

AUDITED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST DECEMBER, 2024



RONCHESS GLOBAL RESOURCES PLC

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CORPORATE INFORMATION

Board of Directors	Nationality	Designation	Date of Appointment
Adeolu Adeboye	Nigerian	Board Chairman	14 th April, 2021
Niyi Ogunnowo	Nigerian	Vice-Chairman	Nil
Ukuevo Jackson	Nigerian	Managing Director	14 th April, 2021
Temitope Adebosin	Nigerian	Executive Director	7 th Jan., 2022
Yusuf Tafida	Nigerian	Executive Director	16 th Jan., 2024
Habibah Waziri	Nigerian	Independent Executive Director	16 th Jan., 2024
Okafor Akalaka	Nigerian	Independent Non-Executive	Nil
Leon Kelly	American	Independent Non-Executive	10 th Nov., 2021
Josephine Ukuevo	Nigerian	Non-Executive Director	14 th April, 2021

RC NUMBER: 771515

NATURE OF BUSINESS: Construction

REGISTERED OFFICE: 179A Moshood Olugbani street,
Victoria Island, Eti-Osa, Lagos State.

COMPANY SECRETARY: Mrs. Nwabuaku Ebeleju
Moshood Olugbani Street, Off Ligali
Ayorinde Street, Victoria Island,
Lagos State

INDEPENDENT AUDITORS: **Oladejo Ogunrinde & Co.**
(Chartered Accountants)
18a, Primal Tek plaza Akowonjo
Round-about, Lagos State

BANKERS: Access Bank,
Ecobank
FCMB
Fidelity Bank
Guaranty Trust Bank plc,
Keystone Bank
Sterling Bank
Parallex Bank
Polaris Bank
Providus Bank
UBA
Union Bank
Zenith Bank plc.

RONCHESS GLOBAL RESOURCES PLC
STATEMENT OF DIRECTOR'S RESPONSIBILITIES IN RELATIONS
TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST DECEMBER, 2024

In accordance with the provisions of **Section 377(1) and Section 385(1)** of the Companies and Allied Matters Act CAP 20 LFN 2020, the Directors of **RONCHESS GLOBAL RESOURCES PLC** are responsible for the preparation of annual financial statements and Accounts. The responsibilities include ensuring that:

- (a) *Appropriate internal controls are established both to safeguard the assets of the Company, to prevent and detect fraud and other irregularities;*
- (b) *The Company keeps accounting records which disclose with reasonable accuracy the financial position of the Company and ensure that the financial statements comply with the requirements of the Companies and Allied Matters Act, Cap C20, Laws of the Federation of Nigeria, 2020;*
- (c) *The Company has used suitable accounting policies, consistently applied and supported by reasonable and prudent judgments and estimates, and that all applicable accounting standards have been followed;*
- (d) *It is appropriate for the financial statements to be prepared on a going-concern basis unless it is presumed that the Company will not continue in business;*
- (e) *There is an effective communication and information dissemination policy and effective communication with the shareholders;*
- (f) *Ethical standards are maintained; and the Company is in compliance with the laws of Nigeria.*
- (g) *providing additional disclosures when compliance with the specific requirements in IFRS: are insufficient to enable users to understand the impact of particular transactions, other vents and conditions on the financial position and financial performance; and*
- (h) *Making an assessment of the entity's ability to continue as a going concern.*

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;*
- *The requirements of the Companies and Allied Matters Act; and*
- *The requirements of the Financial Reporting Council of Nigeria Act.*

The Directors are of the opinion that the financial statements give a fair view of the state of the financial position of the Company and of its performance and cash flows for the year. The Director 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 these financial statements.

Signed on Behalf of the Board of Directors of Ronchess Global Resources Plc by:

Signature & Date:

Signature & Date:



17/03/2025

Ukuevo Jackson
Chief Executive Officer
FRC/2024/PRO/DIR/003/503251



17/03/2025

Oluwakemi Akinloye
Chief Financial Officer
FRC/2019/ICAN/0000001993

RONCHESS GLOBAL RESOURCES PLC
REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31ST DECEMBER, 2024

In accordance with the provisions of **Section 388(1)** of the **Companies and Allied Matter Act 2020**, the Directors of **RONCHESS GLOBAL RESOURCES PLC** hereby present to the Directors of the Company, their Report on the affairs of the Company together with the **Audited Financial Statements** for the year ended **31ST DECEMBER, 2024**.

The preparation of Annual Financial Statements is the responsibility of the Board of Directors and it shall give a true and fair view of the state of the affairs of the Company. The Directors declare that nothing has come to their attention to indicate that the Company will not remain a going concern for at least twelve months from the date of this Report.

LEGAL FORM AND PRINCIPAL ACTIVITIES:

RONCHESS GLOBAL RESOURCES PLC is incorporated by Corporate Affairs Commission (CAC) on the 4th of September, 2008. In 2021, the company converted to a public limited liability company and its shares became quoted on the Nigerian Stock Exchange. The company is engaged in the business of Road Marking and Construction.

RESULT AT A GLANCE

The following is a summary of Ronchess Global Resources Plc activities

	2024	2023
	₦'000	₦'000
Revenue	6,721,132	3,623,161
Direct Cost	(5,406,120)	(7,282,072)
Gross Profit/(Loss)	1,315,011	(3,658,911)
EBIT (Earnings before Interest & Tax)	(1,673,954)	(5,908,687)
Profit/(Loss) before Tax	(2,304,565)	(6,504,635)
Total Comprehensive Profit/(Loss)	(2,338,178)	(6,504,635)

Pursuant to the Adoption of the International Financial Reporting Standards (IFRS) since 2011 by Companies in Nigeria, the Company had since adopted the IFRSs and consequently prepared its Financial Statements accordingly.

AUTHORISED SHARE CAPITAL:

The authorized share capital stated in the Memorandum and articles of Association is **N101,000,000** at **N1.00 nominal** value as at 31st December, 2024 and they are classified as equity.

PROPOSED DIVIDEND:

The board of directors did not recommend the payment of any dividend to the shareholder for the year ended 31st December, 2024

SHAREHOLDING STRUCTURE/FREE FLOAT

Description	31-Dec-24		31-Dec-23	
	Unit	Percentage	Unit	Percentage
Issued Share Capital	101,000,000	100%	91,000,000	100%
Substantial Shareholdings (5% and above)				
Jackson Ukuevo	73,584,000	72.86%	63,791,000	70.10%
Josephine Ukuevo	15,958,600	15.80%	14,378,000	15.80%
Others Shareholders	11,457,400	11.34%	12,831,000	14.10%
Total Substantial Shareholdings	101,000,000	100%	91,000,000	100%
Director's Shareholdings (direct and indirect), excluding directors with substantial interests				
	--	--	--	--
		0.00%		0.00%
	--	--	--	--
Total Director's Shareholdings	0	0.00%	0	0.00%
Other Influential Shareholdings				
		0.00%		0.00%
		0.00%		0.00%
		0.00%		0.00%
Free Float in unit and Percentage (%)	11,457,400	11.34%	12,831,000	14.10%

Declaration:

(A) Ronchess Global Resources Plc with a free float percentage of 11.34 % as at 31st December, 2024 is not in compliant with the Exchange's free float requirements for companies listed on the Growth Board.
(B) Ronchess Global Resources Plc with a free float percentage of 14.10% as at 31 st December, 2023 is in compliant with the Exchange's free float requirements for companies listed on the Growth Board.

RONCHESS GLOBAL RESOURCES PLC
REPORT OF THE DIRECTORS (CONT'D)
FOR THE YEAR ENDED 31ST DECEMBER, 2024

DIRECTORS' INTEREST IN CONTRACTS

In accordance with **Section 303(1)** of the **Companies and Allied Act C20 Laws of the Federation on Nigeria, 2020**, no Directors notified the Company of interest in any contract in which the Company was involved, during the year under review.

CORPORATE GOVERNANCE REPORT

The Company adopts a responsible attitude towards corporate governance and is committed to implementing the best practices and standards of Corporate Governance applicable. The Company recognizes that Corporate Governance standards and practices must be balanced to protect the interest of the shareholders and the Company. The Board is focused on its responsibilities and has perfected its operational strategies to achieve reasonable performance of the Company.

BUSINESS CONDUCT

The Company's business is conducted with integrity and due regard to the legitimate interest of all stakeholders.

CORPORATE SOCIAL RESPONSIBILITY

As an integral part of the Nigerian society, in its various roles as an employer, partner, tax payer and competitor, the Company does its best at all times to make a positive impact on society.

EMPLOYMENT AND EMPLOYEES

It is the policy of the Company that there should be no unfair discrimination in considering applications for employment, including those from disabled persons. All employees, whether or not disabled, are given equal opportunities to develop.

EVENTS AFTER REPORTING PERIOD

There is no event after the reporting date that could have a material effect on the state of affairs of the Company as at 31 December 2024.

WHISTLE BLOWING

The Company is committed to conducting its affairs ethically and responsibly. Unethical behaviors cost the Company money, time, human resources and can negatively affect the Company's reputation before its stakeholders.

MONEY LAUNDERING POLICY

The company is commitment to preventing money laundering and ensuring compliance with all applicable laws and regulations such as the EFCC and NFIU.

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, wherever practicable, on matters which particularly affect them as employees. In line with the Company's policy of continuous development of its human resources, the Company ensures the continuous upskilling of its employees on relevant trainings both locally and internationally.

HEALTH, SAFETY AND WELFARE

The Company accords high priority to the health, safety and welfare of its employees both in and outside the work place. In furtherance of this, the Company has a health management policy that protect its employees. The services of hospitals and clinics are retained through health management organization in several locations to facilitate employees' access to health care. High emphasis is placed on safety and general tidiness of the work environment.

EXTERNAL AUDITORS

In accordance with **Section 401 (1)** of the **Companies and Allied Matters Act, CAP C20, LFN 2020**, **Messrs. Oladejo Ogunrinde & Co. (Chartered Accountants)**, have indicated their willingness to continue in office as Auditors of the Company. A resolution will be passed at this meeting to authorize the Directors to fix their remuneration.

*By Order of the Board of Directors
of Ronchess Global Resources Plc.
Lagos, Nigeria:*



Mrs. Nwabuaku Ebeleju
Company Secretary
NBA: SCN081175
Moshood Olugbani Street, Off Ligali
Ayorinde Street, Victoria Island,
Lagos State

Dated: 18th day of March, **2025**



OLADEJO OGUNRINDE & CO.

(CHARTERED ACCOUNTANTS)

* Audit * Tax * Accounting Softwares * Financial Consulting * Secretarial Services

Block A Suite 18, Prima Tek Plaza,
Akowonjo Roundabout,
Akowonjo, Lagos.

P.O Box 1643, Agege-
Post Office, Lagos.
✉ dejoogunrinde@yahoo.com

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0802 877 9057
0706 325 0542

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS AND DIRECTORS OF RONCHESS GLOBAL RESOURCES PLC ON THE AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER, 2024

OPINION

We have audited the accompanying financial statements of **RONCHESS GLOBAL RESOURCES PLC** (“the Company”) which comprises of the statement of financial position as at 31st December, 2024, the statements of profit or loss and other comprehensive income, changes in equity, statement of cash flow for the year ended 31st December, 2024, including summary of significant accounting policies and notes to the financial statements. In our opinion, the financial statements give a true and fair view of the financial position of **RONCHESS GLOBAL RESOURCES PLC** as at **31st December, 2024** in accordance with the International Standards on Auditing, International Financial Reporting Standards, the Companies and Allied Matters Act Cap C20 LFN 2020 and the Financial Reporting Council of Nigeria (amended) Act, 2023.

BASIS FOR OPINION

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

Excellence Driven by Integrity and Probity



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RESPONSIBILITIES OF THE DIRECTORS OF RONCHESS GLOBAL RESOURCES PLC

The directors are responsible for the preparation of the financial statements that give a true and fair view in accordance with International Financial Reporting Standards and the requirements of the Companies and Allied Matters Act Cap C20 LFN 2020 and Financial Reporting Council of Nigeria (amended) Act, 2023; and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error. In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

AUDITORS' RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an audit report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with International Standard on Auditing (ISAs) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements. As part of an audit in accordance with International Standard on Auditing (ISAs), we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and we design and perform audit procedures responsive to those risks and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists relating to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our audit report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our audit reports.



OLADEJO OGUNRINDE & CO.

(CHARTERED ACCOUNTANTS)

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However, future events or conditions may cause the company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the company's financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the company to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the company's audit. We remain solely responsible for our audit opinion.

We communicate with the directors of the **RONCHESS GLOBAL RESOURCES PLC** regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identified during our audit. We also provide them with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence. From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial statements of the current year and are therefore the key audit matters.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

In accordance with the Sixth Schedule of the Companies and Allied Matters Act CAP C20 LFN 2020, we expressly state that:

- We have obtained all the information and explanations which to the best of our knowledge and believe were necessary for the purpose of our audit.*
- The company have kept proper books of account, so far as appears from our examination of those books.*
- The company's financial position, statements of profit or loss are in agreement with the books of account and returns.*

Oladejo Ogunrinde Gilbert, FCA, ACTI, M.Sc.
(Managing Partner)

FRC/ 2015/ICAN/000000012727

FOR: OLADEJO OGUNRINDE & CO.

(CHARTERED ACCOUNTANTS) LAGOS, NIGERIA



18-03-2025

RONCHESS GLOBAL RESOURCES PLC
STATEMENT OF FINANCIAL POSITION
AS AT 31ST DECEMBER, 2024

	Notes	31-Dec-24 ₦'000	31-Dec-23 ₦'000
ASSESTS			
NON-CURRENT ASSETS:			
Property, Plant and Equipment	8	6,371,969	5,756,435
Investments	10	795,277	795,277
TOTAL NON-CURRENT ASSETS		7,167,246	6,551,712
CURRENT ASSETS:			
Trade and Other Receivables	11	2,872,755	2,668,881
Prepayments	12	11,223	-
Inventories	13	8,036	-
Cash and Cash Equivalents	14	663,505	25,519
TOTAL CURRENT ASSETS		3,555,520	2,694,400
TOTAL ASSETS		10,722,766	9,246,112
EQUITY AND LIABILITIES:			
Share Capital	(15a)	101,000	91,000
Revaluation Reserves	16	4,449,363	4,449,363
Retained Profit/(Loss)	17	261,291	2,608,450
TOTAL EQUITY		4,811,654	7,148,813
NON-CURRENT LIABILITIES			
Bank Loan & Other Borrowings	18	5,297,797	643,674
TOTAL NON-CURRENT LIABILITIES		5,297,797	643,674
CURRENT LIABILITIES			
Trade and Other Payables	19	94,464	412,042
Bank Overdraft	20	485,238	1,041,583
Income Tax Provision	21	33,613	-
TOTAL CURRENT LIABILITIES		613,314	1,453,625
TOTAL LIABILITIES		5,911,111	2,097,299
TOTAL EQUITY AND LIABILITIES		10,722,766	9,246,112

These Financial Statements were approved by Board of Directors and signed on behalf of:



Oluwakemi Akinloye
Chief Financial Officer
FRC/2019/ICAN/000001993



Ukuevo Jackson
Chief Executive Officer
FRC/2024/PRO/DIR/003/503251



Adeolu Adeboye
Board Chairman

RONCHESS GLOBAL RESOURCES PLC

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

	Notes	31-Dec-24 ₦'000	31-Dec-23 ₦'000
Turnover	5	6,721,132	3,623,161
Direct Cost	6	(5,406,120)	(7,282,072)
Gross Profit/(Loss)		1,315,011	(3,658,911)
Other Income	7	1,373	481
General and Admin Expenses	8	(2,401,569)	(2,232,199)
EBITDA (Earnings Before Interest, Taxes, Depreciation & Amortization)		(1,085,185)	(5,890,629)
Less Depreciation & Amortisation		(588,769)	(18,058)
EBIT (Earnings Before Interest & Tax)		(1,673,954)	(5,908,687)
Finance Cost (Interest Expense)	9	(630,612)	(595,948)
Profit/(Loss) Before Tax		(2,304,565)	(6,504,635)
Income Tax Expenses		(33,613)	-
Profit After Tax (PAT)		(2,338,178)	(6,504,635)
Other Comprehensive Income:			
Exchange Gains		-	-
Gain on Revaluation		-	-
Total Comprehensive Profit/(Loss)		(2,338,178)	(6,504,635)
Basic Earnings Per Share		(N23.15k)	(N71.5K)

The notes on pages form an integral part of these financial statements

RONCHESS GLOBAL RESOURCES PLC		
CASHFLOW STATEMENT		
FOR THE YEAR ENDED 31 DECEMBER, 2024		
	31-Dec-24	31-Dec-23
	₦'000	₦'000
CASHFLOW FROM OPERATING ACTIVITIES		
Profit/(Loss) before tax	(2,304,565)	(6,504,635)
Prior Year Adjustment	(8,981)	(4,785,835)
ADJUSTMENT FOR NON-CASH/MONETARY ITEMS		
Depreciation	588,769	18,058
Exchnage Gain/(Loss)	-	-
Income Tax	-	-
Cashflow Before Changes in Working Capital	(1,724,777)	(11,272,412)
CHANGES IN WORKING CAPITAL:		
Trade and Other Receivables	(203,874)	11,669,376
Prepayment	(11,223)	-
Inventories	(8,036)	-
Trade and Other Payables	(317,578)	163,035
Income Tax Paid	-	-
Net Cashflow Generated From Operating Activities A	(2,265,489)	559,999
CASHFLOW FROM INVESTING ACTIVITIES		
Purchase of Non-Current Assets	(1,204,303)	(153,871)
Investments	-	(795,277)
Interest Received	-	-
Revaluation Reserves	-	-
Net Cashflow Generated From Investing Activities B	(1,204,303)	(949,148)
CASHFLOW FROM FINANCING ACTIVITIES		
Issue Share Capital	10,000	-
Bank Loan & Other Borrowings	4,654,123	(665,356)
Interest Paid	-	-
Net Cashflow From Financing Activities C	4,664,123	(665,356)
Net Change in Cashflow for the year (A+B+C)	1,194,332	(1,054,505)
Cash and Cash Equivalent at the beginning of the year	(1,016,064)	38,441
Cash and Cash Equivalent at the end of the year	178,268	(1,016,064)
Represnted by:		
Cash and Bank Balance	1,976	25,519
Bank Overdraft	(485,238)	(1,041,583)
Bank Balance with Ronchess Group and Other Subsidiaries	661,530	-
	178,268	(1,016,064)

RONCHESS GLOBAL RESOURCES PLC
STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2024

	Share Capital N'000	Retained Earnings N'000	Revaluation Reserves N'000	Total N'000
As at 1 January 2024	91,000	2,608,450	4,449,363	7,148,813
Profit/(Loss) for the year	-	(2,338,178)	-	(2,338,178)
Increase in Share Capital	10,000	-	-	10,000
Revaluation Surplus	-	-	-	-
Prior Year Adjustment		(8,981)	-	(8,981)
As at 31 December 2024	<u>101,000</u>	<u>261,291</u>	<u>4,449,363</u>	<u>4,811,654</u>
As at 1 January 2023	91,000	13,898,920	5,359,285	19,349,205
Profit/(Loss) for the year	-	(6,504,635)	-	(6,504,635)
Revaluation Surplus	-	-	-	-
Prior Year Adjustment	-	(4,785,835)	(909,922)	(5,695,757)
As at 31 December 2023	<u>91,000</u>	<u>2,608,450</u>	<u>4,449,363</u>	<u>7,148,813</u>

RONCHESS GLOBAL RESOURCES PLC
SIGNIFICANT ACCOUNTING POLICIES
FOR THE YEAR ENDED 31ST DECEMBER, 2024

1. GENERAL INFORMATION

RONCHESS GLOBAL RESOURCES PLC is incorporated by Corporate Affairs Commission (CAC) on the 5th of September, 2008. In 2021, the company converted to a public limited liability company and its shares became quoted on the Nigerian Stock Exchange. The company is engaged in the business of Road Marking and Construction.

2. BASIS OF PRESENTATION

a. STATEMENT OF COMPLIANCE

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS).

b. BASIS OF ACCOUNTING

The financial statements have been prepared in accordance with International Financial Reporting Standard.

c. BASIS OF MEASUREMENT

The financial statements have been prepared on the historical cost basis.

d. FINANCIAL AND PRESENTATION CURRENCY

These financial statements are presented in Naira, which is the company's functional currency.

e. GOING CONCERN

The financial statements have been prepared on a going concern basis. The directors have made an assessment of the company's ability to continue as a going concern and have no reason to believe the company will not remain a going concern in the Half year ahead.

3. SIGNIFICANT ACCOUNTING POLICIES

The accounting policies set out below have been applied consistently to all periods presented in these financial statements:

a. REVENUE

The company's profit or loss and other comprehensive income arise from road marking and construction activities. Requirements of IFRS 15 state the following for revenue recognition IFRS 15 introduces a principle based on a 5-step model for revenue recognition. Entities will need to:

Step 1: Identify the contract(s) with customer(s)

Step 2: Identify the separate performance obligations in the contract

Step 3: Determine the transaction price

Step 4: Allocate the transaction price to the separate performance obligations

Step 5: Recognise revenue when (or as) the entity satisfies the performance obligations

b. FOREIGN CURRENCY TRANSACTION

Transactions in foreign currencies are translated to Naira at the foreign exchange rate ruling on the date of the transaction, monetary assets and liabilities denominated in foreign currencies at the reporting date are retranslated to the functional currency at the exchange rate at that date. Non-monetary assets and liabilities denominated in foreign currencies that are measured at fair value are retranslated to the functional currency at the exchange rate at the date that the fair value was determined. Foreign Currencies differences arising on retranslation are recognized in profit or loss.

c. FINANCIAL INSTRUMENT

The company classified non derivative financial assets into loans and receivables. The company classified non-derivative financial liabilities into other financial liabilities category:

i. Non-derivative financial assets and financial liabilities

The company initially recognizes loans and receivables issued on the date when they are originated. All other financial assets and financial liabilities are initially recognized on the trade date at which the company becomes a party to the contractual provisions of the instrument.

The company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred, or it neither over the transferred asset. Any interest in such derecognized financial assets that is created or retained by the company is recognized as a separate asset or liability.

Financial assets and financial liabilities are offset and the net amount presented in the statement of financial position when, and only when, the company has a legal right to offset the amounts and intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

ii. Non-derivative financial asset – measurement

Loans and Receivables

Loans and receivables are financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are recognized initially at fair value plus any directly attributable transaction cost. Financial assets classified as loans and receivables are measured at amortized cost using effective interest method less any impairment losses.

Cash and Cash Equivalents

Cash and cash equivalents comprise cash on hand, cash balances with banks and call deposits with original maturities of three months or less. Bank overdrafts that are repayable on demand and form an integral part of the company's cash management are included as a component of cash and cash equivalents for the purpose of statement of cash flows.

iii. Non-Derivative Financial Liabilities – Measurement

Non-derivative financial liabilities are initially recognized at fair value less any directly attributable transaction costs. Subsequent to initial recognition, these liabilities are measured at amortised cost using the effective interest method. The company has the following non-derivative financial liabilities: loans and borrowings, bank overdraft, and trade and other payables. Such financial liabilities are recognized initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition these financial liabilities are measured at amortized cost using the effective interest method.

Short term payables that do not attract interest are measured at original invoice amount where the effect of discounting is not material.

iv. De-recognition of Financial Assets

Financial assets are derecognized when the contractual rights to receive the cash flows from these assets have ceased to exist or the assets have been transferred and substantially all the risks and rewards of ownership of the assets are also transferred (that is, if substantially all the risks and rewards have not been transferred, the Company tests control to ensure that continuing involvement on the basis of any retained powers of control does not prevent de-recognition). Financial liabilities are derecognized when they have been redeemed or otherwise extinguished.

iv. Offsetting Financial Instruments

Financial assets and liabilities are offset and the net amount reported in the statement of financial position when there is a legally enforceable right to offset the recognised amounts and there is an Intention to settle on a net basis or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in event of default, insolvency or bankruptcy of the Bank or the counterparty.

v. Impairment of Financial Assets

The Company assesses at the end of each reporting period whether there is objective evidence that a financial asset or a Company of financial assets is impaired. The impairment model in IFRS 9 is an expected loss model, which means that it is not necessary for a loss event to occur before an impairment loss is recognized. As a result, all financial assets generally carry a loss allowance.

vi. Expected Credit Loss (ECL)

Expected Credit Loss (ECL) is a probability-weighted estimate of credit losses- i.e. the present value of cash shortfalls - over the expected life of the financial instrument. For a financial asset that is credit-impaired, the ECLs are the difference between the asset's gross carrying amount and the present value of estimated future cash flows. The assessment of ECLs is based on reasonable and supportable information that is, information reasonably available without undue cost or effort at the reporting date. Impairment is measured as either 12-month ECLs or lifetime ECLs, depending on whether there has been a significant increase in credit risk since initial recognition. If a significant increase in credit risk of an instrument has occurred since initial recognition, then impairment is measured as lifetime ECLs. To assess whether there has been a significant increase in credit risk, the Company considers reasonable and supportable

information that is available without undue cost or effort, and is relevant for the particular financial instrument being assessed.

The information used includes factors that are specific to the borrower and general economic conditions. Possible data sources include internal loss experience and ratings, and external ratings, reports and statistics. When the Company considers that there are no realistic prospects of recovery of the financial asset, the relative amounts are written off. If the amount of impairment loss subsequently decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, then the previously recognised impairment loss is reversed through profit or loss.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised (such as an Improvement in the debtor's credit rating), the reversal of the previously recognised Impairment loss (in profit or loss) is recognised in the profit or loss.

d. PROPERTY, PLANT AND EQUIPMENT

i. Recognition and Measurement

Items of property, plant and equipment are measured at cost less accumulated depreciation and accumulated impairment losses. Cost includes expenditure that is directly attributable to the acquisition of the assets. Property, plant and equipment under construction are disclosed as capital work-in-progress. The cost of construction recognized includes the cost of materials and direct labour, any other costs directly attributable to bringing the assets to a working condition for their intended use including, where applicable, the costs of dismantling and removing the items and restoring the site on which they are located and borrowing costs on qualifying assets.

Purchased software that is integral to the functionality of the related equipment is capitalized as part of the equipment. When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

Gains and losses on disposal of an item of property, plant and equipment are determined by comparing the net proceeds from disposal with the carrying amount of property, plant and equipment, and are recognized net within other income in profit or loss.

ii. Subsequent Cost

The cost of replacing a component of an item of property, plant and equipment is recognized in the carrying amount of the item if it is probable that the future economic benefit embodied within the component will flow to the company and its cost can be measured reliably. The carrying amount of the replaced component is derecognized. The cost of day-to-day servicing of the property plant and equipment is recognized in profit or loss as incurred.

iii. Capital work-in-progress//Construction-Work-in-Progress

Capital work-in-progress/Construction-Work-in-Progress is not depreciated. The attributable cost of each asset is transferred to the relevant asset category immediately the asset is available for use and depreciated accordingly.

iv. Depreciation

Items of property, plant and equipment are depreciated from the date they are available for use or, in respect of self-constructed assets, from the date that the asset is completed and ready for use. Depreciation rates, methods and the residual values underlying the calculation of depreciation of items of property, plant and equipment are kept under review to take account of any change in circumstances. When deciding on depreciation rates and methods, the principal factors the Company takes into account are the expected rate of technological developments and expected market requirements for, and the expected pattern of usage of, the assets.

Property, plant and equipment are subject to an impairment review if there are events or changes in circumstances which indicate that the carrying amount may not be recoverable, an impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. Depreciation is generally recognized in profit or loss, unless the amount is included in the carrying amount of another asset.

The estimated useful lives and methods of depreciation of significant items of property, plant and equipment for current and comparative years are as follows:

Type of Asset	Useful Life
- Plant and Machinery	7
- Furniture, Fittings and Equipment	5
- Computer Equipment	5
- Generator	5
- Office Equipment	5
- Motor Vehicle	5

Depreciation methods, useful lives and residual values are reviewed at each financial year end and adjusted if appropriate.

iv De-recognition

The carrying amount of an item of property, plant and equipment will be derecognized on disposal or when no future economic benefits are expected from its use or disposal.

v Gain or loss on sale of property, plant and equipment

The gain or loss on the disposal of premises and equipment is determined as the difference between the carrying amount of the assets at the time of disposal and the proceeds of disposal and is recognized as an Item of other income in the period in which the significant risks and rewards of ownership are transferred to the buyer.

vi Prepayments and advances

Prepayments and advances are non-financial assets which result when payments are made in advance of the receipt of goods and services. They are recognized when the Company expects to receive future economic benefits equivalent to the value of the prepayments. The receipt or consumption of the services results in a reduction in the prepayment and a corresponding increase in expenses or assets for that reporting period.

vii Operating Profit

Operating profit is the result generated from the continuing principal revenue producing activities as well as other income and expenses related to operating activities. Operating profit excludes net finance costs and income taxes.

viii Statement of cash flows

The statement of cash flows is prepared using the indirect method. Changes in statements of financial position items that have not resulted in cash flows such as translation differences, fair value changes and other non-cash items, are eliminated for the purpose of preparing the statement. Dividends paid to ordinary shareholders are included in financing activities. Finance paid is also included in financing activities while interest income received is included in investing activities.

ix Related Party

Related parties include the holding company and other group entities. Directors, their close family members and any employee who are able to exert a significant influence on the operating policies of the Company are also considered to be related parties. Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including any director (whether executive or otherwise) of that entity.

x. Finance Income and Finance Costs

Finance income comprises interest income on funds invested. Finance income is recognised as it accrues in profit or loss, using the effective Interest method while finance Costs comprise Interest expense on borrowings and unwinding of the discount on provisions. Foreign currency gains and losses on financial assets and financial liabilities are reported on a net basis as either finance income or finance cost depending on whether foreign currency movements are in a net gain or net loss position.

e. INTANGIBLE ASSETS

1. Recognition and Measurement

Intangible assets that are acquired by the Company and have finite useful lives are measured at cost less accumulated amortisation and accumulated impairment losses. The Company's intangible assets with finite useful lives comprise acquired accounting and engineering software.

2. Subsequent Expenditure

Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the specific intangible asset to which it relates. All other expenditure is recognized in profit or loss as incurred.

3. Amortization of Intangible Assets

Amortization is calculated to write off the cost of the intangible assets less its estimated residual value using the straight-line basis over the estimated useful lives or using the units of production basis from the date that they are available for use.

4. Derecognition of Intangible Assets

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

f. LEASED ASSET

Assets held under leasing arrangements that transfer substantially all the risks and reward of ownership to the company shall be capitalized. The interest element of the rental obligations will be charged to the profit or loss account and other comprehensive income over the period of the lease.

g. INVENTORIES

Inventories comprise of marine boards, cements, Iron rods, nails etc.

Inventories are stated at the lower of cost on a First In First Out basis and Net Realizable Value after making due allowances for normal losses arising from discharge of products. Net Realizable Value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

h. INVESTMENTS

Investments are stated at cost less provision made for any permanent diminution in value.

i. DEBTORS

Debtors are stated net of provisions for bad and doubtful debts.

j. EMPLOYEE BENEFIT

i. Defined Contribution Plan

A defined contribution plan is a post-employment benefit plan under which the company pays fixed contributions into a separate entity. The company has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating.

In line with the provisions of the Pension Reform Act 2014, the Company has instituted a defined contribution pension scheme for its permanent staff. Employees contribute 8% of their Basic salary, Transport and Housing Allowances to the Fund on a monthly basis. The company's contribution is 10% of each employee's Basic salary, Transport and Housing Allowances. Staff contributions to the scheme are funded through payroll deductions while the company's contribution is recognized in profit or loss as employee benefit expense in the periods during which services are rendered by employees.

ii. Short-Term Employee Benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expenses as the related service is provided. A liability is recognized for the amount expected to be paid under short-term cash bonuses 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.

iii. Termination Benefits

Termination benefits are recognized as an expense when the Company is demonstrably committed to either:

Involuntary Termination – A detailed formal plan exists, specifying the affected employees, benefits to be provided, and the expected completion timeline. The Company must have no realistic possibility of withdrawing the plan.

Voluntary Termination (Employee Acceptance) – When an offer is made to encourage voluntary redundancy, termination benefits are recognized when the employee accepts the offer and the obligation becomes unavoidable. If termination benefits are expected to be settled within 12 months after the reporting period, they are classified as short-term employee benefits. Otherwise, they are discounted and recognized as long-term liabilities.

k. PROVISION AND CONTINGENT LIABILITIES

i. Provisions

A provision is recognized if, as a result of past event, the company has a present legal or constructive obligation that can be estimated reliably, and it is 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 the risks specific to the liability. The unwinding of the discount is recognized as finance cost.

ii Contingent Liabilities

A contingent liability is a possible obligation that arises from past events 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 a present obligation that arises from past events but is not recognized because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation, or the amount of the obligation cannot be measured with sufficient reliability.

L. TAXATION

Income Tax expenses comprise current tax – company income tax and tertiary education tax, and deferred tax. Current and deferred tax is recognized in profit or loss except to the extent that it relates to items recognized directly in equity or in other comprehensive income.

i. Current Tax

Current Tax comprises Company Income Tax and Tertiary Education Tax. Current Tax is the expected tax payable or receivable on the taxable income or

loss for the year in accordance with the, Finance Act (2023) as amended, Company Income Tax Act (2004), at 30% of taxable profit while Education Tax is assessed at 3% of assessable profit after adjusting for disallowable (Tax non-deductible) and non-taxable income such as dividend, investment income, interest etc.

ii. Deferred Tax

Deferred tax is recognised on temporary differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax base used in computing taxable profit. Deferred tax liability is generally recognised for all taxable temporary differences. Deferred tax asset is generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. Such deferred tax assets and liabilities are not recognised if the temporary differences arise from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. The carrying amount of deferred tax asset is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset is realised, based on the tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The measurement of deferred tax assets and liabilities reflect the tax consequences that would follow from the manner in which The Company expects, at the end of the reporting period, to recover or settle the carrying amount of assets and liabilities. Current and deferred tax are recognised in the Statement of Profit or Loss except when they relate to items that are recognised in Other Comprehensive Income or directly in equity, in which case, the current and deferred tax are also recognised in Other Comprehensive Income or directly in equity respectively. Where current tax or deferred tax arise from an initial accounting for a business combination, the tax effect is recognised in the accounting for the business combination

M Share Capital

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Ordinary shares are classified as equity Mandatorily; redeemable preference shares are classified as liabilities.

Dividends and Share issue costs

Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax, from the proceeds. Dividends on ordinary shares Dividends on ordinary shares are recognized as liability in the period in which they are approved by the Company's shareholders. Dividends declared after the balance sheet dates are dealt with in the subsequent period.

Earnings per share

Basic earnings per share is calculated by dividing net profit after tax applicable to equity holders of the Company, excluding any costs of servicing other equity instruments, by the

per share to take into account the after- income tax effective interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of additional ordinary shares that would have been outstanding assuming the conversion of all dilutive potential ordinary shares.

O. Financial Risk Management

Financial Risk Factors

The company's activities are expose to a variety of financial risks. The company therefor aims to achieve an appropriate balance between risk and returns to minimize the potential adverse effects of the risks on the company's financial performance. The directors are responsible for the determination of the company's risk management objectives and policies. The company's risk management policies are designed to identify and analyze financial risks, to set appropriate risk limits and controls, and to monitor the risks and adherence to limits by means of reliable and up-to-date information systems.

i Market Risk

Market risk represents the potential loss that can be caused by a change in the market value of financial instruments. The company's exposure to market risk is determined by a number of factors, Including interest rates, foreign currency exchange rates and market volatility.

ii. Interest Rate Risk

The company's income and operating cash flows are substantially independent of changes in market interest rates. The company's significant interest-bearing financial assets are cash and cash equivalents.

iii. Credit Risk

Credit risk represents the potential loss that the company would incur if counter parties fail to perform pursuant to the terms of their obligations to the company at the reporting date, the main exposures to credit risk were in relation to receivables and cash and cash equivalents.

iv. Liquidity Risk

Liquidity risk is the risk that the company will not be able to meet its financial obligations as at when due. The company's policy is to ensure that it always has sufficient funds to meet its liabilities when they become due under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the company's reputation. This is achieved by monitoring rolling forecasts of the company's liquidity reserve on the basis of expected cashflows. The directors do not foresee any major liquidity risk over the next two years.

v. Foreign Currency Risk

The company occasionally undertakes transactions in foreign currency and as such exposure to exchange rate fluctuation arises. However, in the current period, there were no transactions in foreign currency. Any forex difference in the financial statements arise from year end revaluation of foreign currency denominated bank accounts.

Capital Risk Management

The company's objective when managing capital is to safeguard the company's ability to and continue benefits as for a going other concern, stakeholders. So that it can continue to provide returns for the directors.

Critical Accounting Estimates and Judgements

Estimates and judgements are continuously evaluated and are based on historical experience and other factors, including expectations of future events that are believed to

be reasonable under the circumstances. The Company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing material adjustment to the carrying amounts of assets and liabilities within the next financial year are as shown below:

Impairment of Assets

The company follows the guidance of IAS 36 and IAS 39 In determining when an asset other-than-temporarily impaired. This determination requires significant judgement. In making this judgement, the company evaluates, among other factors, the duration and extent to which the fair value of an asset is less than its Costs, including factors such as industry and sector performance, changes in technology and operational and financing cash flow.

Useful Lives of Depreciable Assets

Management reviews the useful lives of depreciable assets including property, plant and equipment and intangible assets at each reporting date based on the expected utility of the assets to the Company. Actual results, however, may vary due to technical obsolescence. Details of the Property, Plant and Equipment and Intangibles useful lives are provided.

Components

In applying IAS 16 the recognition of property, plant and equipment, management applies judgement to determine aggregation of assets. The standard does not prescribe the unit measure for recognition or what constitutes an item of property, plant and equipment. Thus, judgement is required in applying the recognition criteria to the company's specific circumstances. The company aggregates individually insignificant items, such as small office equipment. Management has determined that there are no significant components to property, plant and equipment that should be segregated.

P. Related Party Transactions

During the year, the company entered into a cash management agreement with Ronchess Group Plc and Ronchess Infrastructure Management Limited to receive funds on its behalf. The cash balances held by these entities at year end are as shown below:

Related Entities	Nature of Relationship	31-Dec-24 N'000
Due from Ronchess Group Limited	Common control	661,530
Due from Ronchess Infrastructure Management Limited	Common control	NIL

Q. Segment Reporting

The primary geographical segment of RONCHESS GLOBAL RESOURCES PLC is Nigeria as the Company's income is derived in Nigeria. Therefore, no further business or geographical segments information is reported.

R. Commitments for expenditure

The directors are of the opinion that all known liabilities and commitments which are relevant in assessing The Company's financial position and performance have been taken into account in the preparation of these financial statements.

S. Contingent liabilities

There were not contingent liabilities at 31 December, 2024.

T. Events after the reporting period

There were no events after the reporting period that would have had a material effect on the state of affairs of The Company as at 31 December 2024 or on the profit for the year ended on that date, which have not been adequately provided for, or recognised in these financial statements.

U. Application of New and Revised International Financial Reporting Standards (IFRS)

New and revised IFRS. The company has applied the following new and revised IFRSs that came into effect for financial periods beginning in the current year effective date 1st January, 2024

IFRS 7 - Financial instruments Disclosures

IFRS 15 - Revenue from contracts with customers

Amendment to IAS 7- Cashflow Statement

IFRS 16 - Leases

V. Donations - There was no donation made by the company within the year 2024.**W. Sanction** - There was no sanction within the year 2024.

4 RONCHESS GLOBAL RESOURCES PLC FOR THE YEAR ENDED 31ST DECEMBER, 2024 PROPERTY, PLANT & EQUIPMENT Rate							
	Office Equipment	Generator	Plant & Machinery	Motor Vehicle	Furniture & Fittings	Computer Equipment	Total
<u>Cost</u>	₦'000	₦'000	₦'000	₦'000	₦'000	₦'000	₦'000
As at 1st Jan., 2024	884,226	290,172	6,493,991	728,521	392,560	71,523	8,860,995
Addition for the year	797	-	1,201,415	-	330	1,761	1,204,303
Disposal in the year	-	-	-	-	-	-	-
Reclassification/Transfer	-	-	-	-	-	-	-
At 31st Dec, 2024	<u>885,023</u>	<u>290,172</u>	<u>7,695,406</u>	<u>728,521</u>	<u>392,890</u>	<u>73,284</u>	<u>10,065,298</u>
<u>Depreciation</u>							
As at 1st Jan., 2024	563,777	178,211	1,745,399	282,968	284,144	50,061	3,104,560
Charge for the Year	68,818	29,755	306,422	152,209	25,640	5,926	588,769
Adjustment	-	-	-	-	-	-	-
At 31st Dec., 2024	<u>632,595</u>	<u>207,966</u>	<u>2,051,821</u>	<u>435,177</u>	<u>309,784</u>	<u>55,987</u>	<u>3,693,329</u>
NBV/Carrying Amount (2024)	<u>252,428</u>	<u>82,207</u>	<u>5,643,585</u>	<u>293,345</u>	<u>83,107</u>	<u>17,298</u>	<u>6,371,969</u>
NBV/Carrying Amount (2023)	<u>252,428</u>	<u>82,207</u>	<u>5,643,585</u>	<u>293,345</u>	<u>83,107</u>	<u>21,462</u>	<u>5,756,435</u>

Notes RONCHESS GLOBAL RESOURCES PLC		
<u>NOTES TO THE FINANCIAL STATEMENTS</u>		
<u>FOR THE YEAR ENEDED 31ST DECEMBER, 2024</u>		
	31-Dec-24 ₦'000	31-Dec-23 ₦'000
5 <u>Revenue</u>		
Road Marking	-	-
Road Construction Contracts	6,721,132	3,623,161
	<u>6,721,132</u>	<u>3,623,161</u>
6 <u>Direct Cost</u>		
Civil Works	-	-
Cost of Materials	3,883,234	6,333,303
Freight & Logistics	67,823	12,310
Logistics	-	40,310
Direct Site Expenses	358,060	353,372
Diesel	756,209	419,878
Hiring Costs	340,794	106,987
Other Direct Cost	-	4,075
Labour Wages	-	11,838
	<u>5,406,120</u>	<u>7,282,072</u>
7 <u>Other Income</u>		
Other Income	1,373	481
Interest Received	-	-
Investment Income	-	-
	<u>1,373</u>	<u>481</u>
8 <u>General and Admin Expenses:</u>		
Advertising, Branding & Business Development	243,051	69,140
AGM Expenses	-	3,418
Association Dues	-	560
Audit Fees	8,600	7,000
Bank Charges	17,908	6,369
Back duty tax expenses	-	8,815
Building Reairs and Maintenance	11,001	9,761
Cleaning and Sanitation Expenses	-	1,223
Computer Expenses	-	880
Consultancy Fees	-	17,988
Corporate Social Responsibility	-	8,250
Director Fees	199,084	63,500
Electricity & Water	7,186	1,909
Entertainment Fees	-	-
Fines	-	20
Fuel	82,510	25,051
General Expenses	-	8,714
ICT Expenses	9,537	1,639
Insurance	54,150	4,416
Legal	232,829	55,875
Impairment Loss on Trade Receivables	122,098	122,098
Marketing Expenses	-	372,345
Motor Vehicle Expenses	22,626	26,839
Office Expenses	6,627	9,357
Postage & Courier Expenses	5,930	2,896
Printing and Stationeries	6,453	4,966
<u>Sub-total C/f(A)</u>	<u>1,029,590</u>	<u>833,029</u>

Notes	<u>RONCHESS GLOBAL RESOURCES PLC</u> <u>NOTES TO THE FINANCIAL STATEMENTS</u> <u>FOR THE YEAR ENEDED 31ST DECEMBER, 2024</u>	31-Dec-24	31-Dec-23
		₦'000	₦'000
	<i>Sub-total b/f(A)</i>	1,029,590	833,029
	Rent Expenses	86,184	35,379
	Repairs and Maintenance	11,216	192,112
	Safety Expenses	6,595	5,762
	Royalty	1,178	-
	Staff Cost (Note 8a)	865,700	778,728
	Security Expenses	38,275	56,106
	Service Charge	-	1,760
	Susbscription	1,035	2,031
	Statutory Fee	172,131	192,699
	Transport Expenses	2,485	8,019
	Travel & Accomodation Expenses	109,368	126,574
	Immigration Expenses	35,513	-
	Professional Fees	42,297	-
		2,401,569	2,232,199
8a	<u>Staff Cost</u>		
	Salaries and Wages	763,301	634,794
	Allowance	23,266	14,215
	Staff Lodges Rent	-	25,909
	Utility Allowance	-	240
	Medical Expenses	6,404	988
	Staff Medical	-	2,945
	Staff Welfare	62,110	26,637
	PAYE Cost	9,610	38,311
	Staff Training & Development	1,009	34,690
		865,700	778,729
9	<u>Finance Cost</u>		
	Interest Expenses	630,612	595,948
10	<u>Investment</u>		
	Investment in unquoted companies	795,277	795,277
11	<u>Trade and Other Receivables</u>		
	Trade and Other Receivables B/f	2,319,853	14,197,427
	Increase/(Decrease)	392,100	(6,969,641)
	Prior Year Adjustment	-	(4,785,835)
	Less Impairment Loss on Trade Receivables	(122,098)	(122,098)
		2,589,855	2,319,853
	Sundry Debtors	2,000	
	Staff Pension	-	19,100
	Staff Loans	1,110	716
	Due from Related Parties	-	100
	Withholding tax receivables	-	329,112
	Withholding Tax Credit Note	269,790	-
	Loan Receivables	10,000	-
		2,872,755	2,668,881
12	<u>Prepayment</u>		
	Rent Prepaid	11,223	-
		11,223	-

<u>RONCHESS GLOBAL RESOURCES PLC</u> <u>NOTES TO THE FINANCIAL STATEMENTS</u> <u>FOR THE YEAR ENEDED 31ST DECEMBER, 2024</u>		31-Dec-24 ₦'000	31-Dec-23 ₦'000
13	<u>Inventories</u>	8,036	
14	<u>Cash and Cash Equivalents</u>		
	Cash and Bank Balances	1,976	25,519
	Investment-Ronchess Group and Other Subsidiaries	661,530	-
		663,505	25,519
15	<u>Authorised Share Capital</u>	101,000	91,000
	<i>Authorized Ordinary Shares of 101,000,000 @ N1.00 nominal value</i>		
15a	<u>Issue and Fully Paid-up Capital</u>	91,000	91,000
	<i>Issue and Fully Paid-up Capital of 101,000,000 @ N1.00 nominal value</i>		
	Increase/(Decrease) During the year	10,000	-
		101,000	91,000
16	<u>Revaluation Reserves</u>		
	Bal B/f	4,449,363	5,359,285
	Increase/(Decrease) During the year	-	(909,922)
		4,449,363	4,449,363
17	<u>Retained Earnings</u>		
	B/f	2,608,450	13,898,920
	Profit/(Loss)	(2,338,178)	(6,504,635)
	Prior Year Adjustment	(8,981)	(4,785,835)
		261,291	2,608,450
18	<u>Bank Loans & Borrowings</u>		
	Bank loan	3,062,908	643,674
	Other Borrowings	2,234,890	-
		5,297,797	643,674
19	<u>Trade and Payables</u>		
	Trade payables	68,178	350,000
	Salaries Payable	3,990	-
	PAYE Payable	14	3,046
	Pension Payable	7,292	-
	Legal Fee Payables	5,000	-
	Income Tax Payables	-	-
	WHT payables	1,791	51,996
	Audit fee payables	8,200	7,000
	VAT Payable	-	-
		94,464	412,042
20	<u>Bank Overdraft</u>		
	Bal B/f	1,041,583	-
	Increase/(Decrease) During the year	(556,346)	1,041,583
		485,238	1,041,583
21	<u>Income Tax Provison</u>		
	Company Income Tax	-	-
	Education Tax	-	-
	Police Trust Fund Levy	-	-
	Minimum Tax	33,613	-
		33,613	-

OTHER NATIONAL DISCLOSURES

RONCHESS GLOBAL RESOURCES PLC
VALUE ADDED STATEMENT
FOR THE YEAR ENDED 31ST DECEMBER, 2024

	31-Dec-24	%	31-Dec-23	%
	₦'000		₦'000	
Revenue	6,721,132		3,623,161	
Bought in Goods and Services	(6,941,989)		(7,825,621)	
Value Added	(220,857)		(4,202,460)	
Other Income	1,373		481	
Wealth Created	(219,485)	100	(4,201,979)	100

Distributed as follows:

To Employees:

Staff Cost	865,700	-394.42%	778,728	-18.53%
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To Providers of Capital:

Finance Cost	630,612	-287.31%	595,948	-14.18%
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To Government:

As company Income Tax	33,613	-15.31%	-	0.00%
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Retained For Company Growth:

Depreciation	588,769	-268.25%	927,980	-22.08%
Loss for the Year	(2,338,178)	1065.30%	(6,504,635)	154.80%

Wealth Distributed	(219,485)	100	(4,201,979)	100
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***Note:** Value added represents the additional wealth which the company has been able to create by its own and the employees' efforts. This statement shows the allocation of that wealth between employees, shareholders and government and that retained for the future creation of more wealth.*

***Note:** This statement is not required by the International Financial Reporting Standards (IFRS), but is required to fulfil the requirement of section 334 of the Companies and Allied Matters Act, CAP C20 LFN 2020.*

RONCHESS GLOBAL RESOURCES PLC
FIVE YEARS FINANCIAL HIGHLIGHTS
STATEMENT OF FINANCIAL POSITION AS AT 31ST DECEMBER, 2024

	31-Dec-24 N'm	31-Dec-23 N'm	31-Dec-22 N'm	31-Dec-21 N'm	31-Dec-20 N'm
ASSETS					
NON-CURRENT ASSETS					
Property, Plant & Equipment	6,372	5,756	6,531	4,002	2,919
Investments	795	795	-	-	-
	7,167	6,552	6,531	4,002	2,919
CURRENT ASSETS:					
Trade and Other Receivables	2,873	2,669	14,338	12,563	5,514
Prepayments	11	-	-	34	-
Inventories	8	-	-	-	-
Cash and Cash Equivalents	664	26	39	2,009	188
TOTAL CURRENT ASSETS	3,556	2,694	14,377	14,606	5,702
TOTAL ASSETS	10,723	9,246	20,907	18,608	8,621
EQUITY AND LIABILITIES:					
Share Capital	101	91	91	91	91
Revaluation Reserves	4,449	4,449	5,359	1,230	-
Retained Profit/(Loss)	261	2,608	13,899	12,865	7,863
TOTAL EQUITY	4,812	7,149	19,349	14,186	7,954
NON-CURRENT LIABILITIES					
Bank Loan & Other Borrowings	5,298	644	1,309	871	-
TOTAL NON-CURRENT LIABILITIES	5,298	644	1,309	871	-
CURRENT LIABILITIES					
Trade and Other Payables	94	412	249	3,276	586
Bank Overdraft	485	1,042	-	-	-
Income Tax Expenses	34	-	-	275	81
CURRENT LIABILITIES	613	1,454	249	3,551	667
TOTAL EQUITY AND LIABILITIES	10,723	9,246	20,907	18,608	8,621
					-

Note: This five year summary is not required by International Financial Reporting Standards (IFRS) but is included here to fulfil the requirements of section 334(2) of the Companies and Allied Matter Act, CAP C20 LFN 2020.

RONCHESS GLOBAL RESOURCES PLC

FIVE YEARS FINANCIAL HIGHLIGHTS

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

	31-Dec-24	31-Dec-23	31-Dec-22	31-Dec-21	31-Dec-20
	₦'m	₦'m	₦'m	₦'m	₦'m
Turnover	6,721	3,623	8,836	15,082	10,305
Direct Cost	(5,406)	(7,282)	(4,430)	(6,137)	(3,883)
Gross Profit/(Loss)	1,315	(3,659)	4,406	8,945	6,422
General and Admin Expenses	(2,990)	(2,250)	(2,896)	(3,781)	(1,937)
Other Income	1	-	33	-	-
EBIT (Earnings Before Interest & Tax)	(1,674)	(5,909)	1,543	5,164	4,485
Finance Cost (Interest Expense)	(631)	(596)	(276)	(140)	(140)
Profit/(Loss) Before Tax	(2,305)	(6,505)	1,268	5,024	4,345
Income Tax Expenses	(34)	-	(234)	(164)	(60)
Profit/(Loss) After Tax	(2,338)	(6,505)	1,034	4,861	4,285
Other Comprehensive Income					
Other Comprehensive Income Net of Tax	-	-	-	142	5
Exchange Gains	-	-	-	-	-
Gain on Revaluation			4,129		
Total Comprehensive Profit/(Loss)	(2,338)	(6,505)	5,163	5,003	4,290

***Note:** This five year summary is not required by International Financial Reporting Standards (IFRS) but is included here to fulfil the requirements of section 334(2i) of the Companies and Allied Matter Act, CAP C20 LFN 2020.*

AUDITOR'S REPORT
ON THE
INTERNAL CONTROL OVER FINANCIAL REPORTING (ICFR)
INFORMATION OF
RONCHESS GLOBAL RESOURCES PLC.
IN RESPECT OF
2024 AUDITED FINANCIAL STATEMENTS



OLADEJO OGUNRINDE & CO. **(CHARTERED ACCOUNTANTS)**

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AUDITOR'S REPORT REFERRING TO THE "INFORMATION RELATED TO THE INTERNAL CONTROL SYSTEM OVER FINANCIAL INFORMATION (ICFR)" OF RONCHESS GLOBAL RESOURCES PLC IN RESPECT OF 2024 AUDITED FINANCIAL STATEMENTS

To the Directors of Ronchess Global Resources Plc

As requested by the Board of Directors of Ronchess Global Resources Plc. and in accordance with our audit procedures, we have performed specific procedures on the Internal Control over Financial Reporting disclosures. These disclosures summarize Ronchess Global Resources Plc. internal control procedures over financial reporting in compliance with the Financial Reporting Council of Nigeria (FRCN) Act, the Companies and Allied Matters Act (CAMA) 2020, the Securities and Exchange Commission (SEC) Code of Corporate Governance, Investment and Securities Act (ISA) 2007 to strengthen corporate governance and enhance the integrity of the capital markets as well as other applicable financial reporting standards in Nigeria.

The Board of Directors is responsible for adopting appropriate measures to ensure the implementation, maintenance, and monitoring of an effective internal control system over financial reporting (ICFR). While the system is designed to provide reasonable assurance regarding the reliability of financial reporting, it cannot completely eliminate inherent risks due to its limitations.

Our evaluation of the Company's internal control was performed solely to establish the scope, nature and compliance level of Ronchess Global Resources Plc financial statements in line with the International Standards on Auditing (ISA) in respect to Financial Reporting Council of Nigeria (FRCN). Consequently, our evaluation of internal control was extensive and robust enough to express our opinion that, Ronchess Global Resources Plc's internal control system is effective in ensuring compliance with financial reporting standards.

2. Scope and Procedures Applied

For the purpose of issuing this report, we have applied specific procedures outlined below, in accordance with the guidelines issued by the Financial Reporting Council of Nigeria (FRCN), the Nigerian Stock Exchange (NSE), and the SEC Code of Corporate Governance as well as Investment and Securities Act (ISA) 2007. These procedures define the scope of our work and the content of this report. Given the nature of these procedures, we express our opinion on the effectiveness, design, or operational efficiency of the Company's ICFR. Moreover, additional procedures have been applied beyond those established in these guidelines and review of the internal control system has been conducted, other matters may have been identified.

The procedures applied include:

1. Reading and understanding of the ICFR information prepared by the Company and evaluation of whether this information meets the minimum disclosure requirements under the Financial Reporting Council of Nigeria Act and SEC regulations.
2. Inquiries with personnel responsible for preparing the ICFR disclosures to:
 - o Understand the preparation process;
 - o Assess whether the terminology used is consistent with the definitions in the applicable Nigerian financial reporting frameworks;
 - o Determine whether the described control procedures exist and are operational within the Company.
3. Review of supporting documentation related to ICFR disclosures, including reports from internal audit, senior management, and other internal or external specialists supporting the Audit Committee.
4. Comparison of the ICFR disclosures with our understanding of the Company's internal control system, obtained through our audit work on the annual financial statements.

5. Reading of Board of Directors' minutes, Audit Committee minutes, and other committee meetings to assess the consistency of discussions related to ICFR with the disclosures provided in the audited report.
6. Obtaining a representation letter from those responsible for preparing and approving the ICFR disclosures, confirming that the information provided accurately reflects the Company's internal control framework

3. Conclusion

No material inconsistencies or issues affecting the ICFR disclosures have been identified based on the procedures performed. This report has been prepared exclusively within the context of the provisions of CAMA 2020, the Financial Reporting Council of Nigeria Act, and the SEC Corporate Governance Code for the purposes of describing ICFR in the Annual Corporate Governance Report.

Yours sincerely,
For: Oladejo Ogunrinde & Co.


18-03-2025

Oladejo Ogunrinde Gilbert
Managing Partner

