



DANNEX AYRTON STARWIN PLC



# ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED  
31 DECEMBER

# 2024



# AYRTON MUSCLE HEAT RUB

PRESENTING A TRUSTED TOPICAL ANALGESIC  
+ ANTI-INFLAMMATORY AGENT

FOR THE  
EFFECTIVE  
MANAGEMENT OF  
MUSCULOSKELETAL  
PAIN...



- **Arthritis** ● **Low back pain** ● **Sports/ exercise injury**
- **Frozen shoulder** ● **Spondylitis** ● **Sprains/strains**



DAS/PLC/Outdoor/Complete/Item



**DANNEX AYRTON STARWIN PLC**



# TABLE OF CONTENT

---

	<b>PAGE</b>
Current Board of Directors	5
Notice of Annual General Meeting	6
Corporate Information	7
Chairman's Statement	8
Introductory Report of the Board of Directors	14
Sub-Committee Reports	16
Report of Directors to the Members of DAS PLC	22
Independent Auditor's Report	40
Statement of Financial Position as at 31 December 2024	44
Statement of Profit or Loss and Other Comprehensive Income for the Year Ended 31 December 2024	45
Statement of Changes in Equity for the Year Ended 31 December 2024	46
Statement of Cash Flow for the Year Ended 31 December 2024	47
Notes to the Financial Statements for the Year Ended 31 December 2024	50
Appendix	100
Proxy Form	102



# VISION MISSION



## VISION

To be the brand of choice in our chosen markets with a strong footprint in Africa and beyond



## MISSION

Caring for life with brands, products and services, which significantly reduce disease burden and promote good health and vitality



# CURRENT BOARD OF DIRECTORS



**NIK AMARTEIFIO**  
CHAIRMAN



**DANIEL APEAGYEI KISSI**  
CHIEF EXECUTIVE OFFICER



**ALEX BONNEY**



**DR. BARIMA AFRANE**



**KWASI YIRENKYI**



**AMARTEORKOR  
AMARTEIFIO**



**BEN AGYEMAN**



**HENRY OTU OCANSEY**



**MORITZ ACQUAH**



# NOTICE OF ANNUAL GENERAL MEETING

---

**NOTICE IS HEREBY GIVEN** that the 5th Annual General Meeting of the shareholders of DANNEX AYRTON STARWIN PLC (DAS PLC) will be held at the Eben-Ezer Presbyterian Church Hall, Osu, Accra, on Wednesday, 8th October, 2025 at 11:00 GMT, to transact the following business;

## **Ordinary Business as Ordinary Resolutions**

### **1. ANNUAL REPORTS AND FINANCIAL STATEMENTS**

To receive, consider and adopt the Financial Statements of the company for the year ended 31st December, 2024, together with the Reports of the Directors and Auditor's Report.

### **2. REMUNERATION OF AUDITORS**

To authorize the Directors to fix the remuneration of the Auditors.

## **Special Business as Ordinary Resolutions**

### **3. RE-ELECTION OF DIRECTORS RETIRING BY ROTATION**

- 3.1 To re-appoint Mr. Nik Amarteifio as a Director of the Company
- 3.2 To re-appoint Mr. Alex Bonney as a Director of the Company
- 3.3 To re-appoint Dr. Barima Afrane as a Director of the Company

Dated the 22nd day of August, 2025

BY ORDER OF THE BOARD

(SGD) KWESI AUSTIN

Company Secretary

## **NOTES**

1. A member of the company entitled to attend and vote at the Annual General Meeting may appoint a proxy to attend and vote on his/her behalf. Such a proxy needs not be a member of the company.
2. The appointment of a proxy will not prevent a member from subsequently attending and voting at the meeting. Where a member attends the meeting in person, the proxy appointment shall be deemed to be revoked.
3. A copy of the Form of Proxy may be deposited at the registered office of the Registrar of the Company, NTHC House, 18 Gamel Nasser Avenue, Ringway Estates or posted to the Registrar at P. O. Box KIA 9563 Airport Accra, Ghana not later than 6th October, 2025.

# CORPORATE INFORMATION

## BOARD OF DIRECTORS

Nik Amarteifio	- Chairman
Daniel Apeageyi Kissi	- Chief Executive Officer
Kwasi Yirenkyi	- Member
Henry Otu Ocansey	- Member
Benjamin Agyeman	- Member
Alex K. Braye Bonney	- Member
Dr. Barima Afrane	- Member
Amarteorkor Amarteifio	- Member
Moritz Acquah	- Member

## REGISTERED OFFICE

5 Dadeban Road  
Ring Road North Industrial Area  
P O Box 5258  
Accra-North

## SOLICITOR

Amarteifio and Co.  
House No. 6, 11th Lane  
P. O Box 4916 Accra, Ghana

## SECRETARY

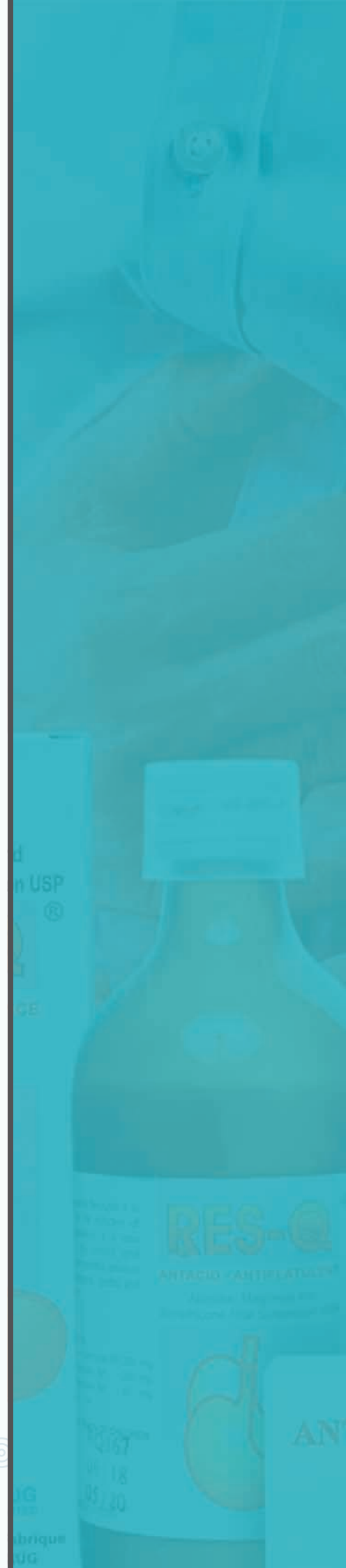
Kwesi Austin  
Amarteifio and Co.  
House No. 6, 11th Lane  
P. O Box 4916 Accra, Ghana

## AUDITOR

KPMG  
Chartered Accountants  
13 Yiyiwa Drive, Abelenkpe  
P. O. Box 242 Accra

## BANKERS

Ecobank Ghana Plc  
GCB Bank Plc  
Societe Generale Ghana Plc  
Stanbic Bank Limited  
Zenith Bank (Ghana) Limited





**NIK AMARTEIFIO**  
CHAIRMAN

# CHAIRMAN'S STATEMENT

## Good Morning Shareholders,

It gives me much pleasure as your Chairman to welcome you all to the 5th Annual General Meeting of Dannex Ayrton Starwin Plc.

I consider it a privilege to be addressing this meeting during which I will be sharing and highlighting the company's performance and various initiatives taken during the year under review.

Let me first remind our esteemed shareholders that the company celebrated its 5-years anniversary of our merger with the unveiling of a "DAS Plc @ 5" plaque in the latter part of the year 2024. This milestone reflects how the company has withstood the challenges of a merger given the fact that most mergers do not survive the first five years of existence. "Ayekoo" to all our stakeholders involved in the journey so far.

We are on course to meet shareholders' expectations of increased shareholder value. We are expanding into new markets, expanding our product portfolio and implementing several other strategic initiatives with a view to increasing profitability and making the business more beneficial to shareholders and more attractive to investors. Your robust confidence and continuous support have helped us to sustain and keep improving our performance.

The notice convening this meeting, Audited Annual Report and Directors' Report have already been shared with you, I shall take them as read with your kind permission.

## ECONOMIC OVERVIEW


Ghana's economic outlook outlined in the Government of Ghana's 2025 Mid-Year Budget Review, reflects cautious optimism anchored by ongoing fiscal reforms, improved macroeconomic indicators, and stronger external support.

The Ghanaian economy continued its recovery trajectory in 2024, recording a stronger-than-expected GDP growth of 5.7%, primarily driven by improved performance in the industrial and services sectors (World Bank, April 2025). This rebound was underpinned by the government's ongoing fiscal consolidation efforts, reforms supported by the IMF's Extended Credit Facility, and renewed confidence from development partners such as the World Bank (Reuters, July 2025).

However, economic growth is projected to moderate to between 4.0% and 4.3% in 2025 as tight fiscal and monetary conditions persist (IMF, April 2025; World Bank, April 2025). Inflation, although still high, is on a downward trend. It is projected to drop throughout 2025 from 23.8% at the end of 2024, to 9.4% in 2026. (World Bank, April 2025). The cedi has stabilised considerably, averaging about GHS10/USD by mid-2025, supported by improved foreign exchange reserves and a return of investor confidence in the local economy.

While macroeconomic stability has improved, the operating environment remains cautious. Interest rates remain elevated, liquidity is tight,





and consumer demand continues to recover slowly. These conditions, though challenging, present opportunities for companies with strong fundamentals and adaptable business models.

Looking ahead, the 2025 Mid-Year Budget Review signals a steady path toward economic recovery, projecting a hopeful outlook as Ghana continues to navigate tight fiscal conditions with a firm commitment to macroeconomic stability and structural reforms. According to the World Bank's overview of Ghana's economic outlook in 2025, key risks to the outlook include challenges in executing fiscal adjustments, high financing needs, and external pressures from global economic uncertainties.

### **BUSINESS PERFORMANCE**

Despite the prevailing challenging economic conditions, your company demonstrated resilience and delivered a strong performance in 2024. Despite liquidity constraints and high operating costs, we leveraged internal efficiencies, pricing strategies, and market positioning to sustain growth.

Revenue for the year reached GH¢173.1 million, a 22.7% increase over the previous year. This translated into a Profit After Tax of GH¢10.4 million, a 36.8% increase from the GH¢7.6 million recorded in 2023. Total assets also improved, rising from GH¢78.2 million in 2023 to GH¢100.8 million in 2024. Although liquidity pressures persist, our strategic focus and disciplined execution enabled a solid recovery and position us well for continued progress in 2025.

The pharmaceutical sector continues to experience some relief from easing import costs, driven by a stronger cedi and declining inflation, which is helping to reduce input cost pressures. However, limited access to affordable credit continues to pose a challenge to growth

and investment. More so, given the Ghana Food and Drugs Authority's requirement that all pharmaceutical companies become fully WHO cGMP compliant, an undertaking which requires significant capex.

Nonetheless, we continue to adapt proactively, seeking operational improvements and pursuing sustainable growth opportunities across our core business areas.

In 2025, with Ghana's improving economic outlook and in light of the government's mid-year budget emphasis on fiscal discipline, macroeconomic stability, and private sector support, we remain positive that our strong fundamentals and strategic adaptability will enable sustained growth and the ability to navigate ongoing challenges in the pharmaceutical sector.

### **DIVIDEND**

Prudent cash management is essential now as we enhance our infrastructure to comply with the Ghana Food and Drugs Authority regulations. Accordingly, the Board has decided not to declare a dividend for the financial year ended December 31, 2024.

### **CORPORATE GOVERNANCE**

Dannex Ayrton Starwin Plc recognizes the fact that strong Corporate Governance is vital for maintaining the company's viability and ensuring shareholder accountability.

The company has met all legal requirements and established a comprehensive Health, Safety, and Environment system to safeguard employees and the environment. It operates with integrity and ethics, fostering a culture of ethical conduct.

Furthermore, the company consistently employs effective operational controls to



protect shareholders' interests. As outlined in the Directors' responsibilities statement, it adheres to standard accounting practices to promote transparency and clear communication of information to its stakeholders.

### **BOARD COMPOSITION**

Good corporate governance is the responsibility of the Board of Directors. DAS Plc's Board has eight members: three Executive Directors, including the Chairman, and five Non-Executive Directors. Out of these, five are dependent directors, while the remaining directors are independent. The Chief Executive Officer, who is not the Chairman, is tasked with implementing the Board's strategies and decisions. The Board meets regularly to discuss company strategies and other important business topics.

### **BOARD COMMITTEES**

Dannex Ayrton Starwin Plc has established the mandatory Board Committees stipulated by SEC's 2020 Corporate Governance Code for listed companies. These include the Audit, Risk, Nominating, and Remuneration Committees. To support these committees, the Company has also created a Strategy & Finance Committee and a Human Resource Committee. Additionally, an ad-hoc Environmental, Social, and Governance (ESG) Committee has been established in accordance with the Ghana Stock Exchange's ESG reporting requirements for listed companies. All committees have formal terms of reference which are reviewed annually. In 2024, the committees held their scheduled meetings.

### **CODE OF BUSINESS ETHICS**

The Company has a Board Charter and a documented Code of Business Policies to guide the Board Members and all employees in fulfilling their duties. The code ensures that decision-making aligns with the company's values and principles.

### **INTERNAL CONTROL**

Dannex Ayrton Starwin Plc has implemented an efficient and robust internal control system for identifying risks. These controls are intended to provide reasonable assurance that the risks facing the company are controlled for its objectives to be achieved.

### **CORPORATE SOCIAL RESPONSIBILITY**

Dannex Ayrton Starwin Plc recognises its responsibility towards the community it operates in and is committed to making a positive community impact through its CSR initiatives. The company takes steps to continuously develop the skills of our employees, who are our most valued asset, and to engage with them more meaningfully.

DAS Plc supported the activities of various institutions and establishments in the areas of health, education, and community development with donations of its products. For example, it partnered with Xoesse Ghana, an NGO working in reproductive health care, to distribute free Ferrodex Iron tablets to pregnant women in selected health institutions across the country. Feedback from the Medical Officers in charge was positive and encouraging. Pregnant women suffering from anaemia saw their blood levels restored to the required standard.

The company's internship programme for students from various tertiary institutions, notably KNUST, UDS and UCC, also continued earnestly.

### **2025 OUTLOOK**

The pharmaceutical industry plays a vital role in economic development and offers promising growth opportunities. Dannex Ayrton Starwin Plc. is well positioned to leverage these opportunities due to the technical expertise of our staff and their commitment to excellence.





We are aware of the economic challenges and uncertainties that may arise, but we remain steadfast in overcoming these obstacles by staying true to our core values. The company is focused on driving operational efficiency, improving its profit margin, and freeing up cash to ensure adequate liquidity for its operations. DAS Plc is committed to continuing its investment efforts to strengthen the equity of its brands, renew key assets, and enhance the skills and capabilities of its employees. We are confident that our strategic initiatives, combined with our capabilities, will sustain growth and success, ensure sustainability and create long-term value for our stakeholders. I want to assure you that the leadership team is fully committed to guiding our organisation towards continued success and growing DAS Plc into a top pharmaceutical company in the near future. We will work tirelessly to harness the talents and expertise of our team members, utilise the latest technologies and innovations, and build strong partnerships with key stakeholders.

### **ACKNOWLEDGEMENT**

In conclusion, I would like to convey my sincere thanks to my fellow Board Members for their contributions and guidance to the company toward a path of sustainable growth.

I also extend an arm of gratitude to the management team and all employees for their collective efforts in ensuring the success and continuity of our business.

Last but not the least, I would like to thank you our Shareholders for your ongoing trust, loyalty and support, our Regulators, Customers, Bankers and Legal Team for their unwavering support of the DAS Plc brand. I have every confidence in DAS Plc's ability to deliver.

Thank you for your time and attention.

I look forward to your continued support as we embark on the next phase of our journey.

**NIK AMARTEIFIO**  
**Board Chairman**

# RES-Q

Neutralizes Acidity **Without**  
Causing Diarrhoea **or** Constipation

Treats stomach upsets fast



**DANNEX AYRTON STARWIN PLC**



2024 AGM

13

## Introductory Report of the Board of Directors of

# DANNEX AYRTON STARWIN PLC FOR THE YEAR ENDED 31ST DECEMBER 2024

The Board of Dannex Ayrton Starwin PLC (“DAS PLC”) has nine members who bring to the table, their expertise and vast experience in industry, management, financial and capital markets. Of the nine (9) members, three are Executive Directors and the other six are Non-Executive Directors. In carrying out its duties, the Board engages in discourse to ensure that the decisions it makes are well informed, in order to steer and keep DAS PLC on a strategic path to improved performance. The Board keeps under surveillance, the activities of the Executive Committee and engages management on matters of concern. The Board Charter sets out in detail the obligations of the Board and contains various provisions relating to regulatory matters.

Improving shareholder value is a key objective of DAS PLC and therefore, extensive efforts are made to ensure compliance with good corporate governance practices. Fairness, accountability and transparency are not compromised when the company engages in transactions. Deliberate efforts are made to satisfy various statutory and regulatory requirements.

Pursuant to regulatory requirements and to effectively perform its obligations, the Board has constituted various Committees, which have been assigned specified roles. These Committees are namely:

- The Nominating Committee
- The Risk Committee
- The Audit Committee
- The Remuneration Committee
- The Finance and Strategy Committee
- The Human Resources Committee
- The Environmental, Social and Governance Committee

The Securities and Exchange Commission’s Code for Corporate Governance mandates that Committees appointed by the Board operate under Terms of Reference. These outline their composition, mandate, responsibilities, and meeting and reporting duties. Typically, these Committees develop policies and propose relevant recommendations to the Board for approval and implementation. They also supervise the Board’s execution of these policies and can intervene with additional suggestions if required. Members of the Executive Committee (“ExCo”) and senior management are invited to attend meetings as needed to provide reports on various issues.

Pursuant to prevailing trends and in its bid to comply with regulatory requirements, the Board constituted the Environmental, Social and Governance Committee (“ESG Committee”) in 2024. The mandate of the ESG Committee is to implement a system of ESG Reporting within the DAS PLC framework. Having been newly constituted, the ESG Committee is gearing up to



carry out substantive work. The Chairperson has together with some ExCo members engaged in talks with some resource persons to seek further guidance on the implementation of ESG Reporting.

In the spirit of compliance with good governance practices, the members of the Board recently participated in an evaluation exercise of their performance at various levels, i.e. Self-Evaluation, Peer Evaluation, Committee Evaluation and Board Evaluation. This is aimed at enhancing the efficiency and effectiveness of the Board in the performance of its functions and obligations.

The Board meets quarterly, and additional meetings may be called at the instance of the Chairman where it is deemed necessary to conduct business. Over the course of the year ended 31st December 2024, ten (10) Board meetings were held and extensive discussions were had. Notices for the various meetings were prepared by the Company Secretary setting out the agenda and circulated to all members of the Board in advance of each meeting. The Secretary also recorded minutes at the meetings, which were reviewed and duly approved by the Board at subsequent meetings.

Where applicable, approvals were given in respect of recommendations by the Committees and the respective resolutions were passed by the Board. The Committees also reported to the Board on their activities on a quarterly basis to ensure that the Board is fully aware of any developments, as well as the extent to which its delegated functions are being carried out by the Committees.

Key business conducted by the Board in the year ended 31st December 2024 include:

- The review and approval of the quarterly Unaudited Financial Statements
- The review and approval of the 2023 Audited Financial Statements
- The quarterly review of DAS PLC's Business Performance
- The review and approval of the Work Plans of the various Committees
- The constitution of an Environmental, Social and Governance Committee
- The annual review and approval of the Terms of Reference for the various Committees
- The annual review and approval of the DAS PLC Board Charter
- The review of quarterly reports of the various Committees
- The review of DAS PLC's intellectual property and approval of relevant renewals
- The review of outstanding corporate governance actions

## SUB-COMMITTEE REPORTS REMUNERATION COMMITTEE

Report of the Remuneration Committee of the Board of Directors of  
**DAS PLC FOR THE YEAR ENDED 31ST DECEMBER 2024**

---

### **Membership of the Remuneration Committee**

1. Mr. Alex Bonney (Chairman)
2. Madam Amarteorkor Amarteifio
3. Mr. Moritz Acquah
4. Mr. Daniel Kissi
5. Mr. Henry Ocansey

### **Mandate and responsibilities**

The Committee's primary duty is to recommend a Remuneration Policy to the Board for Directors and such members of senior management as the Board may determine. This is what is prescribed under the Securities and Exchange Commission's Code for Corporate Governance. The Committee is further mandated to oversee the implementation of the Remuneration Policy. The Committee's Terms of Reference provide various guidelines provided by the Securities and Exchange Commission's Code for Corporate Governance. It contains provisions relating to the provision of advice and assistance to the Board on issues relevant to the remuneration of Directors and members of management's Executive Committee (ExCo), by using market benchmarks to determine salary levels for Directors, retain and motivate Directors, and ensure that the business can attract experienced and distinguished Directors in order to maximize the value of the Company for shareholders.

Where necessary, the Remuneration Committee may proffer recommendations or provide guidance to the Human Resource Committee on issues relating to the remuneration of other employees of the Company.

Overseeing the implementation of the Remuneration Policy by the Board also falls within the mandate of the Committee. The Committee remains mindful that DAS PLC maintains compliance with remuneration governance guidance and frameworks in the light of prevailing developments.

### **Meetings and Activities**

The Committee met twice in the course of the year to conduct business. Prior to each meeting, Notices and relevant documents were circulated by the Secretary to all members. The Secretary also recorded minutes at the said meetings. The Committee reviewed and approved these minutes at subsequent meetings. Pursuant to its Terms of Reference, the Committee provided reports on its discussions to the Board and made recommendations where necessary.

In the year ended 31st December 2024, the business conducted by the Remuneration Committee includes the following:

- Review and assignment of corporate governance actions
- Drafting of the Committee's Work Plan for 2024.
- Annual review of the Terms of Reference for the Remuneration Committee

**Signed**  
**Alex Bonney**  
**Chairman**  
**Remuneration Committee**



## HUMAN RESOURCES COMMITTEE

### Report of the Human Resources Committee of the Board of Directors of **DAS PLC FOR THE YEAR ENDED 31ST DECEMBER 2024**

---

#### **Mandate**

The HR Committee as constituted by the Board, is tasked to provide management with guidance relating to the human resources of the Company. Accordingly, the HR Committee has the responsibility of recommending a Human Resources Management Strategy, as well as related Policies and Procedures to the Board for approval. The Committee is also required to oversee the implementation of these strategies, policies and procedures by the Board.

The Terms of Reference of the Committee contain provisions on its membership, general scope of work, obligations as well as reporting duties.

The HR Committee's goal is to safeguard the human capital of DAS PLC and to ensure that they are able to adequately function in their assigned roles. The maximisation of their potential is key to the success of the Company. The Committee remains committed to retaining the best human capital in a bid to improve the company's performance. For that reason, the HR Committee recognises that the Company's remuneration strategies and policies must be sufficiently attractive to ensure that the employees remain motivated.

The Committee aims to promote rewarding the high performance and diligence of employees because it is a guaranteed means of enhancing the Company's operations.

#### **Meetings, Activities and Reporting**

Three meetings of the Committee were held in the year ended 31st December 2024.

The Secretary in accordance with practice, circulated to all members, Notices and relevant documents in advance. Minutes were also recorded by the Secretary at these meetings. At subsequent meetings, the minutes were reviewed and approved by the Committee.

As prescribed under the Committee's Terms of Reference, reports on its meetings and discussions held were submitted to the full Board for consideration

Highlights of discussions at the Committee's meetings include:

- Review of some HR related policies
- Review of Draft Gender Policy
- Review and assignment of corporate governance actions
- Drafting of the Committee's Work Plan
- Consideration and approval of the upward review of the basic salary of Management and General Staff
- Annual Review of the Terms of Reference for the HR Committee

As Chairman of the Committee, I express that the Committee is committed to working hand in hand with Management to achieve improved conditions of service and optimize gains from the efforts of the workforce.

**Signed**  
**Alex Bonney**  
**Chairman**  
**HR Committee**



## FINANCE AND STRATEGY COMMITTEE

### Report of the Finance and Strategy Committee of the Board of Directors of **DAS PLC FOR THE YEAR ENDED 31ST DECEMBER 2024**

#### **Committee Membership**

The members of the Finance and Strategy Committee for the reporting period were:

1. Mr. Benjamin Agyeman (Chairman)
2. Mr. Moritz Acquah
3. Mr. Daniel Kissi
4. Mr. Henry Otu Ocansey
5. Dr. Barima Afrane

#### **Mandate and Responsibilities**

The Finance and Strategy Committee is mandated to formulate and recommend finance policies, strategic plans, and business initiatives aimed at improving the financial performance of DAS PLC. The Committee operates under a Board-approved Terms of Reference, which outlines its responsibilities, membership, and reporting obligations.

The Committee is responsible for reviewing the Company's annual budget and operational plan, prepared by Management, prior to submission to the Board for approval. It also monitors performance against financial and resource objectives, compares actual outcomes with planned targets, and oversees both capital and operational expenditures.

Additionally, the Committee reviews unplanned or unbudgeted expenditures and advises the Board on any financial or resource implications. In partnership with Management, the Committee assesses the financial impact of operational changes arising from restructuring, acquisitions, or disposals.

The Committee also monitors the implementation of the Company's financial strategy, assesses the impact of new accounting

standards and regulations, and annually reviews procurement and internal control procedures to ensure value for money. Furthermore, it supports continuous improvement by reviewing progress on internal and external audit recommendations.

#### **Meetings and Key Activities**

In 2024, the Committee convened nine times. Key areas reviewed included:

- Quarterly, Half-Year, and Full-Year Unaudited and Audited Financial Statements
- 2023 Audited Financials and Business Performance
- Major transactions and facility offers
- 2024 Budget
- Committee's Terms of Reference
- Intellectual Property matters

The Committee also reviewed the Company's Annual Report and financial statements for consistency with information provided during the year and advised the Board accordingly. Following each meeting, a formal report was submitted to the Board summarising discussions and recommendations.

The Committee extends its appreciation to Management for the timely submission of reports and to Committee members for their commitment and valuable input throughout the year.

**Signed**  
**Benjamin Agyeman**  
**Chairman**  
**Finance and Strategy Committee**

# AUDIT COMMITTEE

Report of the Audit Committee of the Board of Directors of

## DAS PLC FOR THE YEAR ENDED 31ST DECEMBER 2024

### Membership of the Audit Committee

1. Mr. Moritz Acquah (Chairman)
2. Mr. Benjamin Agyeman
3. Dr. Barima Afrane
4. Mr. Daniel Kissi
5. Mr. Henry Ocansey

### Introduction

The Audit Committee was constituted by the Board of Directors to maintain oversight on the integrity of the accounting and financial reporting systems of the Company. This responsibility extends to the review of the quarterly and year-end financial statements, the superintendence over the appointment and work of the external auditor and related matters. In essence, the Audit Committee is regarded as a link between the Board and its external auditor. As regards the internal audit function, the Committee periodically reviews the adequacy of internal controls and compliance with policies, laws, the code of ethics and business practices.

### Functions and Responsibilities

The Audit Committee is governed by its Terms of Reference, which fully sets out its duties.

The Committee is mandated to review the financial statements of DAS PLC, both audited and unaudited. Additionally, the Committee's focus is on accounting policies and practices, the going concern assumption, any significant adjustments arising from audits, and compliance with the IFRS Accounting Standards and other legal requirements.

It is also the duty of the Audit Committee to review the scope, adequacy, capacity, functions, effectiveness and resources of the internal audit function. This is relevant because it guarantees that the internal audit function is adequately provided with the necessary authority to perform its duties. The internal audit programme and its reports are periodically reviewed by the Committee and subsequently, the Committee ensures that the internal audit recommendations are implemented by Management.

In relation to external audits, the Audit Committee considers and approves the appointment of the external auditor and related fees, and where necessary, the resignation or dismissal of the external auditor. Engagements are held between the Audit Committee and the external auditor to consider its qualifications and decide the nature and scope of audits. In the event that any issues arise from the interim and final audits, joint efforts are made to thoroughly resolve any discrepancies.

Where necessary, the Audit Committee makes recommendations to the Board to ensure that well informed decisions are taken in respect of auditing.

### Meetings, Activities and Reporting

The Committee held five meetings over the 2024 financial year and all members were in attendance on all occasions. At four of these meetings, the Risk and Compliance Officer was in attendance to deliver reports/presentations to the Committee.

On a quarterly basis, the Audit Committee reported on its tasks and the outcomes of its meetings to the Board.

Highlights of the Committee's activities include:

- The review of quarterly Internal Audit Reports;
- The review and approval of the 2024 Audited Financial Statements;
- The review of the SEC Corporate Governance Status;
- The annual review of the Committee's existing Terms of Reference;
- The drafting and approval of the Committee's Work Plan for 2024.

I am pleased to state that the targets set in the Committee's 2024 work plan were largely met.

**Signed.**  
**Moritz Acquah**  
**Chairman**  
**Audit Committee**



## RISK COMMITTEE

### Report of the Risk Committee of the Board of Directors of DAS PLC FOR THE YEAR ENDED 31ST DECEMBER 2024

#### Committee Membership

The Risk Committee was composed of the following members during the reporting period:

1. Mr. Benjamin Agyeman (Chairman)
2. Dr. Barima Afrane
3. Mr. Moritz Acquah
4. Mr. Daniel Kissi
5. Mr. Kwasi Yirenkyi
6. Mr. Henry Ocansey

#### Mandate and Responsibilities

The Risk Committee was established in accordance with the Securities and Exchange Commission's Code for Corporate Governance, to oversee DAS PLC's risk management function and ensure robust governance and control across the Company.

The Committee is responsible for advising the Board on the Company's overall risk strategy, having due regard to DAS PLC's values, applicable regulatory frameworks, and emerging risk trends. Areas of oversight include operational, financial, compliance, conduct, reputational, and strategic risks, with a focus on identifying and mitigating both current and emerging threats.

In collaboration with Management, the Committee continuously monitors the effectiveness of the Company's risk policies and ensures alignment with the broader strategy of the Board. The Committee is further charged with maintaining and reviewing the Risk Management Framework and ensuring adherence to statutory and regulatory requirements.

Where necessary, the Committee evaluates the risk implications of major transactions and initiatives, reviews any material breaches of risk limits, and ensures appropriate remedial actions are implemented. The integration of risk management objectives into compensation structures also falls under its purview.

The Committee considers and approves risk disclosures for inclusion in the annual report and

submits formal recommendations to the Board where appropriate.

#### 3. Meetings and Key Activities

The Committee held four meetings during the 2024 financial year, each meeting achieving quorum. The internal Risk and Compliance Officer attended all meetings and provided comprehensive reports on risk-related matters.

Meeting materials were circulated to members in advance by the Secretary, and minutes were duly recorded and ratified.

Key matters reviewed during the year included:

- Quarterly risk management reports
- Risk Appetite Statement
- Business Continuity Plan
- 2024 Risk, Compliance and Internal Audit Plan
- Annual review of the Committee's Terms of Reference
- Corporate governance review
- Approval of the Committee's Work Plan

In line with its Terms of Reference, the Risk Committee reported to the Board on a quarterly basis.

#### Conclusion and Acknowledgements

In my view, the reports and presentations provided by the Risk and Compliance department throughout the year were thorough and of a high standard. I wish to commend the team for their diligence and professionalism.

The Committee remains fully committed to its oversight responsibilities and will continue to support the Board in identifying, managing, and mitigating risk across all areas of DAS PLC's operations.

**Signed**  
**Benjamin Agyeman**  
**Chairman, Risk Committee**

# NOMINATING COMMITTEE

## Report of the Nominating Committee of the Board of Directors of DAS PLC FOR THE YEAR ENDED 31ST DECEMBER 2024

### Introduction

The Nominating Committee of the Board of Directors is one of the Committees mandatorily constituted per the Code of Corporate Governance by the Securities and Exchange Commission. It has as its main responsibility, the recommendation of a Nominating Policy and the development of a Succession Plan for the Chief Executive Officer and other senior executive officers, as determined by the Board. In order to carry out this function, the Committee oversees the recruitment and succession planning for the Board and Senior Management, i.e. the Executive Committee (ExCo).

### Mandate

The Securities and Exchange Commission has also provided guidance on the Committee's responsibilities in accordance with Corporate Governance. Further, the Board approved Terms of Reference for the Committee to govern its activities. The Terms of Reference govern the Committee's activities by stipulating its functions, obligations, reporting and other relevant duties.

### Membership of the Nominating Committee

1. Mr. Kwasi Yirenkyi (Chairman)
2. Madam Amarteorkor Amarteifio
3. Mr. Alex Bonney
4. Mr. Moritz Acquah

### Meetings, Activities and Reporting

Over the year ended 31st December 2024, the Committee met twice with all members in attendance to conduct extensive business. Per regulations and practice, the Board Secretary prepared and circulated Notices

for the meetings, setting out the agenda and subsequently sent to all members prior to each meeting. Minutes were also recorded by the Secretary at the meetings.

In accordance with its Terms of Reference, the Committee reported to the Board on the extensive business it had conducted at its meetings. Notable business conducted by the Nominating Committee includes:

- Drafting of Gender Policy
- Review of various Evaluation Forms for Directors, Committees and Board
- Review of Presentation on Directors' Induction Programme
- Recommendations on Membership of the Environmental Social and Governance Committee
- Review and assignment of corporate governance actions
- Overseeing the recruitment of a new Chief Human Resource Officer
- Annual Review of Nominating Committee's Terms of Reference

In my estimation, the Committee was able to complete a considerably good amount of work over the year. We are hopeful and committed to tick more boxes in the year 2025.

### Signed

**Kwasi Yirenkyi**

**Chairman**

**Nominating Committee**

# REPORT OF THE DIRECTORS TO THE MEMBERS OF DANNEX AYRTON STARWIN PLC

---

The Directors present their report and the financial statements of Dannex Ayrton Starwin Plc (the Company) for the year ended 31 December 2024.

## **DIRECTORS' RESPONSIBILITY STATEMENT**

The Directors are responsible for the preparation of the financial statements, that give a true and fair view of Dannex Ayrton Starwin Plc (DAS Plc) comprising the statement of financial position at 31 December 2024, and the statements of profit or loss and other comprehensive income, changes in equity and cash flows for the year then ended, and the notes to the financial statements, which include a summary of material accounting policies and other explanatory notes in accordance with IFRS Accounting Standards including the Hyperinflation Directive issued by the Institute of Chartered Accountants, Ghana and in the manner required by the Companies Act, 2019 (Act 992). In addition, the Directors are responsible for the preparation of the report of the Directors.

The Directors are also responsible 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, and for maintaining adequate accounting records and an effective system of risk management.

The Directors have made an assessment of the ability of the Company to continue as a going concern and have no reason to believe that the business will not be a going concern in the year ahead.

The Auditor is responsible for reporting on whether the financial statements give a true and fair view in accordance with the applicable financial reporting framework.

## **NATURE OF BUSINESS**

The Company is registered to carry on the business of manufacturing, importing and selling of pharmaceutical products. There was no change in the nature of business of the company during the year.

## **OBJECTIVES OF THE COMPANY**

The objective of the Company is to care for life with brands, products and services which significantly reduce disease burden and promote good health and vitality.

## **SHAREHOLDING STRUCTURE**

Dannex Ayrton Starwin Plc is 60% owned by Equatorial Cross Acquisitions Limited (ECA), 17% owned by Social Security and National Insurance Trust (SSNIT). The remaining 23% is owned by a number of individual shareholders.



## FINANCIAL STATEMENTS/ BUSINESS REVIEW

The financial results of the Company for the year ended 31 December 2024 are set out in the financial statements, highlights of which are as follows:

	<b>GHS</b>
Profit before tax	14,423,355
Profit after tax	10,407,411
Total assets	100,807,643
Total liabilities	74,050,206
Total equity	26,757,437

The Directors do not recommend the payment of dividend.  
The Directors consider the state of the Company's affairs to be satisfactory.

### PARTICULARS OF ENTRIES IN THE INTERESTS REGISTER DURING THE FINANCIAL YEAR

Directors' interests in contracts and proposed contracts with the Company, as recorded in the Interests Register in compliance with sections 194(6), 195(1) (a) and 196 of the Companies Act 2019, (Act 992), during the year were as follows:

<b>Name of Director</b>	<b>Nature of Contract</b>	<b>Contract Amount</b>	<b>Contract Duration</b>
Alex Bonney	HR consultancy services	GHS 8,081/month	1 year
Benjamin Agyeman	Financial consultancy services	USD 1,000/month	1 year

### RELATED PARTY TRANSACTIONS

Information regarding Directors' interests in equity shares of the Company and remuneration is disclosed in Note 25 to the financial statements. The Board Chairman owns 100% shares in Equatorial Cross Acquisitions, which holds 60.04% shares of Dannex Ayrton Starwin Plc. Other than service contracts, no Director had a material interest in any contract during the year. Related party transactions and balances are also disclosed in Note 25 to the financial statements.

### CORPORATE SOCIAL RESPONSIBILITY AND CODE OF ETHICS

Dannex Ayrton Starwin Plc, in the year under review, contributed a total of GHS 54,076 (2023: GHS 61,528) to various institutions and organizations across the country. Notable beneficiaries included the Lady Pharmacists Association of Ghana for its anniversary celebration, the Homowo festival, UNMISS Ghanbatt 12 of the Ghana Armed Forces, the Prison Service, the Fire Service, Our Lady of Mercy Catholic Church, Aggrey Memorial School, and the Graft Foundation.

An extract of the Company's Code of Ethics can be found in Appendix 1.



## FINANCIAL STATEMENTS/ BUSINESS REVIEW - CONT'D

Executive	Qualification	External Board and Management Position
Nik Amarteifio	<ul style="list-style-type: none"> <li>• BA Economics (Wesleyan University)</li> <li>• MBA – Finance and Marketing (Harvard Business School)</li> </ul>	External board and management position Board Member, N.F.B Company Limited Board Member, Omni Media Company Limited Board Member, Yaro Capital Ghana Limited Chairman, Equatorial Cross Acquisitions Limited Vice Chairman, Ghana Agro Foods Company (GAFCO)
Daniel Apeageyi Kissi	<ul style="list-style-type: none"> <li>• BSc (Hons) Mechanical Engineering (Kwame Nkrumah University of Science and Technology)</li> </ul>	None
Henry Otu Ocansey	<ul style="list-style-type: none"> <li>• EMBA in Finance (University of Ghana)</li> <li>• Bsc. Admin. in Accounting/Finance (GIMPA)</li> </ul>	None
Non-Executive		
Alex K. Braye Bonney	<ul style="list-style-type: none"> <li>• Dip. Regulatory Economics (University of Florida, USA)</li> </ul>	Governing Council Member, University of Education, Winneba
Dr. Barima Afrane	<ul style="list-style-type: none"> <li>• BSc Chemistry (MCL)</li> <li>• PharmD (University of Southern California)</li> </ul>	Board Member, Gulf Integrated Biochemical Solutions Limited Board Member, Entrance Pharmaceuticals & Research Centre
Amarteorkor Amarteifio	<ul style="list-style-type: none"> <li>• Dip. Social Work (School of Social Work, Darmstadt, Germany)</li> <li>• BA Social Work (McGill University School of Social Work in Montreal Canada)</li> <li>• MA Social Work (McGill University School of Social Work Montreal Canada)</li> </ul>	Chairman, Omni Media Company Limited President of the Artistic Committee of the Abidjan Market for the Performing Arts (MASA) Policy Consultant, Design & Technology Institute, Accra. Programs Consultant to the Ga Mantse
Kwasi Yirenkyi	<ul style="list-style-type: none"> <li>• Post Graduate Diploma in Management &amp; Micro Enterprise Development (Southern New Hampshire University, USA)</li> <li>• Bsc. in Administration (George Mason University, Fairfax Virginia, USA)</li> </ul>	Board member – SSNIT Guest House Board member – Opportunity International Savings and Loans Limited
Benjamin Agyeman	<ul style="list-style-type: none"> <li>• MBA (Columbia Business School in New York, USA)</li> <li>• B. Eng. (Hons) Electronic/Electrical Engineering (South Bank University, London)</li> </ul>	CIO & Managing partner – Yaro Capital Board Member – Ghana Climate Innovation Center
Moritz Acquah	<ul style="list-style-type: none"> <li>• Chartered Institute of Management Accountants (CIMA)</li> </ul>	Managing Director, Ghana Agro Food Company Limited (GAFCO)

Profile of  
**DANNEX AYRTON STARWIN PLC (DAS PLC)**  
**DIRECTORS**



## MR. NIK AMARTEIFIO

### CHAIRMAN



Mr. Nik Amarteifio holds the position of Chairman and majority shareholder at Equatorial Cross Acquisitions Limited (ECA), an investment holding firm with significant stakes in Dannex Ayrton Starwin Plc and Omni Media, which owns Citi FM and the Globe Newspaper. Additionally, he serves as Vice Chairman of Ghana Agro Foods Company Limited (GAFCO).

In his capacity as Board Chairman, Mr. Amarteifio focuses on steering strategic direction and ensuring effective governance across the Board and its Committees, adhering to the highest standards of corporate governance. His vision includes positioning Dannex Ayrton Starwin Plc as a globally recognized leader in healthcare delivery.

Mr. Amarteifio brings extensive entrepreneurial experience, having been involved in numerous domestic and international transactions across diverse industries such as mining, real estate, telecommunications, and oil and gas. Through ECA, he has held Executive Board positions in companies like International Gold Resources (1992-1996), Magnesium Alloy Company Limited (1998-1999), and African Selection Company (1998-2011). Previously, he served as Marketing Manager at Nestle Ghana (1975-1979) and was a member of the Ghana Investors Advisory Council (2001-2008), advising former President John A. Kufour on foreign direct investment strategies. He also held the role of Lead Director on the Board of Bank of Ghana (2001-2008).

Mr. Amarteifio earned his Bachelor's degree in Economics from Wesleyan University in 1970 and an MBA specializing in Finance and Marketing from Harvard Business School in 1973..



## **MR. DANIEL APEAGYEI KISSI**

**CHIEF EXECUTIVE OFFICER**



Daniel has over 34 years' work experience, with over 12 years' experience in the Pharmaceutical industry. He has extensive experience in Business Transformation, Mergers & Acquisitions, Business Leadership, General Management, Manufacturing & Supply Chain Management, Engineering, Quality, Health, Safety and Security Management.

Daniel worked with Unilever for over 21 years during which he held various leadership positions in Ghana, Kenya and South Africa where he was Operations Excellence Director of Unilever South Africa. Prior to this role, he held a Regional Director role with responsibilities across the Africa, Middle East and Turkey Region. Daniel joined Adcock Ingram of South Africa in 2012 and was appointed Managing Director of Ayrton Drug Manufacturing Ltd (Adcock Ingram's Ghanaian subsidiary) in December 2012. He is currently the Chief Executive Officer of Dannex Ayrton Starwin Plc.

## **MR. HENRY OTU OCANSEY**

**CHIEF FINANCE OFFICER**



Henry Otu Ocansey holds an Executive MBA in Finance (University of Ghana) and B.Sc. Admin in (Accounting & Finance) from (GIMPA). Henry joined Dannex in 2000, as a Management Accountant and was appointed Chief Accountant in 2004, and Head of Finance in 2006.

Prior to him joining Dannex Limited he worked with Pharmaplast Limited initially as a Cost Accountant and later as a Management Accountant. He is a seasoned, experienced executive in the General Management field, an Accountant with a background in Commercial, Audit Management and Finance.

## MR KWASI YIRENKYI

**MEMBER**



Mr. Kwasi Yirenkyi has served as Managing Director of Starwin Products Limited, the first Pharmaceutical Company listed on the Ghana Stock Exchange between November 2007 and July 2015. Prior to that, he was a Non-Executive Director of the Company between March 2005 and November 2007.

Mr. Yirenkyi became the Chief Corporate Affairs Officer of Dannex Ayrton Starwin Plc when the company was formed in 2019. He was the treasurer of the Pharmaceutical Manufacturers Association of Ghana, for a period of eight years ending in 2019. He has about 20 years of business operations experience in General Management and Leadership.

Mr. Yirenkyi was a Senior Corporate Manager with Merchant Bank Ghana Limited, now Universal Merchant Bank, for eight years. He was responsible for managing portfolios in the Public Sector, among other areas in the bank. He has had further employment with Deloitte and Touche Consulting West Africa, as a Management Consultant.

He is a Fellow of the African Board Fellowship program instituted by Accion International in Cape Town, South Africa. He is part of the Corporate Governance for Business Executives program organized by Quest Frontier in Dubai. In addition to DAS Plc, he has held board positions at the Opportunity International Savings and Loans Limited and the SSNIT Guest House Company Limited. He is a product of George Mason University and the Southern New Hampshire University, both in the United States of America



## MR. ALEX BONNEY

**MEMBER**



Mr. Kobina Alex Bonney served as the President of the Organization of Trade Unions in West Africa (OTUWA) and Chairman of the Ghana Trades Union Congress from 1992 to 2012.

As a Unionist, he is an expert in mediation and arbitration and has worked around the world on labor issues making him more relatable to Dannex Ayrton Starwin Plc's vision of becoming an internationally recognized and leading brand in the delivery of healthcare needs. Mr. Bonney holds a Diploma in Regulatory Economics from the University of Florida, USA.

## DR. BARIMA AFRANE

**MEMBER**



With his distinctive background as a renowned Pharmacologist with many years of experience as a Lecturer and Medical Advisor in the US and some Middle Eastern countries, Dr. Afrane relates well to Dannex Ayrton Starwin Plc's vision of becoming an internationally recognized and leading brand in the delivery of health needs. In his contribution to Dannex Ayrton Starwin Plc's Board, he seeks to bring a wealth of his experience in the design of solutions to matters of pharmaceutical innovation and application.

Currently, Dr. Afrane is Dean at Entrance University College of Health Sciences. He was previously a Senior Lecturer and Head of Department at the University of Ghana School of Pharmacy. He holds a PharmD from the University of Southern California and a Degree in Chemistry from the University of New York.



## MS. AMARTEORKOR AMARTEIFIO

MEMBER



Ms. Amarteorkor Amarteifio was first appointed to the Board in 2015. Ms. Amarteorkor Amarteifio holds a Bachelor's and a Master's Degree in Social Work from the McGill University School of Social Work in Montreal, Canada. She also holds a Diploma in Social Work from the School of Social Work in Darmstadt, Germany.

Ms. Amarteorkor Amarteifio is currently the Chairperson of Omni Media, past director of the National Theatre of Ghana and past President of the International Artistic Committee of the Abidjan market for the Performing Arts (MASA) in Cote D'Ivoire, where she created a forum for African artists, and other performing arts professionals from the diaspora to network, present, perform, and discover new talents.

As member of the International Network for Cultural Diversity (INCD), Past Chairperson and Vice Chairperson of the Arterial Network, the leading civil society network in the creative industries in Africa, she assisted in building support for the principles and objectives of the UNESCO Convention on cultural diversity, contributed to the ratification process, and worked to make it effective. She also assisted in ensuring that African creative civil society has a voice in international cultural fora dealing with policy, funding, strategic and related matters.

She is a Policy Consultant and expert in the Creative Industries at the Design & Technology Institute, a private sector Technical and Vocational Education and Training (TVET) institution with a pioneering dual-TVET system featuring a "Production School." She assisted in creating activities, infrastructure and supportive systems for young people to acquire soft skills needed for the future of work in the country. Her work includes creating an ecosystem that requires deliberate collaborative efforts between the public sector, Industry, and academia as

the key to galvanizing policies on Youth and employment. This activity led to the approval by Cabinet of Ghana's first National Quality Policy with a specific section on "Precision Quality" and the role of Precision Quality in improving Small and Medium Scale Enterprises as well as the informal sector (Section 6.2.1 of the National Quality Policy). In addition, the Ghana Standards Authority Bill was approved by the Parliament of the Republic of Ghana in June 2022 as the Ghana Standards Authority Act, 2022, Act 1078 on 30th June 2022 making it law.

As consultant to King Tackie Teiko Tsuru II, Ga Mantse of the Ga State, she created a Manifesto for the Ga State. She also created a concept for the Ga Mantse Foundation whose mandate is to improve the quality of life within Gadangme allowing the people to thrive and for their communities to flourish. The Ga Mantse Foundation has established partnerships and networks with organizations, businesses, foundations and Governments in Ghana and abroad as a key element in the Foundation's approach to advance its mandate.

She is a Creative Industry Specialist for the National Development Planning Commission, Researching and Organizing within the Cultural and Creative industry communities to provide content for the:

Medium Term National Development Policy, Agenda for Jobs II- 2022-2025, Medium Term National Development Policy Agenda for Job I - 2018-2021, Ghana Shared Growth and Development Agenda II -2014-2017

Ghana shared Growth and Development Agenda I-2010 -2013, Growth and Poverty Reduction Strategy II - 2006-2009, Ghana Poverty Reduction Strategy - 2002 -2005.



## MR. BENJAMIN AGYEMAN

**MEMBER**



Mr. Benjamin Agyeman has over 25 years of work experience in the Financial Industry, particularly in Private Equity/Venture Capital, Mergers and Acquisitions and Project Finance in developing markets.

He was Managing Director of MPC Capital AG (Hamburg), a Germany based global Private Equity Manager of real assets, with assets under management of over 4bn euros. He is an extensive experience in Equity and structured investments as well as infrastructure transactions. He is a former Venture Capital Investment Director at Gulf Finance House, based in the Kingdom of Bahrain in the Middle East. Before that, Benjamin was an Investment Banker at UBS AG and prior to that a Technology Business Analyst at Lehman Brothers International. He is currently Advisory Board Member of the Ghana Climate Innovation Centre and Senior Advisor to Kreen Energy Ltd, UK.

He holds an MBA from Columbia Business School in New York, USA and a B.Eng. (Hons) Electronic/ Electrical Engineering from London South Bank University in the UK.

## MR. MORITZ ACQUAH

**MEMBER**



Mr. Acquah is an Accounting and Finance Professional with over 20 years work experience in the industry. He is currently the Managing Director of Ghana Agro Food Company Limited (GAFCO) a role he has successfully and efficiently held since 2012. Prior to this, he had worked in Ghana with the African Concrete Products Ltd (ACP) as Finance Controller. He also worked in the United Kingdom with Waltham Forest Housing Ltd as Finance Director, Tower Hamlets Housing Ltd as Finance Controller, Springboard Housing Ltd as Financial Services Manager, and the University College London Hospitals, Whittington Hospital and Newham Health Authority as Financial Systems Accountant, Cost Accountant, and Assistant Management Accountant respectively. He brings to the Board a vast wealth of experience in the Accounting and Finance fields.



# KOFFEX

Symptomatic relief from productive and dry cough



**Relieves, Clears and Soothes  
Irritation in Chesty Coughs**



**DANNEX AYRTON STARWIN PLC**

Profile of  
**DANNEX AYRTON STARWIN PLC (DAS PLC)**  
**MANAGEMENT**



## **MR. DANIEL APEAGYEI KISSI**

**CHIEF EXECUTIVE OFFICER**

---



Daniel has over 34 years' work experience, with over 12 years' experience in the Pharmaceutical industry. He has extensive experience in Business Transformation, Mergers & Acquisitions, Business Leadership, General Management, Manufacturing & Supply Chain Management, Engineering, Quality, Health, Safety and Security Management.

Daniel worked with Unilever for over 21 years during which he held various leadership positions in Ghana, Kenya and South Africa where he was Operations Excellence Director of Unilever South Africa. Prior to this role, he held a Regional Director role with responsibilities across the Africa, Middle East and Turkey Region. Daniel joined Adcock Ingram of South Africa in 2012 and was appointed Managing Director of Ayrton Drug Manufacturing Ltd (Adcock Ingram's Ghanaian subsidiary) in December 2012. He is currently the Chief Executive Officer of Dannex Ayrton Starwin Plc.

## **MR. HENRY OTU OCANSEY**

**CHIEF FINANCE OFFICER**

---



Henry Otu Ocansey holds an Executive MBA in Finance (University of Ghana) and B.Sc. Admin in (Accounting & Finance) from (GIMPA). Henry joined Dannex in 2000, as a Management Accountant and was appointed Chief Accountant in 2004 and Head of Finance in 2006.

Prior to him joining Dannex Limited he worked with Pharmaplast Limited initially as a Cost Accountant and later as a Management Accountant. He is a seasoned, experienced executive in the General Management field, an Accountant with a background in Commercial, Audit Management and Finance.

## **MR. KAFUI NTOW (Resigned 31 July 2024)**

**CHIEF HUMAN RESOURCE OFFICER**

---



Kafui Ntow has over 15 years' experience in FMCG industries where he has served in diverse roles in Project Management, Engineering, Manufacturing, Supply Chain and HR. He joined Dannex Ayrton Starwin Plc in January 2021. Prior to that he served as Compensation and Benefits Manager (West Africa) and HR Business Partner (Ghana) for Fan Milk (Danone) Limited. He previously worked with Unilever Ghana Limited, Guinness Ghana Breweries Plc (Diageo) and PBC Ghana Limited.



## **MR. FRANCIS GEORGE EKUMAH**

**CHIEF SALES AND MARKETING OFFICER**

---



Francis George Ekumah is a Pharmacist with over 16 years experience in Pharmaceutical Sales and Marketing, Product Development and Project Leadership. He joined Dannex in 2011 and has served in various leadership positions. He holds an MBA in Marketing from University of Ghana, Bachelor of Pharmacy from KNUST and a Post Graduate Certificate in Project Management from The Graduate School of Governance and Leadership.

## **MR. VICTOR TORNYIE**

**CHIEF QUALITY AND REGULATORY AFFAIRS OFFICER**

---



Victor Tornyie has over 15 years' experience in Pharma industries where he has served in diverse roles in Quality, Regulatory Affairs, R&D and Project Management. He joined Dannex Ltd in October 2015. Prior to that, he worked with African Global Pharma (affiliate of Global Pharma Inc, Canada) and Danadams Pharmaceuticals Limited.

## **MR. JOSEPH SKUGGEN**

**CHIEF SUPPLY CHAIN OFFICER**

---



Mr. Joseph Skuggen has served in diverse roles in Supply Management, Maintenance, Manufacturing and Project Management functions.

He has 25 years of work experience with Unilever Ghana Ltd and 5 years with Ayrton Drug Manufacturing Ltd in the Supply Chain environment. He is a chartered member of the Chartered Institute of Procurement and Supply UK, and holds a MSc in Supply Chain Management from Roehampton University, UK.



## Biographical Information of Directors

<b>AGE CATEGORY</b>	<b>Number of Directors</b>
41 – 60 years	4
Above 60 years	5

### **Role of the Board**

The Directors are responsible for the long-term success of the Company, determining the strategic direction of the Company and reviewing operating, financial and risk performance. There is a formal schedule of matters reserved for the board of directors, including approval of the Company’s annual business plan, the Company’s strategy, acquisitions, disposals and capital expenditure projects above certain thresholds, all guarantees, treasury policies, the financial statements, the Company’s dividend policy, transactions involving the issue or purchase of Company shares, borrowing powers, appointments to the Board, alterations to the memorandum and articles of association, legal actions brought by or against the Company, and the scope of delegations to Board Committees and the Executive Committee. Responsibility for the development of policy and strategy and operational management is delegated to an Executive Committee, which as at the date of this report includes the executive Directors and four (4) senior managers.

### **Internal control systems**

The Directors have overall responsibility for the Company’s internal control systems and annually review their effectiveness, including a review of financial, operational, compliance and risk management controls. The implementation and maintenance of the risk management and internal control systems are the responsibility of the executive directors and other senior management. The systems are designed to manage rather than eliminate the risk of failure to achieve business objectives and to provide reasonable, but not absolute, assurance against material misstatement or loss. The Directors have reviewed the effectiveness of the internal control systems, including controls related to financial, operational and reputational risks identified by the Company as at the reporting date and no significant failings or weaknesses were identified during this review.

### **Directors’ performance evaluation**

Every year the performance and effectiveness of the Board of Directors (“the Board”), its Committees and individual Directors is evaluated. The evaluation is conducted by the completion of detailed and comprehensive written survey questionnaires. The results of the evaluation are shared with all members of the Board. Overall, it was noted that the Board of Directors and its committees were operating in an effective manner and performing satisfactorily, with no major issues identified.

### **Conflicts of interest**

The Company has established appropriate conflicts authorisation procedures, whereby actual or potential conflicts are regularly reviewed, and authorisations sought as appropriate. During the year, no such conflicts arose, and no such authorisations were sought.

**REPORT OF THE DIRECTORS TO THE MEMBERS OF  
DANNEX AYRTON STARWIN PLC - (CONT'D)**

***Capacity building of directors to discharge their duties***

On appointment to the Board, Directors are provided with full, formal and tailored programmes of induction to enable them gain in-depth knowledge about the Company's business, the risks and challenges faced, the economic, legal and regulatory environment in which the Company operates. Programmes of strategic and other reviews, together with the other training programmes provided during the year, ensure that Directors continually update their skills, knowledge and familiarity with the Company's businesses. This further provides insights about the industry and other developments to enable them effectively fulfil their role on the Board and committees of the Board.

***Auditor***

The Audit Committee has responsibility delegated from the Board of Directors for making recommendations on the appointment, reappointment, removal and remuneration of the External Auditor. KPMG has been appointed as auditor of Dannex Ayrton Starwin Plc and this is the Company's fifth period of audit. Prior to the merger of the three entities, KPMG was the Auditor of Dannex Limited for 4 years and Starwin Products Limited for over 10 years.

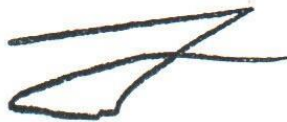
***Audit fees***

The audit fee for the year is GHS 490,000 (2023: GHS 400,000).

***Approval of the report of the directors***

The report of the Directors of was approved by the Board of Directors

on ..... 30th April ..... 2025 and signed on their behalf by:



**NIK AMARTEIFIO**

*Signature*

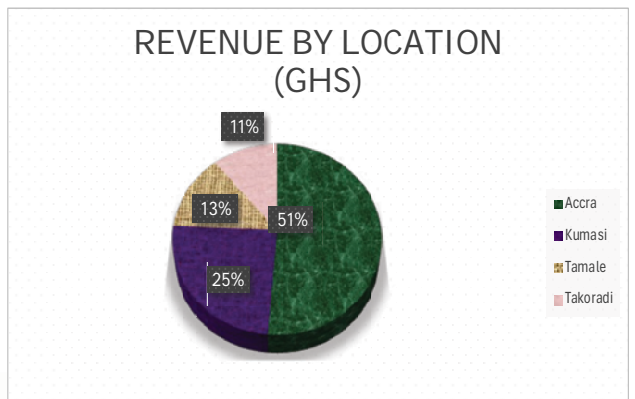
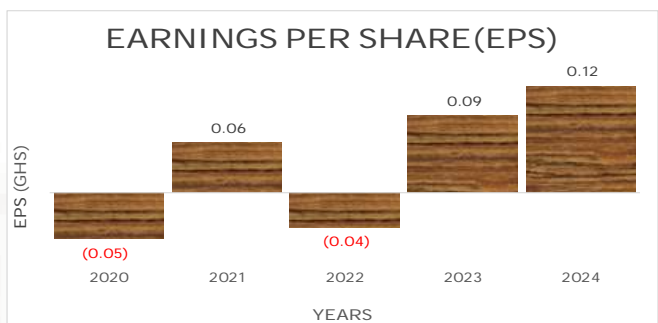
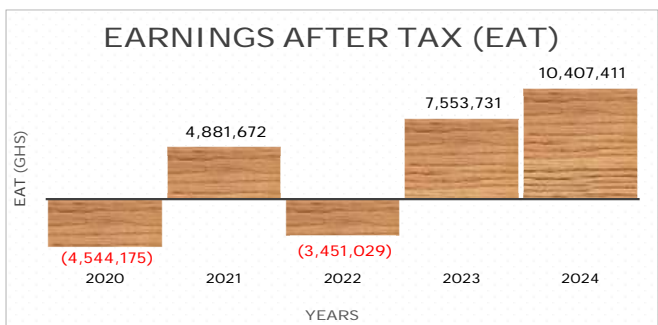
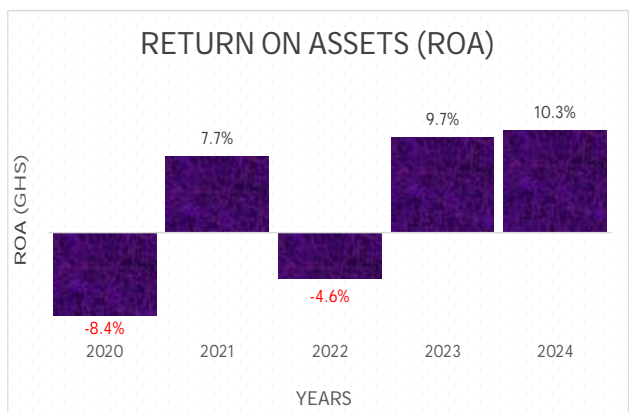
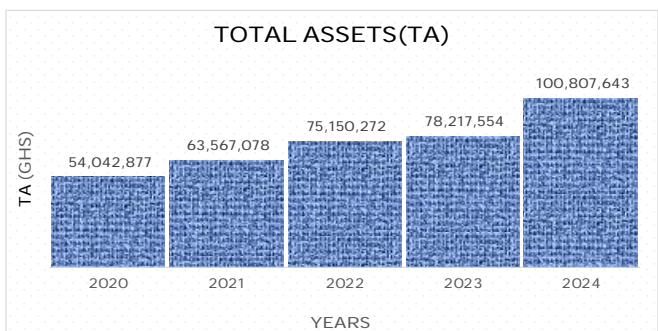
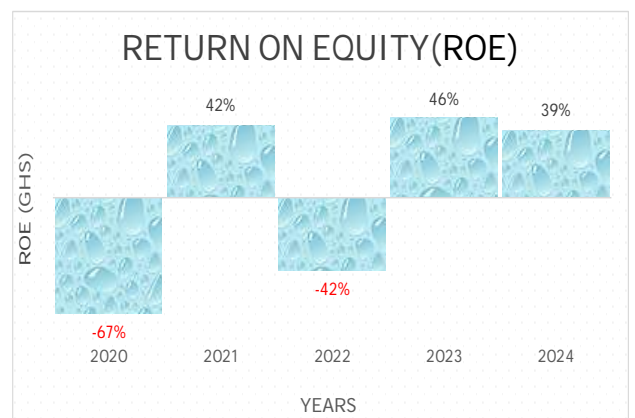
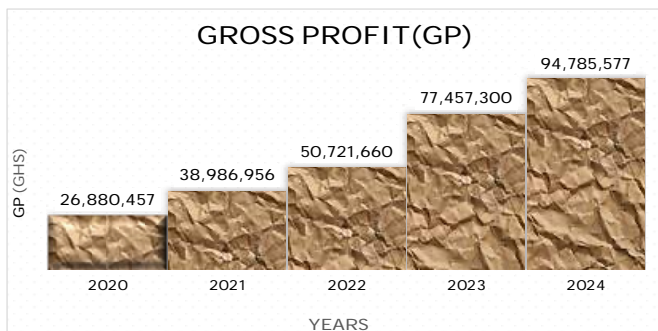
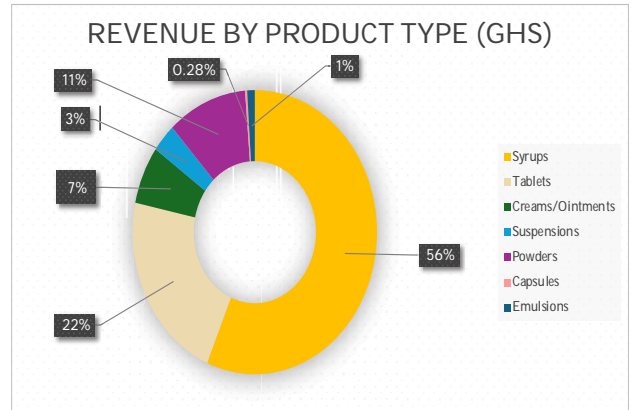
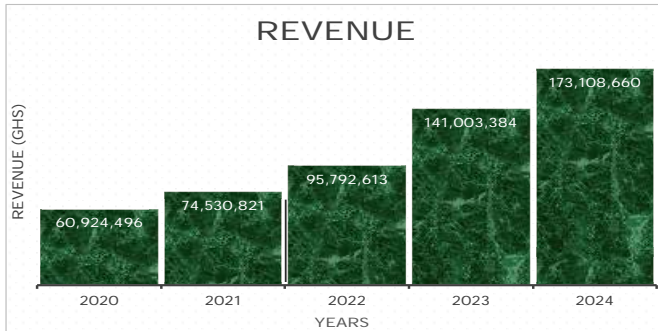
NIK AMARTEIFIO



*Signature*

DANIEL APEAGYEI KISSI

# Financial HIGHLIGHTS





**NEW  
LOOK**

# PMF

**Paraffinum Mollis Flavum  
PETROLEUM JELLY BP**

*For Hair & Skin*



*Yellow*

*Classic*

*Aloe Vera*



*...Caring For Life*



## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF DANNEX AYRTON STARWIN PLC

### *Report on the Audit of the Financial Statements*

#### **Opinion**

We have audited the financial statements of Dannex Ayrton Starwin PLC ("the Company"), which comprise the statement of financial position at 31 December 2024, and the statements of profit or loss and other comprehensive income, changes in equity and cash flows for the year then ended, and the notes to the financial statements, which include a summary of material accounting policies and other explanatory notes, as set out on pages 44 - 99.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of Dannex Ayrton Starwin PLC as at 31 December 2024, and of its financial performance and cash flows for the year then ended in accordance with IFRS Accounting Standards including the Hyperinflation Directive issued by the Institute of Chartered Accountants, Ghana and in the manner required by the Companies Act, 2019 (Act 992).

#### **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 Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code), together with the ethical requirements that are relevant to our audit of the financial statements in Ghana, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.



## INDEPENDENT AUDITOR’S REPORT TO THE MEMBERS OF DANNEX AYRTON STARWIN PLC

### Revenue Recognition (GHS 173,108,660)

**Refer to Note 7 to the financial statements**

The key audit matter	How the matter was addressed in our audit
<p>Revenue is measured based on the consideration specified in a contract with a customer.</p> <p>The Company recognises revenue when goods are delivered to a customer and thus control has been transferred. There may be a time lag between issue of invoices and receipts of goods close to the year end. Revenue may be recorded when control has not been transferred to the customer.</p>	<p>Our principal audit procedures included the following:</p> <ul style="list-style-type: none"> <li>• Identifying relevant controls over the revenue cut-off process for all the revenue streams; evaluating the design and implementation, and testing the operating effectiveness of these controls; and</li> <li>• Assessing whether sales transactions had been recorded in the appropriate accounting period by testing transactions before the reporting date as well as credit notes issued after the reporting date.</li> </ul>

### Other Information

The Directors are responsible for the other information. The other information comprises the Report of the Directors as required by the Companies Act, 2019 (Act 992), Corporate Information, Appendix 1: Extract of Dannex Ayrton Starwin Plc Code of Ethics which we obtained at the date of this report and the Chairman’s statement, Chief Executive Officer’s statement, Audit Committee’s report and Corporate Governance statement which we expect to be available to us after that date. The other information does not include the financial statements and our auditor’s report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.





## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF DANNEX AYRTON STARWIN PLC

### Responsibilities of the Directors for the Financial Statements

The Directors are responsible for the preparation of financial statements that give a true and fair view in accordance with IFRS Accounting Standards including the Hyperinflation Directive issued by the Institute of Chartered Accountants, Ghana and in the manner required by the Companies Act, 2019 (Act 992), and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatements 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 has no realistic alternative but to do so.

The Directors are responsible for overseeing the Company's financial reporting process.

### Auditor's 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 auditor's 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 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 ISAs, we exercise professional judgment 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, 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. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- 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 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 related 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 auditor's 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 auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.



## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF DANNEX AYRTON STARWIN PLC

### *Auditor's Responsibilities for the Audit of the Financial Statements*

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the Directors 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 identify during our audit.

We also provide the Directors with a statement that we have complied with relevant ethical requirements regarding independence and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

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 period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### **Report on Other Legal and Regulatory Requirements**

*Compliance with the requirements of Section 137 of the Companies Act, 2019, (Act 992).*

We have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purpose of our audit.

In our opinion, proper books of account have been kept, so far as appears from our examination of those books.

The statements of financial position and comprehensive income are in agreement with the accounting records and returns.

We are independent of the Company under audit pursuant to Section 143 of the Companies Act, 2019 (Act 992).

The engagement partner on the audit resulting in this independent auditor's report is **Labaran Amidu (ICAG/P/1472)**.

*KPMG*

.....  
**For and on behalf of:**  
**KPMG: (ICAG/F/2025/038)**  
**CHARTERED ACCOUNTANTS**  
**13 YIYIWA DRIVE, ABELENKPE**  
**P. O. BOX GP 242**  
**ACCRA**

*30 April*  
..... **2025**



**DANNEX AYRTON STARWIN PLC**  
**STATEMENTS OF FINANCIAL POSITION AT 31 DECEMBER 2024**

	Note	2024 GHS	2023 GHS
<b>ASSETS</b>			
Property, plant and equipment	14	31,609,735	25,165,512
Intangible assets	15	40,812	57,628
Deferred tax assets	17(d)	<u>2,505,900</u>	<u>1,807,012</u>
<b>Non-current assets</b>		<u>34,156,447</u>	<u>27,030,152</u>
Inventories	18	35,888,499	27,310,795
Equity investment at FVOCI	16	-	3,190,000
Current tax assets	17(b)	-	676,748
Trade and other receivables	19	17,238,068	12,181,453
Prepayments		8,753,667	2,879,771
Cash and bank balances	20	<u>4,770,962</u>	<u>4,948,635</u>
<b>Current assets</b>		<u>66,651,196</u>	<u>51,187,402</u>
<b>Total assets</b>		<u>100,807,643</u>	<u>78,217,554</u>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Share capital	21	33,058,701	33,058,701
Fair value reserves	21(b)	-	901,111
Retained earnings		<u>(6,301,264)</u>	<u>(17,609,786)</u>
<b>Total equity</b>		<u>26,757,437</u>	<u>16,350,026</u>
Lease liabilities	14(c)(v)	2,538,267	1,177,594
Loans and borrowings	23	6,418,968	10,544,326
Employee benefits obligations	22	4,819,988	4,071,255
Deferred tax liabilities	17(d)	1,330,133	2,430,710
Due to related parties	25	<u>1,194,927</u>	<u>1,212,500</u>
<b>Non-current liabilities</b>		<u>16,302,283</u>	<u>19,436,385</u>
Lease liabilities	14(c)(v)	605,184	974,944
Bank overdraft	20	10,292,679	12,623,335
Current tax liabilities	17(b)	1,819,846	-
Loans and borrowings	23	8,019,347	6,572,716
Employee benefits obligations	22	1,067,644	622,655
Trade and other payables	24	35,866,377	21,608,932
Due to related parties	25	<u>76,846</u>	<u>28,561</u>
<b>Current liabilities</b>		<u>57,747,923</u>	<u>42,431,143</u>
<b>Total liabilities</b>		<u>74,050,206</u>	<u>61,867,528</u>
<b>Total equity and liabilities</b>		<u>100,807,643</u>	<u>78,217,554</u>

The notes on pages 50-99 are an integral part of these financial statements.

The financial statements were approved by the Board of Directors on.....<sup>30th April</sup>.....2025  
and signed on its behalf by:

.....  
**NIK AMARTEIFIO**

**NIK AMARTEIFIO**

.....  
**DANIEL APEAGYEI KISSI**



## Dannex Ayrton Starwin Plc

# Statement of Profit or Loss and other Comprehensive Income FOR THE YEAR ENDED 31 DECEMBER 2024

	Note	2024	2023
		GHS	GHS
Revenue	7	173,108,660	141,003,384
Cost of sales	8	(78,323,083)	(63,546,084)
<b>Gross profit</b>		<b>94,785,577</b>	<b>77,457,300</b>
Other operating income	11	656,177	96,218
Selling and distribution expenses	9	(18,603,709)	(14,549,026)
General and administrative expenses	10	(56,668,074)	(47,384,906)
Impairment loss on financial assets	27	(1,199,111)	(750,360)
<b>Results from operating activities</b>		<b>18,970,860</b>	<b>14,869,226</b>
Finance costs	12	(4,547,505)	(3,881,011)
<b>Net finance costs</b>	<b>12</b>	<b>(4,547,505)</b>	<b>(3,881,011)</b>
<b>Profit before tax</b>		<b>14,423,355</b>	<b>10,988,215</b>
Income tax expense	17(a)	(3,655,360)	(3,251,346)
Growth and sustainability levy	17(a)	(360,584)	(183,138)
<b>Total income tax expense</b>	<b>17(a)</b>	<b>(4,015,944)</b>	<b>(3,434,484)</b>
<b>Profit after tax</b>		<b>10,407,411</b>	<b>7,553,731</b>
<b>Other comprehensive income</b>			
Equity investment at FVOCI net change in fair value	16	-	773,350
Related income tax	17(d)(i)	-	(193,337)
<b>Other comprehensive income, net of tax</b>		<b>-</b>	<b>580,013</b>
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>		<b>10,407,411</b>	<b>8,133,744</b>
<b>Basic/Diluted earnings per share (GHS per share)</b>	<b>13</b>	<b>0.1228</b>	<b>0.0891</b>

The notes on pages 50 - 99 are an integral part of these financial statements.



Dannex Ayrton Starwin Plc  
**Statements of Changes in Equity**  
**FOR THE YEAR ENDED 31 DECEMBER 2024**

		Share capital	Fair value reserves	Other reserves Retained earnings	Total equity
	Note	GHS	GHS	GHS	GHS
Balance at 1 January 2024		33,058,701	901,111	(17,609,786)	16,350,026
<b>Total comprehensive income</b>					
Profit for the year		-		10,407,411	10,407,411
<b>Transfers</b>					
Transfer of fair value gain on equity instrument		-	(901,111)	901,111	-
<b>Balance at 31 December 2024</b>		<b>33,058,701</b>	<b>-</b>	<b>(6,301,264)</b>	<b>26,757,437</b>
Balance at 1 January 2023		33,058,701	321,098	(25,163,517)	8,216,282
<b>Total comprehensive income</b>					
Profit for the year		-	-	7,553,731	7,553,731
<b>Other comprehensive income</b>					
Changes in fair value on financial asset at FVOCI	16 17(d)(i)	=	580,013	=	580,013
<b>Total comprehensive income</b>		<b>-</b>	<b>580,013</b>	<b>7,553,731</b>	<b>8,133,744</b>
<b>Balance at 31 December 2023</b>		<b>33,058,701</b>	<b>901,111</b>	<b>(17,609,786)</b>	<b>16,350,026</b>

The notes on pages 50 - 99 are an integral part of these financial statements



# Dannex Ayrton Starwin Plc

## Statements of Cash Flows

### FOR THE YEAR ENDED 31 DECEMBER 2024

		2024	2023
	Note	GHS	GHS
<b>Cash flows from operating activities</b>			
Profit for the year		10,407,411	7,553,731
Adjustments for:			
Depreciation	14 (a)	3,351,938	2,580,792
Amortisation of intangible assets	15	34,212	32,863
Impairment loss on financial assets	27	1,199,111	750,360
Unrealised exchange difference		(413,024)	230,371
Profit on disposal of equity investments	16	(447,064)	-
Finance costs	12	4,547,504	3,881,011
Profit on disposal of PPE	14(b)	(71,452)	9,198
Write off property, plant and equipment	14	9,801	-
Tax expense	17(a)	4,015,944	3,434,484
		22,634,381	18,472,810
Changes in:			
Inventories		(8,577,704)	(2,168,842)
Trade and other receivables		(6,255,726)	556,429
Prepayments		(5,873,896)	(756,752)
Trade and other payables		14,658,015	(2,756,329)
Amount due to/from related party		48,285	28,561
Employee benefit obligations		1,193,722	716,629
<b>Cash generated from operating activities</b>		<b>17,827,077</b>	<b>14,092,506</b>
Interest paid	23	(4,498,664)	(3,900,487)
Income taxes paid	17(b)	(3,318,815)	(205,983)
<b>Net cash from operating activities</b>		<b>10,009,598</b>	<b>9,986,036</b>
<b>Cash flows from investing activities</b>			
Proceeds from sale of equity investments	16	3,637,064	-
Proceeds from sale of property, plant and equipment	14(b)	71,452	226,499
Acquisition of property, plant and equipment	14	(9,805,962)	(2,330,867)
Acquisition of intangible assets	15	(17,396)	-
<b>Net cash used in investing activities</b>		<b>(6,114,842)</b>	<b>(2,104,368)</b>
<b>Cash flows from financing activities</b>			
Proceeds from loans and borrowings	23	6,795,428	1,212,500
Repayment of loans and borrowings	23	(8,078,892)	(5,883,988)
Payment on lease liabilities	14(c)(v)	(470,763)	(220,848)
<b>Net cash used from financing activities</b>		<b>(1,754,227)</b>	<b>(4,892,336)</b>
<b>Net increase in cash and cash equivalents</b>		<b>2,140,529</b>	<b>2,989,332</b>
<b>Cash and cash equivalents at 1 January</b>		<b>(7,674,700)</b>	<b>(10,403,315)</b>
<b>Effect of exchange rate fluctuations on cash held</b>		<b>12,454</b>	<b>(260,717)</b>
<b>Cash and cash equivalents at 31 December</b>	<b>20</b>	<b>(5,521,717)</b>	<b>(7,674,700)</b>

The notes on pages 50 - 99 are an integral part of these financial statements.



# SAMALIN

**NON DROWSY** Carbocisteine

**For symptomatic relief from  
Cough with excessive mucus  
Chronic bronchitis  
Asthma & COPD**



DAS PLC Customer Compliance Plan



**DANNEX AYRTON STARWIN PLC**



**DANNEX AYRTON STARWIN PLC (DAS PLC)**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2024**



# Dannex Ayrton Starwin Plc

## Notes to the Financial Statements

### FOR THE YEAR ENDED 31 DECEMBER 2024

#### 1. REPORTING ENTITY

Dannex Ayrton Starwin Plc (“the Company”) is a company incorporated and domiciled in Ghana. The Company’s registered office can be found on page 7 of the annual report. The Company is primarily involved in the manufacturing and sale of pharmaceutical products. The financial statements comprise the individual financial statements of the Company as at and for the year ended 31 December 2024.

Dannex Ayrton Starwin Plc is listed on the Ghana Stock Exchange.

#### 2. BASIS OF ACCOUNTING

The financial statements have been prepared in accordance with IFRS Accounting Standards and its interpretations adopted by the International Accounting Standards Board (IASB) including the Hyperinflation Directive issued by the Institute of Chartered Accountants, Ghana and in a manner required by the Companies Act, 2019 (Act 992).

The ICAG issued a directive in November 2024 to accountants in business and accountants in practice, in which the ICAG concluded that based on its analysis and interpretation, hyperinflationary accounting will not be applicable for December 2024 financial reporting period since Ghana is not considered to be operating in a hyperinflationary economy. In this regard, the financial statements of the Company, including the corresponding figures for the comparative period have not been stated in terms of the measuring unit current at the end of the reporting period.

Details of the Company’s material accounting policies are included in Note 6.

#### 3. FUNCTIONAL AND PRESENTATION CURRENCY

These financial statements are presented in Ghana Cedi (GHS) which is the Company’s functional currency. All amounts have been rounded to the nearest Ghana Cedi, unless otherwise indicated.

#### 4. USE OF JUDGEMENTS AND ESTIMATES

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of the Company’s accounting policies and reported amounts of assets and 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.

##### (a) Assumption and estimation uncertainties

Information about assumptions and estimation uncertainties at 31 December 2024 that have a significant risk of resulting in a material adjustment to the carrying amounts of assets and liabilities in the next financial year is included in the following notes:

- **Note 22** – measurement of other long term benefit obligation, key actuarial assumptions;



## Notes to the Financial Statements - (Cont'd)

- **Note: 17** – recognition of deferred tax assets: availability of future taxable profit against which deductible temporary differences and tax losses carried forward can be utilized; and
- **Note 27** – measurement of Expected Credit Loss (ECL) allowance for trade receivables: key assumptions in determining the expected credit loss rate.

### (i) Measurement of fair values

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

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

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

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

Further information about the assumptions made in measuring fair values is included in Note 27(b) (ii) - Financial instruments.

### 5. BASIS OF MEASUREMENT

The financial statements have been prepared under the historical cost convention except for the following material items:

- Financial assets classified as equity investments at FVOCI, measured at fair value.
- Other long-term employee benefits recognised at the present value of the defined benefit obligations.

### Changes in material accounting policy

#### a. Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants

The Company has adopted Classification of Liabilities as Current or Non-current (Amendments to IAS 1) and Non-current Liabilities with Covenants (Amendments to IAS 1) from 1 January 2024. The amendments apply retrospectively. They clarify certain requirements for determining whether a liability should be classified as current or non-current and require new disclosures for non-current loan liabilities that are subject to covenants within 12 months after the reporting period. This resulted in a change in the accounting policy for the classification of liabilities that can be settled in a Company's own shares (e.g. convertible notes issued by a Company). The Company's liabilities were not impacted by the amendments. Despite the change in policy, there is no retrospective impact on the comparative statement of financial position.



## 6. MATERIAL ACCOUNTING POLICIES

The material accounting policies set out below have been adopted and applied in these financial statements, unless otherwise stated.

### 6.1 Foreign currency

Transactions in foreign currencies are translated into the functional currency of the Company at the exchange rate at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies at the reporting date are retranslated to the functional currency at the foreign exchange rate ruling at that date. Foreign exchange differences arising on translation are recognised in profit or loss.

Non-monetary assets and liabilities that are measured at historical cost in a foreign currency are translated using the exchange rate at the date of the transaction. Non-monetary assets and liabilities denominated in foreign currencies that are measured at fair value are retranslated to the functional currency at foreign exchange rates ruling at the dates the fair value was determined.

### 6.2 Revenue from customers

The Company generates revenue primarily from the sale of pharmaceutical products. The Company sells its products primarily to two categories of customers:

- **Open Market:** Pharmaceutical Wholesalers, Pharmacies and Licensed OTC Sellers.
- **Institutions:** Hospitals, Clinics, Regional Health Directorates and Regional Medical Stores.

The Company recognises revenue at a point in time when the goods are delivered and have been accepted by the customer who acknowledges receipt by signing a waybill or the invoice. The

Company considers its sale of goods as a single performance obligation. Invoices are generated as and when the pharmaceutical products are sold. Invoices are usually payable within 60 days. Returned goods, which are usually faulty and near expiry products, are replaced.

### 6.3 Employee benefits

#### (i) Short-term benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid under short-term cash bonus or profit-sharing plans if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

#### (ii) Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which the Company pays fixed contributions to a separate entity and will have no legal or constructive obligation to pay further amounts.

Obligations for contributions to defined contribution pension plans are recognised as an expense in profit or loss in the periods during which services are rendered by employees.

#### a. Social security contribution

Under a national pension scheme, the Company contributes 13% of employee's basic salary to the Social Security and National Insurance Trust (SSNIT) for employee pensions. The Company's obligation is limited to the relevant contributions, which have been recognised in the



## 6. MATERIAL ACCOUNTING POLICIES - CONT'D

financial statements. The pension liabilities and obligations, however, rest with SSNIT.

### b. Tier 3 Pension fund and saving scheme

The Company has a Tier 3 Pension fund for staff and management under which the Company contributes 6.5% of employee's basic salary to the scheme.

### (iii) Other long-term benefits

The Company's obligation in respect of long-term employee benefits other than pension plans is the amount of future benefit that employees have earned in return for their services in the current and prior periods. That benefit is discounted to determine its present value. The discount rate is the rate on long dated Government of Ghana bonds. Remeasurement are recognised in profit or loss in the period in which they arise.

### 6.4 Property, plant and equipment

Property, plant and equipment are measured at cost less accumulated depreciation and accumulated 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, 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.

Where parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items of property, plant and equipment.

Depreciation is charged to profit or loss on a straight-line basis over the estimated useful

lives of each part of an item of property, plant and equipment. Freehold land is not depreciated. The estimated useful lives for the current and comparative period are as follows:

- Right-of-use assets 50 – 91 years
- Buildings 2% - 3%
- Laboratory, plant and machinery 10% - 20%
- Motor vehicle 20% - 25%
- Furniture and equipment 15% - 20%
- Computer equipment 25% - 33.3%

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

Property, plant and equipment are derecognised upon disposal or when no future economic benefits are expected to flow to the Company from either their use or disposal. Gains or losses on derecognition of an item of property and equipment are determined by comparing the proceeds from disposal, if applicable, with the carrying amount of the item and are recognised directly in profit or loss.

Property, plant and equipment under construction are stated at initial cost and depreciated from the date the asset is available for use over its estimated useful life. Cost of capital work-in-progress includes the cost of materials and direct labour, and any other costs directly attributable to bringing the asset to a working condition for its intended use. Assets are transferred from capital work-in-progress to an appropriate category of property, plant and equipment when they become ready for its intended use.

### 6.5 Intangible assets

Intangible assets (Computer software and trademarks) that are acquired by the Company are measured at cost less accumulated amortisation and any accumulated impairment losses.



## 6. MATERIAL ACCOUNTING POLICIES - CONT'D

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognized in the profit or loss as incurred.

Amortisation is charged to profit or loss on a straight-line basis over the estimated useful lives of intangible assets. Computer software development costs recognised as assets are amortised over their estimated useful lives, which does not exceed four years. Trademark is amortised over an expected useful life of 3 years.

### 6.6 Inventories

Inventories are stated at the lower of cost or net realisable value. Net realisable value is the selling price less costs to sell. Cost is determined using the weighted average method and includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs 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 overheads based on normal operating capacity.

### 6.7 Leases

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- the contract involves the use of identified asset. This may be specified explicitly or implicitly and should be physically distinct or represent substantially all the capacity of a physically distinct asset. If the supplier has a substantive

substitution right, then the asset is not identified;

- the Company has the right to obtain substantially all the economic benefits from the use of the asset throughout the period of use; and
- the Company has the right to direct the use of the asset. The company has the right when it has the decision-making rights that are most relevant to changing how and for what purpose the asset is used. In rare cases where the decision about how and for what purpose the asset is used is predetermined, the Company has the right to direct the use of the asset if either:
  - the Company has the right to operate the asset; or
  - the Company designed the asset in a way that predetermines how and for what purpose it will be used.

### The Company as a Lessee

At commencement or on modification of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease component on the basis of their relative stand-alone prices.

The Company recognises a right-of-use asset and a lease liability at the commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before commencement date, plus any initial direct costs attributable to the lease contract and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term.



## 6. MATERIAL ACCOUNTING POLICIES - CONT'D

In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate.

The Company determines its incremental borrowing rate by obtaining interest rates from various external financing sources and makes certain adjustments to reflect the terms of the lease and type of the asset leased.

Lease payments included in the measurement of the lease liability comprise of:

- Fixed repayment, including in-substance fixed payments
- The effects of prepayments or rent-free periods
- Contractually-stipulated increases in rent payments
- Lease payments in an optional renewal period if the Company is reasonably certain to exercise an exercise option.

The lease liability is measured at amortised cost using the effective interest method. A re-measurement of the lease liability and right-of-use asset is required under the following circumstances:

(a) A change in future lease payment amount due to a market rent review;

(b) A change in fixed future lease payment amount due to rent being linked to an inflation index;

(c) A change in expected lease term ( e.g. no longer expect to exercise extension option or now expect to exercise an early termination option).

When the lease liability is re-measured in this way, a corresponding adjustment is made to the current amount of the right-of-use asset or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Company presents right-of-use asset in property and equipment and lease liabilities in the statement of financial position.

### **Short term leases and leases of low-value assets**

The Company has elected not to recognise right-of-use assets and lease liabilities for leases of low-value assets and short-term leases of property that have a lease term of 12 months or less. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

### **6.8 Cash and cash equivalents**

Cash and cash equivalents as presented in the statement of financial position comprise cash on hand, bank balances and highly liquid investments with maturities of three months or less in money market instruments that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value.

### **6.9 Financial instruments**

#### **(i) Recognition and initial measurement**

Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Company becomes



## 6. MATERIAL ACCOUNTING POLICIES - CONT'D

a party to the contractual provisions of the instrument.

A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair values plus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

### (ii) Classification and subsequent measurement

#### a. Financial assets

On initial recognition, a financial asset is classified as measured at: amortised cost; FVOCI-equity investment; or FVTPL.

Financial assets are not reclassified subsequent to their initial recognition unless the Company changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Company has made an irrevocable election to present subsequent changes in the investment's fair value in OCI. This election is made on an investment-by-investment basis.

All financial assets not classified as measured at amortised cost or FVOCI are measured at FVTPL. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirement to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

#### (b) Financial assets - Business model assessment

The Company makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed, and information is provided to management. The information considered includes:

- the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected



## 6. MATERIAL ACCOUNTING POLICIES - CONT'D

cash outflows or realising cash flows through the sale of the assets;

- how the performance of the portfolio is evaluated and reported to the Company's management;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- how managers of the business are compensated - e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
- the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Company considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable-rate features;
- prepayment and extension features; and
- terms that limit the Company's claim to cash flows from specified assets (e.g. non-recourse features).

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Company's continuing recognition of the assets. Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

### **(c) Financial assets - assessment whether contractual cash flows are solely payments of principal and interest**

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

A prepayment feature is consistent with the sole payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.



## 6. MATERIAL ACCOUNTING POLICIES - CONT'D

### 1. Financial assets - Subsequent measurement and gains and losses

#### Financial assets at amortised cost

These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

#### Equity investments at FVOCI

These assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are never reclassified to profit or loss.

### 1. Financial liabilities - Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortised cost and are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

Other financial liabilities comprise trade and other payables, related party payables and bank overdraft.

#### (iii) Derecognition

##### a. Financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial 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 in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

The Company enters into transactions whereby it transfers assets recognised in its statement of financial position but retains either all or substantially all the risks and rewards of the transferred assets. In these cases, transferred assets are not derecognised.

#### b. Financial liabilities

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled or expire. The Company also derecognises a financial liability when its terms are modified, and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognised at fair value.

On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognised in profit or loss.

#### (c) Impairment

##### (i) Non-derivative financial assets Financial instruments and contract assets

The Company recognises loss allowances for Expected Credit Losses (ECLs) on financial assets measured at amortised cost.

The Company measures loss allowances at an amount equal to lifetime ECLs, except for bank balances for which credit risk (i.e. the risk of default

## 6. MATERIAL ACCOUNTING POLICIES - CONT'D

occurring over the expected life of the financial instrument) has not increased significantly since initial recognition are measured at 12 month ECLs.

Loss allowances for trade receivables are always measured at an amount equal to lifetime ECLs.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward-looking information.

The Company assumes that the credit risk on a financial asset has increased significantly if it is more than 30 days past due.

The Company considers a financial asset to be in default when:

- the debtor is unlikely to pay its credit obligations to the Company in full due to bankruptcy
- there are adverse changes in the payment status of debtors
- the financial asset is more than 90 days past due (For trade receivables for open market customers, default is 183 days and above. For institutional customers 365 days and above)

The Company considers a debt security to have low credit risk when its credit rating is equivalent to the globally understood definition of "investment grade".

Lifetime ECLs are the ECLs that result from all possible default events over the expected life of a financial instrument.

12-month ECLs are the portion of ECLs that result from default events that are possible within the 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

The maximum period considered when estimating ECLs is the maximum contractual period over which the Company is exposed to credit risk.

### Measurement of ECLs

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Company expects to receive). ECLs are discounted at the effective interest rate of the financial asset.

### Credit-impaired financial assets

At each reporting date, the Company assesses whether financial assets carried at amortised cost are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer;
- the financial asset is more than 90 days past due (For trade receivables for open market customers, default is 183 days and above. For institutional customers 365 days and above).

## 6. MATERIAL ACCOUNTING POLICIES - CONT'D

- the restructuring of a loan or advance by the Company on terms that the Company would not consider

otherwise;

- it is probable that the borrower will enter bankruptcy or other financial reorganisation;

### **Presentation of allowance for ECL in the statement of financial position**

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

### **Write-off**

The gross carrying amount of a financial asset is written off when the Company has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof. The Company individually makes an assessment with respect to the timing and amount of write-off based on whether there is a reasonable expectation of recovery. The Company expects no significant recovery from the amount written off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

### **Bad debt recovery**

Recoveries are recognised when cash is received and presented in other operating income.

### **Offsetting**

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 legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

### **6.10 Finance cost**

Finance costs comprise interest expense on borrowings, bank charges and interest expense on lease liability recognised in profit or loss.

Borrowing costs that are directly attributable to the acquisition, construction or production of an asset that takes a substantial time to be prepared for use, are capitalised as part of the cost of that asset. Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying assets are recognised in profit or loss using the effective interest method. The Company has presented interest expense on the lease liability separately from the depreciation charge for the right-of-use asset.

### **6.11 Income tax**

Income tax expense on profit or loss for the year comprises current and deferred tax. Tax is recognised in profit or loss except to the extent that it relates to items recognised directly in other comprehensive income or equity, in which case it is recognised in other comprehensive income or equity.

Current tax is the expected tax payable or receivable on taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date and any adjustment to tax payable in respect of previous years. The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any. It is measured using tax rates enacted or substantively enacted at the reporting date. Current tax also includes any tax arising

## 6. MATERIAL ACCOUNTING POLICIES - CONT'D

from dividends. Current tax assets and liabilities are offset only if certain criteria are met.

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: the initial recognition of goodwill; the initial recognition of assets or liabilities that affect neither accounting nor taxable profit other than in a business combination, and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax is measured at tax rates that are expected to be applied to temporary differences when they reverse.

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

Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences, differences when they reverse, using tax rates enacted or substantially enacted at the reporting date.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate

to taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or the tax assets and liabilities will be realised simultaneously.

### 6.12 Earnings per share

The Company presents basic and diluted earnings per share (EPS) data for its equity shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of equity shares outstanding during the period. Diluted EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of equity shares outstanding after adjustment for the effects of all dilutive potential equity shares.

### 6.13 Operating profit

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

### 6.14 Segment reporting

Operating segments reflect the Company's management structure and the way financial information is regularly reviewed by the Chief Executive Officer. Operating segments are reported in a manner consistent with internal reporting provided to the Chief Executive Officer (Chief Operating Decision-Maker (CODM)).

The Company operates as a single unit that manufactures Syrups, Tablets, Creams, Suspensions, Disinfectants, Lozenges, Powders, Capsules and Emulsions.

## 6. MATERIAL ACCOUNTING POLICIES - CONT'D

### 6.15 New standard and interpretation issued not yet effective

A number of new standards, amendments to standards and interpretations are effective for annual periods beginning after 1 January 2024 and have not been applied in preparing these financial statements. Those which may be relevant to the Company are set out below. The Company does not plan to adopt these standards early. These will be adopted in the period that they become mandatory unless otherwise indicated:

Standard/Interpretation		Effective date	Periods beginning on or after
IAS 21 amendments	Lack of exchangeability	1 January 2025	
IFRS 9 and IFRS 7 amendments	Amendments to the Classification and Measurement of Financial Instruments	1 January 2026	
IFRS 9 and IFRS 7 amendments	Contracts Referencing Nature- dependent Electricity	1 January 2026	
IFRS 1, IFRS 7, IFRS 9, IFRS 10 and IAS 7 amendments	Annual Improvements to IFRS Accounting Standards	1 January 2026	
IFRS 18	Presentation and Disclosure in Financial Statements	1 January 2027	
IFRS 19	Subsidiaries without Public Accountability: Disclosures	1 January 2027	

#### Lack of exchangeability (Amendment to IAS 21)

The amendments clarify:

- when a currency is exchangeable into another currency; and
- how a company estimates a spot rate when a currency lacks exchangeability.

#### Assessing exchangeability: When to estimate a spot rate

A currency is exchangeable into another currency when a company is able to exchange that currency for the other currency at the measurement date and for a specified purpose. When a currency is not exchangeable, a company needs to estimate a spot rate.

#### Estimating a spot rate: Meeting the estimation objective

A company's objective when estimating a spot rate is only that it reflects the rate at which an orderly exchange transaction would take place at the measurement date between market participants under prevailing economic conditions. The amendments contain no specific requirements on how to estimate a spot rate.

Therefore, when estimating a spot rate a company can use:

- an observable exchange rate without adjustment; or
- another estimation technique.

## 6. MATERIAL ACCOUNTING POLICIES - CONT'D

Under the amendments, companies will need to provide new disclosures to help users assess the impact of using an estimated exchange rate on the financial statements. This may include:

- the nature and financial impacts of the currency not being exchangeable.
- the spot exchange rate used.
- the estimation process; and
- risks to the company because the currency is not exchangeable. The Company is not likely to be impacted by this new standard.

The amendments apply for annual reporting periods beginning on or after 1 January 2025, with early adoption permitted.

### **Amendments to the Classification and Measurement of Financial Instruments (Amendment to IFRS 9 and IFRS 7)**

The International Accounting Standards Board (IASB) issued amendments to the classification and measurement requirements in IFRS 9 Financial Instruments. The key amendments include the following:

- **Settlement of financial liabilities through electronic payment systems:** The amendments clarify that a financial liability is derecognised on the 'settlement date'. However, the amendments provide an exception for the derecognition of financial liabilities. This exception allows the company to derecognise its trade payable before the settlement date when it uses an electronic payment system, provided that specified criteria are met.
- **Additional SPPI Test for Contingent Features:** The amendments introduce an additional SPPI test for financial assets with contingent features that are not directly related to a change in basic lending risks or

costs – for example, where the cash flows change depending on whether the borrower meets an ESG target specified in the loan contract. Under the amendments, certain financial assets, including those with ESG-linked features, could now meet the SPPI criterion, provided that their cash flows are not significantly different from an identical financial asset without such a feature.

- **Clarification on Contractually Linked Instruments (CLIs):** The amendments clarify the key characteristics of CLIs and how they differ from financial assets with non-recourse features. They also include factors that a company needs to consider when assessing the cash flows underlying a financial asset with non-recourse features (the 'look through' test).
- **Additional Disclosure Requirements:** The amendments require additional disclosures for investments in equity instruments designated at fair value through other comprehensive income and financial instruments with contingent features that are not directly related to a change in basic lending risks or costs and are not measured at fair value through profit or loss.

The Company is yet to assess the potential impact on the financial statements

The amendments apply for reporting periods beginning on or after 1 January 2026. Early adoption is permitted.

### **Amendments to IFRS 9 and IFRS 7 Contracts Referencing Nature-dependent Electricity**

Companies face challenges in applying IFRS 9 Financial Instruments to contracts referencing nature-dependent electricity – sometimes referred to as renewable power purchase

## 6. MATERIAL ACCOUNTING POLICIES - CONT'D

agreements (PPAs). The International Accounting Standards Board (IASB) has now amended IFRS 9 to address these challenges. The amendments include guidance on:

- the 'own-use' exemption for purchasers of electricity under such PPAs, and
- hedge accounting requirements for companies that hedge their purchases or sales of electricity using PPAs.

### Amendments for the own-use exemption

The amendments allow a company to apply the own-use exemption to power purchase agreements (PPAs) if the company has been, and expects to be, a net-purchaser of electricity for the contract period. This assessment considers the variability in the amount of electricity expected to be generated due to the seasonal cycle of the natural conditions and the variability in the entity's demand for electricity due to its operating cycle.

Where a company applies the own-use exemption to a PPA contract under the amendments, it would not recognise the PPA in its statement of financial position. Where this is the case, a company is required to disclose further information such as:

- contractual features exposing the company to variability in electricity volume and the risk of oversupply;
- estimated future cash flows from unrecognised contractual commitments to buy electricity in appropriate time bands;
- qualitative information about how the company has assessed whether a contract might become onerous; and
- qualitative and quantitative information about the costs and proceeds associated with purchases and sales of electricity, based on

the information used for the 'net-purchaser' assessment.

The amendments apply retrospectively using facts and circumstances at the beginning of the reporting period of initial application (without requiring prior periods to be restated).

### Amendments for hedge accounting

Virtual PPAs and PPAs that do not meet the own-use exemption are accounted for as derivatives and measured at FVTPL. Applying hedge accounting could help companies to reduce profit or loss volatility by reflecting how these PPAs hedge the price of future electricity purchases or sales.

Subject to certain conditions, the amendments permit companies to designate a variable nominal volume of forecasted sales or purchases of renewable electricity as the hedged transaction, rather than a fixed volume based on P90 estimates. The variable hedged volume is based on the variable volume expected to be delivered by the generation facility referenced in the hedging instrument, facilitating compliance with hedge accounting requirements.

The amendments apply prospectively to new hedging relationships designated on or after the date of initial application. They also allow companies to discontinue an existing hedging relationship, if the same hedging instrument (i.e. the nature-dependent electricity contract) is designated in a new hedging relationship applying the amendments.

The Company is not likely to be impacted by this new standard.

These amendments apply for reporting periods beginning on or after 1 January 2026. Early application is permitted.



## 6. MATERIAL ACCOUNTING POLICIES - CONT'D

### New Standard and interpretation issued not yet effective - (cont'd)

#### Annual Improvements to IFRS Accounting Standards

IFRS 1 First-time Adoption of International Financial Reporting Standards	<p>Paragraphs B5–B6 of IFRS 1 First-time Adoption of International Financial Reporting Standards was amended to:</p> <ul style="list-style-type: none"> <li>a. improve their consistency in wording with the requirements in IFRS 9 Financial Instruments; and</li> <li>b. add cross-references to improve the understandability of IFRS 1.</li> </ul>
IFRS 7 Financial Instruments: Disclosures	<p><b>1. Gain or loss on derecognition.</b> The amendment addresses a potential confusion in paragraph B38 of IFRS 7 arising from an obsolete reference to a paragraph that was deleted from the standard when IFRS 13 Fair Value Measurement was issued.</p> <p><b>2. Disclosure of deferred difference between fair value and transaction price.</b> The amendment addresses an inconsistency between paragraph 28 of IFRS 7 and its accompanying implementation guidance that arose when a consequential amendment resulting from the issuance of IFRS 13 was made to paragraph 28, but not to the corresponding paragraph in the implementation guidance.</p> <p><b>3. Introduction and credit risk disclosures.</b> The amendment addresses a potential confusion by clarifying in paragraph IG1 that the guidance does not necessarily illustrate all the requirements in the referenced paragraphs of IFRS 7 and by simplifying some explanations.</p>
IFRS 9 Financial Instruments	<p><b>1. Initial measurement of trade receivables.</b> The amendments remove the conflict between IFRS 9 and IFRS 15 over the amount at which a trade receivable is initially measured. Under IFRS 15, a trade receivable may be recognised at an amount that differs from the transaction price – e.g. when the transaction price is variable.</p> <p>Conversely, IFRS 9 requires that companies initially measure trade receivables without a significant financing component at the transaction price. The IASB has amended IFRS 9 to require companies to initially measure a trade receivable without a significant financing component at the amount determined by applying IFRS 15. Amendment on trade receivables could prompt accounting policy change</p> <p><b>2. Derecognition of a lease liability.</b> If a lease liability is derecognised, then the derecognition is accounted for under IFRS 9. However, when a lease liability is modified, the modification is accounted for under IFRS 16 Leases. The IASB’s amendment states that when lease liabilities are derecognised under IFRS 9, the difference between the carrying amount and the consideration paid is recognised in profit or loss.</p>
IFRS 10	<p>The amendment addresses a potential confusion arising from an inconsistency between paragraphs B73 and B74 of IFRS 10 related to an investor determining whether another party is acting on its behalf by aligning the language in both paragraphs.</p>
IAS 7 Statement of Cash Flows	<p>This amendment replaces the term ‘cost method’ in paragraph 37 of IAS 7 with ‘at cost’.</p>

## 6. MATERIAL ACCOUNTING POLICIES - CONT'D

### New Standard and interpretation issued not yet effective - (cont'd)

#### Annual Improvements to IFRS Accounting Standards

The Company is yet to assess the potential impact on the financial statements.

These amendments are effective for annual periods beginning on or after 1 January 2026. Earlier application is permitted.

#### Presentation and Disclosure in Financial Statements (IFRS 18)

##### IFRS 18 Presentation and Disclosure in Financial Statements replaces IAS 1 Presentation of Financial Statements.

The new standard introduces the following key new requirements:

- It promotes a more structured income statement, in particular, it introduces a newly defined 'operating profit' subtotal and a requirement for all income and expenses to be classified into three new distinct categories, operating, investing, and financing, based on a company's main business activities.
- All companies are required to report the newly defined 'operating profit' subtotal – an important measure for investors' understanding of a company's operating results – i.e. investing and financing results are specifically excluded. This means that the results of equity-accounted investees are no longer part of operating profit and are presented in the 'investing' category.
- Management-defined performance measures (MPMs) are disclosed in a single note in the financial statements.
- Enhance guidance is provided on how to group information in the financial statements. This includes guidance on whether information is included in the primary financial statements or is further disaggregated in the notes. Companies are discouraged from labelling items as 'other' and will now be required to disclose more information if they continue to do so.
- Entities are required to use the operating profit subtotal as the starting point for the statement

of cash flows when presenting operating cash flows under the indirect method.

- It also requires Companies to analyse their operating expenses directly on the face of the income statement – either by nature, by function or using a mixed presentation. If any items are presented by function on the face of the income statement (e.g. cost of sales), then a company provides more detailed disclosures about their nature.

The Company is not likely to be impacted by this new standard.

IFRS 18 is effective from 1 January 2027 and applies retrospectively. It is available for early adoption.

#### Subsidiaries without Public Accountability: Disclosures (IFRS 19)

Subsidiaries of companies using IFRS Accounting Standards can substantially reduce their disclosures and focus more on users' needs following the release of IFRS 19 Subsidiaries without Public Accountability: Disclosures by the International Accounting Standards Board.

For those subsidiaries that don't currently report under IFRS Accounting Standards, the new standard also offers a practical way of reducing reporting costs – by removing the need to maintain two separate sets of accounting records for group reporting purposes if IFRS 19 is applied. A subsidiary may choose to apply the new standard in its consolidated, separate or individual financial statements provided that, at the reporting date:

- it does not have public accountability;
- its parent produces consolidated financial statements under IFRS Accounting Standards.

A subsidiary applying IFRS 19 is required to clearly state in its explicit and unreserved statement of compliance with IFRS Accounting Standards that IFRS 19 has been adopted.

The Company is yet to assess the potential impact on the financial statements. IFRS 19 is effective from 1 January 2027. It is available for early adoption.

## 7. REVENUE

### (a) Revenue stream

The Company generates revenue primarily from the sale of pharmaceutical products.

	2024	2023
	GHS	GHS
Revenue from sale of goods- point-in-time	<u>173,108,660</u>	<u>141,003,384</u>

### (b) Disaggregation of revenue from contracts with customers

Revenue from contracts with customers is disaggregated by primary customer profiles and timing of revenue recognition (which is at a point in time).

	2024	2023
Type of customer	GHS	GHS
Open market	159,807,619	136,934,778
Institutions	<u>13,301,041</u>	<u>4,068,606</u>
	<u>173,108,660</u>	<u>141,003,384</u>

## 8. COST OF SALES

	2024	2023
	GHS	GHS
Cost of raw material consumed and changes in finished goods and work-in-progress	58,367,583	48,294,843
Depreciation of property, plant and equipment	1,594,546	846,274
Staff Cost Note 10(i)	10,316,418	9,042,108
Overheads	<u>8,044,536</u>	<u>5,362,859</u>
	<u>78,323,083</u>	<u>63,546,084</u>

## 9. SELLING AND DISTRIBUTION EXPENSES

	<b>2024</b>	<b>2023</b>
	<b>GHS</b>	<b>GHS</b>
Advertising and promotion <sup>2</sup>	2,205,624	1,159,383
Depreciation of property, plant and equipment	1,134,562	700,154
Other selling and distribution expenses	5,964,570	4,646,176
Hotel Accommodation and allowances	1,295,668	1,212,631
Motor Vehicle Expenses	2,055,472	2,135,650
Staff cost Note 10(i)	3,248,708	2,745,573
Short term leases	698,912	319,601
Rate and insurance	-	235,311
Repairs and maintenance	<u>2,000,193</u>	<u>1,394,547</u>
	<u>18,603,709</u>	<u>14,549,026</u>

## 10. GENERAL AND ADMINISTRATIVE EXPENSES

	<b>2024</b>	<b>2023</b>
	<b>GHS</b>	<b>GHS</b>
Auditor's remuneration	490,000	400,000
Amortisation	34,212	32,863
Communication expenses	1,599,714	1,143,386
Depreciation	622,830	1,034,364
Directors' remuneration	16,579,625	11,245,487
Donations	54,076	65,807
Exchange difference	868,560	1,431,436
Legal and professional expenses	1,243,872	1,119,551
Other general & admin expenses	2,511,123	3,682,293
Penalties and fines	67,236	1,200
Repairs and maintenance	3,534,480	3,019,628
Short term leases	201,403	639,202
Rate and insurance	1,125,252	399,388
Sanitation	437,929	394,746
Security	808,969	794,097
Bank charges	892,595	822,772
Subscriptions and renewals	390,279	381,564
Staff costs Note 10(i)	22,983,358	19,318,254
Travelling and transport	1,765,809	1,035,431
Utilities	<u>456,752</u>	<u>423,437</u>
	<u>56,668,074</u>	<u>47,384,906</u>

## 10. GENERAL AND ADMINISTRATIVE EXPENSES - CONT'D

(i) Staff costs under cost of sales, selling and distribution and general and administrative expenses:

	<b>2024</b> <b>GHS</b>	<b>2023</b> <b>GHS</b>
Cost of sales	10,316,418	9,042,108
Selling and distribution expenses	3,248,708	2,745,573
General and administrative expenses	<u>22,983,358</u>	<u>19,318,254</u>
	<u>36,548,484</u>	<u>31,105,935</u>
This is made up of:		
Salaries and wages	32,490,805	26,957,922
<b>Retirement benefit costs- Defined contribution plan:</b>		
- Tier 3 pension contributions	989,253	1,337,328
- Social Security contributions	1,892,121	1,504,207
<b>Other long-term benefits:</b>		
- Other long-term benefits See Note: 22	<u>1,176,305</u>	<u>1,306,478</u>
	<u>36,548,484</u>	<u>31,105,935</u>
The average number of employees at the end of the period	559	617

## 11. OTHER OPERATING INCOME

	<b>2024</b> <b>GHS</b>	<b>2023</b> <b>GHS</b>
Sundry income	137,661	105,416
Profit on disposal of investment	447,064	-
Dividend income	-	-
Profit/(Loss) on disposal of property, plant and equipment	<u>71,452</u>	<u>(9,198)</u>
	<u>656,177</u>	<u>96,218</u>

Included in sundry income is bad debt recovered of GHS 76,125 (2023: GHS 871) and proceeds from scraps of GHS 30,401 (2023: GHS 31,145).

## 12. FINANCE COSTS

	2024 GHS	2023 GHS
Finance costs		
Interest on loans and borrowings	2,002,544	2,254,094
Interest on overdraft	1,810,023	901,069
Interest expense on leases	<u>734,938</u>	<u>725,848</u>
	<u>4,547,505</u>	<u>3,881,011</u>

## 13. EARNINGS PER SHARE

The calculation of basic EPS has been based on the following profit attributable to ordinary shareholders and weighted average number of equity shares outstanding.

	2024 GHS	2023 GHS
Profit attributable to equity holders	10,407,411	7,553,731
Weighted average number of equity shares in issue Note 21(a)	84,765,899	84,765,899
Basic/Diluted earnings per share (GHS per share)	0.1228	0.0891

At the reporting date, the basic earnings per share was the same as diluted earnings per share as there were no outstanding shares on conversion which could increase the weighted average number of equity shares in issue.

## 14. PROPERTY, PLANT & EQUIPMENT

	Leasehold land and Building, Freehold land	Plant and Machinery	Furniture and Equipment	Motor Vehicles	Computer Equipment	Under Construction	Total
2024 Cost	GHS	GHS	GHS	GHS	GHS	GHS	GHS
At 1 January 2024	18,306,891	8,135,851	5,876,479	7,697,818	2,295,869	4,352,023	46,664,931
Additions	2,870,824	1,958,390	2,791,423	1,550,809	492,389	142,127	9,805,962
Disposals	=	(66,548)	-	(120,661)	-	-	(187,209)
Write off	=	=	(9,301)	=	(500)	=	(9,801)
Transfers/ reclassifications	1,005,353	68,577	(5,137)	21,000	=	(1,089,793)	=
<b>Balance at 31 December 2024</b>	<b>22,183,068</b>	<b>10,096,270</b>	<b>8,653,464</b>	<b>9,148,966</b>	<b>2,787,758</b>	<b>3,404,357</b>	<b>56,273,883</b>
<b>Accumulated Depreciation</b>							
At 1 January 2024	3,537,250	7,260,890	3,941,118	4,793,287	1,966,874	-	21,499,419
Charge for the year	489,737	443,421	854,981	1,267,204	296,595	-	3,351,938
Release on disposals/write off	=	(66,548)	=	(120,661)	=	=	(187,209)
<b>Balance at 31 December 2024</b>	<b>4,026,987</b>	<b>7,637,763</b>	<b>4,796,099</b>	<b>5,939,830</b>	<b>2,263,469</b>	<b>-</b>	<b>24,664,148</b>
<b>Carrying Amounts</b>							
<b>At 31 December 2024</b>	<b>18,156,081</b>	<b>2,458,507</b>	<b>3,857,365</b>	<b>3,209,136</b>	<b>524,289</b>	<b>3,404,357</b>	<b>31,609,735</b>

There was no indication of impairment of property, plant and equipment held by the Company at the reporting date and 31 December 2023. The Company's leasehold land and building, plant, equipment and machinery have been used as security for loan and overdraft facility held with EXIM Bank and GCB Bank Limited. Carrying amount of assets used as collateral for the loan is GHS 15,817,479.

Right-of-use assets are included in leasehold land and building, freehold land and motor vehicle with carrying amounts of GHS 10,414,306 and GHS 2,767,934 respectively.

## 14. PROPERTY, PLANT & EQUIPMENT - CONT'D

	Leasehold land and Building, Freehold land	Plant and Machinery	Furniture and Equipment	Motor Vehicles	Computer Equipment	Under Construction	Total
<b>2023 Cost</b>	<b>GHS</b>	<b>GHS</b>	<b>GHS</b>	<b>GHS</b>	<b>GHS</b>	<b>GHS</b>	<b>GHS</b>
At 1 January 2023	18,259,039	7,930,515	5,559,658	7,724,501	2,148,900	3,293,287	44,915,900
Additions	158,190	310,459	316,821	125,550	156,469	1,263,378	2,330,867
Disposals	(110,338)	(105,123)	-	(152,233)	(9,500)	(204,642)	(581,836)
<b>Balance at 31 December 2023</b>	<b><u>18,306,891</u></b>	<b><u>8,135,851</u></b>	<b><u>5,876,479</u></b>	<b><u>7,697,818</u></b>	<b><u>2,295,869</u></b>	<b><u>4,352,023</u></b>	<b><u>46,664,931</u></b>
<b>Accumulated Depreciation</b>							
At 1 January 2023	3,135,572	7,246,929	3,338,410	3,850,362	1,693,492	-	19,264,765
Charge for the year	482,818	119,084	602,708	1,095,158	281,025	-	2,580,793
Release on disposals/Write-off	(81,140)	(105,123)	-	(152,233)	(7,643)	-	(346,139)
<b>Balance at 31 December 2023</b>	<b><u>3,537,250</u></b>	<b><u>7,260,890</u></b>	<b><u>3,941,118</u></b>	<b><u>4,793,287</u></b>	<b><u>1,966,874</u></b>	<b><u>-</u></b>	<b><u>21,499,419</u></b>
<b>Carrying Amounts</b>							
<b>At 31 December 2023</b>	<b><u>14,769,641</u></b>	<b><u>874,961</u></b>	<b><u>1,935,361</u></b>	<b><u>2,904,531</u></b>	<b><u>328,995</u></b>	<b><u>4,352,023</u></b>	<b><u>25,165,512</u></b>

### (a) Depreciation

Depreciation has been charged in the financial statements as follows:

	2024	2023
	GHS	GHS
Cost of sales	1,594,546	846,274
Selling and distribution expenses	1,134,562	700,154
General and administrative expenses	<u>622,830</u>	<u>1,034,364</u>
	<b><u>3,351,938</u></b>	<b><u>2,580,792</u></b>

## 14. PROPERTY, PLANT & EQUIPMENT - CONT'D

### (b) Disposal of property, plant and equipment

	2024	2023
	GHS	GHS
Cost	187,209	581,836
Accumulated depreciation	(187,209)	(346,139)
Carrying amount	-	235,697
Proceeds of sale	(71,452)	(226,499)
<b>(Profit)/Loss on disposal of property, plant and equipment</b>	<b>(71,452)</b>	<b>9,198</b>

### (c) Leases

#### (i) Leases as a lessee

The Company leases land and buildings and motor vehicles. The land leases typically run for a period of 50 to 91 years and buildings for a period of 1 to 2 years. For lease of buildings that run for a period of 1 year, the Company has elected not to recognise right-of-use and lease liabilities for these leases because they are short-term leases. In 2024, the Company entered into new lease agreements to acquire new motor vehicles for a period of 5 years.

#### (ii) Right-of-use assets

Right-of-use assets are presented as part of property, plant and equipment.

Cost	Land & Buildings GHS	Motor Vehicles GHS	Total GHS
Balance at 1 January 2024	10,665,722	3,018,598	13,684,320
Additions	1,170,266	1,432,558	2,602,824
Balance at 31 December 2024	11,835,988	4,451,156	16,287,144
Balance at 1 January 2023	10,731,100	3,018,598	13,749,698
Additions	44,960	-	44,960
Reversals	(110,338)	-	(110,338)
Balance at 31 December 2023	10,665,722	3,018,598	13,684,320
<b>Accumulated depreciation</b>			
Balance at 1 January 2024	1,151,524	836,403	1,987,927
Charge for the year	270,158	846,819	1,116,977
Balance at 31 December 2024	1,421,682	1,683,222	3,104,904
Balance at 1 January 2023	964,794	71,272	1,036,066
Charge for the year	267,870	765,131	1,033,001
Reversals	(81,140)	-	(81,140)
Balance at 31 December 2023	1,151,524	836,403	1,987,927
<b>Carrying amount</b>			
<b>At 31 December 2024</b>	<b>10,414,306</b>	<b>2,767,934</b>	<b>13,182,240</b>
<b>At 31 December 2023</b>	<b>9,514,198</b>	<b>2,182,195</b>	<b>11,696,393</b>

## 14. PROPERTY, PLANT & EQUIPMENT - CONT'D

	2024	2023
	GHS	GHS
<b>(iii) Amount recognised in the statement of profit or loss</b>		
Interest on lease liabilities	734,938	745,324
Expenses relating to short-term leases	900,315	958,803
<b>(iv) Amounts recognised in the statement of cash flows</b>		
Total cash outflow for leases*	<b>2,076,898</b>	<b>1,924,975</b>

### (v) Lease liabilities included in the statement of financial position at 31 December

	2024	2023
	GHS	GHS
Balance at beginning	2,152,538	2,373,386
Interest on lease liabilities	734,938	745,324
Additional lease	1,432,558	-
Principal payments	(470,763)	(220,848)
Interest payments	(705,820)	(745,324)
<b>Balance at 31 December</b>	<b>3,143,451</b>	<b>2,152,538</b>
Less than one year	605,184	974,944
More than one year	2,538,267	1,177,594
	<b>3,143,451</b>	<b>2,152,538</b>

\*Short term lease and interest on lease payments are classified as operating activities

### Extension options

Some leases of office premises contain extension options exercisable by the Company up to one year before the end of the non-cancellable contract period. Where practicable, the Company seeks to include extension options in new leases to provide operational flexibility. The extension options held are exercisable only by the Company and not by the lessors. The Company assesses at lease commencement due date whether it is reasonably certain to exercise the extension options. The Company reassesses whether it is reasonably certain to exercise the options if there is significant event or significant changes in circumstances within its control.

The Company has assessed that all contractual extension options will be exercised and have therefore included all potential future lease payments in the calculation of the lease liability.

## 15. INTANGIBLE ASSETS

	Software	Trademark	Total
Cost	GHS	GHS	GHS
Balance at 1 January 2024	1,022,851	304,677	1,327,528
Additions	=	17,396	17,396
Balance at 31 December 2024	<u>1,022,851</u>	<u>322,073</u>	<u>1,344,924</u>
Balance at 1 January 2023	1,022,851	304,677	1,327,528
Additions	=	=	=
Balance at 31 December 2023	<u>1,022,851</u>	<u>304,677</u>	<u>1,327,528</u>
<b>Accumulated amortisation</b>			
Balance at 1 January 2024	965,223	304,677	1,269,900
Charge for the year	<u>33,713</u>	<u>499</u>	<u>34,212</u>
Balance at 31 December 2024	<u>998,936</u>	<u>305,176</u>	<u>1,304,112</u>
Balance at 1 January 2023	932,360	304,677	1,237,037
Charge for the year	<u>32,863</u>	=	<u>32,863</u>
Balance at 31 December 2023	<u>965,223</u>	<u>304,677</u>	<u>1,269,900</u>
<b>Carrying amount</b>			
<b>At 31 December 2024</b>	<b><u>23,915</u></b>	<b><u>16,897</u></b>	<b><u>40,812</u></b>
<b>At 31 December 2023</b>	<b><u>57,628</u></b>	<b>=</b>	<b><u>57,628</u></b>

## 16. EQUITY INVESTMENTS AT FVOCI

	2024 GHS	2023 GHS
Balance at beginning	3,190,000	2,416,650
Net change in fair value	-	773,350
Disposal	(3,190,000)	-
Balance at 31 December	-	<u>3,190,000</u>
Proceeds of sale	<u>3,637,064</u>	-
Profit on disposal of equity investments	<u>(447,064)</u>	-

This relates to the value of 374,955 equity shares (0.169% of shareholding) in Stanbic Bank Ghana Limited. The Company designated these investments at FVOCI because these equity securities represent investments that the Company had intended to hold for long term strategic purposes prior to 2023.

In 2024, the Company disposed of the equity investment for strategic reasons. The cumulative gain of GHS 901,111 relating to these investments was transferred to retained earnings.

No amount (2023: GHS -) was received as dividend during the year.

## 17. INCOME TAXES

### (a) Amounts recognised in profit or loss

	2024	2023
	GHS	GHS
Corporate tax expense	<u>5,067,907</u>	<u>263,882</u>
Effect of tax audit adjustment	386,918	-
Growth and sustainability levy	<u>360,584</u>	<u>183,138</u>
Total current tax expense	<u>5,815,409</u>	<u>447,020</u>
Deferred tax	<u>(1,799,465)</u>	<u>2,987,464</u>
<b>Total income tax expense</b>	<b><u>4,015,944</u></b>	<b><u>3,434,484</u></b>

### (b) Current tax assets and liabilities

	Balance at 1 Jan	Charge for the year	Payments/ tax Credits during the year	Adjustments	Balance at 31 Dec
2024	GHS	GHS	GHS	GHS	GHS
Income tax					
Up to 2023	(653,903)	-	-	386,918	(266,985)
2024	=	<u>5,067,907</u>	<u>(2,897,213)</u>	-	<u>2,170,694</u>
	<u>(653,903)</u>	<u>5,067,907</u>	<u>(2,897,213)</u>	<u>386,918</u>	<u>1,903,709</u>
Growth and sustainability levy	<u>(22,845)</u>	<u>360,584</u>	<u>(421,602)</u>	-	<u>(83,863)</u>
<b>Total</b>	<b><u>(676,748)</u></b>	<b><u>5,428,491</u></b>	<b><u>(3,318,815)</u></b>	<b><u>386,918</u></b>	<b><u>1,819,846</u></b>

	Balance at 1 Jan	Charge for the year	Payments/ tax Credits during the year	Balance at 31 Dec
2023	GHS	GHS	GHS	GHS
Income tax		-	-	(630,897)
Up to 2020	<u>(630,897)</u>	-	-	<u>(218,464)</u>
2021	<u>(218,464)</u>	-	-	<u>(33,262)</u>
2022	<u>(33,262)</u>	<u>263,882</u>	<u>(35,162)</u>	<u>228,720</u>
2023	-	<u>263,882</u>	<u>(35,162)</u>	<u>(653,903)</u>
Growth and sustainability levy	<u>(882,623)</u>	<u>183,138</u>	<u>(205,983)</u>	<u>(22,845)</u>
<b>Total</b>	<b><u>(882,623)</u></b>	<b><u>447,020</u></b>	<b><u>(241,145)</u></b>	<b><u>(676,748)</u></b>

Taxes paid comprise of utilisation of tax credits amounting to GHS 77,478 (2023: GHS 35,162) and payments amounting GHS (3,241,337) (2023: GHS (205,983)).

Tax positions up to the 2023 year of assessment have been agreed with the tax authorities. The remaining tax position is subject to agreement with the tax authorities.

## 17. INCOME TAXES - CONT'D

### (c) Reconciliation of effective tax rate

	2024 %	2024 GHS	2023 %	2023 GHS
Profit/(loss) before tax		<u>14,423,355</u>		<u>10,988,215</u>
Income tax using domestic tax rate	25.00	3,605,839	25.00	2,747,054
Expenses not deductible for tax purposes	15.07	2,173,539	13.71	1,507,022
Recognition of previously unrecognised deductible temporary differences	-	-	5.78	634,664
Tax at different rate	2.50	360,584	1.67	183,137
Effect of tax audit adjustment	<u>2.68</u>	<u>386,918</u>	-	-
Tax exempt income	<u>(17.41)</u>	<u>(2,510,936)</u>	<u>(14.90)</u>	<u>(1,637,393)</u>
<b>Tax expenses</b>	<u>27.84</u>	<u>4,015,944</u>	<u>31.26</u>	<u>3,434,484</u>

### (d) Recognised deferred tax assets and liabilities

Deferred tax assets and liabilities are attributable to the following:

	Assets	Liabilities	2024 Total	Assets	Liabilities	2023 Total
	GHS	GHS	GHS	GHS	GHS	GHS
Property, plant and equipment	-	(1,330,133)	(1,330,133)	-	(1,633,210)	(1,633,210)
Employee benefit obligations	1,471,938	-	1,471,938	1,173,507	-	1,173,507
Equity investment	-	-	-	-	(797,500)	(797,500)
Inventories	115,867	-	115,867	15,188	-	15,188
Trade receivables	<u>918,095</u>	-	<u>918,095</u>	<u>618,317</u>	-	<u>618,317</u>
	<b><u>2,505,900</u></b>	<b><u>(1,330,133)</u></b>	<b><u>1,175,767</u></b>	<b><u>1,807,012</u></b>	<b><u>(2,430,710)</u></b>	<b><u>(623,698)</u></b>

## 17. INCOME TAXES - CONT'D

### (i) Movements in temporary differences during the year

	Balance at 1 January	Recogn'd in profit or loss	Recogn'd in OCI	Balance at 31 December
For the year ended 31 December 2024	GHS	GHS	GHS	GHS
Property, plant and equipment	(1,633,210)	303,077	-	(1,330,133)
Employee benefit obligations	1,173,507	298,431	-	1,471,938
Equity investment	(797,500)	797,500	-	-
Inventories	15,188	100,679	-	115,867
Trade receivables	<u>618,317</u>	<u>299,778</u>	-	<u>918,095</u>
	<b><u>(623,698)</u></b>	<b><u>1,799,465</u></b>	-	<b><u>1,175,767</u></b>

For the year ended 31 December 2023	Balance at 1 January	profit or loss	Recogn'd in OCI	Balance at 31 December
	GHS	GHS	GHS	GHS
Property, plant and equipment	(1,746,671)	113,461	-	(1,633,210)
Employee benefit obligations	931,844	241,663	-	1,173,507
Equity investment	(604,163)	-	(193,337)	(797,500)
Tax losses	1,344,714	(1,344,714)	-	-
Inventories	128,335	(113,147)	-	15,188
Finance costs	2,068,651	(2,068,651)	-	-
Trade receivables	<u>434,393</u>	<u>183,924</u>	-	<u>618,317</u>
	<b><u>2,557,103</u></b>	<b><u>(2,987,464)</u></b>	<b><u>(193,337)</u></b>	<b><u>(623,698)</u></b>



## 18. INVENTORIES

See accounting policy in Note 6.6

	<b>2024</b>	<b>2023</b>
	<b>GHS</b>	<b>GHS</b>
Raw and packaging materials	26,320,181	18,112,875
Work-in-progress	1,468,360	106,784
Consumable spares	2,875,564	1,397,490
Finished goods	<u>5,224,394</u>	<u>7,693,646</u>
	<u>35,888,499</u>	<u>27,310,795</u>

The value of raw and packaging materials was determined after writing down the inventory cost due to obsolescence of GHS 463,465 (2023: GHS 60,751). The write-downs are included in cost of sales.

Inventory recognised in cost of sales is GHS 78,323,083 (2023:GHS 63,546,084).

## 19. TRADE AND OTHER RECEIVABLES

	<b>2024</b>	<b>2023</b>
	<b>GHS</b>	<b>GHS</b>
Trade receivables	20,237,299	14,038,862
Impairment allowance Note 27.c.ii	<u>(3,672,381)</u>	<u>(2,473,270)</u>
Trade receivables, net	16,564,918	11,565,592
Staff receivables	<u>673,150</u>	<u>615,861</u>
	<u>17,238,068</u>	<u>12,181,453</u>

The maximum amount due from employees of the Company during the year amounted to approximately GHS 673,150 (2023: GHS 615,861).

Included in the staff receivables is an amount of GHS 145,116 (2023: GHS 87,083) relating to advances and accountable imprest to management staff.

During the year, an amount of GHS 1,199,111 was recognized as impairment loss. (2023: GHS 735,699).

### **Credit and market risks, and impairment losses**

Information about the Company's exposure to credit and market risks, and impairment losses for trade receivables is included in Note 27.

## 20. CASH AND CASH EQUIVALENTS AND BANK OVERDRAFT

	2024	2023
	GHS	GHS
Bank balances	4,622,719	4,881,176
Cash balances	<u>148,243</u>	<u>67,459</u>
<i>Cash and cash equivalents in the statement of financial position</i>	4,770,962	4,948,635
Bank overdrafts *	<u>(10,292,679)</u>	<u>(12,623,335)</u>
<b>Cash and cash equivalents in the statement of cash flows</b>	<b>(5,521,717)</b>	<b>(7,674,700)</b>

\*Included in bank overdrafts are:

- a) credit facilities totalling GHS 8,000,000 obtained from GCB Bank Limited at the rate of 20% for GHS6,000,000 (1D1F) and 30.31% for GHS 2,000,000 (Commercial rate).(2023: GHS 8,000,000 at the rate of 32.18%). The 1D1F subsidy ended in October 2024 and the total credit facilities of GHS 8,000,000 was charged at commercial rate of 30% (29.35% plus 0.65 %) which is used to finance working capital.
- b) import finance facilities (IFF) of GHS 8,000,000 obtained from GCB Bank Limited at the rate of (20% for GHS6,000,000 (1D1F) and 30.31% for GHS 2,000,000 (Commercial rate)(2023: GHS 8,000,000 at the rate of 32.18%). The 1D1F subsidy ended in October 2024 and the total credit facilities of GHS 8,000,000 was charged at commercial rate of 30% (29.35% plus 0.65 %) which is used to finance importation of raw materials.

These facilities are payable on demand and expire 12 months from the date of disbursement. The facilities will expire on 21 August 2025.

At the reporting date, the Company recorded a bank ledger balance of GHS (5,669,960) (2023: GHS (6,324,090)) in its statement of financial position as compared to the bank statements balance of GHS (3,931,580)(2023: GHS (5,429,698)). The transactions making up the difference between the bank ledger balance and the bank statements balance amounting to GHS (1,738,380)(2023: GHS (894,392)), which includes various reconciling items such as un-presented cheques, uncredited lodgements and unresolved debit and credit items on the bank statements.

Subsequent to the year end, reconciling items amounting to GHS (1,550,301)(2023: (1,953,698)) were resolved and reflected in the financial statement as appropriate.



## 21. STATED CAPITAL AND RESERVES

### (a) Stated capital

See accounting policy in Note 6.9

Authorized	No. of Shares		Proceeds	
	2024	2023	2024	2023
	GHS	GHS	GHS	GHS
Equity shares of no par value	500,000,000	500,000,000		
Issued				
For cash	84,765,899	84,765,899	33,058,701	33,058,701

There is no share in treasury and no call or instalment unpaid on any share. Additionally, there are no called-up shares.

Holders of these shares are entitled to dividend as declared from time to time and are entitled to one vote per share of general meetings of the Company.

### (b) Fair value reserve

The fair value reserve includes the cumulative net change in the fair value of equity securities designated at FVOCI.

### (c) Retained earnings

From the inception of the Company, retained earnings comprise the net amount after the equity share exchange as part of the merger arrangement between Dannex Limited, Ayrton Drug Manufacturing Limited and Starwin Products Limited. Subsequently, it represents the accumulation of profit or losses and gain from the remeasurement of employee benefit obligations.

## 22. EMPLOYEE BENEFITS OBLIGATION

### (a) Other long-term benefits

Long service award is an unfunded scheme to reward staff for their continuous and dedicated service to the Company. Staff who serve for ten years and above are awarded with cash donations. The plan is not funded. The awards vary depending on the number of years served by employees who meet the qualifying criteria.

For the other long-term benefits, a full and independent actuarial valuation was carried out at the end of the period using the Projected Unit Credit Method in accordance with IAS 19 Employee Benefits.



## 22. EMPLOYEE BENEFITS OBLIGATION - CONT'D

	Long service award GHS	
Balance at 1 January 2024		4,693,910
<b>Included in profit or loss</b>		
Current service cost		513,243
Past service cost/(credit)		-
Interest cost		861,670
Actuarial gain arising from financial assumptions		(168,608)
Actuarial loss/(gain) arising from other sources		-
		<u>5,900,215</u>
Benefits paid		(12,583)
Balance at 31 December 2024		<u>5,887,632</u>
Balance at 1 January 2023		3,977,281
<b>Included in profit or loss</b>		
Current service cost		451,943
Past service cost/(credit)		-
Interest cost		714,564
Actuarial loss arising from financial assumptions		139,971
Actuarial gain arising from other sources		-
		<u>5,283,759</u>
Benefits paid		(589,849)
Balance at 31 December 2023		<u>4,693,910</u>
	<b>2024</b>	<b>2023</b>
	<b>GHS</b>	<b>GHS</b>
Less than one year	1,067,644	622,655
More than one year	4,819,988	4,071,255
	<b><u>5,887,632</u></b>	<b><u>4,693,910</u></b>



## 22. EMPLOYEE BENEFITS OBLIGATION - CONT'D

The actuarial assumptions at the period-end were as follows:

	2024	2023
Discount rate	19.80%	19.00%
General inflation	23.80%	16.00%
Salary inflation	23.80%	16.00%.
Withdrawal rates (See table below): - 2024 and 2023	Males	Females
Age		
Less than 30	5%	5%
Age 30 to 39	4%	4%
Age 40 to 49	3%	3%
Age 50 to 60	2%	2%
Greater than 60	-%	-%

### Sensitivity analysis

Reasonable changes at the reporting date to the relevant actuarial assumptions, holding other assumptions constant, would have affected the employee benefit obligations by the amounts shown below. Although the analysis does not take account of the full distribution of cash flow expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.

	2024 GHS	2024 GHS
	Increase	Decrease
<b>Long service award</b>		
Discount rate (1% movement)	5,603,897	6,200,827
Withdrawal rate (10% movement)	5,785,037	-
Salary rate (1% movement)	6,209,202	5,592,085
Mortality (1% movement)	5,548,544	-
	2023 GHS	2023 GHS
	Increase	Decrease
<b>Long service award</b>		
Discount rate (1% movement)	4,450,537	4,962,721
Withdrawal rate (10% movement)	4,605,623	-
Salary rate (1% movement)	4,969,600	4,440,707
Mortality (1% movement)	4,403,073	-



## 23. LOANS AND BORROWINGS

The Company has the following secured facilities with local banks at the reporting date:

	2024 GHS	2023 GHS
Ghana Exim Bank Loan (Restructured) <b>(Note 1 below)</b>	6,602,351	8,907,053
GCB Bank Plc <b>(Note 2 below)</b>	<u>7,835,964</u>	<u>8,209,989</u>
Total	<u>14,438,315</u>	<u>17,117,042</u>
Current	8,019,347	6,572,716
Non- Current	6,418,968	10,544,326
<b>Total</b>	<b><u>14,438,315</u></b>	<b><u>17,117,042</u></b>

### Note 1

This is a GHS 33,750,000 loan facility obtained from Ghana Exim Bank in January 2018 by the legacy Company Dannex Limited. The purpose of the loan is to augment working capital and to refinance existing loans at a nominal rate of 8%. In May 2020, the interest rate of 8% was revised to 13.5% for the undisbursed amount of GHS 8,500,000. The loan facility was restructured in August 2022 and matures in 2027. The loan was secured by a mortgage over landed commercial properties previously owned by erstwhile Ayrton Drug Manufacturing Limited. The Company is in the process of changing the property title to its name.

### Note 2

This is a GHS 20,689,397 (2023: GHS 20,689,397) loan facility obtained from GCB Bank Plc in July 2020 at a nominal interest rate of 10% and matures in 2025 under the Ministry of Trade and Industries' Industrial Revitalisation Programme (Stimulus Package thereby qualifying for an interest subsidy of 50% on the applicable interest of 20%. The purpose of the loan is to refinance outstanding loans with GCB Bank Plc, Zenith Bank Ghana Limited and Ecobank Ghana Plc and financing of some capital expenditures.

## 23. LOANS AND BORROWINGS- CONT'D

Reconciliation of movements of liabilities to cash flows arising from financing activities

	Opening balance	Change in Bank overdraft	Additions	Capital repayment	Interest costs	Interest paid	Closing balance
		GHS	GHS	GHS	GHS	GHS	GHS
<b>31 December 2024</b>							
Ghana Exim Bank Loan (restructured)	8,907,053	-	-	(2,304,702)	969,678	(969,678)	6,602,351
Lease facility	2,152,538	-	1,432,558	(470,763)	734,938	(705,820)	3,143,451
GCB Bank Plc	8,209,989	-	5,362,870	(5,736,895)	950,438	(950,438)	7,835,964
Shareholder Loan	1,212,500	-	-	(37,295)	82,427	(62,705)	1,194,927
Bank overdraft	<u>12,623,335</u>	<u>(2,330,656)</u>	<u>-</u>	<u>-</u>	<u>1,810,023</u>	<u>(1,810,023)</u>	<u>10,292,679</u>
	<u>33,105,415</u>	<u>(2,330,656)</u>	<u>5,362,870</u>	<u>(8,549,655)</u>	<u>4,547,504</u>	<u>(4,498,664)</u>	<u>29,069,372</u>
<b>31 December 2023</b>							
Ghana Exim Bank Loan (restructured)	10,943,475	-	-	(2,036,422)	1,237,373	(1,237,373)	8,907,053
Lease facility	2,373,386	-	-	(220,848)	745,324	(745,324)	2,152,538
GCB Bank Plc	12,057,555	-	-	(3,847,566)	1,016,721	(1,016,721)	8,209,989
Shareholder Loan	-	-	1,212,500	-	-	-	1,212,500
Bank overdraft	<u>10,866,198</u>	<u>1,757,137</u>	<u>-</u>	<u>-</u>	<u>901,069</u>	<u>(901,069)</u>	<u>12,623,335</u>
	<u>36,240,614</u>	<u>1,757,137</u>	<u>1,212,500</u>	<u>(6,104,836)</u>	<u>3,900,487</u>	<u>3,900,487</u>	<u>33,105,415</u>

## 24. TRADE AND OTHER PAYABLES

See accounting policy in Note 6.9

	GHS	GHS
Trade payables	19,725,149	12,146,910
Other payables	10,608,159	4,967,562
Accrued expenses**	<u>5,533,069</u>	<u>4,494,460</u>
	<u>35,866,377</u>	<u>21,608,932</u>

\*\* Included in accrued expenses is GHS 936,228 (2023: GHS 679,426) relating to accrued unpaid leave as at period end.

Information about the Company's exposure to currency and liquidity risks is included in Note 27.

## 25. RELATED PARTY TRANSACTIONS

Dannex Ayrton Starwin Plc (DAS Plc) is 60.04% owned by Equatorial Cross Acquisitions Limited (ECA), which is ultimately owned by Nik Amarteifio, 17.14% owned by Social Security and National Insurance Trust (SSNIT). The remaining are owned by a number of individual shareholders. Shareholding information disclosed at Note 32.

In the course of the year, the following transactions took place with related parties.

	2024 GHS	2023 GHS
<b>(i) Amounts due to related parties</b>		
Other*	76,846	28,561
Shareholder loan**	<u>1,194,927</u>	<u>1,212,500</u>
Total	<u>1,271,773</u>	<u>1,241,061</u>
<b>Reconciliation of shareholder loan**</b>		
Opening balance	1,212,500	-
Additions	-	1,212,500
Interest	82,427	-
Repayment	<u>(100,000)</u>	-
<b>Closing balance</b>	<b><u>1,194,927</u></b>	<b><u>1,212,500</u></b>

\*These are directors' training expenses paid by Nik Amarteifio on behalf of the Company.

\*\*The shareholder has approved a loan of GHS 2 million. The Company has drawn down GHS 1,212,500 as at the end of the year. The shareholder loan was obtained from Nik Amarteifio in March 2023 at a rate of 10% per annum for a period of 48 months. The loan or any portion of it advanced shall remain interest free for Twelve (12) months from the drawdown and no payment of principal or interest or any component of either shall be due for a period of twelve months from the date of drawdown.

### (ii) Transactions with key management personnel

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company directly or indirectly including any Director (whether executive or otherwise) of the Company.

(a) Key management personnel compensation included the following:

Short-term employee benefits	2024 GHS	2023 GHS
Executive Directors	15,277,677	10,524,977
Non-Executive Directors	1,301,948	720,510
Other key management personnel	<u>2,208,379</u>	<u>2,032,641</u>
	<u>18,788,004</u>	<u>13,278,128</u>



## 25. RELATED PARTY TRANSACTIONS - CONT'D

### (b) Key management personnel transactions

- There is a personal guarantee by Nik Amarteifio, the Board Chairman of the Company as collateral for obtaining the GCB Bank Plc loan facility.
- During the year, the Company paid GHS 100,000 to Nik Amarteifio as part repayment of Shareholder loan (2023: GHS -).
- The Company guarantees loan taken by management staff under an approved staff loan scheme with Ecobank Ghana. An amount of GHS 2,680,041 (2023 : GHS 3,120,330) has been drawn down.

### (iii) Other related party transactions

1. Alex Bonney, a member of the Board, provides HR consultancy services for the Company, an amount of GHS 96,973 (2023: GHS 67,026) was paid to him during the period as consultancy fees. An amount of GHS 6,500 was outstanding at the reporting period.

2. Benjamin Agyeman, a member of the Board, provides financial consultancy services for the Company, an amount of GHS 167,843 (2023: GHS 155,416) was paid to him during the period as consultancy fees. An amount of GHS 39,461 was outstanding at the reporting period.

### (iv) Directors' shareholding

The Directors named below held the following number of shares in the company as at the reporting date and at 31 December 2023:

Name of Director	No. of shares	% of issued capital
Nik Amarteifio (ECA)*	50,891,061	60.0
Amarteokor Amarteifio	<u>3,207,604</u>	<u>3.8</u>
	<u>54,098,665</u>	<u>63.8</u>

\*Shares held through Equatorial Cross Acquisitions.

## 26. SEGMENT REPORTING

Operating segments reflect the Company's management structure and the way financial information is regularly reviewed by the Chief Executive Officer. Operating segments are reported in a manner consistent with internal reporting provided to the Chief Executive Officer.

The Company operates as a single business unit that manufactures Syrups, Tablets, Creams, Suspension, Disinfectant, Lozenges, Powders, Capsules and Emulsion.

	2024	2023
	GHS	GHS
Revenue by Product		
Syrups	97,595,742	77,142,511
Tablets	38,010,252	31,443,600
Creams/ointments	11,396,788	11,059,864
Suspensions	5,644,176	4,998,022
Powders	18,253,621	14,561,487
Capsules	485,589	847,199
Emulsions	<u>1,722,492</u>	<u>950,701</u>
	<u>173,108,660</u>	<u>141,003,384</u>

All sales are made in Ghana. Segment revenue is based on the geographical location of customers, whilst segment asset is based on the geographical location of the assets.

### Revenue by Geographical location

	2024	2023
	GHS	GHS
Accra	88,881,771	76,418,993
Kumasi	42,294,730	31,432,950
Tamale	22,703,483	18,112,923
Takoradi	<u>19,228,676</u>	<u>15,038,518</u>
	<u>173,108,660</u>	<u>141,003,384</u>

The Company's non-current assets amounting to GHS 34,156,447 (2023: GHS 27,030,152) are in Ghana.

### Major Customer

There was no revenue for transactions with a single external customer amounting to 10% of the Company's total revenue during the period.

## 27. FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT

### a. Accounting classifications and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

A number of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. The Company regularly reviews significant unobservable inputs and valuation adjustments.

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

31 December 2024	Note	Carrying amount			
		FVOCI GHS	Financial assets at amortised cost GHS	Other financial liabilities GHS	Total GHS
Trade and other receivables*	19	-	17,238,068	-	17,238,068
Cash and cash equivalents	20	=	<u>4,622,719</u>	=	<u>4,622,719</u>
<b>Total assets</b>		=	<u>21,860,787</u>	=	<u>21,860,787</u>

### Financial liabilities not measured at fair value

Bank overdraft	20	-	-	10,292,679	10,292,679
Loans and borrowings	23	-	-	14,438,315	14,438,315
Trade and other payables**	24	-	-	29,667,684	29,667,684
Due to related party	25	=	=	<u>1,271,773</u>	<u>1,271,773</u>
<b>Total liabilities</b>		=	=	<u>55,670,451</u>	<u>55,670,451</u>

31 December 2023	Note	FVOCI	Financial assets at amortised cost	Other financial liabilities	Total
		GHS	GHS	GHS	GHS
<b>Financial assets measured at fair value</b>					
Equity Investment at FVOCI	16	3,190,000	-	-	3,190,000

### Financial assets not measured at fair value

Trade and other receivables*	19	-	12,181,453	-	12,181,453
Cash and cash equivalents	20	=	<u>4,881,176</u>	=	<u>4,881,176</u>
<b>Total assets</b>		=	<u>17,062,629</u>	=	<u>17,062,629</u>

## 27. FINANCIAL INSTRUMENTS - FAIR VALUES AND RISK MANAGEMENT - CONT'D

### Financial liabilities not measured at fair value

Bank overdraft	20	-	-	12,623,335	12,623,335
Loans and borrowings	23	-	-	17,117,042	17,117,042
Trade and other payables**	24	-	-	19,171,154	19,171,154
Due to related party	25	=	=	<u>1,241,061</u>	<u>1,241,061</u>
<b>Total liabilities</b>		=	=	<u>50,152,592</u>	<u>50,152,592</u>

### Total liabilities

\* Trade and other receivables are less prepayments.

\*\* Trade and other payables are less all statutory payables such as PAYE, withholding taxes, and social security.

### b. Measurement of fair values

#### i. Fair value hierarchy

Financial assets measured at fair value

	Level 1	Level 2	Level 3
<b>31 December 2024</b>	<b>GHS</b>	<b>GHS</b>	<b>GHS</b>
Equity Investment at FVOCI	-	-	-

	Level 1	Level 2	Level 3
<b>31 December 2023</b>	<b>GHS</b>	<b>GHS</b>	<b>GHS</b>
Equity Investment at FVOCI	-	3,190,000	-

#### Financial liabilities not measured at fair value

	Level 1	Level 2	Level 3
<b>31 December 2024</b>	<b>GHS</b>	<b>GHS</b>	<b>GHS</b>
Bank overdraft	-	-	10,292,679

Loans and borrowings	-	-	38,471,525
Trade and other payables	-	-	29,667,684
Due to related party	-	-	<u>1,014,651</u>
	-	-	<u>79,446,539</u>

	Level 1	Level 2	Level 3
<b>31 December 2023</b>	<b>GHS</b>	<b>GHS</b>	<b>GHS</b>
Bank overdraft	-	-	12,623,335
Loans and borrowings	-	-	31,090,188
Trade and other payables	-	-	19,171,154
Due to related party	-	-	<u>946,472</u>
	-	-	<u>63,831,149</u>



## 27. FINANCIAL INSTRUMENTS - FAIR VALUES AND RISK MANAGEMENT - CONT'D

### ii. Valuation techniques and significant unobservable inputs

The following tables show the valuation techniques used in measuring financial instruments.

#### Financial instruments not measured at fair value

Type	Valuation technique	Significant unobservable inputs
Loans and borrowings	The valuation model considers the present value of future cashflows, discounted at the market rates of interest at the reporting date.	
Financial assets measured at FV(Equity Investment at FVOCI)	This is determined by the comparable companies' approach.	Not applicable

### c. Financial risk management

This Company has exposure to the following risks arising from financial instruments:

	Page
• Credit risk (See Note c.ii)	91
• Liquidity risk (See Note c.iii)	94
• Market risk (See Note c.iv)	95

### i. Risk management framework

The Company has developed a comprehensive risk management process to facilitate control and monitoring of these risks. The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. Management of financial risk is centralized at the Company's corporate group level, where financial risk is managed in accordance with the policies and procedures established at the Group level, in order to protect profit and cash flows.

### ii. 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 the Company's receivables from customers.

The carrying amount of financial assets represents the maximum credit exposure.

#### Trade and other receivables

The Company's exposure to risk is influenced mainly by the individual characteristics of each customer, the industry and country in which the customers operate. In monitoring customer credit risk, customers are grouped according to their credit characteristics; including whether they are open market customers (wholesalers, retailers) or institutional customers.

The Company has credit control policies which cover procedures for accepting new customers, setting credit limits, dealing with overdue amounts and delinquent payers. Credit exposure on trade receivable is covered by customers issuing post-dated cheques to cover amount owed. The Company does not require collateral in respect of trade and other receivables.



## 27. FINANCIAL INSTRUMENTS - FAIR VALUES AND RISK MANAGEMENT - CONT'D

The maximum exposure to credit risk for accounts receivable at the reporting date by type was:

	2024	2023
	GHS	GHS
Trade receivables	16,564,918	11,565,592
Staff receivables	<u>673,150</u>	<u>615,861</u>
	<u>17,238,068</u>	<u>12,181,453</u>

### Impairment

The aging of accounts receivable at the reporting date was:

Open market customers								
	2024				2023			
	Weighted loss rate	Carrying amount	Impairment	Credit impaired	Weighted loss rate	Carrying amount	Impairment	Credit impaired
		GHS	GHS			GHS	GHS	
Current (not past due)	3.03	10,520,305	(319,010)	No	5.93	8,051,927	(477,794)	No
1- 60 days past due	3.49	2,853,558	(99,564)	No	4.42	912,193	(40,298)	No
61- 120 days past due	7.92	230,342	(18,241)	No	7.50	315,483	(23,648)	No
121- 182 days past due	18.25	94,270	(17,201)	No	16.80	268,755	(45,163)	No
More than 183 days due	<u>71.44</u>	<u>269,781</u>	<u>(192,739)</u>	Yes	<u>65.89</u>	<u>361,356</u>	<u>(238,114)</u>	Yes
		<u>13,968,256</u>	<u>(646,755)</u>			<u>9,909,714</u>	<u>(825,017)</u>	
Institutional customers - NHIA Accredited Institutions								
	2024				2023			
	Weighted loss rate	Carrying amount	Impairment	Credit impaired	Weighted loss rate	Carrying amount	Impairment	Credit impaired
		GHS	GHS			GHS	GHS	
Current (not past due)	9.69	174,258	(16,880)	No	13.30	746,521	(99,296)	No
1- 60 days past due	12.51	204,569	(25,590)	No	13.44	302,682	(40,673)	No
61- 120 days past due	16.55	128,675	(21,295)	No	16.18	307,141	(49,696)	No
121- 182 days past due	24.70	151,632	(37,453)	No	22.85	124,174	(28,369)	No
183 - 243 days past due	39.01	16,795	(6,552)	No	35.94	68,617	(24,658)	No
244 - 305 days past due	52.39	49,681	(26,030)	No	46.77	22,034	(10,304)	No
306 - 365 days past due	82.60	31,013	(25,618)	No	69.73	11,770	(8,206)	No
More than 365 days due	<u>100.00</u>	<u>219,998</u>	<u>(219,998)</u>	Yes	<u>100.00</u>	<u>227,892</u>	<u>(227,892)</u>	Yes
		<u>976,621</u>	<u>(379,416)</u>			<u>1,810,831</u>	<u>(489,094)</u>	
Regional Medical Stores								
Current (not past due)	50.00	5,292,422	(2,646,210)		50.00	2,318,317	(1,159,159)	
<b>Total</b>		<u>20,237,299</u>	<u>(3,672,381)</u>			<u>14,038,862</u>	<u>(2,473,270)</u>	

## 27. FINANCIAL INSTRUMENTS - FAIR VALUES AND RISK MANAGEMENT - CONT'D

The company uses an allowance matrix to measure the ECLs of trade receivables from individual customers, which comprise a very large number of small balances.

Loss rates are calculated using a 'roll rate' method based on the probability of a receivable progressing through successive stages of delinquency or write-off. Roll rates are calculated separately for exposures in different segments based on the following common credit risk characteristics. These rates are multiplied by scalar factors to reflect current conditions. Scalar factors are based on actual and forecasted GDP growth and inflation rates which are as follows: Actuals- GDP growth rate of 3.12% and inflation rate of 15.00%; Forecasts- GDP growth rate of 4.37% and inflation of 8.00%.

Macroeconomic Scenarios	Scenario Type	Probability Weighting
Moderate-case economic condition	Increase GDP; Increase CPI	15%
Moderate-case economic condition	Decrease GDP; Decrease CPI	15%
Best-case economic condition	Increase GDP; Decrease CPI	5%
Worst-case economic condition	Decrease GDP; Increase CPI	65%

Impairment losses on financial assets recognised in profit or loss were as follows:

	2024 GHS	2023 GHS
Opening balance	2,473,270	1,737,571
Impairment expense/(reversal) on trade receivables	1,199,111	735,699
Closing balance	3,672,381	2,473,270
Impairment expense comprises:	<b>2024</b>	<b>2023</b>
	<b>GHS</b>	<b>GHS</b>
Trade receivables written-off	-	14,661
Impairment expense (reversal) on trade receivables	1,199,111	735,699
Impairment expense	1,199,111	750,360

The following significant changes in the gross amounts of trade receivables contributed to the changes in the impairment expense during 2024:

- A growth in the business with open market customers and regional medical stores resulted in increases in trade receivables of GHS 4,058,542 (2023:GHS (2,395,724)) and GHS 2,974,105 (2023: GHS 1,827,511) respectively. This resulted in an increase in impairment expenses of GHS 178,262 (2023: GHS 86,635) and GHS 1,487,051 (2023: GHS1,110,078) for open market customers and regional medical stores respectively. However, a decrease in trade receivables from institutional customers of GHS 834,210 (2023: 72,895) resulted in a decrease in impairment expenses of GHS 109,678 (2023:GHS (287,744)).

### Cash and cash equivalents

The Company held cash and cash equivalents of GHS 4,770,962 (2023: GHS 4,948,635) at the reporting date. The cash and cash equivalents are held with reputable banks and other financial institutions regulated by the Bank of Ghana.

## 27. FINANCIAL INSTRUMENTS - FAIR VALUES AND RISK MANAGEMENT - CONT'D

### iii. Liquidity risk

Liquidity risk is the risk that the Company either does 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 will maintain adequate liquidity to meet its liabilities when due. Financial assets the entity uses to manage its liquidity are its cash and cash equivalents and trade receivables.

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

	Contractual cash flows						
	Carrying Amount	Total	2 mths or less	2 - 12 mths	1 - 2 yrs	2 - 5 yrs	More than 5 yrs
31 December 2024	GHS	GHS	GHS	GHS	GHS	GHS	GHS
<b>Non-derivative financial liabilities</b>							
Trade and other payables	29,667,684	29,667,684	29,667,684	-	-	-	-
Due to related party	1,271,773	1,485,951	76,467	382,335	458,802	568,347	-
Lease liabilities	3,143,451	5,201,467	230,306	1,151,530	1,381,835	2,035,946	401,850
Bank overdraft	10,292,679	10,292,679	10,292,679	-	-	-	-
Loans and borrowings	14,438,315	16,060,601	1,786,915	7,399,465	6,874,221	-	-
Balance at 31 December 2024	<u>58,813,902</u>	<u>62,708,382</u>	<u>42,054,051</u>	<u>8,933,330</u>	<u>8,714,858</u>	<u>2,604,293</u>	<u>401,850</u>
<b>Non-derivative financial assets</b>							
Cash and Cash Equivalents	4,770,962	4,770,962	4,770,962	-	-	-	-
Trade and other receivables	17,238,068	17,238,068	17,238,068	-	-	-	-
Balance at 31 December 2024	<u>22,009,030</u>	<u>22,009,030</u>	<u>22,009,030</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
	Carrying Amount	Total	2 mths or less	2 - 12 mths	1 - 2 yrs	2 - 5 yrs	More than 5 yrs
31 December 2023	GHS	GHS	GHS	GHS	GHS	GHS	GHS
<b>Non-derivative financial liabilities</b>							
Trade and other payables	19,171,154	19,171,154	19,171,154	-	-	-	-
Due to related party	1,241,061	1,241,061	-	-	620,531	620,530	-
Lease liabilities	2,152,538	3,699,762	162,619	813,097	975,716	1,734,816	13,514
Bank overdraft	12,623,335	12,623,335	12,623,335	-	-	-	-
Loans and borrowings	17,117,042	19,988,189	1,362,344	6,811,741	10,722,643	1,091,461	-
Balance at 31 December 2023	<u>52,305,130</u>	<u>56,723,501</u>	<u>33,319,452</u>	<u>7,624,838</u>	<u>12,318,890</u>	<u>3,446,807</u>	<u>13,514</u>

## 27. FINANCIAL INSTRUMENTS - FAIR VALUES AND RISK MANAGEMENT - CONT'D

### Non-derivative Financial Assets

Cash and Cash Equivalents	4,948,635	4,948,635	4,948,635	-	-	-	-
Trade and other receivables	<u>12,181,453</u>	<u>12,181,453</u>	<u>12,181,453</u>	=	=	=	=
Balance at 31 December 2023	<u>17,130,088</u>	<u>17,130,088</u>	<u>17,130,088</u>	=	=	=	=

### iv. Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Company's income or the value of its holdings of financial instruments. 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 purchases and borrowings that are denominated in currencies other than the functional currency. The currencies in which these transactions primarily are denominated are US dollars (USD), Great British Pound (GBP) and Euro (EUR).

Balances shown in GHS equivalents	31 December 2024			31 December 2023		
	EUR	USD	GBP	EUR	USD	GBP
Cash and cash equivalents	270	37,196	-	270	1,431	-
Trade and other payables	<u>(5,740)</u>	<u>(1,143,094)</u>	<u>(8,720)</u>	<u>(37,614)</u>	<u>(741,169)</u>	=
<b>Net statement of financial position exposure</b>	<u>(5,470)</u>	<u>(1,105,898)</u>	<u>(8,720)</u>	<u>(37,344)</u>	<u>(739,738)</u>	=

## 27. FINANCIAL INSTRUMENTS - FAIR VALUES AND RISK MANAGEMENT - CONT'D

The following significant exchange rates are applied during the year:

	Average Rate		Reporting Date	
	2024	2023	2024	2023
GBP 1	18.8235	14.8850	18.7000	15.3700
EUR 1	15.8989	12.9512	15.5000	13.3410
USD 1	14.6625	11.9308	14.8800	12.0200

### Sensitivity analysis

A 10% weakening of the cedi against the following currencies at 31 December 2024 would have decreased equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant. The analysis is performed on the same basis for 2023.

#### Effect in GHS dollars

	Effect on profit or loss/equity	
	2024 GHS	2023 GHS
GBP	(16,306)	-
EUR	(8,479)	(49,821)
USD	(1,645,576)	(889,165)
	<u>(1,670,361)</u>	<u>(938,986)</u>

A 10% strengthening of the cedi against the above currencies would have exact opposite effect on equity and profit or loss by the same amount shown above.

The Company's exposure to exchange rate risk is in respect of amount due to foreign suppliers for imports of various international transactions. The Company manages foreign exchange risk by estimating forward looking rates in its Annual Planning process based on projected depreciation of the Cedi against the major trading currencies. The system is set up with trigger points for review of the rates to aid in the management of the risk.

### Equity price risk

#### Sensitivity analysis

For investments classified as fair value through other comprehensive income, a 3% increase in the equity prices at the reporting date would have increased equity by the amounts shown below. An equal change in the opposite direction would also decrease equity by the amounts shown below.

#### Effect on profit or loss/equity

	2024 GHS	2023 GHS
Equity	-	95,700

## 27. FINANCIAL INSTRUMENTS - FAIR VALUES AND RISK MANAGEMENT - CONT'D

### Interest rate risk

At the reporting date the interest rate profile of the company's interest-bearing financial instruments was:

Fixed rate instruments	Carrying amounts	
	2024 GHS	2023 GHS
Bank overdraft	(10,292,679)	(12,623,335)
Loans and borrowings	(14,438,315)	(17,117,042)
Shareholder loan	(1,194,927)	(1,212,500)
	<b><u>25,925,921</u></b>	<b><u>30,952,877</u></b>

The Company does not account for any fixed-rate financial assets or financial liabilities, at FVTPL. Therefore, a change in interest rates at the reporting date would not affect profit or loss.

## 28. CAPITAL COMMITMENTS

The Company had no commitments for capital expenditure at the reporting date and at December 31 2023.

## 29. CONTINGENT LIABILITIES

A labour suit filed by two plaintiffs contesting their summary dismissal and termination of appointment respectively by the Defendant ("Starwin"- now DAS Plc). The case of the plaintiffs is that their dismissal and termination of appointment by DAS Plc was wrongful.

Apart from damages and cost, the second plaintiff is praying the Court to order DAS Plc to pay the sum of GHS 20,639.92 plus the monetary value of 100 litres of diesel.

The trial has concluded and the parties are waiting for a date for final judgement from the Court.

In the event that the Plaintiffs succeed, the liability of the Company (DAS) shall not exceed the aforementioned reliefs, damages and costs.

## 30. SUBSEQUENT EVENTS

Events subsequent to the reporting date are reflected in the financial statements only to the extent that they relate directly to the financial statements and the effect is material. There were no events after 31 December 2024 that require disclosure in the financial statements.

## 31. CAPITAL MANAGEMENT

The Company's policy is to develop a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business.

The Company monitors capital using a ratio of adjusted net debt to equity ratio. For this purpose, adjusted net debt is defined as total liabilities less cash and cash equivalents. Adjusted equity comprises all components of equity as shown in the statement of financial position.

Management reviews its capital management approach on an ongoing basis and believes this approach given the size of the Company is reasonable.

The adjusted net debt to equity ratio for the Company at 31 December is as follows:

	2024 GHS	2023 GHS
Total liabilities	74,050,206	61,867,528
Cash and bank balances	(4,770,962)	(4,948,635)
Net	<u>69,279,244</u>	<u>56,918,893</u>
Total equity	<u>26,757,437</u>	<u>16,350,026</u>
Gearing	<u>2.59</u>	<u>3.48</u>

## 32. SHAREHOLDING INFORMATION

### (i) Number of Shares in issue

Earnings per share are based on 84,765,899 weighted average number of equity shares in issue during the year.

### (ii) Number of Shareholders

The Company had 84,765,899 equity shares at the reporting date and at 31 December 2023 distributed as follows:

Holding	No. of Holders	Total Holding	% Holding
1-1000	7,730	1,895,725	2.24
1001-5000	670	1,345,336	1.59
5001-10000	64	462,996	0.55
10001 and over	<u>85</u>	<u>81,061,842</u>	<u>95.63</u>
	<u>8,549</u>	<u>84,765,899</u>	<u>100.00</u>



## 32. SHAREHOLDING INFORMATION - CONT'D

### (iii) List of twenty shareholders as at the reporting date and 31 December 2023

Shareholders	No. of shares	% of issued capital
Equatorial Cross Acquisitions (ECA)	50,891,061	60.04
Social Security and National Insurance Trust	14,525,554	17.14
Yaw Opare-Asamoah	6,542,010	7.72
Amarteorkor Amarteifio	3,207,604	3.78
Mirfield Properties	1,621,318	1.91
Jacob Amekor Blucoo-Allotey	394,485	0.47
Worldwide Securities Limited	233,362	0.28
Starwin Products Limited	202,490	0.24
E.H. Boohene Foundation	198,041	0.23
International Central Gospel Church – Christ Temple	166,400	0.20
Teachers Fund	142,852	0.17
Sylvia Stella Amissah	113,298	0.13
Comfort Asiedu	106,811	0.13
Godfried Ampofo	106,811	0.13
Albert Gyang Boohene	100,385	0.12
Estate of Bernard Forson	98,043	0.12
Estate of P.I.A Quaye	87,672	0.10
Worldwide Securities Ltd Trust A/C	87,636	0.10
Starwin Trust Fund	86,782	0.10
Estate of Patrick Okai	<u>77,386</u>	<u>0.09</u>
Reported Totals	78,990,001	93.20
Others	<u>5,775,898</u>	<u>6.80</u>
Reported Totals	<u>84,765,899</u>	<u>100.00</u>

### (iv) Directors' shareholding

The Directors named below held the following number of shares in the Company as at the reporting date and at 31 December 2023:

Name of Director	No. of shares	% of issued capital
Nik Amarteifio	50,891,061	60.04
Amarteorkor Amarteifio	<u>3,207,604</u>	<u>3.78</u>
	<u>54,098,665</u>	<u>63.82</u>

\*Shares held through Equatorial Cross Acquisitions.



# Appendix 1

## EXTRACT OF DANNEX AYRTON STARWIN PLC CODE OF ETHICS

### 1. Purpose

To ensure staff have detailed understanding of company's minimum standards of operation and the expectations of customers and stakeholders at all times.

### 2. Standards of Practice

#### 2.1 Bribery and Corruption

- Any payments or gifts other than business expenses which intends to induce or influence someone or public official in the performance of his legitimate duty is prohibited by the company.
- Guidance should be sought from CEO and CHRO in contrary to this directive.

#### 2.2 Records Keeping

Detailed records of all gifts received must be logged unto the NAV or be kept in written form by authorized employees and the HR Department notified. Records dealings should be prepared with strict accuracy.

#### 2.3 Treatment of Customers

All employees are entreated to know the obligations of the business towards customers and to understand and meet their expectations. Open and clear communication is vital to this.

#### 2.4 Suppliers

Suppliers are to be treated fairly in accordance with agreed terms of trade.

#### 2.5 Competition

- DAS Plc will compete fairly with competitors and their parties. Employees should be

confidential and not divulge or share trade secrets with its competitors.

### 3. Corporate Governance

DAS Plc complies with legal and regulatory requirements to protect shareholder interest and the business.

#### 3.1 Compliance with Law

All managers are to be aware of laws and regulations affecting their area of operations and ensure to take legal advice where appropriate.

#### 3.2 Accounting Standards and Records

All accounts documentation must be in conformity with regulatory requirements.

#### 3.3 External Reporting

- All statements or reports to regulators, govt. agencies or stakeholders should always be correct, timely and not misleading.
- Only authorized persons are permitted to represent DAS Plc on all external matters.

#### 3.4 Policies and Procedures

Management is to ensure to the compliance and management of risks policy and procedures by staff and as well manage risk associated with these policies.

### 4. Our Commitment to our employees

DAS Plc is committed to achieve a work environment in which team spirit, goals and values, fairness dignity and respect are maintained by all employees.

#### 4.1 Labour Act

- DAS Plc will always act in compliance with the Labour Act 651.



## 4.2 Harassment

- All unwanted behavior will not be countenanced under any circumstances. CHRO should be notified of such behavior.

## 4.3 Equal Opportunity

- All employees will be given equal opportunities for advancement based on their performance ability and aptitude.

## 4.4 Health and Safety

- DAS Plc provides the highest priority on Health and Safety of all employees. Methods of operations will constantly be reviewed to protect workers. Leaders should be role models in ensuring high standards of Health and Safety.

## 4.5 Pre employment screening and selection

- DAS Plc will apply rigorous pre-employment screening and selection to protect interest of employees and customers.

## 5. Good Corporate Citizen

- DAS Plc is committed to being a good corporate citizen by taking account of the socio-economic environment of the business.

### 5.1 Environment

- Will conduct business with respect to the environmental requirements. Activities that will have a negative impact on the environment will be avoided.

### 5.2 Corporate Social Responsibility

- DAS Plc is fully committed in supporting and assisting charitable activities which have positive impact in communities and society.

## 6. Employee Commitment

Employees must be committed and promote the interest of the business at all times.

### 6.1 Confidential Information

- Confidential information except information required by law must not be used for personal gain but for advancement of the business. Disclosure of confidential information is not permitted unless otherwise authorized for legitimate business.

### 6.2 Conflict of Interest

- Any activity that conflicts with the interest of the company must be avoided.

### 6.3 Social Networking

- Employees who engage in social networking on behalf of the business must conduct themselves in accordance with DAS Plc values and policies.



## PROXY FORM

For use by Dannex Ayrton Starwin Plc shareholders at the Annual General Meeting to be held at the Eben-Ezer Presbyterian Church Hall, Osu, on Wednesday, 8th October, 2025 at 11.00am (GMT)

I/We, (Note 1) \_\_\_\_\_ of \_\_\_\_\_ being the holder(s) of Dannex Ayrton Starwin Plc Shares, hereby appoint the Chairman of the meeting (Note 2) \_\_\_\_\_ as my/our proxy to act for me/us at the Annual General Meeting (the "AGM") to be held at the Eben-Ezer Presbyterian Church Hall, Osu, on Wednesday, 8th October, 2025 at 11:00am (GMT) for the purpose of considering and, if thought fit, approving the proposed resolutions referred to in the notice convening such meeting. At the AGM (and every adjournment thereof), the proxy is to vote for me/us on my behalf for or against the resolutions to be proposed at the AGM (and at any adjournment thereof) as indicated below.

**IMPORTANT:** Please indicate with an "X" in the appropriate box opposite the resolution how you wish your vote to be cast.

	RESOLUTION	FOR	AGAINST
1	To receive, consider and adopt the Financial Statements of the Company for the year ended 31st December, 2024 together with the Reports of the Directors and Auditors		
2	To authorize the Directors to fix the remuneration of the Auditors.		
3	To re-appoint Mr. Nik Amarteifio as Director of the Company		
4	To re-appoint Mr. Alex Bonney as Director of the Company		
5	To re-appoint Dr. Barima Afrane as Director of the Company		

Dated \_\_\_\_\_ 2025 (Signature) \_\_\_\_\_

To facilitate arrangements for AGM, please tick here (without commitment on your part) if you propose to attend the AGM (having not appointed a proxy above) or if your proxy is to attend the meeting on your behalf.

This form of proxy should be read in conjunction with the accompanying Circular, which contain important information regarding Dannex Ayrton Starwin Plc.



**Notes:**

1. Full name(s) and address(s) to be inserted in **BLOCK CAPITALS**
2. If any person other than the Chairman is to be appointed as proxy, strike out the words “the Chairman of the Meeting”, add the name and address of the proxy preferred in the blank space provided and initial the alteration. The person to whom this proxy is given need not be a shareholder of Dannex Ayrton Starwin Plc but must attend the said meeting in person to represent you. Appointment of a proxy will not prevent a shareholder from attending and voting at the Meeting (or any adjournment thereof) in person.
3. In the case of joint shareholders, the vote of the senior who tenders a vote whether in person or by proxy will be accepted to the exclusion of the votes of the other joint shareholders. For this purpose, seniority is determined by the order in which the names stand in the Dannex Ayrton Starwin Plc Register in respect of the joint holding. In the case of a corporation, this proxy must be given under its common seal or be signed on its behalf by an attorney or officer duly authorized.
4. In order to be valid, this form of proxy and the power of attorney or other authority (if any) under which it is signed, or a copy of such authority certified notarially or in some other way approved by the directors of Dannex Ayrton Starwin Plc must be duly executed and deposited at the offices of NTHC Registrars, 18 Gamel Nasser Avenue, Ringway Estates, P. O. Box KIA 9563, Airport, Accra, Ghana not later than 3.00 pm (GMT) on 6th October, 2025. FAILURE TO DEPOSIT THE FORM OF PROXY AS REQUIRED WILL RESULT IN YOUR PROXY APPOINTMENT BEING INVALID.
5. Any alterations made to this form of proxy should be initiated by the person who signs it.
6. Please indicate with an “X” how you wish to vote cast. Unless instructed, the proxy will vote, or abstain from voting, at his or her discretion. On any motion to amend the above resolutions, to propose a new resolution, to adjourn the AGM, or any other motion put to the AGM (other than to approve the above resolutions), the proxy will act at his/her/their discretion.

**SPECIAL NOTE: YOU ARE REQUESTED TO SIGN AND DATE THE ABOVE PROXY FORM.**





# Durol

## Junior



- ✓ **Iron**
- ✓ **Liver Extract**
- ✓ **Vitamins**
- ✓ **Minerals**

In anaemia of varied origin

# Rx ferrodex



for effective treatment of iron deficiency from:

- increased blood loss
- pregnancy and lactation
- poor nutrition and
- infectious diseases

Compared to other iron III brands, ferrodex has additional ingredients:

**Folic acid and Vit B12** - for formation of RBCs

nucleo proteins, and integrity of nervous system

**Vit B6** - for healthy nervous system and rbc production

**Vitamin C** - enhancing absorption of iron

**Zinc** - for prevention of anemia



DAS PLC Customer Complaint Form



**DANNEX AYRTON STARWIN PLC**

...Caring For Life

