAKES PLC**  
**UNAUDITED FINANCIAL STATEMENTS**  
**FOR THE PERIOD ENDED 31 JANUARY 2019**

**1. Reporting Entity**

Ellah Lakes Plc is a public limited company incorporated on 22 August 1980 with Corporate Affairs Commission as a private limited liability company with registration number RC 299748. It was converted to public limited company on 16 June 1992. Its registered office is situated at 17B, Forcess Avenue, GRA, Port Harcourt, Rivers State.

The company was registered to carry on business as agricultural producers, dealing in fishing, plantation etc.

**2. On Going Restructuring Exercise**

During 2017, the company faced numerous challenges in the community where its fish farm is located. The major issue was the heightened level of militancy in the locality which made the farm inaccessible. The militants ravaged the farm and removed major assets of the company such as generator parts and drove away the workers at the site. As a result of the threats to the lives of workers at the farm, the farm was closed on September 6, 2016. The relevant regulators have since been informed. During the period under review, the Board intensified its restructuring efforts by disposing off some of its assets in settlement of liability due to Chief J. W. Ellah Sons & Company Limited. The Company is now in the process of merging with Telluria Limited as part of its restructuring efforts.

Efforts are being made to diversify the operations of the company in the shortest possible time.

**3. Property, plant and equipment**

|                                     | Land        | Buildings   | Fleet & Machinery | Furniture and fittings | Capital Work in Progress | Total         |
|-------------------------------------|-------------|-------------|-------------------|------------------------|--------------------------|---------------|
|                                     | N           | N           | N                 | N                      | N                        | N             |
| <b>Cost:</b>                        |             |             |                   |                        |                          |               |
| At 1 August 2018                    | 650,000,000 | 436,956,201 | 154,344,212       | 1,331,300              | 38,018,970               | 1,280,650,683 |
| Additions                           | -           | -           | -                 | -                      | -                        | -             |
| Disposal                            | -           | -           | -                 | -                      | -                        | -             |
| At 31 January, 2019                 | 650,000,000 | 436,956,201 | 154,344,212       | 1,331,300              | 38,018,970               | 1,280,650,683 |
| <b>Depreciation:</b>                |             |             |                   |                        |                          |               |
| At 1 August 2017                    | -           | 66,712,726  | 154,344,171       | 576,500                | -                        | 221,633,397   |
| Charge for the period               | -           | 8,739,124   | -                 | 531,120                | -                        | 9,270,254     |
| On Disposal                         | -           | -           | -                 | -                      | -                        | -             |
| At 31 July, 2018                    | -           | 75,451,850  | 154,344,171       | 708,620                | -                        | 230,505,651   |
| Carrying Amount at 31 July, 2018    | 650,000,000 | 361,504,351 | 41                | 621,670                | 38,018,970               | 1,050,145,032 |
|                                     | N           | N           | N                 | N                      | N                        | N             |
| <b>Costs:</b>                       |             |             |                   |                        |                          |               |
| At 1 August, 2018                   | 650,000,000 | 436,956,201 | 154,344,212       | 1,331,300              | 38,018,970               | 1,280,650,683 |
| Additions                           | -           | -           | -                 | -                      | -                        | -             |
| Disposals                           | 650,000,000 | 436,956,201 | 154,344,212       | 1,331,300              | 38,018,970               | 1,280,650,683 |
| At 31 January, 2019                 | -           | -           | -                 | -                      | -                        | -             |
| <b>Depreciation:</b>                |             |             |                   |                        |                          |               |
| At 1 August, 2017                   | -           | 75,451,850  | 154,344,171       | 709,630                | -                        | 230,505,651   |
| Charge for the period               | -           | 2,913,041   | -                 | 44,377                 | -                        | 2,957,418     |
| On disposals                        | -           | 78,364,891  | 154,344,171       | 754,007                | -                        | 233,463,069   |
| At 31 January, 2018                 | -           | -           | 0                 | 0                      | -                        | 0             |
| Carrying Amount at 31 January, 2019 | -           | -           | 0                 | 0                      | -                        | 0             |

The disposal was a transfer of the assets as part of the settlement of the Company's indebtedness to Chief J. W. Ellah Sons & Company Limited.



**4 Biological assets**

|                                  | Palm<br>Plantations | Brood Stock      | Total             |
|----------------------------------|---------------------|------------------|-------------------|
|                                  | ₦                   | ₦                | ₦                 |
| Balance 1 August, 2018           | 16,894,588          | 6,599,990        | 23,494,578        |
| Additions                        | -                   | -                | -                 |
| Impairment<br>disposal           | -                   | -                | -                 |
|                                  | <u>16,894,588</u>   | <u>6,599,990</u> | <u>23,494,578</u> |
| Balance 31, January, 2019        | -                   | -                | -                 |
| Carrying amount at 31 July, 2018 | <u>34,813,088</u>   | <u>10</u>        | <u>34,813,098</u> |

The outstanding value of biological assets has been transferred to Chief J. W. Ellah Sons & Company Limited as part of the repayment of the liability due.

|                    | 31.01.2019   | 31.07.2018        |
|--------------------|--------------|-------------------|
|                    | ₦            | ₦                 |
| <b>5 Inventory</b> |              |                   |
| Palm oil/ Bunches  | 2,851,000    | 2,851,000         |
| Raw materials      | 48,460,890   | 48,460,890        |
| Disposal           | (51,311,890) | -                 |
|                    | <u>-</u>     | <u>51,311,890</u> |

The outstanding inventory has been transferred to Chief J. W. Ellah Sons & Company Limited as part of the settlement of outstanding liability due to it.

|   | 31.01.2019 | 31.07.2018 |
|---|------------|------------|
|   | ₦          | ₦          |
| <b>6 Investment</b>                                   |            |            |
| 12% per annum Investment in Nigerian<br>Treasury Bill | 16,395,000 | 15,605,479 |

The company has investment in Nigerian Treasury Bill

**7 Cash and cash equivalents**

|              |                  |                  |
|--------------|------------------|------------------|
| Cash at bank | 1,496,878        | 3,955,050        |
|              | <u>1,496,878</u> | <u>3,955,050</u> |

**8 Payables**

|                   |                   |                   |
|-------------------|-------------------|-------------------|
| Trade payable     | 23,301,018        | 23,301,018        |
| Deferred Income   | 113,193           | -                 |
| Professional fees | 525,000           | -                 |
|                   | <u>23,939,211</u> | <u>23,301,018</u> |

|  | 31.01.2019<br>N | 31.07.2018<br>N    |
|--|-----------------|--------------------|
| <b>9 Related Party Payables</b>          |                 |                    |
| Loan from Chief J W Ellah Sons & Co. Ltd | 634,635,175     | 634,635,175        |
| Discount                                 | (45,143,988)    | -                  |
| Repayment                                | (589,491,187)   | -                  |
|  | <u>-</u>        | <u>634,635,175</u> |

Further to the ongoing restructuring of the company, the company has sold its items of property, plant and equipment, biological assets and inventories to Chief J. W. Ellah Sons Company Limited - the Creditor as full and final settlement of the loan. This was attested to through settlement and release deed dated 10th December, 2018 and Deed of Assignment dated the same day.

|  |                    |                   |
|--|--------------------|-------------------|
| <b>10 Authorized:</b>                    |                    |                   |
| 120,000,000 ordinary shares@ N 0.50 each | <u>60,000,000</u>  | <u>60,000,000</u> |
| <b>Issued and fully paid:</b>            |                    |                   |
| 120,000,000 ordinary shares@ N0.50 each  | <u>60,000,000</u>  | <u>60,000,000</u> |
|  | <b>31.01.2019</b>  | <b>31.01.2018</b> |
|  | N                  | N                 |
| <b>11 Revenue</b>                        |                    |                   |
| Sales of fish/ Service                   | -                  | -                 |
|  | -                  | -                 |
| <b>12 Other income</b>                   |                    |                   |
| Interest Income                          | 1,562,785          | -                 |
| Other income                             | 275,359            | 140,000           |
|  | <u>1,838,144</u>   | <u>140,000</u>    |
| <b>13 Administrative expenses</b>        |                    |                   |
| Professional fees                        | 525,000            | -                 |
| Bank charges                             | 9,820              | 8,286             |
| Loss on disposal of assets               | 543,309,457        | -                 |
| Discount on loan repayment               | (45,143,988)       | -                 |
| Other expenses                           | 3,610,168          | -                 |
|  | <u>502,310,457</u> | <u>8,286</u>      |