



**COCOA PROCESSING COMPANY LTD  
UNAUDITED FINANCIAL STATEMENTS  
FOR THE SECOND QUARTER ENDED  
31st MARCH 2024**

**COCOA PROCESSING COMPANY LIMITED  
REPORTS AND FINANCIAL STATEMENTS**

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**COCOA PROCESSING COMPANY LIMITED**  
**CORPORATE INFORMATION**

**BOARD OF DIRECTORS**

Kweku Owusu Baah (Chairman)  
Kojo Ofori-Safo (Managing Director)  
Hon. Francis Manu-Adabor  
Philomena Okyere  
Alexandria Gloria Totoe  
Ray Ankrah  
Vincent Akomea  
Prof Douglas Boateng  
Theodore Matey Tackey

**REGISTERED OFFICE**

Cocoa Processing Company Limited  
Heavy Industrial Area  
Private Mail Bag  
Tema

**SOLICITOR/ SECRETARY**

Sheila Minkah-Premo  
Apex Law Consult  
Ring road Labone  
Box GP 4889  
Accra

**AUDITOR**

Ernst & Young  
Chartered Accountants  
60 Rangoon Lane  
P. O. Box KAI6009, Airport  
Accra

**BANKERS**

Barclays Bank (Ghana) Limited  
Ecobank Ghana Limited  
GCB Bank Limited  
Prudential Bank Limited  
SG-SSB Bank Limited

**REGISTRAR**

NTHC Limited  
Martco House  
P O Box 9563  
Airport  
Accra

# COCOA PROCESSING COMPANY LIMITED

FOR THE SECOND QUARTER ENDED 31ST MARCH 2024

	MAR 2024	MAR 2023
	<u>US\$</u>	<u>US\$</u>
<b>FINANCIALS</b>		
<b>Turnover</b>	11,664,606	15,826,508
Loss from Operations	(4,383,196)	(4,182,029)
Loss for the year	(6,328,112)	(5,510,489)
Total Assets	127,618,571	140,893,255
Net Assets per Share	0.0018	0.0052
No of Shares Ranking for Dividend	2,038,074,176	2,038,074,176
Earnings per Share	(0.0031)	(0.0027)
Diluted Earnings per Share	(0.0031)	(0.0027)

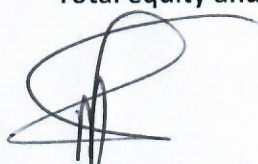
	MAR 2024	MAR 2023
	MT	MT
<b>OPERATIONS</b>		
Cocoa Beans Processed	1,869	3,773
Semi - Finished Products Packed	1,434	3,045
Confectionary products Packed	717	1,018

**COCOA PROCESSING COMPANY LIMITED**  
**STATEMENT OF CASH FLOW**  
**FOR THE SECOND QUARTER ENDED 31ST MARCH 2024**

	<b>Mar-24</b>	<b>Mar-23</b>
	<b>US\$</b>	<b>US\$</b>
<b>Operating activities</b>		
Loss	(6,328,112)	(5,510,490)
<i>Adjustments for:</i>		
Depreciation charges	2,994,334	2,643,202
Effect of movement in exchange rates		
	<b>(3,333,777)</b>	<b>(2,867,288)</b>
Changes in		
Inventories	549,080	(725,113)
Trade and other receivables	(3,214,354)	(904,107)
Trade and other payables	1,979,392	3,519,311
Employee benefit obligations		
Cash (used in )/generated from operating activities	<b>(4,019,659)</b>	<b>(977,197)</b>
<b>Cash flows from investing activities</b>		
Purchase of property, plant and equipment	(27,602)	(43,486)
	<b>(27,602)</b>	<b>(43,486)</b>
<b>Financing activities</b>		
Loans and borrowings	1,531,356	1,400,037
<b>Net cash flow in financing activities</b>	<b>1,531,356</b>	<b>1,400,037</b>
Net increase / (decrease) in cash and cash equivalents	(2,515,905)	379,354
Cash and cash equivalents at 1 October	2,105,156	(791,645)
Balance as at 31st March 2024	<b>(410,749)</b>	<b>(412,291)</b>
<b>Analysis of balances of cash and cash equivalents as shown in the balance sheet</b>		
Cash and bank balances	1,405,198	965,449
Bank overdraft	(1,815,947)	(1,377,740)
Cash and cash equivalents at 31st March 2024	<b>(410,749)</b>	<b>(412,291)</b>

**COCOA PROCESSING COMPANY LIMITED**  
**STATEMENT OF FINANCIAL POSITION AS AT 31ST MARCH 2024**

		Mar-24 US\$	Mar-23 US\$
<b>ASSETS</b>			
Property, plant and equipment	7	106,865,576	111,689,502
<b>Total non-current assets</b>		<u>106,865,576</u>	<u>111,689,502</u>
Inventories	8	13,636,623	18,461,671
Current tax assets			
Trade and other receivables	9	5,711,174	9,776,633
Cash and bank balances	10a	1,405,198	965,449
<b>Total current assets</b>		<u>20,752,994</u>	<u>29,203,753</u>
<b>Total assets</b>		<u>127,618,571</u>	<u>140,893,255</u>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Share capital	14a	26,071,630	26,071,630
Deposit for shares		87,000,000	87,000,000
Revaluation Reserve	14b	53,113,126	52,347,147
Fair Value Reserve	14b	7,041,211	7,099,394
Retained earnings	14d	(169,549,893)	(161,899,573)
<b>Total equity</b>		<u>3,676,074</u>	<u>10,618,598</u>
<b>Liabilities</b>			
Borrowings	12b	9,393,127	7,985,456
Employee benefit obligations	13b	2,871,071	3,794,236
Deferred Tax Liability		17,899,918	22,449,189
<b>Non current liabilities</b>		<u>30,164,116</u>	<u>34,228,881</u>
Bank overdraft	10b	1,815,947	1,377,740
Trade and other payables	11	48,611,891	51,317,495
Borrowings	12a	43,350,542	43,350,542
<b>Total current liabilities</b>		<u>93,778,380</u>	<u>96,045,777</u>
<b>Total liabilities</b>		<u>123,942,496</u>	<u>130,274,658</u>
<b>Total equity and liabilities</b>		<u>127,618,571</u>	<u>140,893,255</u>



**KOFI TEKYI**  
**DIRECTOR ( FIN & IT )**



**KOJO OFORI-SAFO**  
**MANAGING DIRECTOR**

**The accompanying accounting policies and notes form an integral parts of these financial statements**

**COCOA PROCESSING COMPANY LIMITED**  
**STATEMENT OF COMPREHENSIVE INCOME**  
**FOR THE SECOND QUARTER ENDED 31ST MARCH 2024**

		Mar-24 US\$	Mar-23 US\$
Revenue	14	11,664,606	15,826,508
Cost of Sales	15	<u>(14,112,012)</u>	<u>(18,219,967)</u>
<b>Gross Profit</b>		(2,447,406)	(2,393,459)
Other income	16	4,574	6,848
Selling and distribution costs	30	(295,152)	(263,267)
General and administrative expenses	29	(1,645,212)	(1,532,152)
Impairment Loss			
<b>Operating loss</b>		<u>(4,383,196)</u>	<u>(4,182,030)</u>
Finance income	20	(0)	488,100
Finance costs	21	(1,944,915)	(1,816,560)
<b>Loss before tax</b>	17	<u>(6,328,112)</u>	<u>(5,510,490)</u>
Income tax expense	5		
<b>Loss</b>		<u>(6,328,112)</u>	<u>(5,510,490)</u>
Other comprehensive income			
Revaluation of PPE			
Defined benefit plan actuarial gains/ (loss)			
Related Tax			
<b>Total other comprehensive income</b>		<u>-</u>	<u>-</u>
<b>Total comprehensive income</b>		<u><u>(6,328,112)</u></u>	<u><u>(5,510,490)</u></u>
<b>Earnings per share</b>			
Basic earnings per share	22	(0.0031)	(0.0027)
Diluted earnings per share	22	(0.0031)	(0.0027)

**COCOA PROCESSING COMPANY LIMITED**  
**STATEMENT OF CHANGES IN EQUITY**  
**FOR THE SECOND QUARTER ENDED 31ST MARCH 2024**

	Share Capital US\$	Deposit for Shares US\$	Revaluation Reserve US\$	Fair Value Reserve US\$	Retained Earnings US\$	Total Equity US\$
Balance at 1 October 2023	26,071,630	87,000,000	53,113,126	7,041,211	(163,221,781)	10,004,186
<b>Total comprehensive income for the year</b>					(6,328,112)	(6,328,112)
Loss					(6,328,112)	(6,328,112)
Defined benefit plan actuarial gain						
Total comprehensive income	-	-	-	-	(6,328,112)	(6,328,112)
Transfer within equity						
Revaluation reserve transferred	-	-	-	-		
Balance at 31st March 2024	26,071,630	87,000,000	53,113,126	7,041,211	(169,549,893)	3,676,074



**COCOA PROCESSING COMPANY LIMITED**  
**STATEMENT OF CASH FLOW**  
**FOR THE SECOND QUARTER ENDED 31ST MARCH 2024**

	<b>Mar-24</b>	<b>Mar-23</b>
	<b>US\$</b>	<b>US\$</b>
<b>Operating activities</b>		
Loss	(6,328,112)	(5,510,490)
<i>Adjustments for:</i>		
Depreciation charges	2,994,334	2,643,202
Effect of movement in exchange rates		
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Changes in		
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Loans and borrowings	1,531,356	1,400,037
<b>Net cash flow in financing activities</b>	<u>1,531,356</u>	<u>1,400,037</u>
Net increase / (decrease) in cash and cash equivalents	(2,515,905)	379,354
Cash and cash equivalents at 1 October	2,105,156	(791,645)
Balance as at 31st March 2024	<u>(410,749)</u>	<u>(412,291)</u>
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Bank overdraft	(1,815,947)	(1,377,740)
Cash and cash equivalents at 31st March 2024	<u>(410,749)</u>	<u>(412,291)</u>

**PROPERTY PLANT & EQUIPMENT**  
**FOR THE SECOND QUARTER ENDED 31ST MARCH 2024**

Description	Capital Work In Progress	Land, Buildings & Roadworks	Staff Bungalows & Flats	Plant & Machinery	Motor Vehicles	Office Furniture & Equipment	Laboratory Equipment	Total
	USD	USD	USD	USD	USD	USD	USD	USD
<b>Cost/Valuation</b>								
Balance at 1 October 2023	3,423,606	37,235,919	413,519	91,981,718	234,070	719,467	122,197	134,130,2
Additions	10,367			17,234				27,6
Disposals								
Transfers								
Balance at 31st March 2024	3,433,973	37,235,919	413,519	91,998,952	234,070	719,467	122,197	134,158,0
<b>Depreciation</b>								
Balance at 1 October 2023		1,892,910	36,925	21,583,421	234,070	458,337	92,523	24,298,1
Disposals								
Depreciation Charge		212,359	4,135	2,696,227	-	69,953	11,661	2,994,3
		2,105,269	41,060	24,279,648	234,070	528,289	104,184	27,292,5
Balance at 31st March 2024	3,433,973	35,130,650	372,458	67,719,304	(0)	191,177	18,013	106,865,5

**COCOA PROCESSING COMPANY LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE FIRST QUARTER ENDED 31ST MARCH 2024**

**1. REPORTING ENTITY**

Cocoa Processing Company Limited is a Company registered and domiciled in Ghana. The financial statements for the First quarter ended 31st March 2024 relates to the individual financial statements of the Company.

**2. BASIS OF PREPARATION**

**a. Statement of compliance**

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) and in the manner required by the Companies Act 1963 (Act 179).

**b. Basis of measurement**

The financial statements have been prepared under the historical cost convention, except for the following material items in the statement of financial position:

- Property, plant and equipment, measured at revalued amounts
- Defined benefit obligations measured at the present value of the future benefit to employees.

**c. Functional and presentation currency**

The financial statements are presented in US Dollar (US\$) which is the Company's functional currency. Except otherwise indicated, the financial information presented has been rounded off to the nearest US Dollar.

**d. Use of estimates and judgement**

In preparing the financial statements, management has made judgments, estimates and assumptions that affect the application of the Company's accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to estimates are recognised prospectively.

### 3. SIGNIFICANT ACCOUNTING POLICIES

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

#### (a) Foreign currency transactions

Transactions in foreign currencies are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date.

Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss under operating expenses or other income depending on whether it is a net loss or gain.

Non-monetary items that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction.

#### (B) Property, plant and equipment

##### (i) Recognition and measurement

Items of property, plant and equipment are initially recognised at cost. They are carried at revalued amounts less subsequent depreciation and impairment losses.

Cost includes expenditures that are directly attributable to the acquisition of the asset. The cost of self-constructed assets includes the cost of materials and direct labour, capitalised borrowing costs and any other costs directly attributable to bringing the asset to a working condition for its intended use. Purchased software that is integral to the functionality of the related equipment is capitalised as part of that 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.

##### (ii) Subsequent expenditure

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company and its cost can be measured reliably. The costs of the day-to-day servicing of plant and equipment are recognised in profit or loss, as incurred.

##### (iii) Spare parts

Spare parts, stand-by and servicing equipment held by the Company generally are classified as inventories. However, if major spare parts and stand-by equipment are expected to be used for more than one period or can be used only in connection with an item of property, plant and equipment, then they are classified as property, plant and equipment.

##### (iv) Capital work in progress

Property, plant and equipment under construction is stated at initial cost and depreciated from the date the asset is made available for use over its estimated useful life. Assets are transferred from capital work in progress to an appropriate category of property, plant and equipment when commissioned and ready for its intended use.

(v) *Depreciation*

Items of property, plant and equipment are depreciated from the date they are installed and ready for use, or in respect of self-constructed assets, from the date assets is completed and ready for use.

Depreciation is calculated to write off the cost of items of property, plant and equipment less their estimated residual values using the straight -line method over their estimated useful lives. Depreciation is generally recognised in profit or loss unless the amount is included in the carrying amount of another asset.

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

• Land, Buildings and Road Works	-	50 years
• Staff Bungalows and Flats	-	50 years
• Plant and Machinery	-	20 years
• Motor Vehicles	-	4 years
• Laboratory Equipment	-	5 years
• Office Furniture and Equipment	-	5 years

Depreciation methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

(vi) *Revaluation gain/loss*

Increases in the carrying amount of land and buildings arising on revaluation are credited to a revaluation reserve. Decreases that offset previous increases of the same asset are charged against the revaluation reserve. All other decreases are charged to profit or loss.

The surplus on revaluation is transferred to retained earnings on use of the relevant revalued assets.

(c) **Inventories**

All inventories with the exception of finished goods are initially recognised at the lower of cost and net realisable value. Finished goods are initially recognised at the total cost of raw materials consumed and production overheads. Inventories are measured at the lower of cost or net realisable value.

The cost of inventories is based on the first-in-first-out principle for raw materials and weighted average principle for all other inventories and includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their existing location and condition. In the case of manufactured inventories and work in progress, cost includes an appropriate share of production overheads based on normal operating capacity.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and estimated costs necessary to make the sale. Inventories are recognised in profit or loss when goods are sold or there is a write down of inventories.

(d) **Revenue**

Revenue is measured at the fair value of the consideration received or receivable, net of VAT, returns, discounts, and other similar deductions.

No revenue is recognised if recovery of the consideration is not considered probable or the revenue and associated costs cannot be measured reliably.

**Revenue - Sale of goods**

Revenue from the sale of goods is measured at the fair value of consideration received or receivable, net of returns, trade discounts, taxes and volume rebates. Revenue is recognised when significant risks and rewards of ownership have been transferred to the buyer, there is no continuing management involvement in the goods, recovery of the consideration is probable, associated costs and possible return of goods can be estimated reliably and the amount of revenue can be measured reliably. Transfer of risks and rewards occur when the goods are delivered to the customer.

**(e) Finance income and finance costs**

Finance income comprises interest income on funds invested or held in bank accounts. Interest income is recognised in profit or loss using the effective interest method.

Finance costs comprise interest expense on borrowings. Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset are recognised in profit or loss using the effective interest method.

**(C) Risk management**

The Company has exposure to the following risks from its use of financial instruments:

- credit risk
- liquidity risk
- market risk

This note presents information about the Company's exposure to each of the above risks, the Company's objectives, policies and processes for measuring and managing risks and the Company's management of capital.

**Risk management framework**

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Audit Committee is responsible for monitoring compliance with the Company's risk management policies and procedures, and for reviewing the adequacy of the risk management framework in relation to risks faced by the Company.

The Audit Committee gains assurances on the effectiveness of internal control and risk management from summary information relating to the management of identified risks; detailed reviews of the effectiveness of management of selected key risks; results of management's self assessment processes over internal control; and independent work carried out by the Audit and Risk function, which provide the audit committee and management with results of procedures carried out on key risks, including extent of compliance with standards set on governance; and assurances over the quality of the Company's internal control.

The Company also has a control, compliance and ethics function in place, which monitors compliance with internal procedures and processes and assesses the effectiveness of internal controls.

The Company's risk management policies are established to identify and analyse risks faced by the Company, set appropriate risk limits and controls, and monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions, products and services offered. Through training, standards and procedures, the Company aims to maintain a disciplined and constructive control environment, in which all employees understand their roles and obligations.

**(i) Credit risk**

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from receivable from customers.

*Trade receivables*

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The marketing department has established a credit policy under which new customers are assessed individually for credit worthiness before the Company's standard payment terms and conditions are offered. The Company generally trades with pre-defined and selected customers. Credit exposure on trade receivable is covered by customers issuing post-dated cheques to cover amounts owed, as well as using landed properties as collateral and bank guarantees.

### *Allowances for impairment*

The Company establishes an allowance for impairment losses that represents its estimate of incurred losses in respect of trade and other receivables. The main components of this allowance are a specific loss component that relates to individually significant exposures, and a collective loan loss allowance established for homogeneous assets in respect of losses that have been incurred but have not yet been identified. The collective loss allowance is determined based on historical data of payment for similar financial assets.

### (ii) **Liquidity risk**

Liquidity risk is the risk that the Company would either not have sufficient financial resources available to meet all its obligations and commitments as they fall due, or can access them only at excessive cost. The Company's approach to managing liquidity is to ensure that it maintains adequate liquidity to meet its liabilities as and when they fall due. The Company assesses its debt position every month. The Company also monitors the level of expected cash inflows on trade and other receivables on a daily basis. The Company however has a net liability position. Measures have been put in place as disclosed in note 28 to manage this position.

### (iii) **Market risk**

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

### *Foreign currency risk*

The Company is exposed to currency risk on sales, purchases and borrowing that are denominated in a currency other than the functional currency of the Company, the US Dollar. The Company has no policy on its exposure to foreign currency risk relating to its financial assets and financial liabilities. Currency risk arises when future commercial transactions or recognised assets and liabilities are denominated in a currency that is not the entity's functional currency.

### **Capital management**

The Board's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Capital consist of equity. The Board of Directors monitors return on capital as well as the level of dividends to ordinary shareholders.

The Board seeks to maintain a balance between higher returns that might be possible with higher levels of borrowings and the advantages and security afforded by a sound capital position. There are no externally imposed capital requirements.

There have been no changes to what the entity manages as capital, the strategy for capital maintenance or externally imposed capital requirements from the previous year.

The Board monitors capital using an adjusted net debt to equity ratio, which is the adjusted net debt divided by the adjusted equity. For this purpose, adjusted net debt is defined as total liabilities (which includes interest bearing loans and borrowings) unaccrued proposed dividends less cash and cash equivalents. Adjusted equity comprise all components of equity less unaccrued proposed dividends.

## GOING CONCERN CONSIDERATION

The Directors have also been in discussions with African Export-Import Bank (Afreximbank) to obtain a US\$86.7 million loan facility. Management plans to use this loan to settle outstanding amounts due to the syndicate of banks, support its working capital requirements and retool its property, plant and equipment to expand production capacity. Management expects the agreement to be signed latest by June 2024 and the first tranche of the loan to be disbursed from September 2024.

The Directors are also looking at plan B to raise \$ 30 million loan facility. ie \$24 million for working capital (cocoa beans) and \$6 million for capex, for retooling and upgrading of the machines.

COCOBOD has undertaken to provide the Company with continuous supply of cocoa beans to meet its operational demand and will not demand for repayments of amounts due it in a manner that would jeopardise the operations of the Company.

The Directors have assessed the situation and have put in place measures to turn around the Company and make it profitable in the near future. These measures include:

- i. Cost cutting measures – The company entered in to arrangement with Captive Energy Company Limited on 9 October 2019 to produce steam and power using bio-waste materials. The project is expected to be completed in 15 months. On completion, the Company will incur a monthly charge of US\$414,000 for the generation of steam and power which represents a reduction of the Company's current utility cost of 40% per annum. The Company has also constructed six (6) depth bore-holes to reduce the cost of water by about US\$168,000 – US\$220,000 per annum.
- ii. Investment in infrastructure and machinery – The Company obtained a loan facility of GH16million from Prudential Bank Limited under the Government of Ghana's Ministry and Trade and Industry Stimulus Package Programme for the acquisition of equipment for the Confectionery factory. The Company had acquired a number of the assets and had put them in use. The machines are intended to expand the capacity of the Confectionery factory from 3,000 MT to 15,000 MT. [The Company has also commenced activities for the retooling of its aged cocoa factory lines and the expansion of the current capacity of 64,500 MT to 87,657 MT.
- iii. Collateral management agreement: There are also plans to enter into a collateral management agreement with Cocoa Marketing Company (CMC) for the purchase of cocoa beans. Under the arrangement, CMC would issue the Company with a letter of guarantee to supply the Company with 23,000MT of cocoa beans (main and light crop for every cocoa season with the light crop proportion larger than the main crop).
- iii. Investment in infrastructure and machinery – The Company plans to purchase additional Chocomaster (moulding plant), three new wrapping machines, drinking chocolate plant and also rehabilitate the milling section accessories and installation. These equipment are intended to increase chocolate production and the project will take a year to complete.
- iv. Expanding revenue base - The Company intends to expand its revenue earning base and has identified the following areas to achieve that:
  - Introduction of hand crafted-chocolates and customised chocolates (own label chocolate bars).
  - Introduction of Nutty chocolates (non-coated dragees)
  - Tolling arrangement with relevant parties.
  - Improving visibility to increase local consumption of Goldentree confectionery products.
  - Rebranding of Alltime instant drinking chocolate and the introduction of another instant drinking chocolate to be known as Goldentree instant drinking chocolate.



- v. Improving effectiveness and efficiency of operations - The Directors have in the short and medium term put in place measures to improve the effectiveness and efficiency of the Company's operations by reviewing and improving the Performance Management System (PMS).

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

### 14. SHARE CAPITAL (STATED CAPITAL) AND RESERVES

#### Authorised shares

	2024	2023
Ordinary shares of no par value	20,000,000,000	20,000,000,000
Preference share of no par value	1	1

#### Issued and fully paid

	Number 'm	Amount US\$	Number 'm	Amount US\$
Ordinary shares for cash	2,038	26,071,559	2,038	26,071,559

#### (a) Preference shares

	Number		Number	
	1	71	1	71
		26,071,630		26,071,630

#### (b) Deposit for Shares

On 30<sup>th</sup> September 2022, the Board of Directors for Ghana Cocoa Board agreed to a proposal from the Board of Cocoa Processing Company to convert US\$ 87,000,000 of debt owed to Ghana Cocoa Board to Class B shares. The US\$ 87m debt converted to equity consisted of the principal portion of a long-term loan granted to Cocoa Processing Company of US\$ 32m and US\$ 55m being trade payables.

The company is in the process of registering the new shares with the Registrar of Companies as required by the Companies Act 2019, Act 992.

#### (c) Revaluation reserve

This represents the unrealised appreciation on the value of property, plant and machinery, following a revaluation exercise carried out at 30 September 2019. The revaluation surplus is recorded in equity as it is a non-distributable reserve. The movement on the revaluation reserve resulted from transfer made to the retained earnings account in respect of portions of the revalued components of the relevant assets which were used during the year and deemed realised from use.

#### (d) Fair Value Reserve

The fair value reserve represents day – one gain on the fair valuation of below market-rate loans and borrowings from shareholders of the company.

**2 REVENUE**

Analysis of the Company's revenue is as follows

Type of Product	Mar-24 US\$	Mar-23 US\$
Cocoa Butter	1,135,693	7,762,417
Cocoa Liquor	2,756,444	2,425,696
Cocoa Cake	1,969,007	735,840
Cocoa Powder	1,932,661	902,184
Confectionery	3,870,802	4,000,371
	<u><u>11,664,606</u></u>	<u><u>15,826,508</u></u>

Sale of goods	Mar-24 US\$	Mar-23 US\$
Local Sales	3,624,963	3,938,814
Export Sales	8,039,643	11,882,011
	<u>11,664,606</u>	<u>15,820,825</u>
Tolling	-	-
	<u><u>11,664,606</u></u>	<u><u>15,820,825</u></u>

Analysis of Product Market	Mar-24	Mar-24	Mar-23	Mar-23
	Export Sales US\$	Local Sales US\$	Export Sales US\$	Local Sales US\$
Semi -Finished Products	7,793,735	0	11,825,693	415
Confectionery	245,908	3,624,963	56,319	3,938,399
Tolling				
	<u><u>8,039,643</u></u>	<u><u>3,624,963</u></u>	<u><u>11,882,012</u></u>	<u><u>3,938,814</u></u>

15.( a ) COST OF SALES

	Mar-24 US\$	Mar-23 US\$
Raw and Packing Material Consumed	9,478,957	13,702,421
Depreciation	2,920,247	2,615,660
Direct Labour	446,004	454,304
Production Overheads	1,266,804	1,447,582
	<u>14,112,012</u>	<u>18,219,967</u>

16 OTHER INCOME

	Mar-24 US\$	Mar-23 US\$
Type of Product		
Sale of Sack, scrap and other items	4,574	6,848
Net Exchange gain		
	<u>4,574</u>	<u>6,848</u>

20 FINANCE INCOME

	Mar-24 US\$	Mar-23 US\$
Interest income		488,100
	<u>-</u>	<u>488,100</u>

21 FINANCE COST

	Mar-24 US\$	Mar-23 US\$
Interest on Loans and borrowing	1,809,669	1,736,489
Interest on Bank Overdraft	135,246	80,071
	<u>1,944,915</u>	<u>1,816,560</u>

## 29 GENERAL ADMIN EXPENSES

	Mar-24 US\$	Mar-23 US\$
Staff Cost	1,173,573	1,006,721
Depreciation	74,088	27,542
Auditors remuneration	11,050	3,566
Directors remuneration	39,937	69,823
Insurance	36,537	44,365
Rent and Security	46,528	37,716
Professional/Consultancy	9,335	145,094
Bank Charges	21,572	15,409
AGM Expenses	12,625	-
Office related Expenses	121,303	121,585
Water and Electricity	9,850	10,075
Other Cost	88,815	50,256
Exchange Loss		
	<u>1,645,212</u>	<u>1,532,151</u>

## 30 SELLING & DISTRIBUTION EXPENSES

	Mar-24 US\$	Mar-23 US\$
Staff Cost	110,825	103,121
Wharfage Handling Charges	48,541	96,805
Carriage - Forklifts / Trucks	5,000	2,500
Depot Expenses	16,143	6,613
Vehicles Running Costs	60,675	39,602
Advertising Expenses and other cost	53,969	14,626
Depreciation Vehicles	-	-
	<u>295,152</u>	<u>263,267</u>

## STAFF COSTS

The average number of employees during the year was as follows: -

	<b>Mar-24</b>	<b>Mar-23</b>
	<b>Number</b>	<b>Number</b>
Temporary Staff	168	178
Junior Staff	179	192
Senior Staff	60	67
Management	17	18
	<u>424</u>	<u>455</u>

<b>Aggregate Remuneration</b>	<b>Mar-24</b>	<b>Mar-23</b>
	<b>US\$</b>	<b>US\$</b>
Wages and Salaries	1,730,402	1,564,146
	<u>1,730,402</u>	<u>1,564,146</u>

## EARNINGS PER SHARE

The calculation of basic and diluted earnings per share was based on the loss attributable to ordinary shareholders and a weighted average number of ordinary shares outstanding .

	<b>Mar-24</b>	<b>Mar-23</b>
	<b>US\$</b>	<b>US\$</b>
Net Profit attributable to shareholders	(6,328,112)	(5,510,490)
Weighted Average Number of Ordinary Shares outstanding during the year	2,038,074,176	2,038,074,176
Basic Earnings per share	-0.0031	-0.0027
Diluted Earnings per share	-0.0031	-0.0027

**8 INVENTORIES**

	Mar-24 US\$	Mar-23 US\$
Raw Materials	487,527	1,415,792
Packaging Materials	3,415,712	3,366,254
Finished Goods	8,054,992	11,652,803
Technical Store Parts	1,612,079	1,886,397
Fuel & Lubricant	66,313	140,425
Wright down	-	-
	<u>13,636,623</u>	<u>18,461,671</u>

**9 TRADE AND OTHER RECEIVABLES**

	Mar-24 US\$	Mar-23 US\$
Trade Receivables	1,893,250	5,683,647
Staff Debtors	529,411	815,229
Prepayment	370,427	474,197
Other Receivables	215,137	195,687
Fixed Deposit Investment	2,702,949	2,607,873
	<u>5,711,174</u>	<u>9,776,634</u>

## 11 TRADE AND OTHER PAYABLES

Trade and other payables principally comprised amount outstanding for trade purchase and ongoing costs.

	Mar-24 US\$	Mar-23 US\$
Trade Payables	10,767,792	13,787,449
Other Payables	37,844,098	37,530,045
	<u>48,611,891</u>	<u>51,317,494</u>

## 12 BORROWINGS

Balances on existing Loan Facilities	Mar-24 US\$	Mar-23 US\$
Barclays Bank USD Loan	10,902,550	10,902,550
Barclays Bank USD Loan	22,401,594	18,491,086
Cocobod Loan USD	18,546,160	17,532,499
Prudential loan	893,365	4,409,864
	<u>52,743,669</u>	<u>51,335,999</u>

12(a) Short term portion of borrowings

43,350,542

43,350,542

12(b) Long term borrowings

9,393,127

7,985,457

	Mar-24 US\$	Mar-23 US\$
10(a) <b>CASH &amp; CASH EQUIVALENTS</b>		
Cash at Bank	1,232,102	842,243
Cash in hand	173,096	123,207
Cash and Cash Equivalents	<u>1,405,198</u>	<u>965,450</u>
10(b) Bank Overdraft	(1,815,947)	(1,377,740)
Cash and Cash Equivalents in the statement of cash flow	(410,749)	(412,291)

#### DEBT TO EQUITY RATIO

The Company's net debt to equity ratio was as follows

	Mar-24 US\$	Mar-23 US\$
Total Liabilities	123,942,496	130,274,658
Cash and Cash Equivalents	<u>(1,405,198)</u>	<u>(965,450)</u>
Net Debt	122,537,298	129,309,208
Equity	<u>3,676,074</u>	<u>10,618,598</u>
Debt to Equity Ratio	<u>33.33</u>	<u>12.18</u>

#### RELATED PARTY TRANSACTION AND BALANCES

The Company Purchases raw cocoa beans from Cocoa Marketing Company Limited a Subsidiary of Ghana Cocoa Board.

Ghana Cocoa Board is the ultimate parent of Cocoa Processing Company Limited. The purchases from Cocoa Marketing Company Limited are on the same terms and conditions as those entered into by other companies

The value of transactions between the company and its related entities during the year are as follows

	Mar-24 US\$	Mar-23 US\$
Purchases from Cocoa Marketing Company	6,430,264	15,497,000

Balances due related company were as follows

	Mar-24 US\$	Mar-23 US\$
Borrowings	-	
Accrued Interest	18,546,160	<u>17,532,499</u>
	18,546,160	17,532,499
Trade Payable	<u>10,767,792</u>	<u>13,787,449</u>
	<u>29,313,952</u>	<u>31,319,948</u>



(e) **Retained earnings (Income surplus account)**

This represents the residual of cumulative annual profits/losses and realised portions of revaluation reserve.

**SHAREHOLDING DISTRIBUTION AT SECOND QUARTER ENDED 31st MARCH 2024**

	No. of Shareholders	No. of Shares	% Holdings
1 – 1,000	28,100	12,876,891	0.55
1,001 – 5,000	18,439	41,159,318	1.76
5,001 – 10,000	1,608	12,401,194	0.54
Over 10,001	909	1,971,636,773	97.15
	-----	-----	-----
	49,056	2,038,074,176	100
	=====	=====	=====

**TWENTY LARGEST SHAREHOLDERS**

	No. of Shares	% Holdings
1. Ghana Cocoa Board	1,176,599,176	57.73
2. Government of Ghana c/o Ministry of Finance	532,554,110	26.13
3. Social Security & National Insurance Trust	206,754,000	10.14
4. Badu Collins K	3,181,000	0.16
5. SIC Life Company Limited	2,240,000	0.11
6. Donewell Life Company Limited	1,920,000	0.09
7. Ghana Reinsurance Company Limited – General Business	1,600,000	0.08
8. Agricultural Development Bank	1,600,000	0.08
9. Osei Isaac	1,583,900	0.08
10. Baah Matthew Mensah	960,000	0.05
11. Badu Collins Kwabena	876,900	0.04
12. Otchere-Boateng Lordina Justina	800,000	0.04
13. Ghana Libyan Arab Holding Company	800,000	0.04
14. Beaudoin Patrick	800,000	0.04
15. E.H.Boohene Foundation	800,000	0.04
16. Tetteh Richard Amarh	552,000	0.03
17. Adjei Seth Adjete	550,000	0.03
18. Teachers' Fund	500,000	0.02
19. Hyde Joel Emmanuel	500,000	0.02
20. Insurance Compensation Fund	480,000	0.02
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	1,935,651,086	94.97
Others	102,423,100	5.03
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	2,038,074,186	100.00
	=====	=====